



Chaman Lal Setia Exports Ltd.

(A Govt. Recognised Star Export House)

Regd. Office : Meerankot Road, P. O. Central Jail,

Ajnala Road, Amritsar-143002 India

Tel : 91-183-2590318, 91-183- 2592708

Facsimile : 91-183-2590453, 91-184-2291067

E. Mail : setiarice@yahoo.com, clsetia@rediffmail.com

CIN No. : L51909PB1994PLCO15083

ISO 22000 : 2005
Certified Co.

To

05.10.2018

The General Manager,
Department of Corporate Services
BSE Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400001

Dear Sir/Madam,

Sub :- Annual Report for the year ended March 31, 2018

Pursuant to the provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Report of Chaman Lal Setia Exports Ltd. for the Financial Year 2017-18, as approved and adopted in the 24th Annual General Meeting of Chaman Lal Setia Exports Ltd. as held on Saturday September 29, 2018 at 04:30 p.m. at Hotel P.R Residency, 101 Distt. Shopping Centre, Ranjit Avenue, Amritsar-143001.

This is for your kind information and record.

Thanking You

Yours Faithfully

For Chaman Lal Setia Exports Ltd.

Chaman Lal Setia
(Chaman Lal Setia)
Managing Director
DIN: 01125789



RICE MILLS

Kaithal Road,
Karnal.
Tel : 0184-2990758

Visit us at :
www.maharanirice.in

RICE MILLS

Meeran Kot Road,
P. O. Central Jail, Amritsar.
Tel : 0183-2590318, 0183-2592708



Maharani[®]
Rice



Pure Fragrant Original Basmati Rice

24th **Annual** Report
2017-2018

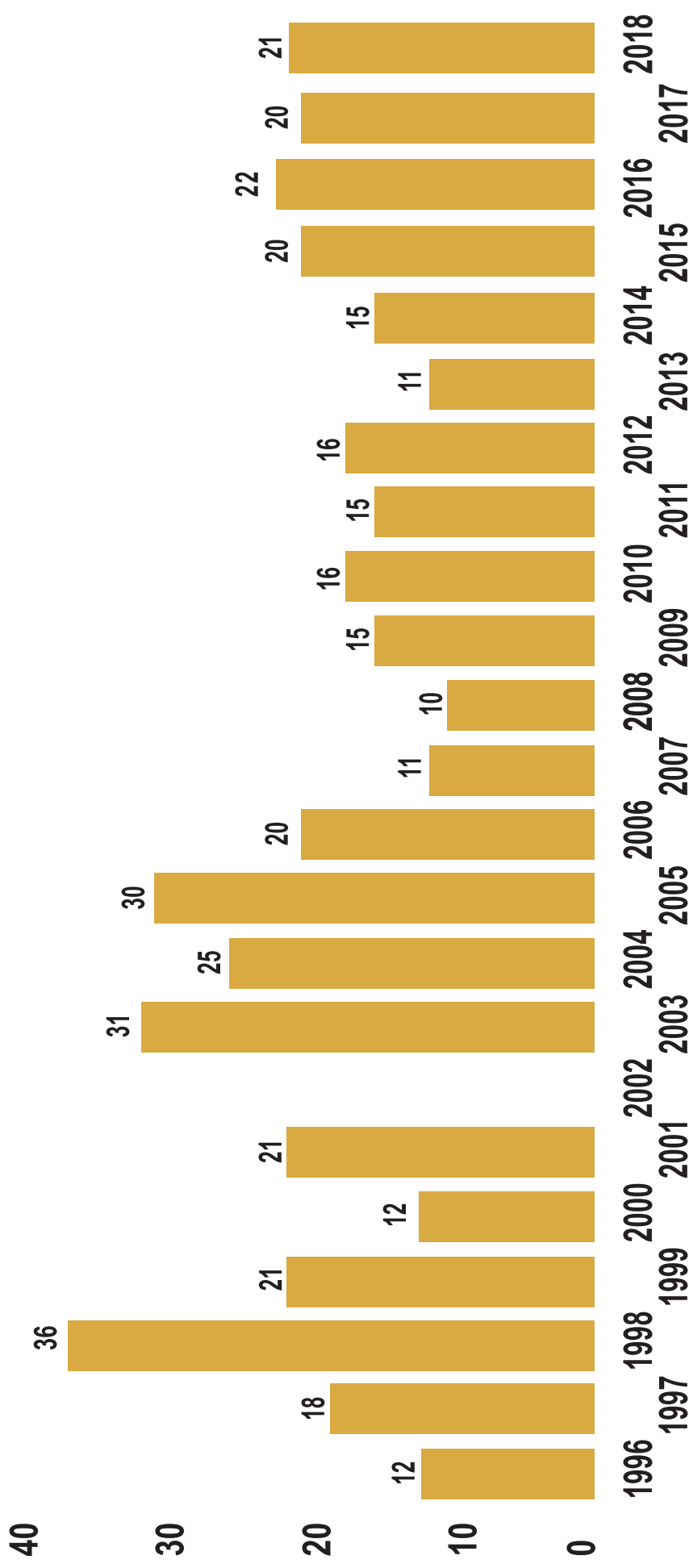
Maharani Basmati Rice
"Zubaan se Dil tak"





Chaman Lal Setia Exports Ltd.

418% Dividend since inception



21% Dividend Proposed in 2017-2018

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 & CFO)

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) (upto 29.05.2018)

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

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

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

Arun Kumar Verma (DIN :08145624)
(Additional Independent Director w.e.f 29.05.2018)

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

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

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

Bankers

Hdfc Bank, The Mall
Amritsar-143001

Registrar & Common Share Transfer Agent

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

Auditors

M/s. R Chopra & Associates
Chartered Accountants
58-D, Majitha House,
Model Town Mandir,
Amritsar-143001

Company Secretary

Kanika Nevatia
1226, Katra Ahluwalia, Amritsar-143001

ANNUAL GENERAL MEETING

On 29th September, 2018 at 4.30 p.m. at
Hotel P.R Residency, 101, Distt. Shopping Centre, Ranjit
Avenue, Amritsar-143001

S. No.	Description	Page No.
1.	Notice To The Members	2-17
2.	Directors' Report	18-25
3.	Annexure of Director's Report	26-45
4.	Management Discussion and Analysis	46-49
5.	Report on Corporate Governance	50-64
6.	Auditors' Certificate	65
7.	Independent Auditors' Report	66-71
8.	Balance Sheet	72
9.	Statement of Profit & Loss Account	73
10.	Statement of Change in Equity	74
11.	Cash Flow Statement	75
12.	Schedules & Notes	76-95
13.	Route map	96
14.	Attendance Slip & Proxy form	97-98



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 24th Annual General Meeting of the members of CHAMAN LAL SETIA EXPORTS LTD. will be held on Saturday, the 29th day of September, 2018 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:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31.03.2018 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, 2018.
3. To appoint a Director in place of Mr. Rajeev Setia (Din: 01125921), 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. Sukarn Setia (Din : 01133561), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS :-

5. **To approve re-appointment of Mr. Vijay Setia (DIN:- 01125966) as a Whole-time Director and in this regard, to consider and if thought fit, to pass with or without modification (s), the following resolution as an Ordinary Resolution :**

“RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee to the Board of Directors (Board) and approval thereof by the Board and in accordance with the provisions of Sections 196 and 197 read with schedule V to the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules made there under (including any statutory modification (s) or re-enactment thereof for the time being in force) and the Articles of Association of Company, approval of members of Company be and is hereby accorded to the re-appointment of Mr. Vijay Setia (Din :- 01125966), as Whole Time Director of the Company, for a further period of five years w.e.f October 1, 2018 on the remuneration, terms and conditions as set out below:

REMUNERATION

A) Fixed Compensation

Fixed Compensation shall include Basic Salary, Company's Contribution to Provident Fund and Gratuity

The Basic Salary shall be Rs. 4, 00,000.00 per month, payable monthly

The Company's contribution to the Gratuity and Provident Fund shall be according to the rules of the Company in force from time to time.

B) Variable Compensation

- 1) Commission will be as per the net profits of the Company based on sales determined in accordance with the relevant provisions of the Companies Act, 2013 at a rate to be determined by the Board of Directors from time to time.

C) Perquisites and Allowance

In addition to the Fixed and variable Compensation, he will be entitled to the following allowances, perquisites, benefits, facilities and amenities as per rules of the Company and subject to the relevant provisions of the Companies Act, 2013 (collectively called "perquisites and allowances") These perquisites and allowances may be granted to the Wholetime Director in such forms and manner as the Board may decide.

- a) Housing as per rules of the Company (i.e. unfurnished/furnished residential accommodation and/or House Rent
- b) Payment/Reimbursement of medical/hospitalization expenses for the Whole-Time director and his family in accordance with the rules of the Company.
- c) Group Insurance cover, Group Medi-claim cover.
- d) Company car with driver for official use.
- e) Free telephone facility at the residence as per the rules of the Company.
- f) Payment/Reimbursement of telephone Expenses.
- g) Contribution to Provident Fund, Superannuation Fund and Gratuity Fund shall be as per the rules of the Company.
- h) Other Perquisites, Allowances, benefits and amenities as per the policy/ rules of the Company in force and/or as may be approved by the Board from time to time.
- i) Perquisites shall be evaluated at actual cost or if the cost is not ascertainable the same shall be valued as per Income Tax Rules.
- j) Credit Card Facility.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "the Board" including any committee constituted by the Board) of the Company be and hereby authorised to alter and vary the remuneration payable to Mr. Vijay Setia, as it may deem fit and as may be acceptable to Mr. Vijay Setia, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof or otherwise as may be permissible at law.

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, during the term of office of Mr. Vijay Setia, the Company may, subject to the requisite approvals, if required, pay you remuneration by way of salary, allowances, perquisites not exceeding the maximum limits laid down in section II of Part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any committee of directors to give effect to the aforesaid resolution."

6. To approve re-appointment of Mr. Rajeev Setia (DIN:- 01125921) and in this regard to consider and if thought fit, to pass with or without modification (s), the following resolution as an Ordinary Resolution :

"RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee to the Board of Directors (Board) and approval thereof by the Board and in accordance with the provisions of Sections 196, 197 and 203 read with schedule V to the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made there under (including any statutory modification (s) or re-enactment thereof for the time being in force) and the Articles of Association of Company, approval of members of Company be and is hereby accorded to the re-appointment of Mr. Rajeev Setia (Din : 01125921) , as Whole Time Director of the Company, for a further period of five years w.e.f October 1, 2018 on the remuneration, terms and conditions as set out below:

REMUNERATION

A) Fixed Compensation

Fixed Compensation shall include Basic Salary, Company's Contribution to Provident Fund and Gratuity

The Basic Salary shall be Rs. 4, 00,000.00 per month, payable monthly

The Company's contribution to the Gratuity and Provident Fund shall be according to the rules of the Company in force from time to time.

B) Variable Compensation

- 1) Commission will be as per the net profits of the Company based on sales determined in accordance with the relevant provisions of the Companies Act, 2013 at a rate to be determined by the Board of Directors from time to time.

C) Perquisites and Allowance

In addition to the Fixed Compensation, he will be entitled to the following allowances, perquisites, benefits, facilities and amenities as per rules of the Company and subject to the relevant provisions of the Companies Act, 2013 (collectively called "perquisites and allowances") These perquisites and allowances may be granted to the Wholetime Director in such forms and manner as the Board may decide

- a) Housing as per rules of the Company (i.e. unfurnished/furnished residential accommodation and/or House Rent
- b) Payment/Reimbursement of medical/hospitalization expenses for the Whole-Time director and his family in accordance with the rules of the Company.
- c) Group Insurance cover, Group Medi-claim cover.
- d) Company car with driver for official use.
- e) Free telephone facility at the residence as per the rules of the Company.
- f) Payment/Reimbursement of telephone Expenses.
- g) Contribution to Provident Fund, Superannuation Fund and Gratuity Fund shall be as per the rules of the Company.
- h) Other Perquisites, Allowances, benefits and amenities as per the policy/ rules of the Company in force and/or as may be approved by the Board from time to time.
- i) Perquisites shall be evaluated at actual cost or if the cost is not ascertainable the same shall be valued as per Income Tax Rules.
- j) Credit Card Facility.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "the Board" including any committee constituted by the Board) of the Company be and hereby authorised to alter and vary the remuneration payable to Mr. Rajeev Setia, as it may deem fit and as may be acceptable to Mr. Rajeev Setia, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof or otherwise as may be permissible at law.

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of the profits of the Company in any financial year , during the term of office of Mr. Rajeev Setia, the Company may, subject to the requisite approvals, if required, pay you remuneration by way of salary, allowances, perquisites not exceeding the maximum limits laid down in section II of Part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any committee of directors to give effect to the aforesaid resolution."

7. **To approve re-appointment of Mr. Sukarn Setia (DIN:- 01133561) and in this regard to consider and if thought fit, to pass with or without modification (s), the following resolution as an Ordinary Resolution :**

"RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee to the Board of Directors (Board) and approval thereof by the Board and in accordance with the provisions of Sections 196 and 197 read with schedule V to the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made there under (including any statutory modification (s) or re-enactment thereof for the time being in force) and the Articles of Association of Company, approval of members of Company be and is hereby accorded to the re-appointment of Mr. Sukarn Setia (Din: 01133561) , as Whole Time Director of the Company , for a further period of five years w.e.f October 1, 2018 on the remuneration, terms and conditions as set out below:

REMUNERATION

A) Fixed Compensation

Fixed Compensation shall include Basic Salary, Company's Contribution to Provident Fund and Gratuity

The Basic Salary shall be Rs. 50000.00 per month, payable monthly

The Company's contribution to the Gratuity and Provident Fund shall be according to the rules of the Company in force from time to time.

B) Variable Compensation

- 1) Commission will be as per the net profits of the Company based on sales determined in accordance with the relevant provisions of the Companies Act, 2013 at a rate to be determined by the Board of Directors from time to time.

C) Perquisites and Allowance

In addition to the Fixed Compensation, he will be entitled to the following allowances, perquisites, benefits, facilities and amenities as per rules of the Company and subject to the relevant provisions of the Companies Act, 2013 (collectively called "perquisites and allowances") These perquisites and allowances may be granted to the Wholetime Director in such forms and manner as the Board may decide.

- a) Housing as per rules of the Company (i.e. unfurnished/furnished residential accommodation and/or House Rent
- b) Payment/Reimbursement of medical/hospitalization expenses for the Whole-Time director and his family in accordance with the rules of the Company.
- c) Group Insurance cover, Group Medi-claim cover.
- d) Company car with driver for official use.
- e) Free telephone facility at the residence as per the rules of the Company.
- f) Payment/Reimbursement of telephone Expenses.
- g) Contribution to Provident Fund, Superannuation Fund and Gratuity Fund shall be as per the rules of the Company.
- h) Other Perquisites, Allowances, benefits and amenities as per the policy/ rules of the Company in force and/or as may be approved by the Board from time to time.
- i) Perquisites shall be evaluated at actual cost or if the cost is not ascertainable the same shall be valued as per Income Tax Rules.
- j) Credit Card Facility.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "the Board" including any committee constituted by the Board) of the Company be and hereby authorised to alter and vary the remuneration payable to Mr. Sukarn Setia, as it may deem fit and as may be acceptable to Mr. Sukarn Setia, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof or otherwise as may be permissible at law.

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, during the term of office of Mr. Sukarn Setia, the Company may, subject to the requisite approvals, if required, pay you remuneration by way of salary, allowances, perquisites not exceeding the maximum limits laid down in section II of Part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any committee of directors to give effect to the aforesaid resolution."

8. **To approve re-appointment of Mr. Ankit Setia (DIN:- 01133822) and in this regard to consider and if thought fit, to pass with or without modification (s), the following resolution as an Ordinary Resolution :**

“RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee to the Board of Directors (Board) and approval thereof by the Board and in accordance with the provisions of Sections 196 and 197 read with schedule V to the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules made there under (including any statutory modification (s) or re-enactment thereof for the time being in force) and the Articles of Association of Company, approval of members of Company be and is hereby accorded to the re-appointment of Mr. Ankit Setia (Din: 01133822) , as Whole Time Director of the Company , for a further period of five years w.e.f October 1, 2018 on the remuneration, terms and conditions as set out below:

REMUNERATION

A) Fixed Compensation

Fixed Compensation shall include Basic Salary, Company's Contribution to Provident Fund and Gratuity

The Basic Salary shall be Rs. 2, 00,000.00 per month, payable monthly

The Company's contribution to the Gratuity and Provident Fund shall be according to the rules of the Company in force from time to time.

B) Variable Compensation

- 1) Commission will be as per the net profits of the Company based on sales determined in accordance with the relevant provisions of the Companies Act, 2013 at a rate to be determined by the Board of Directors from time to time.

C) Perquisites and Allowance

In addition to the Fixed Compensation, he will be entitled to the following allowances, perquisites, benefits, facilities and amenities as per rules of the Company and subject to the relevant provisions of the Companies Act, 2013 (collectively called “perquisites and allowances”) These perquisites and allowances may be granted to the Whole Time Director in such forms and manner as the Board may decide

- a) Housing as per rules of the Company (i.e. unfurnished/furnished residential accommodation and/or House Rent
- b) Payment/Reimbursement of medical/hospitalization expenses for the Whole-Time director and his family in accordance with the rules of the Company.
- c) Group Insurance cover, Group Medi-claim cover.
- d) Company car with driver for official use.
- e) Free telephone facility at the residence as per the rules of the Company.
- f) Payment/Reimbursement of telephone Expenses.
- g) Contribution to Provident Fund, Superannuation Fund and Gratuity Fund shall be as per the rules of the Company.
- h) Other Perquisites, Allowances, benefits and amenities as per the policy/ rules of the Company in force and/or as may be approved by the Board from time to time.
- i) Perquisites shall be evaluated at actual cost or if the cost is not ascertainable the same shall be valued as per Income Tax Rules.
- j) Credit Card Facility.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as “the Board” including any committee constituted by the Board) of the Company be and hereby authorised to alter and vary the remuneration payable to Mr. Ankit Setia, as it may deem fit and as may be acceptable to Mr. Ankit Setia, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof or otherwise as may be permissible at law.

