



CHADHA PAPERS LIMITED

32ND ANNUAL REPORT - 2022



BOARD OF DIRECTORS

MR. AMANBIR SINGH SETHI **WHOLE TIME DIRECTOR**

MR. SANMEET SINGH **NON-EXECUTIVE DIRECTOR**

MR. NAVEEN SEXENA **INDEPENDENT DIRECTOR**

MR. ANAND SHARMA **INDEPENDENT DIRECTOR**

MRS. SURJEET KAUR **INDEPENDENT DIRECTOR**

CHIEF FINANCIAL OFFICER

MR. ASHWANI SHARMA

COMPANY SECRETARY

MR. SHAAN MOHAMMAD

STATUTORY AUDITORS
M/s DHANA & ASSOCIATES
(FORMERLY KHANDELIA & SHARMA)
CHARTERED ACCOUNTANTS,
407,SOUTH-EX, PLAZA-II,
NEW DELHI-110049

REGISTRARS & SHARE TRANSFER AGENTS
SKYLINE FINANCIAL SERVICES PRIVATE LIMITED
D-153A, 1ST FLOOR, OKHLA INDUSTRIAL AREA,
NEW DELHI- 110020

REGISTERED OFFICE

CHADHA PAPERS LIMITED (CIN: - L21012UP1990PLC011878)

CHADHA ESTATE NANITAL ROAD

BILASPUR, RAMPUR

UTTAR PRADESH – 244921, PHONE NO's:-, 0120-4325461, 8392931162

CORPORATE OFFICE

CHADHA PAPERS LIMITED

C/O WAVE ONE PROJECT OFFICE, PLOT NO. L-2A, SECOND FLOOR, SECTOR 18 NOIDA 201301 UTTAR
PRADESH,

PHONE NO's:- 0120-4120849, 4216287

EMAIL:- CHADHAPAPERSLTD@GMAIL.COM

WEBSITE:-WWW.CHADHAPAPERS.COM

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32ND ANNUAL GENERAL MEETING

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NOTICE

NOTICE is hereby given that the **32nd Annual General Meeting** of the Members of **“CHADHA PAPERS LIMITED”** (CIN: L21012UP1990PLC011878) will be held on Friday, the 30th day of September, 2022 at 02:30 P.M. at the Registered Office of the Company at Chadha Estate, Nainital Road, Bilaspur, Rampur, Uttar Pradesh – 244921, India, to transact the following business:

ORDINARY BUSINESSES:

1. TO RECEIVE, CONSIDER AND ADOPT FINANCIAL STATEMENTS.

- (i) To receive, consider and adopt the Annual Audited Financial Statements (Standalone) of the Company for the Financial Year ended 31st March 2022, together with the Reports of the Auditors and Board of Directors thereon.
- (ii) To receive, consider and adopt the Audited Financial Statements (Consolidated) of the Company for the Financial Year ended 31st March 2022, together with the Report of the Auditors thereon.

2. TO APPOINT DIRECTOR IN PLACE OF THOSE RETIRING BY ROTATION.

To appoint a Director in the place of Mr. Sanmeet Singh (DIN: 01139468), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESSES:

3. TO RATIFY REMUNERATION OF COST AUDITOR FOR F.Y. 2022-23.

To consider and if thought fit to pass, with or without modifications, following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time and for time being in force, and on the recommendation of Audit Committee, the remuneration of Rs. 60,000/- (Rupees Sixty Thousand Only) plus applicable taxes, if any, and out of pocket expenses in relation to the Cost Audit of the Company, to be paid to M/s Khushwinder Kumar & Co., Cost Accountants, having FRN. 100123, appointed as Cost Auditor by the Board of the Company in its meeting held on 03.09.2022 to conduct the audit of cost records maintained pursuant to the aforesaid provisions by the Company for the financial year to be ended on 31st March, 2023 be and is hereby approved and ratified.”

4. TO APPROVE RELATED PARTY TRANSACTION

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**

“RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 and in terms of applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory amendment, modification or re-enactment thereof and in force for time being) and approval of Audit Committee, consent of the members of the Company be and is hereby accorded for entering into any contract/arrangement/transactions with “M/s Amanbox Factory Private Limited” for a period from 01st October, 2022 to 30th September, 2023, as per details provided in the explanatory statement annexed to this Notice, and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and “M/s Amanbox Factory Private Limited.

RESOLVED FURTHER THAT Board of Directors and/or any Committee thereof be and is hereby authorized to settle any question, difficulty or doubt that may arise, and to do all such acts, deeds and things as may be necessary, usual, proper or expedient in this regard.”

5. TO APPROVE RELATED PARTY TRANSACTION

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**

“RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 and in terms of applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory amendment, modification or re-enactment thereof and in force for time being), approval of Audit Committee, consent of the members of the Company be and is hereby accorded for entering into any contract/arrangement/transactions with “M/s ATPAC Industries”, a partnership firm, for a period from 01st October, 2022 to 30th September, 2023, as per details provided in the explanatory statement annexed to this Notice, and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and “M/s ATPAC Industries.

RESOLVED FURTHER THAT Board of Directors and/or any Committee thereof be and is hereby authorized to settle any question, difficulty or doubt that may arise, and to do all such acts, deeds and things as may be necessary, usual, proper or expedient in this regard.”

