



CAMSON SEEDS LIMITED

**ANNUAL REPORT
2019 - 2020**



DISCLAIMER

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions.

This report and other statements written and oral that we periodically make, contain forward- looking statements that set our anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialize or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected.

Readers should bear this in mind. We undertake no obligation to publicly update any forward- looking statements, whether as a result of new information, future events or otherwise.



CORPORATE INFORMATION

The Board of Directors

Mr. Anil Kshetry	Managing Director (w.e.f. 19.03.2020)
Mr. Sunil Yashpal Kohli	Independent Director (w.e.f. 19.03.2020)
Mr. Rohit Satish Sareen	Independent Director
Mrs. Sasibala Singh	Non-Executive Director (w.e.f. 05.02.2020)
Mr. Dharendra Kumar	Managing Director (till 19.03.2020)
Mr. Karan Singh	Executive Director (till 19.03.2020)
Mr. Anurudh Kumar Singh	Independent Director (till 31.10.2019)
Mr. Peter Joseph Kennedy	Non- Executive Director (till 29.10.2019)
Mr. Geok Lan Tay	Non- Executive Director (till 29.10.2019)
Mr. Virendra Kumar Singh	Independent Director (till 12.02.2020)
Mr. Manoj Srivastava	Independent Director (till 19.03.2020)
Mr. Arundeo Prasad Singh	Independent Director (till 22.07.2019)

Board Committees

Audit Committee

Mr. Sunil YashpalKohli	Chairman, Independent Director
Mr. Anil Kshetry	Member, Executive Director
Mr. Rohit Satish Sareen	Member, Independent Director
Mrs. Sasibala Singh	Member, Non-Executive Director

Nominations and Remuneration Committee

Mr. Sunil YashpalKohli	Chairman, Independent Director
Mr. Rohit Satish Sareen	Member, Independent Director
Mr. Sasibala Singh	Member, Non- Executive Director

Stakeholder's Relationship Committee

Mr. Sunil YashpalKohli	Chairman, Independent Director
Mr. Anil Kshetry	Member, Executive Director
Mr. Rohit Satish Sareen	Member, Independent Director
Mrs. Sasibala Singh	Member, Non- Executive Director

Email ID : cs.camsonseeds@gmail.com

**Registered Office**

Survey Number 75 and 129,
Madagondanahalli Village, Maddhure Hobli
Doddaballapur, Bangalore - 561 203

Bankers

ICICI Bank

Auditors

Messrs. YCRJ & Associates Private Ltd
Chartered Accountants
No. 236, 3rd Floor, 14th Main
"F" Block, Sahakarnagar
Bangalore, Karnataka - 560092

Registrar & Transfer Agents

Integrated Registry Management Services Pvt Ltd
Registrar and Share Transfer Agents
No. 30, Ramana Residency, 4th Cross
Sampige Road, Malleshwaram
Bangalore - 560003
Tele:+91-80-23460815-818



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Message from Managing Director



Message from Managing Director

Dear Valued Shareholders,

I am very happy and proud to share with you the overall performance of the Company for the Financial Year 2019-20.

The seed industry is growing through many churns as many companies are being bought and sold internationally and this is also impacting the Indian industry too.

We take pride in our own research through which we have obtained many new hybrids and are confident of the performance of these hybrids in the market. Your Company offers a wide portfolio of high quality hybrids which are aimed at improving crop yields and produce quality seeds thereby augmenting farmer's income.

Your Company continues to focus on technology and innovation with new product development and innovative value addition to variants of existing products to make them more effective and efficient. Your Board believes that this will further enhance the Company's market position and set the platform to achieve greater heights in the near future.

We tried to overcome the challenges that emerged from the external environment in a manner that has made us more future-ready than ever before. It tested our organizational capability to counter headwinds. Ultimately our resilience made us even more confident that we will always continue to contribute positively to our stakeholders and to India's long-term progress.

India is on a growth path, and the Company has endeavored to stay abreast with the market and keep evolving its technology and innovation with new product development value additions. Agriculture continues to remain the mainstay of the economy from employment and livelihood perspective.

Future is unpredictable but prevention is better than cure, these two sentences are perfectly resembled to Indian agriculture. Weather is uncertain, pests, diseases and weeds are unknown and water is alarming but then too selecting crop according to soil health, Judicious use of pesticide and fertilizer, farmer friendly technique, best storage capacity are the core solutions for securing food for future.