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of the profits of the Company in any financial year , during the term of office of Mr. Ankit Setia, the Company may, subject to the requisite approvals, if required, pay you remuneration by way of salary, allowances, perquisites not exceeding the maximum limits laid down in section II of Part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any committee of directors to give effect to the aforesaid resolution.”

9. **To approve the appointment of Mr. Arun Kumar Verma (DIN: 08145624) as an Independent Director and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

“RESOLVED THAT Mr. Arun Kumar Verma (DIN: 08145624), who was appointed as an Additional (Independent) Director of the Company and whose term of office expires at the ensuing Annual General Meeting and who meets the criteria of independence as provided under section 149 (6) of the Act and who is eligible for appointment and is recommended by the Board of Directors upon the recommendation of the Nomination and Remuneration Committee for the office of Director as an independent Director, be and is hereby appointed, in accordance with Section 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (the “Act”) and corresponding Rules framed thereunder, as an Independent Director to hold office for 5 (five) consecutive years for a term upto 28.05.2023.

10. **To consider and approve re-classification of the Persons/Entities forming part of the Promoter Group from ‘Promoter & Promoter Group Category’ to Public Category and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution :-**

“RESOLVED THAT in accordance with the Regulation 31A and all other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments made thereto) (hereinafter referred to as “Listing Regulations”) and other applicable laws if any, and subject to necessary approvals from Stock Exchange and other appropriate authorities as may be necessary, the consent of the Members of the Company be and is hereby accorded for re-classification of following persons/entities from “Promoter /Promoter Group Category” to “Public Category” since the said persons/entities are neither involved in the management nor holds any controlling stake in the Company and also none of the said persons/entities has entered into any Shareholders Agreement with the Company nor have they got any Veto Rights or Special information Rights or Special Rights as to voting power or control of the Company.

Name of Persons/Entities	No. of shares held	% of the total no. of shares
Mr. Madan Lal	3850	0.01
Mrs. Neeru Wadhwa	3850	0.01
Mrs. Anuradha Bhandari	3850	0.01
Mrs. Rani Vijay Shastri	5500	0.01
Mrs. Rekha Rani	3850	0.01
Mr. Sanjeev Kishore (holding shares on behalf of HUF named Sanjeev Kishore & Sons HUF)	55100	0.11
Mr. Rajiv Mehra	5500	0.01
Mrs. Sujata Goyal	7700	0.01
Mr. Vijender Mann	3850	0.01
Mrs. Aaksha S Khanna	6600	0.01
Mr. Ashok Kumar	5500	0.01
Mr. Vipin Kapoor	Nil	Nil
Mrs. Meena Mahajan	Nil	Nil
Mr. Janak Raj Kapoor	Nil	Nil
Mrs. Manu Kapoor	Nil	Nil
Mrs. Shefali Sharma	Nil	Nil
TOTAL	105150	0.20

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, any of the Directors of the Company and/ or Company Secretary of the Company and/or any other officers authorised by the Board in this regard be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary or expedient and to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company.”

11. To approve the borrowing limits of the Company and to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution :-

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as the “Board” which expression shall be deemed to include any Committee(s) thereof) to borrow from time to time any sum or sums of monies together with monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business) that may at anytime exceed the aggregate of the paid-up share capital of the Company and its free reserves, provided that the total amount so borrowed by the Board at any point of time, shall not be in excess of Rs. 200 Crores (Rupees Two Hundred Crores only).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to undertake all such acts, deeds, matters and things to finalise and execute all such deeds, documents and writings as may be deemed necessary, proper, desirable and expedient in its absolute discretion, to enable this resolution, and to settle any question, difficulty or doubt that may arise in this regard.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any Director of the Company or any other officer(s) of the Company as it may consider appropriate in order to give effect to this Resolution.”

12. To approve creation of charge, Mortgage under Companies Act, 2013 and to consider and if thought fit, to pass, with or without modification(s) the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which expression shall be deemed to include any Committee(s) thereof) to create charge, pledge, mortgage and/or hypothecation including and/ or in addition to charge , pledge, mortgage and/or hypothecation already created on all or any of the movable and/ or immovable properties of the Company (both present and future) and/or any other assets or properties, either tangible or intangible, of the Company and/ or the whole or part of any of the undertaking of the Company, in favour of financial institutions, banks, corporations, mutual funds, Government/other agencies or any other person(s), entities which give, provide or extend loan facilities to the Company for securing the borrowing availed or to be availed by the Company, by way of loans or otherwise, on such terms and conditions as the Board may deem fit from time to time upto Rs. 200 Crores (Rupees Two Hundred Crores Only) (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any Director(s) of the Company or any other officer(s) of the Company as it may consider appropriate in order to give effect to this Resolution.”

IMPORTANT NOTES :

1. An Explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013 (“Act”), which sets out details relating to Special Businesses set out in item Nos. 5 to 12 of the accompanying 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 as per Secretarial Standard issued by The Institute of Company Secretaries of India, of persons seeking appointment/ re-appointment as Directors, are also annexed hereto.

2. All documents referred to in the notice and the explanatory statement 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 Public holidays upto the Annual General Meeting (AGM).
3. The Registers of Members and Share Transfer Books of the Company will remain closed from Saturday 22nd September, 2018 , to Saturday 29th September, 2018 (both days inclusive).
4. If Dividend on Equity shares as recommended by the Board of Directors for the Financial year ended March 31, 2018, if approved at the 24th 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 a 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 is sent herewith. 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 Annual General Meeting .
7. As Amended by SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 dated June 08, 2018 members holding shares in physical form are mandatorily requested to dematerialize their holding in order to eliminate all risks associated with physical shares. Members can contact the Company or Beetal Financial & Computer Services Private Limited for further assistance.
8. 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 the PAN to their Depository Participants with whom they are maintain 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.
9. The Notice of the Twenty Fourth 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 2017-18 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 31.03.2018 is being sent by the permitted mode. Members may note that this Notice and Annual Report 2017-18 will also be available on the Company's website, www.maharanirice.in for their download.
10. 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.
11. 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.
12. 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 with whom they are maintaining their demat account.

13. 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.
14. The Register of Directors and Key Managerial Personnel and their Shareholdings, maintained under Section 170 and the Register of Contracts or arrangements in which Directors are interested maintained under section 189 of the Companies Act, 2013 will be available for inspection by the members during the Annual General Meeting.
15. 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.
16. Pursuant to the provisions of Section 124 of the Companies Act, 2013, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended from time to time) (IEPF Rules), 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 31.03.2010 to the Investor Education and Protection Fund (IEPF). Shareholders who have not encashed the dividend warrant(s) so far in respect of financial year 31.03.2011 or any subsequent financial years, are requested to make their claims immediately to the Company. It may be noted once the unclaimed dividend is transferred, on the expiry of seven years, to the Investor Education and Protection Fund, as stated here-in, no claim shall lie against the Company in respect thereof. However Members can claim the same from IEPF Authority by following procedure given in IEPF Rules, 2016 as amended. Members who have neither received nor encashed their dividend warrants from the financial year 2010-2011 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 as such amount is due for transfer to said fund in November 01, 2018. 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 Section" and same information has also been uploaded on the website of IEPF viz. www.iepf.gov.in
17. Pursuant to the provisions of Section 124(6) of the Companies Act, 2013 read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time (IEPF Rules) the Company has transferred 161234 Equity Shares which belongs to total 122 shareholders of the Company whose dividend was not been paid or claimed seven consecutive years or more into the Demat Account of the IEPF Authority held with NSDL (DPID/Client ID IN30078/10656671). Concern shareholders may still claim the shares or apply for refund of dividend to the IEPF Authority by making an application in the prescribed form.
18. 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.
19. A Route map showing directions to reach the venue of the 24th AGM is given in the Annual Report as per the requirement of the Secretarial Standards-2 on "General Meeting".
20. **Mr. Rajeev Setia and Mr. Sukarn 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. RAJEEV SETIA	MR. SUKARN SETIA
Director Identification Number (DIN)	01125921	01133561
AGE	63 YEARS	38 YEARS
DOB	28.10.1955	19.09.1980
Designation	Executive Director and CFO	Executive Director
Qualification	Post Graduated in Commerce	Commerce Graduate & Diploma holder in import & export from Schilling University, London
Date of First Appointment on the Board	21/09/1994	28/09/2001

EXPERTISE IN SPECIFIC AREA	Banking, Export Marketing and Finance Controller	Export Marketing
Shareholding in Chaman Lal Setia Exports Ltd. as on 31.03.2018	13081750	94506
Directorship/Memberships/ Chairmanships of Board Committees in Other Companies as on 31.03.2018	None	NONE
Inter-se relationships between Directors & Key Managerial Personnel	Mr. Rajeev Setia is an executive Director & CFO of the Company and he is a relative of Mr. Chaman Lal Setia, Mr. Vijay Setia, Mr. Sukarn Setia, Mr. Sankesh Setia and Mr. Ankit Setia.	Mr. Sukarn Setia is an executive Director of the Company and he is a relative of Mr. Chaman Lal Setia, Mr. Vijay Setia, Mr. Rajeev Setia, Mr. Sankesh Setia and Mr. Ankit Setia.
No. of Board Meeting Attended	4	3

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

22. Voting Through electronic means

- 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 24th 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).
- 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.
- 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.
- 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.
- 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.
- 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.
- 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.
- The resolutions will be deemed to be 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 Wednesday, 26.09.2018 from 10:00 a.m. and ends on Friday 28.09.2018 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. 22.09.2018, 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/Members
- (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 Code/Captcha Code 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	<ul style="list-style-type: none"> Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	<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.
	<ul style="list-style-type: none"> 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)	<ul style="list-style-type: none"> 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.
	<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 reach directly 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/captcha 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. 22.09.2018 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.

Explanatory Statement Pursuant to Section 102 (1) of the Companies Act, 2013

ITEM NO. 5:-

The existing term of the office of Mr. Vijay Setia (DIN 01125966) Executive Director of Company will expire on 01.10.2018. It is proposed to re-appoint Mr. Vijay Setia as a Whole-time Director of the Company from 01st October, 2018 upon the terms and conditions as set out in the resolution mentioned in this item of the notice.

The Personal profile of Mr. Vijay Setia is given below :-

Full Name	Mr. Vijay Setia
DIN	01125966
Designation	Executive Director
Date of Birth	16-11-1953
AGE	65 Years
Qualification	Graduate
Date of first appointment as Director in the Company	21-09-1994
Specialized Expertise	Technical Expert, Quality Controlling and Production
Shareholding in Chaman Lal Setia as on 31.03.2018	12430501

INTER-SE Relationship	Mr. Vijay Setia is an executive Director of the Company and he is a relative of Mr. Chaman Lal Setia, Mr. Sukarn Setia, Mr. Rajeev Setia, Mr. Sankesh Setia and Mr. Ankit Setia.
No. of meeting of Board Meeting attended	5
Directorship/Membership/Chairmanships held in other companies as at 31.03.2018	NIL

Mr. Vijay Setia is a president of All India Rice Exporters' Association (AIREA). Ever since his Directorship in the Company has made tremendous strides as reflected by the present prosperous position of the Company.

For the sake of brevity the particulars of the proposed remuneration, perquisites and benefits of Mr. Vijay Setia are not being set out in the explanatory statement and the members are requested to refer to the same as set out in the body of the resolution.

These particulars also continue the abstract of the terms of the contract proposed to be entered into with Mr. Vijay Setia which is required to be sent to every member pursuant to section 190 of the Companies Act, 2013.

Mr. Vijay Setia (Din 01125966) may be deemed to concerned or interested in this resolution. Mr. Chaman Lal Setia (Din 01125789) Managing Director, Mr. Ankit Setia (Din:- 01133822), Mr. Sukarn Setia (Din :- 01133561), Mr. Rajeev Setia (Din : 01125921) and Mr. Sankesh Setia (Din :-06620109) Wholetime Directors of Company and relatives of Mr. Vijay Setia may be deemed to be concerned or interested in this resolution.

Save and except the above, none of other Directors, Key Managerial Personnel or any of their relatives are, in any way, concerned or interested, financially or otherwise in the Resolution set out at Item No. 5 of the Notice calling AGM.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

Item No. 6 :-

The existing term of the office of Mr. Rajeev Setia (DIN 01125921) Executive Director of Company will expire on 01.10.2018. Ever since his Directorship in the Company has made tremendous strides as reflected by the present prosperous position of the Company.

Accordingly, the Board of Directors have proposed the re-appoint Mr. Rajeev Setia as a Whole-time Director of the Company for a further period of five years commencing from 01st October, 2018 upon the terms and conditions as set out in the resolution mentioned in this item of the notice.

For the sake of brevity the particulars of the proposed remuneration, perquisites and benefits of Mr. Rajeev Setia are not being set out in the explanatory statement and the members are requested to refer to the same as set out in the body of the resolution and further the Personal profile of Mr. Rajeev Setia is already being given under point no. 20 of this notice. Kindly refer that for the same.

These particulars also continue the abstract of the terms of the contract proposed to be entered into with Mr. Rajeev Setia which is required to be sent to every member pursuant to section 190 of the Companies Act, 2013.

Mr. Rajeev Setia (Din 01125921) may be deemed to concerned or interested in this resolution. Mr. Chaman Lal Setia (Din 01125789) Managing Director, Mr. Ankit Setia (Din:- 01133822), Mr. Sukarn Setia (Din :- 01133561), Mr. Vijay Setia (Din : 01125966) and Mr. Sankesh Setia (Din :-06620109) Wholetime Directors of Company and relatives of Mr. Rajeev Setia may be deemed to be concerned or interested in this resolution.

Save and except the above, none of other Directors, Key Managerial Personnel or any of their relatives are, in any way, concerned or interested, financially or otherwise in the Resolution set out at Item No. 6 of the Notice calling AGM.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the members.

Item No. 7 :-

The existing term of the office of Mr. Sukarn Setia (DIN 01133561) Executive Director of Company will expire on 01.10.2018. Ever since his Directorship in the Company has made tremendous strides as reflected by the present prosperous position of the Company.

Accordingly, the Board of Directors have proposed the re-appointment of Mr. Sukarn Setia as a Whole-time Director of the Company for a further period of five years commencing from 01st October, 2018 upon the terms and conditions as set out in the resolution mentioned in this item of the notice.

For the sake of brevity the particulars of the proposed remuneration, perquisites and benefits of Mr. Sukarn Setia (Din 01133561) are not being set out in the explanatory statement and the members are requested to refer to the same as set out in the body of the resolution and further the Personal profile of Mr. Sukarn Setia is already being given under point no. 20 of this notice. Kindly refer that for the same.

These particulars also continue the abstract of the terms of the contract proposed to be entered into with Mr. Sukarn Setia which is required to be sent to every member pursuant to section 190 of the Companies Act, 2013.

Mr. Sukarn Setia (Din 01133561) may be deemed to be concerned or interested in this resolution. Mr. Chaman Lal Setia (Din 01125789) Managing Director, Mr. Ankit Setia (Din:- 01133822), Mr. Rajeev Setia (Din :- 01125921), Mr. Vijay Setia (Din : 01125966) and Mr. Sankesh Setia (Din :-06620109) Wholtime Directors of Company and relatives of Mr. Sukarn Setia may be deemed to be concerned or interested in this resolution.

Save and except the above, none of other Directors, Key Managerial Personnel or any of their relatives are, in any way, concerned or interested, financially or otherwise in the Resolution set out at Item No. 7 of the Notice calling AGM.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the members.

Item No. 8 :-

The existing term of the office of Mr. Ankit Setia (DIN 01133822) Executive Director of Company will expire on 01.10.2018. Ever since his Directorship in the Company has made tremendous strides as reflected by the present prosperous position of the Company.

Accordingly, the Board of Directors have proposed the re-appoint Mr. Ankit Setia as a Whole-time Director of the Company for a further period of five years commencing from 01st October, 2018 upon the terms and conditions as set out in the resolution mentioned in this item of the notice.

The Personal profile of Mr. Ankit Setia is given below :-

Full Name	Mr. Ankit Setia
DIN	01133822
Designation	Executive Director
Date of Birth	28-09-1984
AGE	34 Years
Qualification	Graduate
Date of first appointment as Director in the Company	30-09-2003
Specialized Expertise	Technical Expert in Export market, Quality Controlling and Production
Shareholding in Chaman Lal Setia as on 31.03.2018	199819
INTER-SE Relationship	Mr. Ankit Setia is an executive Director of the Company and he is a relative of Mr. Chaman Lal Setia, Mr. Vijay Setia, Mr. Rajeev Setia, Mr. Sankesh Setia and Mr. Sukarn Setia.
No. of meeting of Board Meeting attended	3
Directorship/Membership/Chairmanships held in other companies as at 31.03.2018	NIL

For the sake of brevity the particulars of the proposed remuneration, perquisites and benefits of Mr. Ankit Setia are not being set out in the explanatory statement and the members are requested to refer to the same as set out in the body of the resolution.

These particulars also constitute the abstract of the terms of the contract proposed to be entered into with Mr. Ankit Setia which is required to be sent to every member pursuant to section 190 of the Companies Act, 2013.

Mr. Ankit Setia (Din 01133822) may be deemed to be concerned or interested in this resolution. Mr. Chaman Lal Setia (Din 01125789) Managing Director, Mr. Vijay Setia (Din:- 01125966), Mr. Sukarn Setia (Din :- 01133561), Mr. Rajeev Setia (Din : 01125921) and Mr. Sankesh Setia (Din :-06620109) Wholtime Directors of Company and relatives of Mr. Ankit Setia may be deemed to be concerned or interested in this resolution.

Save and except the above, none of other Directors, Key Managerial Personnel or any of their relatives are, in any way, concerned or interested, financially or otherwise in the Resolution set out at Item No. 8 of the Notice calling AGM.



The Board of Directors recommends the Ordinary Resolution set out at Item No. 8 of the Notice for approval by the members.

