



Pure Fragrant Original Basmati Rice

23rd **Annual** Report
2016-2017

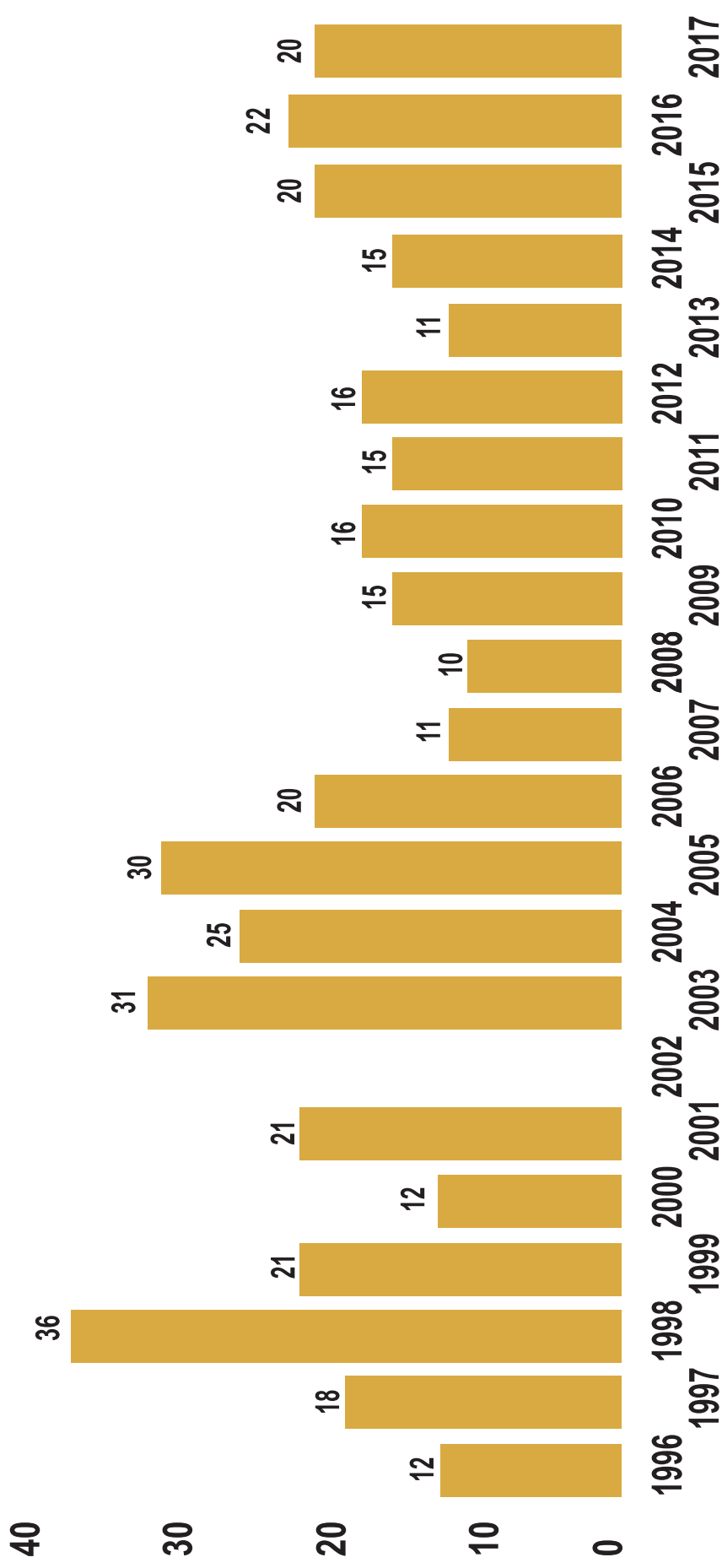
Maharani Basmati Rice
"Zubaan se Dil tak"





Chaman Lal Setia Exports Ltd.

397% Dividend since inception



20% Dividend Proposed in 2016-2017

Board of Directors

Chaman Lal Setia (Din No. 01125789)
(Chairman cum Mg. Director)

Vijay Setia (Din No. 01125966)
(Whole Time Director)

Rajeev Setia (Din No. 01125921)
(Whole Time Director)

Sukarn Setia (Din No. 01133561)
(Whole Time Director)

Ankit Setia (Din No. 01133822)
(Whole Time Director)

Sankesh Setia (Din No. 06620109)
(Whole Time Director)

Inder Dev Kukkar (Din No. 01193209)
(Independent Director)

Naresh Kumar Suneja (Din No. 01383235)
(Independent Director)

Parmod Kumar (Din No. 01193710)
(Independent Director)

Raghav Peshawaria (Din No. 01386434)
(Independent Director)

Amar Jyoti Bagga (Din No. 06958408)
(Independent Woman Director)

Vijay Kumar Jhamb (Din No. 07021080)
(Independent Director)

Registered Office
Miran Kot Road, P.O Central Jail,
Ajnala Road, Amritsar.