6. TO APPROVE RELATED PARTY TRANSACTION

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**

“RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 and in terms of applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory amendment, modification or re-enactment thereof and in

force for time being) and approval of Audit Committee, consent of the members of the Company be and is hereby accorded for entering into any contract/arrangement/transactions with **“K Recycling Private Limited”** for a period from 01st October, 2022 to 30th September, 2023, as per details provided in the explanatory statement annexed to this Notice, and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and **“K Recycling Private Limited”**.

RESOLVED FURTHER THAT Board of Directors and/or any Committee thereof be and is hereby authorized to settle any question, difficulty or doubt that may arise, and to do all such acts, deeds and things as may be necessary, usual, proper or expedient in this regard.”

**By the order of the Board
For Chadha Papers Limited**

**Sd-
Amanbir Singh Sethi
(Whole Time Director)
DIN:-01015203**

**Place: Noida
Date: 03.09.2022**

**Address: CTC061 The Crest Park Drive,
DLF5, Gurugram, Haryana-122011**

Registered Office:

Chadha Estate, Nainital Road, Bilaspur,
Rampur, Uttar Pradesh-244921, India

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

PROXIES SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING. A PROXY FORM IS ANNEXED TO THIS NOTICE.

EVERY MEMBER ENTITLED TO VOTE AT THE MEETING, OR ON ANY RESOLUTION TO BE MOVED THEREAT, SHALL BE ENTITLED DURING THE PERIOD BEGINNING 24 HOURS BEFORE THE TIME FIXED FOR THE COMMENCEMENT OF THE MEETING AND ENDING WITH THE CONCLUSION OF THE MEETING, TO INSPECT THE PROXIES LODGED, AT ANY TIME DURING THE BUSINESS HOURS OF THE COMPANY, PROVIDED THAT NOT LESS THAN THREE DAYS` NOTICE IN WRITING OF THE INTENTION SO TO INSPECT IS GIVEN TO THE COMPANY.

2. The businesses set out in the Notice will be transacted through remote electronic voting system and the Company is providing facility for voting by remote electronic means. Instructions and other information relating to remote e-voting are given in the Notice under Note No. 14.

Members attending the meeting, who have not cast their vote by remote e-voting, shall be able to exercise their right to vote at the meeting through ballot papers. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.

3. The Register of Members and Share Transfer Books of the Company shall remain closed from 24th day of September, 2022 to 30th day of September, 2022 (both days inclusive).

4. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their Bank Details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc. to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Share Transfer Agent, **Skyline Financial Services Private Limited**, to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Company's Registrar and Share Transfer Agent.

5. Members can avail of the nomination facility, under Section 72 of the Companies Act, 2013 by submitting Form No. SH. 13 as per rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 with the Company. Blank forms will be made available on request.

6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN and Bank account details to the Registrar and Share Transfer Agent/ Share Department of the Company.

7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April 2019 except in case of request for transmission or transposition of securities. In the view of this and also to eliminate all risks associated with physical shares and for ease of portfolio management, Members can contact the Company or Company's Registrar and Share Transfer Agent, Skyline Financial Services Private Limited for assistance in this regard.

8. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or Registrar and Share Transfer Agent, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such members after making requisite changes thereon.

9. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

10. Non-resident Indian Members are requested to Inform Company's Registrar and Share Transfer Agent, Skyline Financial Services Private Limited, immediately of:

(a) Change in their residential status on return to India for permanent settlement.

(b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

11. SEBI & Ministry of Corporate Affairs (MCA) is promoting electronic communication as a contribution to greener environment. Accordingly, as a part of green initiative soft copy of the Annual Report 2021-22 is being sent to all the members whose email address(es) are registered with the Company/Depository Participant(s) unless any member has requested for a hard copy of the same.

Notice of the AGM and the Annual Report for the Financial Year 2021-22 including therein the Audited Financial Statements for the Financial Year 2021-22, will be available on the website of the Company at www.chadhapers.com and also available on the website of BSE Limited at www.bseindia.com. The Notice of AGM will also be available on the website of CSDL at www.evotingindia.com

The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's investor email id chadhapersltd@gmail.com.

12. As required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2, particulars of Directors seeking re-appointment at this AGM, forms an integral part of the Notice and marked as **"Annexure A"**. The Directors have furnished the requisite declarations for their appointment/ re-appointment.

13. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, ('the Act') relating to the Special Business to be transacted at the Annual General Meeting ('AGM') is annexed hereto. The Board of Directors have considered and decided to include the Item Nos. 3, 4, 5 & 6 given above as Special Business in the forthcoming AGM.

14. Voting through electronic means

I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, members may cast their vote on all the resolutions proposed to be considered in this Annual General Meeting by electronic means from a remote location ("Remote E-voting") and the Company is pleased to provide to its members the facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by "Remote E-voting". The company has engaged Central Depository Services (India) Limited (CDSL) and the facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("Remote E-voting") will be provided by CDSL.

II. Members of the company, instead of casting their votes by the aforesaid "Remote E-voting" may cast their vote at the venue of the Annual General Meeting through physical ballot papers, which shall be made available at the venue of the AGM and only such members attending the meeting, who have not cast their vote by remote e-voting, shall be able to exercise their right to vote at the meeting through ballot papers or by show off hands.

III. The process and manner for remote e-voting are as under:

(i) The voting period begins on **Tuesday the 27th day of September 2022 from 9.00 A.M. and ends on Thursday the 29th day of September 2022 up to 5.00 P. M.** During this period shareholder's of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **23rd September 2022**, may cast their vote electronically. The E-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.