Item No. 9 :-

The Board of Directors at their meeting held on 29th May, 2018, on the recommendation of Nomination and Remuneration Committee, appointed Mr. Arun Kumar Verma (Din 08145624) as an Additional Director under Section 161(1) of the Companies Act, 2013 and as an Independent Non-executive Director of the Company with effect from 29.05.2018. In terms of the provisions of Section 161 (1) of the Companies Act, 2013, Mr. Arun Kumar Verma will hold office only upto the date of ensuing Annual General Meeting.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Mr. Arun Kumar Verma for the office of Director of Company.

Mr. Arun Kumar Verma has given a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and further in the opinion of the Board, Mr. Arun Kumar Verma fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management.

The resolution seeks the approval of members for the appointment of Mr. Arun Kumar Verma as an Independent Director of the Company for a period upto 28.05.2023 pursuant to section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. He will not be liable to retire by rotation.

Mr. Arun Kumar Verma is aged 60 years is an innovative executive. He did his graduation from Delhi University and further did his PG Diploma in Materials Management. He is having experience of more than 15 years in plastic moulding unit and further good experience in auditing of materials and further rich experience in leasing out property business. Mr. Arun Kumar Verma is not related to any Director of Company. He is not a Director in any other Company and further he is not a Member/ Chairman of Committee in any other Company. Mr. Arun Kumar Verma is having nil shareholding in Chaman Lal Setia Exports Ltd. as on date.

Copy of the draft letter for appointment of Mr. Arun Kumar Verma as an Independent Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day till the date of AGM. The same is also available on the website of the Company www.maharanirice.in.

The Board upon recommendation of the Nomination and Remuneration Committee, in its meeting held on 29.05.2018 has approved the appointment of Mr. Arun Kumar Verma as an Independent Director and recommends the same for the approval by the shareholders of the Company.

Except Mr. Arun Kumar Verma, , none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 9 Of this Notice.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 9 of the Notice for approval by the members.

Item No. 10 :-

Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations"), effective from December 2015 has provided a regulatory mechanism for re-classification of Promoters as Public Shareholders subject to fulfillment of conditions as provided therein.

In this regard, the Company received letters from certain Persons/Entities (details are given in aforesaid notice) falling under the category of Promoters/Promoter Group of the Company requesting to be reclassified from the category of "Promoters/Promoter Group" to "Public category" since their names have been included as a part of the Promoter Group.

The said persons/entities are leading their lives and occupations independently and are not connected, directly or indirectly whatsoever with any activity of the Company.

The said Persons/Entities together are holding very insignificant shareholding which constitutes 0.20% of the total paid up equity capital of the Company. Further they do not exercise any direct or indirect control over the Company and is not engaged in the management of the Company. They neither have representation on the Board of Directors of the Company nor hold any Key Management Personnel position in the Company. The Company has also not entered into any Shareholders Agreement with them. Further none of aforesaid Persons/Entities has got any Veto Rights or Special Rights as to voting power or control of the Company. They do not even have any Special Information Rights.

In view of the letters received from the said persons/entities and in consideration to the conditions as stipulated in Regulation 31A of the Listing Regulations, 2015, the matter was discussed by the Board of Directors of the Company at their meeting held on 28th August, 2018 and further Board have approved the applications for re-classification received by the Company as above from the category of "Promoter/

Promoter Group” to “public” subject to approval of Members, Stock Exchange and any other regulatory authorities, if any, as may be required.

None of the concerned persons/entities directly or indirectly exercise control over the management and affairs of the Company. Further their shareholding does not exceed 1% of total share capital of the Company.

Further as per Rule 19A of the Securities Contracts (Regulation) Rules, 1957, the public shareholding as on date of the notice fulfils the minimum public shareholding requirement of atleast 25% and the proposed reclassification does not intend to increase the Public shareholding to achieve compliance with the minimum public shareholding.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 10 of this Notice.

Hence The Board of Directors recommends the Special Resolution set out at Item No. 10 of the Notice for approval by the members.

ITEM NO. 11 & 12:-

Provisions of Section 180(1)(a) and 180(1) (c) of the Companies Act, 2013, stipulates that the Board of Directors shall not borrow money in excess of the paid up share capital of the Company and free reserves, apart from the temporary loans obtained from the Company’s Bankers in the ordinary course of business and shall not, create charge, pledge, mortgage and/or hypothecation the undertakings/properties of the Company (movable and/or immovable) to secure its borrowings except with the consent of the Members accorded by way of a Special resolution.

Further to address various growth opportunities & expansion plans of the Company the borrowing limits of the Company are required to be increased. It is, therefore, necessary to pass a Special Resolution under Section 180(1) (c) and other applicable provisions of the Companies Act, 2013 and rules made thereunder, as set out at Item No. 11 of the Notice, to enable the Board of Directors to borrow money in excess of the aggregate of the paid up share capital and free reserves of the Company provided that the total amount of such borrowing together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) at any point of time shall not be in excess of Rs. 200 Crores (Rupees Two Hundred Crores Only).

It is also pertinent to simultaneously seek approval of the Members of the Company by way of special resolution as set out under section 180(1)(a) and other applicable provisions of Companies Act, 2013 and rules made thereunder as set out at Item No. 12 of the Notice, to enable the Board of Directors to create charge, pledge, mortgage and/or hypothecation for securing the borrowing availed or to be availed by the Company, to the extent of Rs. 200.00 Crores (Rupees Two Hundred Crores Only) (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business). Hence in order to comply with the relevant sections, the aforesaid enabling resolutions are proposed to Members for their consent.

None of the Directors, Key Managerial Personnel and their relatives are, in any way concerned or interested, in the said resolutions.

The Board of Directors recommends the Special Resolution set out at Item No. 11 & 12 of the Notice for approval by the members.

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

Sd/-
Chaman Lal Setia
Din:- 01125789
(Chairman Cum Managing Director)

Place: Amritsar
Dated: 28-08-2018

DIRECTOR'S REPORT

To,
The Members,
Chaman Lal Setia Exports Ltd.

Your Directors have pleasure in presenting before you the 24TH Annual Report on the business and operations of the Company, together with the **Audited Financial Statements** for the financial year ended 31st March, 2018.

1. RICE BUSINESS ----- PERFORMANCE AT A GLANCE

This is the first year of implementation of the Indian Accounting Standard (Ind AS). The Standalone Financial Statements for the year ended March 31st, 2018 have been prepared in accordance with the Indian Accounting Standards (IND AS) notified under section 133 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014. The Financial Statements for the year ended March 31, 2017 have been restated in accordance with Ind AS for comparative information.

The Company's financial performance, for the year ended March 31, 2018 is summarised below

Particulars	Amount (in Lacs) Y.E. 31.03.2018	Amount (in Lacs) Y.E 31.03.2017
Revenue From Operations	74656.26	49331.73
Other Income	174.80	260.23
Total Income	74831.06	49591.96
Profit before Interest & Depreciation	7010.79	6572.53
Interest	600.25	333.63
Provision For Depreciation	405.19	426.80
Profit before Tax	6005.35	5812.10
Less Provisions for taxation	1840.09	1956.40
Profit after taxation	4165.26	3855.70
Other Comprehensive Income	0	0
Total Comprehensive Income	4165.26	3855.70
Transfer to General Reserve	416.53	385.57
Current Assets	30279.27	22836.17
Current Liabilities	10203.31	7217.25
Working Capital	20075.96	15618.92
Capital Employed	23037.93	17928.71
EPS	8.05	7.44
Book Value	37.53	28.07

2. HIGHLIGHTS OF PERFORMANCE:

During the year under review the Company has registered a sale of Rs. 73907.47 Lakhs against previous year sales of Rs. 49282.36 lakhs.

3. EXPORTS

The Company continues to strengthen its exports during the year 2017-2018. Exports during the year increased to Rs. 65076.83. lakhs from Rs.40359.36 lakhs in financial year 2017.

4. NAMES OF COMPANIES WHICH HAVE 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.

5. TRANSFER TO RESERVES

The Company has transferred an amount of Rs. 416.53 Lakhs to General reserves.

6. DIVIDEND

During the year under review, the Board of Directors have recommended final dividend of Rs. 0.42 per equity share of Rs. 2/- each (i.e. 21%) for the financial year ended March 31, 2018 in their Board Meeting held on 29.05.2018 on Equity Share Capital of Company. The dividend payment is subject to approval of shareholders in the ensuing Annual General Meeting.

7. TRANSFER OF UNCLAIMED DIVIDEND/SHARES TO INVESTOR EDUCATION & PROTECTION FUND

During the year, pursuant to the provisions of Section 124 and Section 125 of the Companies Act, 2013, dividend amounting Rs. 204488/- was lying unpaid/unclaimed with the Company for a period of seven years after Declaration of Dividend for the financial year ended 2009-2010 was transferred to the Investor Education and Protection Fund. The Unpaid / Unclaimed amount for the Financial Year 2010-11 will be transferred during November 2018. Shareholders are, therefore, advised to contact the Company immediately in case of non-receipt or non encashment of Dividend.

Pursuant to the provisions of Section 124(6) of the Companies Act, 2013 read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time (IEPF Rules) the Company has transferred 161234 Equity Shares which belongs to total 122 shareholders of the Company whose dividend was not been paid or claimed seven consecutive years or more into the Demat Account of the IEPF Authority held with NSDL (DPID/Client ID IN30078/10656671)

Before transferring the above mentioned shares the Company has sent out individual communication to the concerned shareholders whose shares were liable to be transferred to IEPF Authorities to take immediate action in the matter and list of such shareholders was also placed on the website of the Company. Further Company also published a Notice in the newspapers, informing the Members who had not claimed their shares for a period of 7 years to claim the same from the Company.

Concern shareholders may still claim the shares or apply for refund to the IEPF Authority by making an application in the prescribed form. The voting rights on shares transferred to the IEPF Authority shall remain frozen until the rightful owner claims the shares. The shares held in such Demat account shall not be transferred or dealt with in any manner whatsoever except for the purposes of transferring the shares back to the claimant as and when he approaches the Authority. All benefits accruing on such shares e.g. bonus shares, split. Consolidation, fraction shares etc. shall also be credited to such Demat Account.

8. BOARD OF DIRECTORS

As on March 31, 2018, your Company's Board has a strength of 12 (Twelve) Directors. There are 6 Executive Directors and 6 Non Executive Independent Directors including one woman Director. The detailed section on 'Board of Directors' is given in the separate section titled 'Report on Corporate Governance' forming part of this Annual Report. Mr. Rajeev Setia and Mr. Sukarn Setia wholetime Director of Company is liable to retire by rotation at ensuing AGM and being eligible for re-appointment in accordance with provisions of the Companies Act, 2013. The brief resume of the Directors and other related information has been detailed in the Notice convening the 24th AGM of your Company. The Board recommends their re-appointment at the ensuing Annual General Meeting.

During the year, there was no change in composition of Directors. However after the closure of financial year, Mr. Parmod Kumar Independent Director of Company has submitted his resignation w.e.f 29.05.2018 in Board Meeting dated 29.05.2018 and further Board of Directors have appointed Mr. Arun Kumar Verma as an additional Independent Director of Company w.e.f 29.05.2018.

9. DECLARATION BY INDEPENDENT DIRECTORS

In pursuance of sub-section (7) of Section 149 of the Companies Act, 2013 all the Independent Directors on the Board have furnished the declaration that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

10. KEY MANAGERIAL PERSONNEL

As required under section 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force), the Company has noted that Mr. Chaman Lal Setia, Managing Director, Mr. Rajeev Setia, Wholetime Director and Chief Financial Officer and Miss Kanika Nevatia, Company Secretary are the Key Managerial Personnel of the Company.

11. AUDIT COMMITTEE

The Company has an Audit Committee in place, constituted as per the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, information about composition of Audit Committee and other details are given in Corporate Governance Report, forming part of this Annual Report. During the year, Board has accepted the recommendations of Audit Committee. The Audit Committee is comprising of Mr. Inder Dev Kukkar as Chairman, Mr. Naresh Kumar Suneja and Mr. Vijay Kumar Jhamb as members.

12. NUMBER OF MEETINGS OF THE BOARD

The Board of Directors duly met 5 times during the financial year from 01.04.2017 to 31.03.2018. The details of which are given in the Corporate Governance Report forming part of this Annual Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to the requirements of Schedule IV to the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, a separate Meeting of the Independent Directors of the Company was also held on 29.03.2018 without the presence of Non-Independent Directors and Members of the management and full details of such meeting is given in Corporate Governance Report forming part of this report.

13. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any amendment thereunder from time to time) the Board, on recommendation of the Nomination and Remuneration Committee has carried out an annual performance evaluation of its own performance, Committees of the Board and individual Directors. **The framework is monitored, reviewed and updated by the Board, in consultation with the Nomination and Remuneration Committee, based on need and new compliance requirements. The annual performance evaluation of the Board, its Committees and each Director has been carried out for the financial year 2017-18 in accordance with the framework and details for the same has been provided in the Corporate Governance Report, which is a part of this Annual Report.**

Pursuant to the provisions of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any amendment thereunder from time to time), a structured questionnaire was prepared after taking into consideration the various aspects of the Board's functioning, composition of Board and its Committees, culture, execution and performance of specific duties, obligations and governance.

The performance evaluation of the Independent Director was completed during the year under review. The performance evaluation of the Chairman and Executive Directors were carried out by Non-Executive Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

14. DIRECTOR'S RESPONSIBILITY

As stipulated under the provisions contained in Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 the Directors hereby confirm that :

- (a) in the preparation of the Annual Accounts for the year ended 31st March, 2018, the applicable Indian Accounting Standards (Ind AS) have been followed and there are no material departures;
- (b) the Directors have selected appropriated accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year March 31, 2018 and of the profit of the company for the Financial year ended March, 31, 2018;

- (c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the Directors have prepared the annual accounts for the year ended March 31, 2018 on a going concern basis;
- (e) the Directors have laid down internal financial controls in the company that are adequate and are operating effectively; and
- (f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and are operating effectively.

15. MANAGEMENT DISCUSSION AND ANALYSIS REPORT :-

The Management Discussion and Analysis Report, for the year under review, giving detailed analysis of Company's operations, as stipulated under Regulation 34 of SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, is presented in a separate section, which forms a part of this Annual Report.

16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGOING :-

Statement giving the particulars relating to conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134 (3) (m) of Companies Act, 2013 read with Rules 8 of Companies (Accounts) Rules, 2014 is given in the **Annexure –A** which forms part of this report.

17. GENERAL SHAREHOLDER INFORMATION

General Shareholder information is given in item no. 10 Of the Report on Corporate Governance forming part of the Annual Report.

18. Disclosure Relating to Remuneration of Directors, Key Managerial personnel and Particulars of Employees

The remuneration paid to the Directors is in accordance with the Nomination and Remuneration Policy of your Company formulated in accordance with Section 178 of the Companies Act, 2013 read with Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification (s) or re-enactment for time being in force) . The salient aspects covered in the Nomination and Remuneration policy have been outlined in the Corporate Governance Report which forms part of this report. The full policy is available at on the website of the Company at weblink www.maharanirice.in.

The statement containing the details required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1), 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, as amended by Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 is attached as '**Annexure' B** which forms part of this Report.

19. EXTRACT OF ANNUAL RETURN :-

Pursuant to the provisions of Section 134(3) (a) of the Companies Act, 2013, an extract of the Annual Return as provided under sub section (3) of section 92 of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return in form MGT-9 is enclosed herewith as **Annexure - C** Which forms part of this Report.

20. STATUTORY AUDITOR AND THEIR REPORT :-

M/s. R Chopra & Associates Chartered Accountants, (FRN: 022992N) were appointed as Statutory Auditors of the Company in the 23rd AGM (held on 28th September, 2017) to hold office for a period of 5 years until the conclusion of the 28th AGM subject to ratification at every Annual General Meeting.

However in accordance with the Companies Amendment Act, 2017, enforced on 07th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditor is not required to be ratified at every Annual General Meeting. Therefore, they will continue as Statutory Auditor for next financial year.

There are no observations (including any qualification, reservation, adverse remark or disclaimer) of the Auditors in their Audit Report that may call for any explanation from the Directors. Further the notes to accounts referred to in the Auditor's Report are self-explanatory.

21. SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rules made there under, the Company had appointed M/s. Sunil Dhawan & Associates, Practicing Company Secretary as Secretarial Auditors of the Company for the year 2017-2018 to conduct secretarial audit and to ensure compliance by the Company with various Acts applicable to the Company. The report of the Secretarial Auditor for the financial year 2017-18 is enclosed as **Annexure D** to this report

As per the observation as given by the Secretarial Auditor, regarding the CSR Amount not spent by the company the explanation to the same has been given to the Secretarial Auditors which forms part of the Secretarial Audit Report and the detailed justification to the same is also being given in **Annexure- E** under Annual Report on CSR Activities which forms part of the Directors Report.

22. CORPORATE GOVERNANCE

The Company has complied with the Corporate Governance requirements under the Companies Act, 2013 and as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. A separate statement on detailed report on Corporate Governance along with a certificate from a Practicing Chartered Accountant, confirming compliance with the conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of this Annual Report.

23. CORPORATE SOCIAL RESPONSIBILITY (CSR)

In terms of section 135 and Schedule VII of the Companies Act, 2013, the Board of Directors of your Company have constituted a CSR Committee. However w.e.f 29.05.2018 CSR Committee has been re-constituted due to resignation of one Director named Mr. Parmod Kumar . After re-constitution new CSR Committee comprises Mr. Arun Kumar Verma additional independent Director and Chairman of CSR Committee, Mr. Rajeev Setia and Mr. Vijay Setia Executive Directors of Company as other members of CSR Committee. The Board has also approved a CSR policy , on the recommendations of the CSR Committee which is available on the website of the Company at www.maharanirice.in. The Report on CSR activities as required under Companies (Corporate Social Responsibility) Rules, 2014, including a brief outline of the Company's CSR Policy, total amount to be spent under CSR for the financial year, amount unspent and the reason for the unspent amount, is set out at **Annexure-E** forming part of this Report.

24. RISK MANAGEMENT

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process has been established by the Company. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate them. A detailed exercise is being carried out to identify, evaluate, monitor and manage risks. The Board periodically reviews the risks and suggests steps to be taken to control and mitigate the same through a properly defined framework. Discussion on risks and concerns are covered in the Management Discussion and Analysis Report.