Corporate Office
No. 472, Udyog Vihar,
Phase-III, Gurgaon-122001

Works/Sales Office
Mirankot Road, Amritsar
Kaithal Road, Karnal,
526-B, Lahori Gate, Delhi,
Alipur, Delhi

Bankers

Punjab National Bank,
117-A, The Mall Amritsar

Registrar & Common Share Transfer Agent

Beetal Financial & Computer Services (P) Ltd.
IIIrd Floor, 99 Madangir,
(Near Dada Harsukh dass Mandirgir), New Delhi-110062

Auditors

M/s. Rajesh Kapoor & Co.
Chartered Accountants
140 Green Avenue, Amritsar

Company Secretary

Kanika Nevtia
1226, Katra Ahluwalia, Amritsar

ANNUAL GENERAL MEETING

On 28th September, 2017 at 4.30 p.m. at
Hotel P.R Residency, 101, Distt. Shopping Centre,
Ranjit Avenue, Amritsar-143002

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NOTICE OF ANNUAL GENERAL MEETING CHAMAN LAL SETIA EXPORTS LTD.

(CIN No.: L51909PB1994PLC015083)

Miran Kot Road, P.O. Central Jail, Ajnala Road, Amritsar-143002

Phone No. 0183-2592708, Fax No. 0183-2590453

Website: www.maharanirice.in Email: clsetia@rediffmail.com

NOTICE TO THE MEMBERS

Notice is hereby given that the 23rd Annual General Meeting of the members of CHAMAN LAL SETIA EXPORTS LTD. will be held on Thursday, the 28th day of September, 2017 at Hotel P.R Residency, 101, Distt. Shopping Centre, Ranjit Avenue, Amritsar-143001 at 4:30 p.m. to transact with or without modification(s), as may be permissible to transact the following business:

(A) ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31.03.2017 together with the Reports of the Board of Directors and Auditors thereon.
2. To declare a Dividend on the Equity Shares for Financial Year ended on 31st March, 2017.
3. To appoint a Director in place of Mr. Sankesh Setia (Din No. 06620109) , who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Vijay Setia (Din No. 01125966), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
5. To consider and approve appointment of M/S. R Chopra & Associates, Chartered Accountants, Amritsar (FRN:022992N) as Statutory Auditor of the Company to hold office from the conclusion of 23rd Annual General Meeting until the conclusion of 28th Annual General Meeting and to fix their remuneration in place of retiring auditor M/S. Rajesh Kapoor & Co., Chartered Accountants, Amritsar (FRN: 13527N), who hold the office upto the conclusion of 23rd Annual General Meeting.

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. R Chopra & Associates, Chartered Accountants Amritsar (Firm Registration No. 022992N), be and is hereby appointed as Statutory Auditor of the Company to hold office from the conclusion of 23rd Annual General Meeting upto the conclusion of the 28th Annual General Meeting(AGM) of the Company to be held for the financial year ending 31st March, 2022 (subject to ratification by the members at every AGM held after this AGM) and to audit financial statements of the Company for the financial year from 2017-18 to 2021-22 in place of retiring auditor M/S. Rajesh Kapoor & Co., Chartered Accountants, Amritsar (FRN :- 13527N), who hold office upto the conclusion of 23rd Annual General Meeting and the Board of Directors of the Company be and are hereby authorised to fix the remuneration as may be agreed upon between the auditors and the Board of Directors of the Company."

By Order of the Board of Directors
For Chaman Lal Setia Exports Ltd.

Place: Amritsar
Date: August 26, 2017

Sd/-
Chaman Lal Setia
Managing Director
Din: 01125789

IMPORTANT NOTES :

1. Notice is annexed thereto and relevant details as required under Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings (SS 2) issued by The Institute of Company Secretaries of India, of persons seeking appointment/ re-appointment as Directors as set out in Item Nos. 3 and 4 of the Notice, are also annexed.
2. All documents referred to in the Notice requiring the approval of the Members at the meeting and other Statutory Registers shall be available for inspection by members at the registered Office of the Company during normal business hours on the working days between 11:00 a.m. to 1:00 p.m. except Sunday and holiday.
3. The Registers of Members and Share Transfer Books of the Company will remain closed from Friday 22nd September, 2017 , to Thursday 28th September, 2017 (both days inclusive).
4. If Dividend on Equity shares as recommended by the Board of Directors for the Financial year ended March 31, 2017, if approved at the 23rd Annual General Meeting (AGM), payment of such dividend will be made within a period of 30 days from the date of declaration.
5. A member entitled to attend and vote at the ANNUAL GENERAL MEETING (AGM) is entitled to appoint proxy/proxies to attend and vote instead of himself/herself. Such a proxy/proxies 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 aggregate not more than ten percent of the total share capital of the Company carrying voting rights. 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 proxy for any other person or shareholder.