The road ahead is filled with challenges and opportunities. We are fully equipped to grab the opportunities and face any challenges the market throws up.

I would like to put on record our sincere appreciation to all our shareholders, customers, vendors, bankers and all stakeholders for their unwavering support and co-operation.

We look forward to a bright future of your Company ahead.

Best Wishes,

Anil Kshetry
Managing Director



CAMSON

Notice



Notice is hereby given that the 7th Annual General Meeting (AGM) of the Members of Camson Seeds Limited will be held through Video Conferencing (VC) on Monday, 28th day of September, 2020 at 04:00 P.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Auditors' Report thereon and the Board's Report including Secretarial Audit Report and Corporate Governance Report.

SPECIAL BUSINESS:

2. Appointment of Mr. Anil Kshetry (DIN: 08706216) as a Director of the Company

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 161 of the Companies Act, 2013, Mr. Anil Kshetry (DIN: 08706216) who was appointed as an Additional Director of the Company by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee and who holds the office only up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company".

3. Appointment of Mr. Anil Kshetry (DIN: 08706216) as the Managing Director :

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 2(54), 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), subject to such sanctions as necessary, approval of the members be and is hereby accorded to appoint Mr. Anil Kshetry (holding DIN: 08706216) as the Managing Director of the Company for a period of three (3) years with effect from March 19, 2020, on the terms and conditions of appointment as may be determined, at a remuneration which shall not exceed Rs. 16,80,000/- (Rupees Sixteen Lakhs and Eighty Thousand only) per annum till such time as may be reviewed by the Nomination and Remuneration Committee from time to time.

The overall remuneration (inclusive of all allowances and perquisites) shall not exceed Rs. 16,80,000/- (Rupees Sixteen Lakhs and Eighty Thousand only) per annum;

The following perquisites should be included in the computation of the ceiling on remuneration:

- (a) Housing: House Rent Allowance shall be subject to maximum of Rs. 3,78,000/- p.a.
- (b) Medical allowance: Medical allowance shall be subject to Rs. 15,000/- p.a.



- (c) Gratuity not exceeding half a month's basic salary for each completed year of service.
- (d) Conveyance: Provisions of car for use on Company business and telephone at residence will not be considered as perquisites. Conveyance shall be subject to Rs. 19,200/- p.a.
- (e) Earned/Privilege leave: One full month's basic salary as per the rules of the Company but not more than one month's leave for every eleven months of service.
- (f) Leave Travel Allowance – Leave Travel Allowance shall be subject to Rs. 62,976/- p.a.
- (g) Other miscellaneous allowances shall be subject to Rs. 4,48,824/- p.a.
- (h) Contribution to Provident fund, superannuation fund or annuity fund will not be included in the computation of the ceiling on perquisites.

However, the following shall not form part of the Managerial Remuneration:

- (a) **REIMBURSEMENT OF EXPENSES:** Reimbursement of all actual expenses on travel, entertainment, etc. legitimately incurred in the course of duties.
- (b) **TELEPHONE:** A residential telephone, mobile phone along with all the calling facilities, Laptop Computer and one Internet Services connection will be provided by the Company at its cost to facilitate the performance of duties.
- (c) **CONVEYANCE:** Chauffeur driven car provided by the Company for performance of duties. All expenses towards this facility will be borne by the Company.

However, he will not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof of the Company nor shall be liable to retire by rotation.

Minimum Remuneration:

Notwithstanding anything to the contrary herein where in any financial year during the currency of tenure of the Managing Director, the Company has no profits or its profits are inadequate, the above remuneration payable by way of salary and perquisites shall be deemed as minimum remuneration but however subject to the approval of the Central Government and/ or limits laid down under Schedule V of the Companies Act, 2013 including any statutory modification or re-enactment thereof as may be for the time being in force.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to vary, alter or modify the terms and conditions including remuneration as may be directed by the Central Government and as may be agreed to by the Board of Directors and Mr. Anil Kshetry.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to vary the terms of appointment of Mr. Anil Kshetry within the limits prescribed under Schedule V of the Companies Act, 2013 without seeking further approval from the Shareholders.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company.”