25. CREDIT RATING

During the year the Company has received following ratings:-

CRISIL	Total Bank Loan Facilities Rated	Rs. 100 Crore
CRISIL	Long Term Rating	CRISIL A-/Stable (Upgraded from CRISIL BBB+/Positive)
	Short Term Rating	CRISIL A2 + (Upgraded from CRISIL A2)

Further as on 04.07.2018, Company received credit ratings from CARE RATINGS LIMITED which are as follows:-

Facilities	Amount (Rs. Crore)	Rating
Long-Term/Short Term facilities	75.00	CARE A-; Stable/Care A2+ (Single A Minus; Outlook; Stable/A Two Plus
Total	75.00	
Facilities	(Rs. Seventy Five Crore Only)	

DUN & BRAD STREET	During the year Dun & Bradstreet has given Rating of 5A2 which implies that the Company has a tangible network of INR 645,950,000 and above as per latest available audited financial statements. Composite appraisal 2 indicates that the overall status of Company is good.
-------------------	---

26. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 :-

During the year under review no such complaint or grievance occurred under the Act named The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013,

27. DISCLOSURE ON DEPOSITS FROM PUBLIC

During the year under review, the Company has not accepted any deposits from the public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

28. DEMATERIALISATION OF SHARES

The Company has agreements with both National Securities Depository Ltd. and Central Depository Services (India) Ltd. whereby the Shareholders have an option to dematerialise their shares with either of the depositories. As on 31.03.2018, about 97.72% of the Company's Equity Shares has been held in dematerialized form.

29. SHARE CAPITAL OF THE COMPANY :-

The Paid-up equity share capital of the Company as on March 31, 2018 was Rs. 1034.67 lakhs. There has been no change in the Equity Share Capital of the Company during the year. The Company has no other type of securities except equity shares forming part of paid-up capital.

The Company's shares are listed and actively traded on the below mentioned Stock Exchange:-

BSE Limited (BSE)

Phiroze Jeejeebhoy Towers,

25th Floor, Dalal Street,

Mumbai – 400 001

30. PARTICULARS OF LOAN, GUARANTEES OR INVESTMENT UNDER SECTION 186 OF THE COMPANIES ACT, 2013 :-

During the financial year ended March 31, 2018, the Company has neither made any investment (s) nor given any loan or guarantee(s) or provided any security within the meaning of the provisions of section 186 of the Companies Act, 2013.

31. PARTICULARS OF CONTRACTS/ARRANGEMENTS/TRANSACTIONS WITH RELATED PARTIES UNDER SECTION 188(1) OF COMPANIES ACT, 2013

All Contracts/arrangements/transactions entered by the Company during the financial year 2017-2018 with related parties were on an arm's length basis and were in the ordinary course of business and in accordance with the provisions of the Companies Act, 2013, read with Rules issued thereunder and the SEBI Listing Regulations. During the year the Company had not entered into any contracts/arrangements / transactions with related parties which could be considered as material under the Companies Act, 2013 and rules made thereunder and under SEBI Listing Regulations.

Prior omnibus approval of the Audit Committee has been obtained on for transactions with related parties which are of a foreseeable and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted and a statement giving details of all transactions with related parties are placed before the Audit Committee for their review on a periodic basis.

The details of the related party transactions as per Indian Accounting Standard Ind AS 24 are set out in Note 12(ii)a to the Standalone Financial Statements forming part of this Annual Report. Further Form No. AOC-2 is attached as '**Annexure-F**' which forms part of this report.

The Company has also adopted a Related Party Transactions Policy. The Policy, as approved by the Board, is uploaded on the Company's website at the weblink: www.maharanirice.in

32. VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has adopted Whistle Blower Policy/Vigil Mechanism to provide a formal mechanism for the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct and mismanagement, if any. The implementation and details of the Whistle Blower Policy has been mentioned in the Report of Corporate Governance and also uploaded on Company's website i.e. www.maharanirice.in.

33. INDUSTRIAL RELATION

The Industrial relations in all the units and branches of your Company remained cordial throughout the year and have resulted in sustained growth of the company.

34. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURED SINCE 31ST MARCH, 2018 TILL THE DATE OF THIS REPORT :-

There has been no material change/commitment affecting the financial position of the Company which have occurred since 31st March, 2018 till the date of this Report.

35. LISTING WITH STOCK EXCHANGE

The Company confirms that it has paid the Annual Listing fee for the year 2018-19 to BSE where the Company's Shares are listed.

36. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an Internal Financial Control System, commensurate with the size, scale and complexity of its operations. Your Company has adopted requisite procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial disclosures. During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

The Internal Auditor of the Company checks and verifies the internal control and monitor them from time to time as and when required. The Company continues to ensure proper and adequate systems and procedures commensurate with the size, scale and nature of its business.

37. PREVENTION OF INSIDER TRADING:

Board of directors in their Board Meeting held on 29.05.2015 approved Chaman Lal Setia Exports Ltd. Code of Conduct i.e. Code for Internal Procedures & Practices and Conduct For Regulating, Monitoring and Reporting of Trading by Insiders of Chaman Lal Setia Exports Limited in accordance with the requirements of SEBI (Prohibition of insider trading) Regulation, 2015 and further Board of Directors in their Board Meeting dated 13.02.2017 amended aforesaid Code of Conduct in terms of SEBI (Prohibition of Insider Trading) Regulations, 2015 and same was intimated to BSE also and full copy of amended code of conduct has been uploaded at the website of the Company i.e. www.maharanirice.in. The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors, Promoters and designated employees of the Company.

38 . FUTURE EXPANSION

The Future expansion endeavour of the Company is always a going on process specially in the field of Quality improvement and development of new product with lower cost and energy savings The Management of the company understands that it has to improve upon to face the ever changing circumstances and evolvments globally.

39. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERNS STATUS AND COMPANY'S OPERATIONS IN FUTURE

The Company has not received any significant or material orders passed by any Regulatory Authority, Court or Tribunal which shall impact the going concern status and Company's operations in future.

40. REPORTING OF FRAUDS

There have been no material instances of fraud reported by the Auditors under section 143(12) of the Act and Rules framed thereunder either to the Company or to the Central Government.

41. CHANGE IN NATURE OF BUSINESS, IF ANY :-

There is no change in the nature of Business of Company during the year under review.

42. NEW PACKING UNIT:-

Your Company in month of April, 2018, has commenced its new packing unit at Gandhidham, Gujarat and same was intimated to Stock Exchange too.

43. SHIFITING OF CREDIT LIMIT:-

During the year Company has shifted its credit limit from Punjab National Bank to HDFC Bank and same had been reported to Stock Exchange too.

44. DIVERSITY OF THE BOARD:-

The Company believes that diversity is important to the work culture at any organisation. In particular, a diverse Board, among others, will enhance the quality of decisions by utilizing different skills, qualifications and professional experience for achieving sustainable and balances development.

45. COMPLIANCES WITH SECRETARIAL STANDARDS

During the year, the Company is in compliance of both erstwhile and revised Secretarial Standard issued by the Institute of Company Secretaries of India.

46. ACKNOWLEDGEMENT:

The Board places on record its appreciation for the continued co-operation and support extended to the Company by its customers which enables the Company to make every effort in understanding their unique needs and deliver maximum customer satisfaction. We place on record our appreciation of the contribution made by the employees at all levels, whose hard work, co-operation and support helped us face all challenges and deliver results.

We acknowledge the support of our Members of Company, vendors, the regulators, the esteemed league of bankers, financial institutions, rating agencies, government agencies, Stock Exchange, depositories, auditors, consultants, business associates and other stakeholders.

For and on behalf of the Board of Directors

Place: Amritsar
Date: 28.08.2018

sd/-
Chaman Lal Setia
Chairman & Managing Director
Din :- 01125789

ANNEXURE-A (Director's Report)

Disclosure Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014) and forming part of the Directors' Report for the year ended March 31, 2018

a) CONSERVATION OF ENERGY

The Company has developed a novel process for reducing energy and water requirements in paddy parboiling process. As a result the water consumption and energy expenditure in mechanical parboiling of paddy is greatly reduced. The Company has also developed the novel process of recycling of most of hot water used for soaking of paddy during parboiling of rice, thereby generating little waste water and still having a high quality product. Consequently any chance of earth pollution from this process is completely ruled out. The energy and water consumption utilized about just one third of that available with the company and such saved energy and water to the tune of two third can be utilized for other productive purposes. Due to this innovation at our rice parboiling plant, overall fuel consumption in this section is reduced resulting conservation of energy. Company has also eliminated the typical off-odour emanating from the paddy soaking tanks resulting great reduction in ground water pollution.

b) TECHNOLOGY ABSORPTION

The Company believes Technology Absorption, Adaptation and Innovation is an on-going process. As technology is changing day by day, Company plans to be a leading player in technology introduction through innovative products, therefore Company has kept itself informed on the latest trends in technology related to the business of the Company. This has helped your Company to continuously improve the manufacturing processes, improve efficiencies and develop new products.

(i) Research And Development (R&D)

Various R&D initiatives were undertaken which have resulted in :

- a) Development of a system and method for parboiling paddy that obviates husk of paddy from splitting
- b) Development of 100% insect killing technique by using 1/3rd of Pesticides
- c) Development of quick cooking Brown Rice;
- d) Use of Neem as Bio-pesticide;
- e) Improvement in Parboiling for improvement in quality parameters;
- f) Use of Plastic Buckets in parboiling plant thus reducing cost;
- g) Development of Bhatti Sella through automation for the first time in India;
- h) Reducing broken in paddy with very high sun checks under process.
- i) Rice bran stabilization for human consumption under process.
- j) Making bio-compost from waste and reject of paddy under process.
- ii) Benefits derived as a result of the above efforts Improvement in existing process and product quality, less qualities variations, improved productivity, cost reduction and reduction in air and water pollution, financial savings.
- (iii) Future plan of action.
 - a) The Company will try to assist any R & D Unit of any academy /University and will continue to work on energy efficient process and also put all efforts to enlarge the scope of Agri-inputs options, Improvement of plant and process and resource use efficiencies,
- (iv) Expenditure on R & D.
 - a) Wages, salaries, stores, spares & consumable used for R&D activities have been debited to Respective Heads.

c) FOREIGN EXCHANGE EARNING & OUTGO :

The information in this regard is provided in Notes of Accounts.

For and on behalf of the Board of Directors

Place: Amritsar
Date: 28.08.2018

sd/-
Chaman Lal Setia
Managing Director
(Din:- 01125789)

ANNEXURE-B (Director's Report)

- (a) Disclosure in Director's Report pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended by Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

PARTICULARS OF REMUNERATION

1. The Ratio of the Remuneration of each Director to the Median Remuneration of the Employees of the Company For the Financial Year 2017-2018:

Name of the Directors	Ratio of Median Remuneration
Mr. Chaman Lal Setia	87.14
Mr. Vijay Setia	92.06
Mr. Rajeev Setia	89.37
Mr. Sukarn Setia	5.47
Mr. Ankit Setia	43.41
Mr. Sankesh Setia	45.91

2. The percentage increase in remuneration of each Director, Managing Director, Chief Financial Officer and Company Secretary, if any, in the Financial year 2017-18 :-

Name	Designation	% increase
Mr. Chaman Lal Setia	Managing Director	NIL
Mr. Vijay Setia	Whole Time Director	*
Mr. Rajeev Setia	Whole Time Director & CFO	*
Mr. Sukarn Setia	Whole Time Director	*
Mr. Ankit Setia	Whole Time Director	NIL
Mr. Sankesh Setia	Whole Time Director	*
Miss Kanika Nevatia	Company Secretary	25.18

* During the year there is no change in basic salary, however due to increase in perquisites there is slight change in salary.

3. The percentage increase in the Median Remuneration of Employees in the Financial Year 2017-2018

The percentage increase in the median remuneration of employees during the year is 3.18%.

4. The number of permanent employees on the rolls of Company as on 31st March, 2018 : 177

5. Average percentile increase made in the salaries of employees other than the Managerial Personnel In the last Financial Year and its comparison with the percentile increase in the Managerial Remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the Managerial Remuneration:

Average percentage increase made in Salaries of employees other than Managerial Personnel in the Financial Year 2017-18 was 11.70 %, Percentage increase in the managerial remuneration for the year has been given above in point no. 2.

6. Affirmation that the remuneration is as per the Remuneration Policy of the Company.

It is confirmed that the remuneration paid to the Directors, Key Managerial Personnel and Senior Management is as per the Remuneration Policy of the Company.

General Note

Managerial Personnel includes Managing Director and Whole-time Directors.

(b) Statement showing particulars of employees pursuant to the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended by Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

S. No.	Employee Name	Designation/Nature of Employment	Remuneration Received (Rs.)	Qualification	Experience (in years)	Date of employment	Age (in Years)	Last Employment held
1	Mr. Chaman Lal Setia	Chairman & Managing Director	1,49,35,781	Under Graduate	45	21.09.1994	84	First Employment
2	Mr. Vijay Setia	Wholetime Director	1,57,78,547	Graduate	41	21.09.1994	65	First Employment
3	Mr. Rajeev Setia	Wholetime Director & CFO	1,53,18,409	Post Graduate	40	21.09.1994	63	First Employment
4	Mr. Sankesh Setia	Wholetime Director	78,68,073	Graduate	11	29.09.2014	31	First Employment
5	Mr. Ankit Setia	Wholetime Director	74,39,600	Graduate/Diploma in Food Technology	15	30.09.2003	34	First Employment
6	Mr. Sukarn Setia	Wholetime Director	9,38,240	Graduate	17	28.09.2001	38	First Employment
6	Mr. Manu Arora	Accounts Manager	7,33,440	M.COM	15	01.05.2004	40	First Employment
7	Mr. Rajinder Prasad	General Manager	6,78,891	B.A	40	01.08.2000	59	KRBL
8	Mr. Dinesh Malik	Marketing Manager	6,71,533	B.A, PGDCA	18	01.09.2001	40	First Employment
9	Mr. Nirmal Kumar	Purchase Manager	6,71,533	Under Graduate	42	01.04.1996	61	First Employment
10	Mr. Vipin Malhotra	Accounts Manager	6,63,937	B.A (Computer)	31	01/11/1994	54	First Employment

For and on behalf of the Board of Directors

Place: Amritsar
Date: 28.08.2018

sd/-
Chaman Lal Setia
Chairman & Managing Director
Din :- 01125789

ANNEXURE-C (Director's Report)

EXTRACT OF ANNUAL RETURN

FORM NO. MGT 9

AS ON THE FINANCIAL YEAR ENDED 31.03.2018

(Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014)

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L51909PB1994PLC015083
2.	Registration Date	21/09/1994
3.	Name of the Company	CHAMAN LAL SETIA EXPORTS LTD.
4.	Category/Sub-category of the Company	PUBLIC COMPANY LIMITED BY SHARES/ INDIAN NON GOVERNMENT COMPANY
5.	Address of the Registered office & contact details	P O Central Jail, Meeran Kot Road, Amritsar-143002, Punjab 0183-2590318 & 0183-2592708 Email id :- clsetia@rediffmail.com Website :- www.maharanirice.in
6.	Whether listed company	Yes (Listed in BSE)
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	BEETAL FINANCIAL & COMPUTER SERVICES PVT LTD. BEETAL HOUSE, IIIRD FLOOR, 99 MADANGIR, BEHIND LSC, NEW DELHI -110062 Email id :- beetalrta@gmail.com Telephone :- 011-29961281-283 Fax Number :- 011-29961284

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

Business activities of the Companies contributing 10% or more of the total turnover of the company is stated below:

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	RICE	10612	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES: NIL

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

A. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 1st April, 2017)				No. of Shares held at the end of the year (As on 31st March, 2018)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters & Promoters Group									
(1) Indian									
a) Individual / HUF	38638276	14300	38652576	74.71	38406157	10450	38416607	74.26	(0.45)
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other									
Sub Total (A) (I)	38638276	14300	38652576	74.71	38406157	10450	38416607	74.26	(0.45)
2. FOREIGN									
a. Individuals (Non Residents Individuals /Foreign Individuals)	0	0	0	0	0	0	0	0	0
b. Bodies Corporate	0	0	0	0	0	0	0	0	
c. Institutions	0	0	0	0	0	0	0	0	0
d. Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
e. Any Others (specify)	0	0	0	0	0	0	0	0	0
Sub Total (A)(2)	0	0	0	0	0	0	0	0	0
Total Shareholding of promoter and Promoter Group(A) = (A)1+(A)(2)	38638276	14300	38652576	74.71	38406157	10450	38416607	74.26	(0.45)
(B) Public Shareholding									
1 Institution									
(A) Mutual Funds/UTI	0	0	0	0	0	0	0	0	0
(b) Financial Institutions/ Banks	0	0	0	0	0	0	0	0	0
(c) Central Government/ State Government (s)	0	0	0	0	0	0	0	0	0
(d) Venture Capital Funds	0	0	0	0	0	0	0	0	0
(e) Insurance Companies	0	0	0	0	0	0	0	0	0
(f) Foreign Institutional / Portfolio Investors	217709	0	217709	0.42	439303	0	439303	0.85	0.43
(g) Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0
(h) Qualified Foreign Investors	0	0	0	0	0	0	0	0	0
(i) Any Other (specify)	0	0	0	0	0	0	0	0	0
Sub Total (B) (I)	217709	0	217709	0.42	439303	0	439303	0.85	0.43

B2 . Non-Institutions									
a) Bodies Corp.	1525050	22005	1547055	2.99	1121224	22005	1143229	2.21	(0.78)
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	5871763	914368	6786131	13.12	6194403	669718	6864121	13.26	0.14
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	3253555	459800	3713355	7.18	3243349	0	3243349	6.27	(0.91)
c) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
(d) Any Other (specify)	0	0	0	0	0	0	0	0	0
(d-i) Non Resident Indians	452991	0	452991	0.88	327983	473000	800983	1.55	0.67
(d-ii) Clearing Members	92746	0	92746	0.18	41276	0	41276	0.08	(0.1)
(d-iii) HUF	270987	0	270987	0.52	623448	0	623448	1.21	0.69
(d-iv) Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
(d-v) Foreign Nationals	0	0	0	0	0	0	0	0	0
(d-vi) Trusts	0	0	0	0	0	0	0	0	0
(d-vii) Foreign Bodies Corporates	0	0	0	0	0	0	0	0	0
(d-viii) IEPF	0	0	0	0	161234	0	161234	0.31	(0.31)
Sub-total (B)(2):-	11467092	1396173	12863265	24.87	11712917	1164723	12877640	24.89	0.02
Total Public Shareholding (B)=(B)(1)+ (B)(2)	11684801	1396173	13080974	25.29	12152220	1164723	13316943	25.74	0.45
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	50323077	1410473	51733550	100	50558377	1175173	51733550	100	