The instrument of Proxy in order to be effective, must be received at the Registered Office of the Company, duly completed and signed not less than 48 hours before the commencement of the AGM. A Proxy form and Admission slip is enclosed. Proxies submitted on behalf of the Companies, Societies etc. must be supported by an appropriate resolution/authority as applicable.
6. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company at its Registered Office, a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting .
7. 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 their PAN details to their Depository Participant(s) with whom they are maintaining their demats accounts. Members holding shares in physical form can submit their PAN details to the Company or to Registrar and Share Transfer Agent of Company named Beetal Financial & Computer Services Private Limited, New Delhi .
8. The Notice of the Twenty Third Annual General meeting of the Company, inter alia, indicating the process and manner of e-voting along with Attendance Slip , Proxy Form and Annual Report for 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participant(s) for communication purpose unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report along with notice inter alia, indicating the process and manner of e-voting along with Attendance Slip , Proxy Form for year ended 31.03.2017 is being sent by the permitted mode. Members may note that this Notice and Annual Report 2016-17 will also be available on the Company's website, www.maharanirice.in for their download.
9. Members/Proxies attending Annual General Meeting are requested to bring their attendance slip (duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.) along with their copy of the Annual Report.
10. Members desirous of seeking any further information about the financial statements of the Company are requested to address their queries to the Company Secretary & Compliance Officer at the Registered Office of the Company, at least 7 days in advance of AGM, so that the information, to the extent practicable, can be made available at the Annual General Meeting.
11. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend or change in registered address along with pin code number and relevant evidences are requested to write to the Company or its Registrar i.e. Beetal Financial and Computer Services Private Limited, New Delhi. Members holding shares in electronic form shall update such details with their respective Depository Participants.

12. In case of joint holders attending the meeting, only such joint holder whose name stands first or higher (as the case may be) will be entitled to vote.
13. The Register of Directors and Key Managerial Personnel and their Shareholdings and the Register of Contracts or Arrangements in which Directors are interested, will be available for inspection by the members during the Annual General Meeting.
14. Non Resident Indian members are requested to inform the Company's RTA immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank and pin code, if the details are not furnished earlier.
15. Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013, any amount of dividend that remains unpaid or unclaimed for a period of seven years from the date of transfer of the same to Company's Unpaid Dividend Account is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. Accordingly during the year the Company has transferred the amount of dividend declared for financial year ended 31.03.2009 to the Investor Education and Protection Fund (IEPF). Shareholders who have not encashed the dividend warrant(s) so far in respect of financial year 2010 or any subsequent financial years, are requested to make their claims immediately to the Company. Members who have neither received nor encashed their dividend warrants from the financial year 2009-10 onwards, are requested to write to the Company or to our RTA named Beetal Financial & Computer Services Pvt. Ltd., New Delhi along with requisite details without any delay. In terms of the said IEPF Rules, the Company has uploaded the information in respect of the Unclaimed Dividends in respect of respective financial years on the website of the Company viz. www.maharanirice.in under "Investors Relations" and same information has also been uploaded on the website of IEPF viz. www.iepf.gov.in
16. The Ministry of Corporate Affairs ('MCA') had notified the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 effective from 7th September, 2016 as amended by Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Amendments Rules, 2017 effective from 28.02.2017. The said Rules provide for manner of transfer of shares in respect of which dividend has remained unpaid or unclaimed for seven consecutive years to Demat Account of the IEPF Authority.

In compliance with said rules, the Company has already sent individual communication to those shareholders who have not encashed dividend for a period of 7 consecutive years and whose shares are liable to be transferred to IEPF and simultaneously published an advertisement in newspaper to enable the shareholders to take timely action and claim their dividend immediately. Company has already uploaded the list of those shareholders at their website i.e. www.maharanirice.in. Shareholders are requested to claim their unclaimed dividend immediately otherwise shares will be transfer to demat account of the IEPF Authority as per fresh instructions and rules of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (including any modifications or amendment from time to time).
17. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with their Depository Participants or with Beetal Financial & Computer Services Private Ltd. to enable us to send them the communications meant for the members via email.
18. A Route map showing directions to reach the venue of the 23rd AGM is given at the end of the Annual Report .
19. Mr. Sankesh Setia and Mr. Vijay Setia –Directors retire by rotation and, being eligible, offer themselves for re-appointment at the Annual General Meeting. A brief resume of the said Directors is given below:-