B) Shareholding of Promoters and Promoters Group:

S. No.	Shareholder's Name	No. Of Shares held at the beginning of the year 1st April, 2017			Shareholder's Name	No. Of Shares held at the end of the year 31st March, 2018			% change in share holding during the year
		No. Of Shares	% of total Shares of the company	% of shares pledged encumbered to total shares		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Aaksha S Khanna	6600	0.01	0	Aaksha S Khanna	6600	0.01	0	0
2	Lajwanti	2750	0.01	0	Lajwanti	2750	0.01	0	0
3	Kali Ram Suresh kr	3850	0.01	0	Kali Ram Suresh kr	3850	0.01	0	0
4	Vijender Mann	3850	0.01	0	Vijender Mann	3850	0.01	0	0
5	Jagjit Singh	3850	0.01	0	Jagjit Singh	3850	0.01	0	0
6	Ashok Kumar	5500	0.01	0	Ashok Kumar	5500	0.01	0	0
7	Madan lal	3850	0.01	0	Madan lal	3850	0.01	0	0
8	Meena Kumari	3850	0.01	0	Meena Mahajan	0	0	0	(100)
9	Rekha Rani	3850	0.01	0	Rekha Rani	3850	0.01	0	0
10	Anuradha Bhandari	3850	0.01	0	Anuradha Bhandari	3850	0.01	0	0
11	Neeru Wadhwa	3850	0.01	0	Neeru Wadhwa	3850	0.01	0	0
12	Shefali Sharma	5500	0.01	0	Shefali Sharma	0	0	0	(100)
13	Rani Vijay Shastri	5500	0.01	0	Rani Vijay Shastri	5500	0.01	0	0

14	Rajiv Mehra	5500	0.01	0	Rajiv Mehra	5500	0.01	0	0
15	Sujata Goyal	7700	0.01	0	Sujata Goyal	7700	0.01	0	0
16	Manju Ahuja	8581	0.02	0	Manju Ahuja	8581	0.02	0	0
17	Sanjeev Kishore	56100	0.11	0	Sanjeev Kishore	55100	0.11	0	0
18	Sushma Setia	303600	0.59	0	Sushma Setia	303300	0.59	0	0
19	Neelam Setia	306350	0.59	0	Neelam Setia	306400	0.59	0	0
20	Ankit Setia	262616	0.51	0	Ankit Setia	199819	0.39	0	(0.12)
21	Sankesh Setia	276100	0.53	0	Sankesh Setia	276100	0.53	0	0
22	Sukarn Setia	251928	0.49	0	Sukarn Setia	94506	0.18	0	(0.31)
23	Chaman Lal Setia	11600050	22.42	0	Chaman Lal Setia	11600050	22.42	0	0
24	Rajeev Setia	13081750	25.29	0	Rajeev Setia	13081750	25.29	0	0
25	Vijay Kumar Setia	12435651	24.04	0	Vijay Kumar Setia	12430501	24.03	0	(0.01)

C) Change in Promoters' & Promoters' Group Shareholding (please specify, if there is no change)

S. No.	Name of the Shareholder	Shareholding at the beginning of the year as on (April 01, 2017)		Change during the year	Increase/Decrease in Shareholding		Cumulative Shareholding during the Year		Shareholding at the end of the year as on 31.03.2018	
		No. of shares	% of total shares of the company		No. of Shares	% of Total Shares of the Company	No. of shares	% of Total Shares of the Company	No. of shares	% of Total Shares of the Company
1.	Aaksha S Khanna	6600	0.01				6600	0.01	6600	0.01
2.	Lajwanti	2750	0.01				2750	0.01	2750	0.01
3.	Kali Ram Suresh Kr	3850	0.01				3850	0.01	3850	0.01
4	Vijender Mann	3850	0.01				3850	0.01	3850	0.01
5	Jagjit Singh	3850	0.01				3850	0.01	3850	0.01
6	Ashok Kumar	5500	0.01				5500	0.01	5500	0.01
7	Madan lal	3850	0.01				3850	0.01	3850	0.01
8	Meena Kumari	3850	0.01	Sale of shares	3850	0.01	0	0	0	0
9	Rekha Rani	3850	0.01				3850	0.01	3850	0.01
10	Anuradha Bhandari	3850	0.01				3850	0.01	3850	0.01
11	Neeru Wadhwa	3850	0.01				3850	0.01	3850	0.01
12	Shifali Sharma	5500	0.01	Sale of shares	5500	0.01	0	0	0	0
13	Rani Vijay Shastri	5500	0.01				5500	0.01	5500	0.01
14	Rajiv Mehra	5500	0.01				5500	0.01	5500	0.01
15	Sujata Goyal	7700	0.01				7700	0.01	7700	0.01
16	Manju Ahuja	8581	0.02				8581	0.02	8581	0.02
17	Sanjeev Kishore	56100	0.11	Sale of shares	1000	0.00	55100	0.11	55100	0.11
18	Sukarn Setia	251928	0.49	Sale of shares	157422	0.31	94506	0.18	94506	0.18
19	Neelam Setia	306350	0.59	Purchase of shares	50	0.00	306400	0.59	306400	0.59
20	Sushma Setia	303600	0.59	Sale of shares	300	0.00	303300	0.59	303300	0.59
21	Ankit Setia	262616	0.51	Sale of shares	62797	0.12	199819	0.39	199819	0.39
22	Sankesh Setia	276100	0.53				276100	0.53	276100	0.53
23	Rajeev Setia	13081750	25.29				13081750	25.29	13081750	25.29
24	Chaman Lal Setia	11600050	22.42				11600050	22.42	11600050	22.42
25	Vijay Kumar Setia	12435651	24.04	Sale of shares	5150	0.01	12430501	24.03	12430501	24.03

D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	Name of Shareholder For each of the Top Shareholders	Shareholding Details	
		No. of shares	% of total shares of the company
1	Sangeetha S		
	At the beginning of the year	558000	1.08
	At the end of the year	495790	0.96
2	Rishta Khaitan		
	At the beginning of the year	473000	0.91
	At the end of the year	473000	0.91
3	Yelmannchali Bebi Sarojini		
	At the beginning of the year	391820	0.76
	At the end of the year	391820	0.76
4	Sunaina		
	At the beginning of the year	409200	0.79
	At the end of the year	386100	0.75
5	Sameer Kishore		
	At the beginning of the year	290520	0.56
	At the end of the year	283520	0.55
6	DHANDHO HOLDINGS LP		
	At the beginning of the year	48115	0.09
	At the end of the year	258308	0.49
7	Devabhaktuni Krishna Kumari		
	At the beginning of the year	257917	0.49
	At the end of the year	257917	0.49
8	Rikeen Pradip Dalal		
	At the beginning of the year	265780	0.51
	At the end of the year	235678	0.45
9	Finco Capital Management Private Limited		
	At the beginning of the year	193561	0.37
	At the end of the year	209220	0.40
10	Anjoo Gupta		
	At the beginning of the year	186615	0.36
	At the end of the year	169625	0.33

*As on 31.03.2018 97.72% shareholding of Company are in dematerialised form. Shares of Company are listed on BSE Ltd. and it is not feasible to track movement of shares on daily basis. Therefore aforesaid information has been stated accordingly.

E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Shareholding at the end of the year*	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Shareholding of key Managerial Personnel: Mr. Chaman Lal Setia (Managing Director)	11600050	22.42%	11600050	22.42%
2	Mr. Rajeev Setia (Executive Director & Chief Financial Officer)	13081750	25.29%	13081750	25.29%
3	Miss. Kanika Nevtia Company Secretary	NIL	NIL	NIL	NIL
4	Shareholding of Directors Mr. Vijay Setia*	12435651	24.04%	12430501	24.03%
5.	Mr. Sukarn Setia*	251928	0.49%	94506	0.18%
6.	Mr. Sankesh Setia	276100	0.53%	276100	0.53%
7.	Mr. Ankit Setia*	262616	0.51%	199819	0.39%
8.	Mr. Inder Dev Kukkar	1650	0.003%	1650	0.003%
9.	Mr. Parmod Kumar #	1650	0.003%	1650	0.003%
10.	Mr. Raghav Peshawaria	NIL	NIL	NIL	NIL
11.	Mr. Naresh Kumar Suneja	NIL	NIL	NIL	NIL
12.	Mrs. Amar Jyoti Bagga	NIL	NIL	NIL	NIL
13.	Mr. Vijay Kumar Jhamb	NIL	NIL	NIL	NIL
14.	Mr. Arun Kumar Verma*	NIL	NIL	NIL	NIL

* Details of changes have already been given under IV C of this extract.

Mr. Parmod Kumar has given his resignation from post of Directorship w.e.f 29.05.2018. Mr. Arun Kumar Verma has appointed as additional independent Director w.e.f 29.05.2018.

F) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits (Rs.)	Unsecured Loans (Rs.)	Deposits (Rs.)	Total Indebtedness (Rs.)
Indebtedness at the beginning of the financial year				
i) Principal Amount	119802429	315317394	-----	435119823
ii) Interest due but not paid	-----	-----	-----	-----
iii) Interest accrued but not due	-----	-----	-----	-----
Total (i+ii+iii)	-----	-----	-----	-----
Change in Indebtedness during the financial year	-----	-----	-----	-----
* Addition/Reduction	264209168	34517455	-----	298726623
Net Change	-----	-----	-----	-----
Indebtedness at the end of the financial year	-----	-----	-----	-----
i) Principal Amount	384011597	349834849	-----	733846446
ii) Interest due but not paid	-----	-----	-----	-----
iii) Interest accrued but not due	-----	-----	-----	-----
Total (i+ii+iii)	384011597	349834849	-----	733846446

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director and Whole-time Directors

SN	Particulars of Remuneration	Name of Managing Director and Whole-time Directors						
		Chaman Lal Setia	Vijay Setia	Rajeev Setia	Sukarn Setia	Ankit Setia	Sankesh Setia	Total Amount
		Managing Director	Whole Time Director	Whole Time Director & CFO	Whole Time Director	Whole Time Director	Whole Time Director	
1	Gross salary	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	48,00,000	48,00,000	48,00,000	6,00,000	24,00,000	24,00,000	1,98,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	135781	978547	518409	338240	39600	468073	2478650
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-	-
4	Commission - as % of profit - others, specify...	1,00,00,000	1,00,00,000	1,00,00,000	-	50,00,000	50,00,000	4,00,00,000
5	Others, please specify	-	-	-	-	-	-	-
	Total (A)	14935781	15778547	15318409	938240	7439600	7868073	62278650
	Ceiling as per the Act	As per Section 197 read with Schedule V of the Companies Act, 2013 i.e. 10% of Net profit (calculated as per section 198 of the Companies Act, 2013) for all Executive Directors –Managing Director and Whole-time Directors						

B. Remuneration to other Directors

(Amount in Rs.)

SN	Particulars of Remuneration	Name of Directors						
		Mr. Inder Dev Kukar	Mr. Parmod Kumar*	Mr. Naresh Kumar Suneja	Mr. Raghav Peshawaria	Mrs. Amar Jyoti Bagga	Mr. Vijay Kumar Jhamb	Mr. Arun Kumar Verma**
1	Independent Directors							
	Fee for attending Board & Committee meetings	10000	9000	12000	11000	3000	12000	
	Commission	NIL	NIL	NIL	NIL	NIL	NIL	
	Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL	
	Total (1)	NIL	NIL	NIL	NIL	NIL	NIL	
2	Other Non-Executive Directors	N.A	N.A	N.A	N.A	N.A	N.A	
	Fee for attending board committee meetings	N.A	N.A	N.A	N.A	N.A	N.A	
	Commission	N.A	N.A	N.A	N.A	N.A	N.A	
	Others, please specify							
	Total (2)	NIL	NIL	NIL	NIL	NIL	NIL	
	Total =(1+2)	10000	9000	12000	11000	3000	12000	

* Mr. Parmod Kumar has given his resignation from post of Directorship w.e.f 29.05.2018

** Mr. Arun Kumar Verma has been appointed as an additional independent Director of Company w.e.f 29.05.2018

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Amount in Rs.)

SN	Particulars of Remuneration		
		CS	Total
1	Gross salary	(Rs.)	(Rs.)
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	435624	435624
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission	0	0
	- as % of profit	0	0
	others, specify...	0	0
5	Others, please specify	0	0
6	Total	435624	435624
7	Ceiling as per the Act	NA	NA

VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NONE				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NONE				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Punishment	NONE				
Compounding					

For and on behalf of the Board of Directors

Sd/-

Chaman Lal Setia
Managing Director
Din: 01125789

Place: Amritsar
Date: 28.08.2018

ANNEXURE-D (Director's Report)

Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2018

**[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,
The Members,
Chaman Lal Setia Exports Ltd.
P.O. Central Jail, Miran Kot Road,
Amritsar-143002

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Chaman Lal Setia Exports Ltd. (hereinafter called "the company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year commencing from 1st April, 2017 and ended on 31st March, 2018, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter along with Annexure 1 attached to this report:

- 1) We have examined the books, papers, minute books, forms and returns filed and other records maintained by Chaman Lal Setia Exports Ltd. ("The Company") for the financial year ended on 31st March, 2018, according to the provisions of:
 - (i) The Companies Act, 2013 (the Act) and the rules made thereunder ;
 - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
 - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (No Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings was taken by the Company during the Audit Period).
 - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amendments from time to time;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the audit period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the audit period);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the audit period); and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the audit period).
- vi) Other Laws as specifically applicable to the Company
 - 1) The Factories Act, 1948 and rules made thereunder
 - 2) The Water (Prevention & Control Of Pollution) Act, 1974 read with Water (Prevention & Control of Pollution) Rules, 1975
 - 3) The Air (Prevention & Control of Pollution) Act, 1981.
 - 4) The Labour Welfare Fund Board
 - 5) Agriculture & Processed Food Product Export Act, 1986,
 - 6) Food Safety & Standards Act, 2006 & rules made thereunder
 - 7) Indian Boilers Act, 1923 and rules made thereunder.
 - 8) The Standard of Weight & Measure Act, 1976
 - 9) Employees' State insurance Act
 - 10) The payment of Gratuity Act, 1972
 - 11) The Provident Fund & Miscellaneous Provisions Act, 1948
 - 12) Haryana State Agricultural Marketing Board
 - 13) The Punjab Agricultural Produce Market Act, 1961 and rules made thereunder
 - 14) All other Labour, Employee and Industrial Laws to the extent applicable to the Company.
- 2. We have also examined compliance with the applicable clauses of the following:
 - (i) The Secretarial Standards issued by The Institute of Company Secretaries of India.
 - (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.:
- 3. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, guidelines, Standards etc. to the extent applicable mentioned above subject to filing of certain e-forms with additional fees and subject to following :-

 As per Provision of section 135 of the Companies Act, 2013, the eligible amount required to be spent by the Company on CSR is Rs.9649305.74 /-, during the financial year 2017-18. However as per information provided, the Company has spent Rs. 5226721/- towards CSR during the said financial year.
- 4. Based on the information received and records maintained, We further report that :
 - (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive, Women and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
 - (b) Adequate notice is given to all Directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

(c) Majority decision is carried through and recorded in the minutes of the Meetings. Further as informed, no dissent was given by any director in respect of resolutions passed in the board and committee meetings.

5. We further report that there are adequate systems and processes in the Company commensurate with the size and operation of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the company has not incurred any specific event / action that can have major bearing on the company's affairs in pursuance of above referred laws, rules, regulations; guidelines, standards etc.

For Sunil Dhawan & Associates
(Practising Company Secretaries)

Sd/-
Sunil Dhawan
Proprietor
ACS No. 14500
C. P No.:3690

Place: Amritsar
Date: 28.08.2018

*This report is to be read with our letter of even date which is annexed as 'Annexure 1' and forms an integral part of this report.



'ANNEXURE 1' to the Secretarial Audit Report

To,
The Members,
Chaman Lal Setia Exports Ltd.
P.O Central Jail, Mirankot Road,
Amritsar - 143002

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our Audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Sunil Dhawan & Associates
(Practising Company Secretaries)

Sd/-
Sunil Dhawan
Proprietor
ACS No. 14500
C. P No.:3690

Place: Amritsar
Date: 28.08.2018

ANNEXURE-E (Director's Report)

Annual Report on Corporate Social Responsibility (CSR) Activities (Pursuant to Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014)

1. A brief outline of the Company's CSR policy: (CSR Policy)

This policy encompasses the Company's philosophy for giving back to society as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programs for the development of the rural communities at large. The Company's CSR is in alignment with the initiatives on Eradication of extreme hunger, Enhancement of livelihood projects, Rural development of host communities, Promoting Education, Sanitation Facilities, healthcare and creating social, environmental and economic value to the society. Further Company is committed to improving the quality of education and for this Company is continuously taking initiatives so that education can reach to everyone.

2. Overview of projects or programs proposed to be undertaken:

Focus areas relate to Eradication of hunger and poverty, Enhancement of livelihood projects, Rural development, quality education, providing infrastructure for promoting education, empowerment of women, health care, conservation of Environment, sanitation facilities and creating social, environmental and economic value to the society.

3. Web-link to the CSR policy and projects or programmes :- www.maharanirice.in

4. Composition of CSR Committee

Name of the Member	Designation	Status
Mr. Parmod Kumar *	Independent Director	Chairman
Mr. Arun Kumar Verma**	Additional Independent Director	Chairman
Mr. Rajeev Setia	Executive Director	Member
Mr. Vijay Setia	Executive Director	Member

**Board of Directors in their Board Meeting dated 29.05.2018 reconstituted Corporate Social Responsibility Committee due to resignation given by Mr. Parmod Kumar independent Director of Company and Chairman of CSR Committee w.e.f 29.05.2018 and further Board of Directors appointed Mr. Arun Kumar Verma as an additional Independent Director of Company and Chairman of CSR Committee w.e.f 29.05.2018.

5. Average Net Profit of the Company for last three financial years:

Average net profit is Rs. 482465287/-

6. Prescribed CSR Expenditure (Two percent of the amount as in item 5 above)

The company is required to spend Rs. 9649305.74/-

7. Details of CSR spent for the financial year :

- a) Total amount spent for the financial year : Rs. 5226721/-
- b) Amount unspent if any : Rs. 4422584.74/-
- c) Manner in which the amount spent during the financial year is detailed below:

Sr. No.	CSR Projects or Activities Identified	Sector in which project is covered	Projects or Programs (1) Local Area or others (2) Specify the state and district where project or programmes were undertaken	Amount Outlay (Budget) project or programme wise (Rs.)	Amount spent on project or programs Subheads (1) Direct Expenditure on project (2) Overheads	Cumulative Expenditure upto reporting period (Rs.)	Amount Spent direct or through implement agency
1.	Project of Food Distribution	Eradication of hunger & poverty	Rural Area, Amritsar, (Punjab)	Rs. 2276067/-	Rs. 2276067	Rs. 2276067	Direct
2	Project of providing fees to the poor and needy students for continuing their education	Promoting Education	Govt. Girls Sen. Sec School, Mall Road, Amritsar	Rs. 240000/-	Rs. 240000/-	Rs. 240000/-	Direct
3	Project of providing fees to the poor and needy students for continuing their education	Promoting Education	Govt. Sen. Sec. School, Heir, Ajnala Road, Amritsar	Rs. 162627/-	Rs. 162627/-	Rs. 162627/-	Direct
4	Project for providing fees to needy students and further to provide Drinking Water Facility, Toilets and other allied facilities to school for promotion of education, the healthcare and for betterment of students.	Promoting Education & healthcare	Bhai Gurdas Govt. Senior Secondary School Basarke Gillan, Amritsar	Rs. 280692/-	Rs. 280692/-	Rs. 280692/-	Direct
5	Project for providing benches to school for students, further providing Drinking Water Facility, Toilets and other allied facilities to school for promotion of education, the healthcare and for betterment of students.	Promoting Education & healthcare	Government Senior Secondary School, Akalgarh Dhapien, Distt. Amritsar	Rs. 219845/-	Rs. 219845/-	Rs. 219845/-	Direct
6	Project of distribution of free blankets for welfare of needy ladies	Healthcare	Rural Area, Amritsar, (Punjab)	Rs. 134250/-	Rs. 134250/-	Rs. 134250/-	Direct
7	Project for providing Black Board and benches to school for students and further to provide Drinking Water Facility, Toilets and other allied facilities to school for promotion of education, the healthcare and for betterment of students.	Promoting Education & Healthcare	Govt. (Kanya) Senior Secondary School, village teja, gurdaspur	Rs. 138829/-	Rs. 138829	Rs. 138829	Direct
8.	Project for providing education facility to needy students	Promoting Education	Sewa Bharti Haryana Pradesh Regd., Karnal	Rs. 20000/-	Rs. 20000/-	Rs. 20000/-	Direct
9.	Project for providing education and awareness to farmers for their benefit and employment enhancement facility	Employment Enhancement Facility	Village/Rural Area Kamal	Rs. 58629/-	Rs. 58629/-	Rs. 58629/-	Direct
10.	Project For providing education	Promoting Education	Saraswati Vidya Mandir, Yuva Gramin Vikas Mandal, Karnal	Rs. 25000/-	Rs. 25000/-	Rs. 25000/-	Direct
11.	Project of clean water facility for welfare of people and their health	Healthcare	Chirao Mor, Karnal	Rs. 607295/-	Rs. 607295/-	Rs. 607295/-	Direct
12.	Project for providing education and awareness to farmers for their benefit and employment enhancement facility	Employment Enhancement Facility	Village/Rural Area Kamal	Rs. 50000/-	Rs. 50000/-	Rs. 50000/-	Direct

13	Project of providing benches to school for students and further to provide toilet facility for students, construction of play ground for students	Promoting Education	Govt. Elementary School, Gumtala Colony, Block-3, Amritsar	Rs. 115330/-	Rs. 115330/-	Rs. 115330/-	Direct
14	Project of providing benches to students for their welfare	Promoting Education	Govt. Senior Secondary School (Dhapa) Amritsar	Rs. 98352/-	Rs. 98352/-	Rs. 98352/-	Direct
15	Project of providing benches to school for welfare of students and further distribution of uniform to students and other stationery items for welfare of students	Promoting Education	Shri Marwari Vidya (Regd.) Amritsar	Rs. 107920/-	Rs. 107920/-	Rs. 107920/-	Direct
16	Project of providing fees for poor and needy students	Promoting Education	Govt. Secondary School (Girls) Rajasansi (Amritsar)	Rs. 20000/-	Rs. 20000/-	Rs. 20000/-	Direct
17	Project of providing benches to school for welfare of students and further distribution of education material to students	Promoting Education	Govt. Elementary School, Faizpura, Amritsar	Rs. 79162/-	Rs. 79162/-	Rs. 79162/-	Direct
18	Project of providing benches to school for welfare of students and further distribution of education material to students	Promoting Education	Govt. Elementary School, Circular Road, Amritsar	Rs. 65672/-	Rs. 65672/-	Rs. 65672/-	Direct
19	Project of providing benches to school for welfare of students	Promoting Education	Govt. Senior Secondary School, Mallian, Amritsar	Rs. 49352/-	Rs. 49352/-	Rs. 49352/-	Direct
20	Project of providing benches to school for welfare of students, construction of class room for students, drinking water facility, Toilets Facility and distribution of study material for poor and needy students	Promoting Education	Govt. Elementary School, Ganda Singh Wala , Amritsar	Rs. 417950/-	Rs. 417950/-	Rs. 417950/-	Direct
21	Project of giving fees to needy students	Promoting Education	S.R Govt. College, Amritsar	Rs. 8689/-	Rs. 8689/-	Rs. 8689/-	Direct
22	Project of giving employment enhancement material to need student	Promoting livelihood and education enhancement material	Rural Area, Amritsar	Rs. 3030/-	Rs. 3030/-	Rs. 3030/-	Direct
23	Project of giving fees to needy students	Promoting Education	Khapar Kheri Amritsar	Rs. 4653/-	Rs. 4653/-	Rs. 4653/-	Direct
24	Project of giving fees and education material to needy students	Promoting Education	Govt. Senior Secondary School, Amritsar	Rs.19305/-	Rs.19305/-	Rs.19305/-	Direct
25	Project of giving benches to needy students	Promoting Education	Govt. Senior Secondary School, Nangali	Rs. 24072/-	Rs. 24072/-	Rs. 24072/-	Direct
			Total	Rs. 5226721/-	Rs. 5226721/-	Rs.5226721/-	Direct

8. Justification for unspent money out of 2% of the average net profit of last 3 (three) financial years:

As per Section 135 of Companies Act, 2013, the Company was required to spend Rs. 9649305.74 /- towards CSR activities out of which Rs. 5226721 /- was utilized on activities specified in Schedule VII of the Companies Act, 2013. The Company considers social responsibility as an integral part of its business activities and endeavors to utilise allocable CSR budget for the maximum benefit of the society.



The Company's CSR activities includes various projects for maximum welfare of society , time to time Company take feedback from respective people in whose area project has been undertaken based on that Company plans its new projects with improved techniques and methods so that maximum benefit can be given to community. Company's main projects has been undertaken mainly in backward/ rural and village areas so that Company can understand the ground need of people and learn them their actual needs so that maximum benefit can be given to the society.

During the year Company made very hard efforts to recognised philanthropic activities which duly qualify for CSR as per schedule VII of Companies Act, 2013 and sum of the efforts bore the fruits also and amount of Rs. 5226721/- was spent on these activities such recognised. However due to lack of general information in the nodal state agencies total amount due for the year as per limits prescribed under the Companies Act, 2013 could not be spent and Rs. 4422584.74 remained unspent.

The CSR activities are scalable with few new initiatives that may be considered in future and moving forward the Company will endeavor to spend the complete amount on CSR activities in accordance with the prescribed limits. Company is continuously meeting with different agencies, people and respective community for CSR projects and looking for new projects so that Company can spend full amount as per prescribed limits.

9. The CSR Committee confirms that the implementation and monitoring of the CSR Policy, is in compliance with the CSR objectives and Policy of the Company.

For and on behalf of the Board of Directors

Place :- Amritsar
Dated :- 28.08.2018

SD/-
Chaman Lal Setia
Managing Director & Chairman

SD/-
Arun Kumar Verma
Chairman –CSR Committee

ANNEXURE-F (Director's Report)

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

None; During the Reporting Period, All Transactions were at Arm's Length Basis.

Sl. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A
b)	Nature of contracts/arrangements/transaction	N.A
c)	Duration of the contracts/arrangements/transactions	N.A
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A
e)	Justification for entering into such contracts or arrangements or transactions'	N.A
f)	Date(s) of approval by the Board	N.A
g)	Amount paid as advances, if any	N.A
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	N.A

2. Details of material contracts or arrangements or transactions at Arm's length basis.

None; During the Reporting Period, There was no Material Contract or Arrangement.

Sl. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A
b)	Nature of contracts/arrangements/transaction	N.A
c)	Duration of the contracts/arrangements/transaction	N.A
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A
e)	Date of approval by the Board, if any	N.A
f)	Amount paid as advances, if any	N.A

For and on behalf of the Board of Directors

Place: Amritsar
Date: 28.08.2018

Sd/-
Chaman Lal Setia
Managing Director
Din: 01125789

Management Discussion and Analysis

1. MACROECONOMIC OVERVIEW, INDUSTRY SCENARIO AND RICE INDUSTRY

According to the recently published International Monetary Fund's (IMF) World Economic Outlook, the present global economic situation is an opportune time for policymakers to boost growth. The report predicts that while advanced economies, as a whole are expected to grow at the rate of 2.5% during the year 2018, up from 2.3% during 2017, the emerging markets and developing economies are expected to grow strongly during the coming two years. The growth rate for these economies is projected around 4.9% during 2018, slightly higher than 4.8% during 2017.

For the Indian Economy, FY 2017-18 was marked by a number of key structural initiatives to build strength across macro-economic parameters for sustainable growth in future.

India is projected to regain its status of the world's fastest growing large economy with an expected impressive rate of 7.4% in 2018, which is set to increase further to 7.8% in 2019, up from 6.7% in 2017. According to the IMF, prospectus for the Indian economy are bright propelled by strong consumption growth and structural reforms. Further the transitory effects of reforms such as the Goods and Services Tax (GST) and demonetization are fading out.

India's export to be recovering, based on uptick in global economic activity. The International Monetary Fund (IMF) has projected growth rate of 7.3% in 2018 and 7.5% in 2019 for India as against 6.7% in 2017. This makes India, fastest growing country among major economies in 2018-2019 and 2019-2020. However as per IMF global growth is projected to reach 3.9% in 2018 & 2019.

As per economic survey Indian Agriculture sector is likely to grow at 2.1 percent in 2017-18, followed by industry at 4.4 percent and services 8.3 percent. As per Indian Meteorological Department's prediction for a normal monsoon in 2018, Indian Agriculture Sector will show improved performance and might clock a 4% growth in agriculture and allied activities, pushing up output and incomes also.

As per third advanced estimates given by department of Agriculture total foodgrains production in country is estimated at 279.51 millions tones which is higher by 4.40 million tones than the previous record production of foodgrain of 275.11 million tones achieved during 2016-17. Further as per estimate production of wheat, cotton, sugarcane and pulses has also been increased as compared to previous years.

Rupee closed the FY 2017-2018 at Rs. 65.14 Per USD as against previous fiscal close at Rs. 64.86 per USD.

A moderate recovery is likely to shape up in the Indian Economy in 2018-2019 with the progressive implementation of some of the reforms which includes Make in India Campaign, Digital India, GST Tax Reforms, Start up India, FDI, Focus towards rural jobs, improved irrigation facilities, faster implementation of projects and infrastructural development, Minimum support price for farmers, energy subsidy reforms, fiscal consolidation, stable balance of payment situation, Pradhan Mantri Krishi Sinchai Yojana (PMKSY), PMFBY, E-NEEM, Soil health card and other reforms too.

Agriculture Sector in India

The agriculture and its allied sectors play a vital role in India's economy. This sector provides employment to nearly 58% of the country's population and its principal means of livelihood. India's strengths in agriculture are many and diverse. Our Country is second globally, in terms of production of rice, wheat, fish, fruits and vegetables. Agriculture, along with fisheries and forestry, is one of the largest contributors to the Gross Domestic Product (GDP). It forms the basis of many premier industries in India, including the textile, jute and sugar industries. India is also the world's biggest milk producer. Agriculture exports constitutes 10% of the country's export and is the fourth largest exported principal commodity. FICCI expects the Indian Agriculture Sector to grow in 2018-2019 as compare to last year.

Output Global Rice industry

The momentum gained by the rice industry globally in 2016 in terms of increased production continued into 2017. As per FAO data global rice production is expected to reach by 2.9 million tonnes to 759.6 million tonnes (503.9 million tonnes, milled basis) however in the year 2017-18 global rice utilisation is estimated to reach to 505.8 (Million tonnes milled basis). Generally, favourable weather conditions have helped cropping activities in the year, especially in the Asia. Riding on increased demand, especially from many of the countries in Asia which turned to imports to rebuild their inventories, international rice trade was estimated to have grown by a healthy 7% to 44.2 million tonnes in 2017. According to USDA figures, global rice exports registered a jump of 19.34% in 2017 to reach 40.98

MMT. India's export of rice in the year registered even bigger jump of 25.09% and accounted for more than 25% of global rice exports.

However as per government approach towards double the income of farmers by 2022 and further increasing the modern farming methods like drip irrigation etc will surely enhance the export

INDIAN RICE OVERVIEW:-

India is the second largest rice producing country of the world :-

Rice is the most important food crop in India contributing to more than 40 percent of total food grain production and cultivated/ consumed across the country. Rice is cultivated across the country and throughout the year, though the crop is mainly grown as kharif crop in rainfed areas that receive heavy annual rainfall. Production in recent years has shown a steady upward trend on improving yields due to the introduction of improved varieties and agronomic practices.

India is the second largest producer of rice in the world. Throughout history as per the Archeological evidence rice has been one of man's most important foods for more than 5000 years . Today, this unique grain helps sustain two- thirds of the world's population.

The major rice producing states in India are West Bengal, Uttar Pradesh, Aandhra Pradesh, Odisha, Bihar, Andhra Pradesh, Assam, Tamil Nadu, Punjab and Karnataka.

India has been the top exporter in global rice trade, accounting for 25% of the export in the last four years. Through a combination of increasing the area under cultivation and increasing cropping intensity today India is self reliant in Rice. Adoption of modern Varieties and improved methods, rice production exceeded every year from its previous year since 1988 and it helped India position itself competitive in the global market. Some of the countries to which India Exports rice are Iran, Saudi-Arabia, UAE, South Africa, Canada and Kuwait.

As per 3rd Advance Estimates by Ministry of Agriculture, the estimated production of rice during the year 2017-18 is 111.52 million tonnes. Production of rice has increased by 1.82 million tonnes than the production of 109.70 million tonnes during the year 2016-17. It is also higher by 5.22 million tonnes than the last five years average production of 106.29 million tonnes.

Rice Exports from India posted a 18% increase in 2017-2018 to a record of 12.7 million tonnes

All-India progressive procurement of Rice for 2017-18 was at 324.29 lakh tonnes approx against the procurement of 325 lakh tonnes in the corresponding period of last year.

The Indian Basmati Rice is amongst the most renowned rice variants globally. It has witnessed growing demand from domestic market for past few years. Basmati exports from India were estimated to cross Rs. 26000 crore in 2017-2018, a 20% rise over the past fiscal year. In volume terms, however, there were apprehensions by the trade body that the year's total exports may decline by 5% to 3.79 million tonnes on account of firming up of prices in domestic market and the European Union move to tighten a fungicide rule. Basmati rice exports from India had reached 3.27 million tonnes during April-January 2017-18. (Source-Apeda Report)

As per the prediction of Indian Metrological Department(IMD) about normal monsoon in year 2018 and continued trend of firming up of prices, Basmati rice industry is expecting to rise in industry during the year 2018-2019. Further as per ICRA analysis on the prospects of the rise industry has forecast Basmati rice exports reaching Rs. 28,000 crores in value terms in FY 19.

India has been the top exporter of rice since 2012, when it returned to exporting non-basmati rice after a 4-year ban. Non Basmati rice exports from India had reached 7.02 million tonnes during April-January 2017-18 as per the department of commerce.

Further recently permission given by "The Chinese Government to few Indian Companies to export direct basmati rice to china. It will increase more demand for rice industry resulting growing scenario in the year 2018-2019 for rice industries.

Strength & Opportunities

- 1 The Company has developed a Novel and innovative process which involves recycling of most of the hot water used for soaking of paddy during parboiling of rice , thereby generating little waste water and still having a high quality product .



- 2 The Promotion of flagship brand Maharani is on the Top agenda of the company in the time to come .Company has introduced very attractive and novel packagings of Maharani Brand. The Company plans to go for aggressive advertising in print and electronic media and brand equity is likely to be future strength and business stimulators of the company .
- 3 The Company has explored new International markets and it is continued pursuit of Management to find new markets world around and also winning the confidence of the existing customers.
- 4 The company is also concentrating on new domestic centres through brand promotion, advertising and offering lucrative packaging of quality product at competitive prices.
- 5 The company's novel and innovative products viz ; Bhatti Sella, Pesticide Residue free rice and quick cooking rice and Rice for Diabetic People having moderate G.I. Sale is picking up in various directions of the World markets particularly the Maharani Rice suitable for Diabetic people. This rice has added qualities like taste, aroma, easy cooking and longer preservation period.
- 6 The Executive director of the Company Sh. Vijay Setia who is President of All India Rice Exporters Association of India has been engaged by an International Company namely M/s Gerson Lehrman Group as a consultant in the field of Food Technology for having so in depth knowledge of the subject that he is being paid for that worldwide.This is a major achievement which can be highly instrumental to the growth of the company in the time to come .
7. Given the rising population, increasing income levels, increasing consumption of rice globally, perception of consumer about food, quality consciousness, brand value, changing lifestyles, health consciousness etc. further strengthen its opportunities.