NAME	MR. VIJAY SETIA	MR. SANKESH SETIA
Director Identification Number (DIN)	01125966	06620109
AGE	64 years	30 years
Date of Appointment on the Board	21/09/1994	29/09/2014
EXPERTISE IN SPECIFIC AREA	Technical Expert, Quality Controlling and Production.	Export Marketing
Shareholding in Chaman Lal Setia Exports Ltd.	12435651	276100
Memberships/Chairmanships of Board Committees in Other Companies as on date	NONE	NONE

20. Process For Members Opting For E-Voting are given below. The Members are requested to go through them carefully.

21. Voting Through electronic means

- a. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations ,2015, the Company is pleased to provide facility to Members to exercise their right to vote on the resolutions proposed to be considered at the 23rd Annual General meeting (AGM) by electronic means and the business may be transacted through e-voting services. 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 Central Depository Services (India) Limited (CDSL).
- b. The facility for voting through Ballot paper shall be made available at AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through Ballot Paper.
- c. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- d. Mr. Sunil Dhawan Practising Company Secretary vide (Membership No. 14500), Proprietor of M/S. Sunil Dhawan & Associates has been appointed as the Scrutinizer to scrutinize the voting and e-voting process in a fair and transparent manner.
- e. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the e-voting facility.
- f. The Scrutinizer shall immediately after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman of the Company, who shall countersign the same and declare the result of the voting forthwith.
- g. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.maharanirice.in and on the website of CDSL immediately after the declaration of result by the Chairman. The results shall also be immediately forwarded to the BSE Limited, Mumbai.
- h. The resolutions will be deemed to passed on the AGM date subject to receipt of the requisite numbers of votes in favour of the Resolutions.

The instructions for shareholders voting electronically are as under:

- (i) The remote e-voting facility begins on Sunday, 24.09.2017 from 10:00 a.m. and ends on Wednesday 27.09.2017 at 5:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 21.09.2017, 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) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders" tab.
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.

- (vii) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed on address stickers. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> i.e. Chaman Lal Setia Exports Ltd. on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If a Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for Android, Apple and Windows based mobiles. The m-Voting app can be downloaded from Google Play Store, App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xx) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xxi) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 21.09.2017 may follow the same instructions as mentioned above for e-Voting.

(xxii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

By Order of the Board of Directors
For Chaman Lal Setia Exports Ltd.

Sd/-
Chaman Lal Setia
Managing Director
Din:- 01125789

Place: Amritsar
Date: August 26, 2017

DIRECTOR'S REPORT

To,
The Members,
Chaman Lal Setia Exports Ltd.

Your Directors have pleasure in presenting before you the 23rd Annual Report together with the Audited Statements of Accounts of the Company for the Financial year ended 31st March, 2017.

1. RICE BUSINESS ----- Performance At A Glance

The Company's financial performance, for the year ended March 31, 2017 is summarised below:-

Particulars	Amount (in Lacs) Y.E. 31.03.2017	Amount (in Lacs) Y.E 31.03.2016
Export turnover	40359.36	38857.23
Domestic turnover	8923.00	9388.30
Profit before Intt. & Depreciation	6567.71	6233.91
Interest	333.63	234.39
Provision for Depreciation	426.80	287.12
Profit before Tax	5807.27	5712.40
Provision for Tax	1956.40	1987.81
Profit after Tax	3850.87	3724.59
Proposed Dividend/ (Interim Dividend P.Y)	249.04	249.06
Transfer To General Reserve	385.08	372.45
Carried to Balance Sheet	10711.83	7598.32
Current Assets	22822.29	15989.01
Current Liabilities	7466.17	5436.84
Working Capital	15356.12	10552.17
Capital Employed	17674.83	12722.13
EPS *	7.44	7.95
Book Value*	28.07	23.44

* During the year the Company has issued & allotted bonus shares on 18.10.2016 in the proportion of 1 (one) new equity share of Rs. 2/- each for every ten (10) existing equity shares of Rs. 2/- each and hence earning Per Share and Book Value is adjusted in accordance with number of shares post bonus issue.

2. HIGHLIGHTS OF PERFORMANCE:

During the year under review the Company has registered a sale of Rs. 49282.36 Lakhs against previous year sales of Rs. 48245.53 lakhs despite fall in prices of rice and dollar. Further the Company has its thrust on cost cutting of each and every element. The Company continues to operate in the rice business and there was no change in business activities during the year.

3. NAMES OF COMPANIES WHICH HAVE BEEN BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR :-

Your Company has no subsidiary or Associate Company and during the year also no Company have become or ceased to be the subsidiary, joint venture or Associate Company.