Threats

Under performance of world economy specially USA and UK, global recession and lower monsoon, new norms for import, Higher import duty in some countries, lower growth in Agricultural sector, lower share of agricultural sector in the real GDP frequent change in govt.policy, shortfall in rain, subdued demand from African countries, unfavourable weather conditions, high prices, domestic cultivation due to crop recovery, sudden fluctuation in exchange rates and market prices of paddy may pose a threats to company's business profitability. This risk can be mitigated largely due to the concept that Food Industry has lesser elasticity of demand as compared to the other products. Further the business wisdom and technological aspirations, inherent in the management team can be quiet helpful to overcome such difficulties.

Risks and Concerns

In a business environment Risk management becomes a top priority and your Company has put in place a robust risk management framework for identification, appraisal and management of various risks on a timely manner.

As the company is mainly dependent upon Agriculture which totally depends upon the quality of rains in India, the poor and untimely rainfall can adversely affect the costing of the Company and consequent price realisation. But the Company has developed its procurement market throughout India and if in any region the rainfall is lesser the Company can buy its raw material from the another region.

The unprecedented nature of Rice Industry and volatile prices are areas of concern for which the company 's focus to make cost of production internationally competitive and reduces interest cost by more & more utilising its own resources and cutting other cost through technological upgradation and computerisation of company's operations.

The protectionist measures or non tariff barriers by other countries may hit or reduce the exports. However the company's focus is also on the domestic market. As a major portion of revenue coming from exports, volatility in exchange rates can affect Company's business. However Company has well defined planning and taking necessary steps for hedging against such outcomes. The global and domestic rice markets are witnessing cut throat competition in the market. However Company is successfully mitigating this risk viz attractive packaging, branding & standardization of quality of rice, creating of new markets overseas, handsome profit ,innovative Ideas of management to produce better quality product and focusing to new International markets.

INTERNAL CONTROL SYSTEMS, RISK MANAGEMENT AND THEIR ADEQUACY:

The company continued to lay emphasis on strengthening and improving internal supervision and control. The Company has a proper and adequate system of Internal controls to provide reachable assurance that all assets are safeguarded and protected against loss from unauthorized use or disposition, and that transaction are authorized, recorded and reported correctly. The internal control system provides for well-documented policies, guidelines authorization and approval procedures. Management information system (MIS) is the backbone of yours company's control mechanism. Well-conceived annual planning and effective budgetary control ensures adequate control on all the expenditures of the company.

An extensive programme of Internal Audit by the internal audit department and periodic review by the Management further supplement the Company's internal control systems. In the line with the International trend, planning and conduct of internal audit is oriented towards review of control in the management of risks and opportunity in the Company's activity.

The Internal Controls and Risk Management systems are duly checked for their adequacy by carrying out regular and exhaustive internal audits. Internal Auditor carry out the internal audit of the Company's various divisions. The Internal Auditors report significant audit observations, periodically at regular intervals to the Audit Committee that comprises of three independent Directors. The Committee met regularly during the financial year and reviewed internal audit plan, audit observation and followed up implementation of corrective actions and covers all significant areas of Company's operations. The Audit committee also met the company's Statutory Auditors to ascertain their views on the adequacy of Internal Control System in the Company.

FINANCIAL PERFORMANCE:

During the year the sales of the company increased at a handsome rate despite

During the year the Sales of the Company increased at a handsome rate . The Sales of the Company touched Rs. 73907.47 lakhs in 2017-18 from Rs 49282.36 lakhs in 2016-17. The Profit of the company reached at the level of Rs. 6005.35 in 2017-18 from 5812.10 lakhs in 2016-17. The EPS of the company is Rs. 8.05 for the year 2017-18.

INDUSTRIAL RELATIONS & HUMAN RESOURCE MANAGEMENT:

Like any high performance organization, your company firmly believes that success of the company comes from good Human Resources. Employees are considered as important assets and key to its success. HRD always strives for sourcing and developing high caliber employees, providing them relevant training for enhancement of their competence and facilitating their assessment process through an effective performance Management System (PMS).

Training and development initiatives aim at bridging the gap between existing skills and desired skills of the employees in line with organisational needs. Extensive training inputs aim at building up competence amid commitment to employees through understanding and utilizing new technology, hands on job training, inter functional knowledge, furtherance of safety awareness and training in behavioral area etc.

During the year company has incurred Rs. 2794401/- on the training of its employees and Rs.2739526 on staff welfare & other provisions for the benefit of employees.

Employee relation continued to be satisfactory. The number of persons directly and indirectly employed by company was about 350 as on 31st March 2018.

The company continued with the existing welfare schemes for the benefits of its employees. The Provident Fund, Bonus, Promotion, Gratuity and other fringe benefits were bestowed upon all the confirm employees of the company to motivate them for attaining the ultimate goals of the company. In addition to these benefits Group Insurance, Medical Insurance and Retrenchment Compensation were also assured for the employees of the company.

In addition to these ultimate benefits, employees are also provided with better working environment, first aid medical facilities, conveyance facility and computerised environment.

CAUTIONARY STATEMENT:

Statement in this report on Management's Discussion and analysis describing the company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied important factors that could make a difference to the Company's operations include economic conditions affecting global and domestic demand supply, finished goods prices in the domestic and overseas markets in which the Company operates, raw material cost and availability, changes in Government regulations, tax regimes, economic developments within India and other factors such as litigation and Industrial relations. The company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of any subsequent developments information or events.

Report on Corporate Governance

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance involves a set of relationships between a Company's Management, its Board, its Shareholders and other stakeholders with an objective of enhancement of long term shareholder value, while at the same time protecting the interest of all stakeholders and ensuring adherence to the applicable laws. The Company's philosophy of Corporate Governance stems from a belief that the Company's strategy and plans should be consistent with the welfare of all its stakeholders comprising employees, shareholders, customers, vendors, regulators, investors and society at large. We believe that the essence of Corporate Governance lies in the phrase "Your Company". Therefore Your Company and its Board believes in conducting its affairs with the highest level of integrity with proper authorization, disclosure, accountability, transparency and independent monitoring.

2. BOARD OF DIRECTORS SIZE AND COMPOSITION OF BOARD

2.1 The Board plays an important role in the management, strategic directions and performance of the Company. The composition of the Board also complies with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as 'Listing Regulations'). The strength of Board as on 31st March, 2018 is 12 Directors. The Board comprises of Executive and Non-Executive Independent Directors who have an in depth knowledge of business in addition to expertise in their areas of specialization. Board currently comprises of 12 directors out of which 6 are Executive and remaining 6 are non executive independent Directors that include one women Director and one additional non executive independent Director. The number of Independent Directors on the Board is in conformity with the requirement of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as the Companies Act, 2013. All the independent Directors have confirmed that they meet the 'independence' criteria as mentioned under Section 149 of the Companies Act, 2013 read with Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2.2 DIRECTORS ATTENDANCE RECORD AND THEIR OTHER DIRECTORSHIP/S AND COMMITTEE MEMBERSHIP/S

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in all companies as on March 31, 2018 are given herein below. None of the Directors on the Board hold Directorships in more than ten public companies. Further none of them is a member of more than 10 (Ten) Board level Committees or Chairman of more than 5 (Five) Committees across companies in which he/she is a Director. None of the Independent Directors of the Company serves as an Independent Director in more than seven Listed Companies and where any Independent Director is serving as whole-time Director in any listed Company, such director is not serving as Independent Director in more than three listed Companies.

Attendance record of each Director at the Board meetings held during the financial year 2017-2018 and Last Annual General Meeting of Company held on 28.09.2017 and the members of Companies/Committees where he/she is a Director/Member are as under :-

Name of Director	Category	DIN	No. of Board Meeting Held During 2017-18	No. of Board Meeting attended	Whether Attended last AGM held on September 28, 2017	No. of Directorship in all Companies* as on 31.03.2018	No. Of Committee Positions held in all Companies** as on 31.03.2018**	
							Member	Chairman
Mr. Chaman Lal Setia	Managing Director & Chairman	01125789	5	5	YES	1	-	-
Mr. Vijay Setia	Executive Director	01125966	5	5	YES	1	-	-
Mr. Rajeev Setia	Executive Director & CFO	01125921	5	4	YES	1	1	-
Mr. Sukarn Setia	Executive Director	01133561	5	3	YES	1	-	-
Mr. Ankit Setia	Executive Director	01133822	5	3	YES	1	-	-

Mr. Sankesh Setia	Executive Director	06620109	5	3	NO	1	-	-
Mr. Inder Dev Kukkar	Independent Director	01193209	5	5	YES	1	1	1
Mr. Naresh Kumar Suneja	Independent Director	01383235	5	5	YES	1	1	-
Mr. Parmod Kumar *	Independent Director	01193710	5	5	YES	1	-	-
Mr. Raghav Peshawaria	Independent Director	01386434	5	5	YES	1	1	1
Mrs. Amarjyoti Bagga	Independent Director	06958408	5	3	YES	1	-	-
Mr. Vijay Kumar Jhamb	Independent Director	07021080	5	5	YES	1	1	-
Mr. Arun Kumar Verma	Additional Independent Director	08145624	Mr. Arun Kumar Verma has been appointed as additional independent Director w.e.f 29.05.2018 and he has been appointed as Chairman of CSR Committee too.					

Mr. Parmod Kumar has given resignation from post of directorship w.e.f 29.05.2018 and further in same Board Meeting Company has appointed Mr. Arun Kumar Verma as additional independent director w.e.f 29.05.2018.

* This includes Directorships in all Companies, including Chaman Lal Setia Exports Ltd. (Listed, Unlisted Public and Private Limited Companies) incorporated in India.

** For the purpose of considering the limit of the committees on which a Directors can serve, all other public limited companies, whether listed or not, are considered. Further Committee considered for the purpose are those prescribed under explanation to Regulation 26(1) (b) of SEBI Listing Regulations viz. Audit Committee and Stakeholder Relationship Committee of Indian Public Companies including Chaman Lal Setia Exports Ltd.

2.3 DETAILS OF BOARD MEETINGS HELD AND ATTENDED BY DIRECTORS DURING FINANCIAL YEAR 2017-18:-

Date of Board Meetings	No. of Directors on Board	No. of Directors in Attendance
29.05.2017	12	10
12.08.2017	12	11
26.08.2017	12	10
14.11.2017	12	9
12.02.2018	12	11

During the year under review, 05 (Five) Board Meetings were held. The maximum time gap between any two consecutive meetings did not exceed 120 days. The necessary quorum was present for all the meetings.

2.4 LIMIT ON THE NUMBER OF DIRECTORSHIPS

All the Directors have periodically and regularly informed the Company about their Directorship and Membership on the Board/ Committees of the Board of other companies. As per the disclosure received, none of the Directors of your Company hold memberships/ Chairmanships/Directorship more than the prescribed limits across all companies in which he/she is a Director.

2.5 INDEPENDENT DIRECTORS :

The Board of the Company has an optimum number of Independent Directors, as required under Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the Independent Directors are persons of integrity and possess relevant expertise and experience in the industry. Independent Directors fulfil all the conditions for being independent to the Company, as stipulated under Regulation 16 (1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013. The company has also obtained declarations from all the Independent Directors pursuant to section 149 (7) of the Companies Act, 2013. The maximum tenure of Independent Directors is determined in accordance with the Companies Act, 2013 and clarifications/circulars issued by the Ministry of Corporate Affairs, from time to time.

2.6 Training of Independent Directors :

Whenever new Independent Directors are inducted in the Board they are introduced to our Company's culture through appropriate orientation session and they are also introduced to our organization structure, our business, constitution, board procedures, our major risks and management strategy.

Company has issued formal letter of appointment to all the Independent Directors and further terms and conditions of Appointment of Independent Directors has been disseminated on the Company's website at www.maharanirice.in.

2.7 Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any amendment thereunder from time to time) the Board, on recommendation of the Nomination and Remuneration Committee , has carried out an annual performance evaluation of its own performance, Committees of the Board and individual Directors and for this, separate exercise was carried out to evaluate the performance of individual Directors of the Board who were evaluated on parameters such as level of engagements and contribution and independence of judgement thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. However Directors who were subject to evaluation did not participate. The performance evaluation of Non Independent Directors were carried out by the independent Directors. The Board also carried out annual performance evaluation of its committees also. The Director express their satisfaction with the evaluation process.

2.8 Separate Meeting of the Independent Directors

As stipulated by the Code of Independent Directors under Schedule IV of the Companies Act, 2013 and Regulation 25 of the Listing Regulations, a separate meeting of the Independent Directors of the Company was held on 29.03.2018, without the attendance of Non-Independent Directors and the member of the management to review the performance of Non-Independent Directors (including the Chairman) and the Board/Committee as whole and also the flow of information from and to the Board/Management. All the independent Director were present at the meeting.

2.9 Familiarisation Programme for Independent Directors:

In compliance with the provisions of the Regulation 25 of the SEBI Listing Regulations, all the Independent Directors are familiarized with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, etc through various programmes. These include orientation programme upon induction of new Directors, as well as other initiatives to update the Directors on a continuing basis , responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. Such kind of training programme helps to develop relationship of Directors with the Company and familiarise them with the Company processes. The management provides such information and training either at the meeting of Board of Directors or otherwise.

The familiarization programme for Independent Directors is disclosed on the Company's website at the following web link www.maharanirice.in

2.10 Disclosure of relationships between Directors interse :-

Mr. Chaman Lal Setia is a father of Mr. Vijay Setia and Mr. Rajeev Setia . Mr. Vijay Setia is son of Mr. Chaman Lal Setia and brother of Mr. Rajeev Setia and father of Mr. Ankit Setia . Mr. Rajeev Setia is son of Mr. Chaman Lal Setia and brother of Mr. Vijay Setia and father of Mr. Sukarn and Sankesh Setia . Mr. Sukarn setia is son of Mr. Rajeev Setia and brother of Mr. Sankesh Setia. Mr. Ankit Setia is son of Mr. Vijay Setia. Mr. Sankesh Setia is son of Mr. Rajeev Setia and brother of Mr. Sukarn Setia.

2.11 Details of equity shares of the Company held by the Non Executive Directors as on March 31, 2018 are given below:-

Name	Category	Number of Equity Shares
Mr. Inder Dev Kukkar	Non Executive Independent Director	1650
Mr. Parmod Kumar*	Non Executive Independent Director	1650

Mr. Parmod Kumar has been resigned from position of Directorship w.e.f 29.05.2018

2.12 The Company has not issued any convertible instruments

2.13 During the year 2017-2018, information as mentioned in Schedule II Part A of the SEBI Listing Regulations, has been placed before the Board for its consideration.

3. AUDIT COMMITTEE:

Pursuant to the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI Listing Regulations, the Board of Directors has duly constituted the Audit Committee and it functions according to its Charter that defines its composition, authority, responsibilities and reporting functions.

3.1 Composition and Attendance

Name of the Director	Status	Category	No. of meetings during the financial year 2017-2018	
			Held	Attended
Sh. Inder dev kukkar	Chairman	Independent Non Executive Director	5	5
Sh. Naresh Kumar Suneja	Member	Independent Non Executive Director	5	5
Sh. Vijay Kumar Jhamb	Member	Independent Non Executive Director	5	5

During the year under review, the Audit Committee met 5 (Five) times on 29.05.2017, 12.08.2017, 26.08.2017, 14.11.2017 and 12.02.2018. As stipulated, the gap between two committee meetings did not exceed one hundred and twenty days.

Sh. Inder Dev Kukkar, Chairman of the Audit Committee was present at the last Annual General Meeting of Company held on 28th September, 2017. The necessary quorum was present for all the meetings. Miss Kanika Nevtia, Company Secretary, acts as Secretary to the Committee.

3.2 Terms of reference & review of the Audit Committee are broadly as under :-

The terms of reference of the Audit Committee are as per the guidelines set out in the Listing Regulations, read with Section 177 of the Companies Act, 2013. These broadly includes to review the reports to be submitted with the Board of Directors with respect to auditing and accounting matters, to supervises the Company's internal control and financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible , to review risk management, internal financial controls and governance processes, to discuss any related issues with the internal and statutory auditors and the management of the company, to discuss quarterly, half yearly and annual financial statement, to review the matters to be included in the Director's Responsibility Statement, to review the Management Discussion and Analysis Report of Company's Operation, to review the disclosure in financial statement including Related Party Transactions, to review the audit reports submitted by the Internal Auditor and Statutory Auditor, recommendation for appointment, remuneration and terms of appointment of auditors of the Company, to review and monitor the auditor's independence and performance , to investigate into any matter in relation to the items specified above or referred to it by the Board or information contained in the records of the company or other information as required under SEBI Listing Regulation. It also reviews the Company's established systems, Whistle Blower Mechanism/Vigil Mechanism, valuation of undertakings or assets of the Company wherever it is necessary, evaluation of internal financial controls and to approve and review the transactions with related parties, changes, if any, in accounting policies Major accounting estimates and significant adjustments in financial statement, Compliance with listing and other legal requirements concerning financial statements and to Carrying out any other allied function.

4 Nomination And Remuneration Committee

Pursuant to the provisions of Section 178 of Companies Act, 2013 and Regulation 19 of the SEBI Listing Regulations, the Board of Directors has duly constituted the Nomination and Remuneration Committee.

4.1 Composition and Attendance

Name of Director	Status	Category	No. of meetings held	No. of Meetings attended
Sh. Vijay Kumar Jhamb	Chairman	Independent Non Executive Director	2	2
Sh. Naresh Kumar Suneja	Member	Independent Non Executive Director	2	2
Sh. Raghav Peshawaria	Member	Independent Non Executive Director	2	2

During the period under review, Nomination and Remuneration Committee met 2 (Two) times on 12.08.2017 and 12.02.2018

Mr. Vijay Kumar Jhamb, an Independent Director, is the Chairman of the Committee.

Mr. Vijay Kumar Jhamb was present at the last Annual General Meeting held on 28.09.2017

Miss Kanika Nevatia Company Secretary act as secretary of the Company.

4.2 Terms of Reference

The role of the Nomination and Remuneration Committee of Chaman Lal Setia Exports Ltd. also covers such functions and scope as prescribed under Section 178 of the Companies Act, 2013 read with allied Rules framed thereunder and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These broadly includes to identify the persons, who are qualified to become Directors of the Company and who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment, remuneration and removal and also shall carry out evaluation of every Director's performance. Committee shall also formulate the criteria for determining qualifications, positive attributes, independence of the Directors and recommend to the Board a Policy, relating to the remuneration for the Directors, Key Managerial Personnel and other senior employees, formulate criteria for evaluation of Independent Directors and the Board and determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent Directors and other allied matters.

The committee shall specifically ensure that level and composition of remuneration is reasonable and sufficient to attract retain and motivate Directors of quality required to run the company successfully.

5. Remuneration Policy :-

The Nomination and Remuneration Policy provides for appropriate composition of Executive, Non-Executive Independent Directors on the Board of Directors of your Company along with criteria for appointment, remuneration including determination of qualifications, positive attributes, independence of Directors and other matters as provided under sub-section (3) of Section 178 of the Companies Act, 2013. The remuneration paid to the Directors is as per the terms laid out in the Nomination and Remuneration Policy of your Company. The highlights of this policy are as follows:

The key factors considered in formulating the Policy are as under:

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

Remuneration of Directors

(a) Remuneration to the Managing Director & Whole Time Director

The Remuneration paid to Managing Director/Wholtime Directors is recommended by the Nomination and Remuneration committee and approved by the Board of Directors in the Board Meeting, subject to the approval of shareholders at General Meeting and such other authorities, as the case may be. The details of the Remuneration paid to Managing Directors and Whole Time Directors are stated in the Form MGT- 9- Extract of the Annual Return which forms part of the Board's Report in this report.

Name of the Director	Salary (Rs.)	Benefits (Rs.)	Commission(Rs.)	Total (Rs.)
Chaman Lal Setia	48,00,000	1,35,781	1,00,00,000	1,49,35,781
Vijay Setia	48,00,000	9,78,547	1,00,00,000	1,57,78,547
Rajeev Setia	48,00,000	5,18,409	1,00,00,000	1,53,18,409
Sukarn Setia	6,00,000	3,38,240	-----	9,38,240
Ankit Setia	24,00,000	39,600	50,00,000	74,39,600
Sankesh Setia	24,00,000	4,68,073	50,00,000	78,68,073

(b) Remuneration to Non – Executive Directors

The Non Executive Independent Director may receive remuneration by way of commission/compensation/sitting fee as per the provisions of the Companies Act, 2013. The amount of sitting fee shall be subject to the approval of Board of Directors/including any sub-committee thereof, upto the limits as specified under the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force and also in Compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(Amount in Rs.)

SN.	Particulars of Remuneration	Name of Directors					
		Mr. Inder Dev Kukar	Mr. Parmod Kumar*	Mr. Naresh Kumar Suneja	Mr. Raghav Peshawaria	Mrs. Amar Jyoti Bagga	Mr. Vijay Kumar Jhamb
1	Independent Directors						
	Fee for attending Board & Committee meetings	10000	9000	12000	11000	3000	12000
	Commission	NIL	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL
	Total (1)	10000	9000	12000	11000	3000	12000
2	Other Non-Executive Directors	N.A	N.A	N.A	N.A	N.A	N.A
	Fee for attending board committee meetings	N.A	N.A	N.A	N.A	N.A	N.A
	Commission	N.A	N.A	N.A	N.A	N.A	N.A
	Others, please specify						
	Total (2)	NIL	NIL	NIL	NIL	NIL	NIL
	Total =(1+2)	10000	9000	12000	11000	3000	12000

(c) Review of Performance and Compensation to Senior Management:

The Managing Director will approve the Remuneration of Senior Management which will be subject to review by Nomination and Remuneration Committee. The Nomination and Remuneration Committee reviews the performance of the senior management of your Company. The Committee ensures that the remuneration to the Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of your Company and its goals.

The full policy is available at website of company. i.e. www.maharanirice.in

6. Stakeholders Relationship Committee

6.1 Pursuant to the provisions of Section 178 of Companies Act, 2013 and Regulation 20 of SEBI the Listing Regulations, the Board of Directors has duly constituted the Stakeholders Relationship committee.

6.2 Composition and Attendance during the year :-

Name of Director	Status	Category	No. of Meeting Held	No. of Meeting Attended
Sh. Raghav Peshawaria	Chairman	Independent Non Executive Director	4	4
Sh. Rajeev Setia	Member	Executive Director	4	4

During the year under review, Stakeholders' Relationship Committee met 4 (times) on 29.05.2017, 12.08.2017, 14.11.2017 and 12.02.2018

Miss Kanika Nevtia, Company Secretary is designated as Compliance Officer to the Committee.

6.3 Terms of reference

The broad terms of reference of the Stakeholders Relationship Committee are:- To consider and redress Shareholders/Investors Grievances relating to Transfer/Transmission of shares, Non receipt of declared dividend, Non receipt of Annual Reports, Demat/ Remat of shares, Issue of Duplicate Certificates, and all such complaints or matters consider necessary related to Shareholders/ Investors of Company. The Board shall in an efficient manner ensure that all issues / concerns of stakeholders are addressed / resolved promptly.

- 6.4 Mr. Raghav Peshawaria, a Non- Executive Independent Director, is the Chairman of the Stakeholder's Relationship Committee. Mr. Raghav Peshawaria, Chairman of the Committee was present at the last Annual General Meeting of Company held on 28.09.2017.
- 6.5 The Company has received 50 complaints from the investors during the year. All of these have been redressed. There is no pending complaint as on March 31, 2018.

7. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee was formed pursuant to section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, to formulate and recommend to the Board, a Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company as specified in Schedule VII to the Act, to recommend the amount of expenditure to be incurred on such activities and to monitor the Corporate Social Responsibility Policy of the Company from time to time.

7.1 Composition, Name of Members and Chairperson, Meetings and Attendance during the year :-

Name of the Director	Status	Category	No. of meetings held	No. of Meetings attended
Sh. Parmod Kumar *	Chairman*	Non Executive Independent Director	4	4
Sh. Rajeev Setia	Member	Executive Director	4	4
Sh. Vijay Setia	Member	Executive Director	4	4
Sh. Arun Kumar Verma*	Chairman*	Non Executive additional Independent Director	----	-----

During the year ended on 31.03.2018 the Corporate Social Responsibility Committee met four times on 29.05.2017, 12.08.2017, 14.11.2017 and 12.02.2018.

* Mr. Parmod Kumar has given resignation from post of directorship w.e.f 29.05.2018 and he ceased from post of Chairman also under the CSR Committee. Company has appointed Mr. Arun Kumar Verma as an additional independent director and Chairman of CSR Committee w.e.f 29.05.2018.

7.2 Terms of Reference :-

To frame the CSR POLICY and its review from time to time. To ensure effective implementation and monitoring of the CSR activities as per the approved policy, plan and budget. To ensure compliance with the laws rules and regulations governing the CSR and to periodically report to the Board of Directors. The CSR Policy as formulated and recommended by the Committee is displayed on the website of the Company www.maharanirice.in. The Annual Report on CSR activities for the Financial Year 2017-18 forms a part of the Directors' Report.

8. General Body Meeting:

- (a) The Details of Last Three Annual General Meetings of the Company are as follows;

Date & Time	Venue	Special Resolution Passed
SEP 28, 2017	Hotel P.R Residency, 101, Distt. Shopping Centre, Ranjit Avenue, Amritsar at 4:30 p.m.	No Special Resolution was passed.
SEP 29, 2016	Hotel P.R Residency, 101, Distt. Shopping Centre, Ranjit Avenue, Amritsar at 4:30 p.m.	No Special Resolution was passed.
SEP 29, 2015	Hotel P.R Residency, 101, Distt. Shopping Centre, Ranjit Avenue, Amritsar at 4:30 p.m.	Adoption of new set of Articles of Association

The Company will hold the next Annual General Meeting on Sep 29, 2018 at 4.30 p.m. at Hotel P.R Residency, 101, Distt. Shopping Centre, Ranjit Avenue Amritsar.

- (b) No Postal Ballot was conducted last year. No Special Resolution is proposed to be conducted through Postal Ballot. Postal Ballot whenever conducted will be carried out as per the procedure mentioned in Companies Act, 2013 and rules made thereunder, including any amendment thereof.

9. Means of Communication

The quarterly, half yearly and yearly Financial Results of the Company are sent to the Stock Exchange immediately after they are approved by the Board. The results are normally published in – **Financial Express or Business Standard(English) or Economic Times (English) in all edition and other local language newspaper like Nawan Zamana (Punjabi). The results are simultaneously posted on the Company's website at www.maharanirice.in** and also uploaded on the website of the BSE Ltd. During the year Company has not issued any press release, however for Audited Results for the year ended 31.03.2018 the Company called conference-call on 11.06.2018.

In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section under 'Investors Relations' on the Company's website i.e www.maharanirice.in gives information on various announcements made by the Company, status of Unclaimed dividend, Shareholding Pattern, Annual Report, Quarterly/Half yearly/ Nine-months and Annual financial results along with the applicable policies and other compliances of the Company on the Company's website.

10. General Shareholders Information;

A. Annual General Meeting

Date & Time	29.09.2018 at 4.30 p.m
Venue	Hotel P.R residency, 101, Distt. Shopping Centre Ranjit Avenue, Amritsar

B. Financial Year

1st April to 31st March

C. Dividend Payment Date for the Year 17-18

The Board of Directors of your Company has recommended a dividend of Rs. 0.42/- per equity share of Rs. 2/- each i.e. @ 21% for the financial year 2017-2018.

Dividend will be paid within 30 days of the approval of the same in the Annual General Meeting.

D. Book Closure

22.09.2018 to 29.09.2018 (both days inclusive)

E. Listing

The Company's shares are listed on BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 and Listing Fees as applicable have been paid.

F. Name of the Stock Exchange

Stock Code

The Bombay Stock Exchange Ltd. 530307

G. ISIN Code for the Company's Equity Share

INE419D01026 (having face value of Rs.2/-)

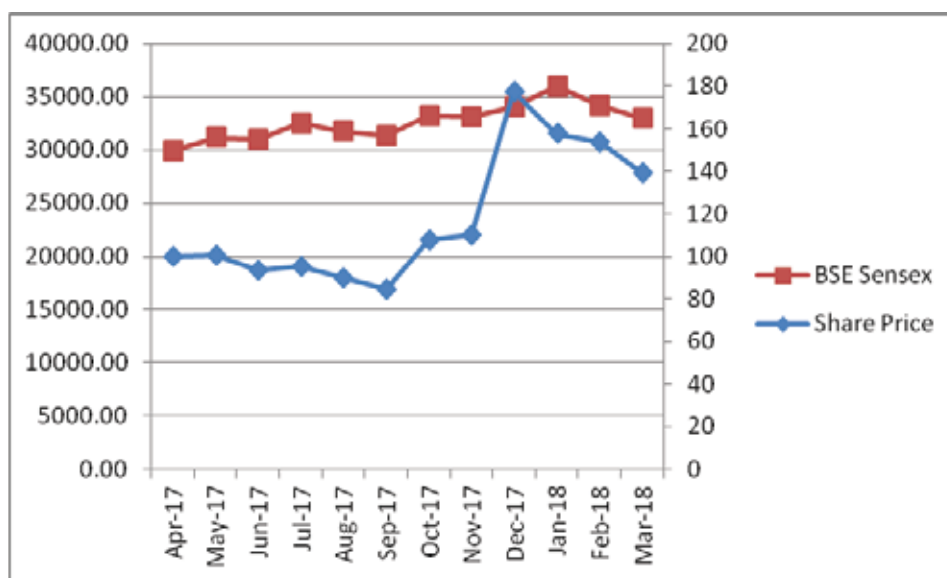
H. Corporate Identity Number ("CIN ") of the Company :-

L51909PB1994PLC015083

- I. Market Price data:- Monthly High & Low prices and volume of the equity shares of the Company at BSE Limited during financial year 2017-18 are as under :-

Month	BSE		
	Highest price	Lowest Price	Volume
April 2017	105.10	95.05	571534
May 2017	111.50	97.00	1397738
June 2017	107.85	92.00	666268
July 2017	101.00	91.00	757863
August 2017	98.00	84.30	426716
September 2017	95.90	83.10	490903
October 2017	119.00	84.10	1403961
November 2017	115.90	96.00	1013230
December 2017	219.90	100.00	3959616
January 2018	203.50	156.50	1526569
February 2018	178.70	138.80	1112041
March 2018	157.75	131.20	1021489

J. Performance of the share price of the Company in comparison to BSE Sensex



K. Registrar Share Transfer Agent

Beetal Financial & Computer Services Pvt Ltd., a SEBI approved Registrar and Share Transfer Agent, has been entrusted the job of Registrar and Share Transfer Agent for the Company. Investors may send all their communication regarding transfer/transmission of shares, change of address, change in bank account and other ancillary matters at the following address:

Beetal Financial & Computer Services (P) Ltd.
 Beetal House, IIIrd floor, 99 madangir
 Near dada Harsukh dass Mandir
 New Delhi-110062
 Telephone :- 011-29961281-283
 Fax : 011-29961284
 E-mail :- beetalrta@gmail.com
 Website :- www.beetalfinancial.com

L. Share Transfer System:

97.72% of the equity shares of the Company are in demat form. Transfer of these shares are done through the depositories systems. As regards transfer of shares held in physical form the transfer documents can be lodged with our Registrar and Share Transfer Agent named Beetal Financial & Computer Services Pvt Ltd. at above (Point K) mentioned address. Transfer of shares in physical form is processed within 15 days from the date of receipt, if the documents are completed in all respects. After verification and process of transfer documents by our Registrar and Share Transfer Agent named Beetal Financial & Computer Services Pvt Ltd., transfer documents further sent to Company for final approval. To quicken the process of transfer of shares, the Company Secretary cum Compliance Officer of Company has been delegated with the powers under the authority of the Board to approve transfers, if the documents are in order which are noted at subsequent Board Meeting.

M. Distribution of Shareholding as on 31st March, 2018

	As on 31.03.2018				As on 31.03.2017			
Shareholding of Nominal Value	No. of Shares Holders	% of shares holders	Number of Shares	% of share holding	No. of Shares Holders	% of shares holders	Number of Shares	% of share holding
1-5000	7174	91.08	3158871	6.1060	6057	89.94	3157674	6.1037
5001-10000	355	4.50	1271594	2.4580	329	4.88	1175083	2.2714
10001-20000	170	2.15	1154177	2.2310	181	2.68	1252449	2.4210
20001-30000	59	0.74	730010	1.4111	62	0.92	761447	1.4719
30001-40000	28	0.35	490826	0.9488	25	0.37	450331	0.8705
40001-50000	15	0.19	344927	0.6667	15	0.22	337901	0.6532
50001-100000	35	0.44	1248218	2.4128	28	0.41	922361	1.7829
100001 above	40	0.50	43334927	83.7656	37	0.54	43676304	84.4255
Total	7876	100.00	51733550	100.00	6734	100.00	51733550	100.00

N. Shareholding & Distribution Pattern (as on 31.03.18)

Category	No. of Shares Held
Promoters & Promoters Group	38416607
Domestic Companies/Clearing Members	41276
Indian Public/Resident Individuals/HUF	10730918
NRI/OCB/Body Corporates/Others	1944212
Foreign Portfolio Investors	439303
IEPF	161234

O. Dematerialisation of Shares and liquidity

The shares of the Company are in compulsory demat segment and are available for trading in the depository systems of both the National Securities Depository Limited (NSDL) and Central Depositories Services (India) Limited (CDSL). As on 31.03.2018 about 97.72% of the Company's Equity Shares has been held in dematerialised form with NSDL & CDSL.

P. Outstanding GDRs/ADRs/warrants or any convertible instruments, conversion date and likely impact on equity

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence as on 31st March 2018, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

Q. Commodity price risk or foreign exchange risk and hedging activities

Please refer to Management Discussion and Analysis Report for the same.

R. Plant Locations

The Company has a manufacturing facility
Plant at Kaithal Road, Karnal
Plant at P.O Central Jail, Meerankot Road,
Amritsar

Corporate Office Address

Chaman Lal Setia Exports Ltd.
472, Udyog Vihar, Phase -III,
Gurgaon-122001

S. Address For Correspondence

**Investor's Correspondence may be addressed to
the following The Company Secretary**

Chaman Lal Setia Exports Ltd.
Mirankot Road, P.O. Central Jail
Ajnala Road, Amritsar, Pin 143002,
Tel No. :- 0183-2592708, Fax : 0183-2590453
Email id :- clsetia@rediffmail.com
Website :- www.maharanirice.in

Packing Unit

Chaman Lal Setia Exports Ltd.
Gandhidham, Gujarat
Alipur -Delhi

T The Securities of the Company have never been suspended from trading.

11. Materially Significant Related Party Transactions :-

- (a) All transactions entered into with Related Party during the financial year were in the ordinary course of business and on an arms length basis. Related Party transactions as required by the Indian Accounting Standard Ind AS-24 on "Related Party Disclosures" issued by the Institute of Chartered Accountants of India (ICAI) disclosed in Notes to the Annual Accounts. Members may refer to the notes to accounts for details of Related Party Transactions. However these are not having potential conflict with the interest of the Company at large.

The Company has formulated a Policy on Related Party Transactions and on dealing with Related Party Transactions and the same is available on the website of the Company at www.maharanirice.in

(b) Material Disclosures

There was no instance of non-compliance by the Company on any matter related to Capital markets.

(c) Disclosure of commodity price risks and commodity hedging activities

Please refer to Management Discussion and Analysis Report for the same

(d) Details of establishment of Vigil Mechanism/Whistle Blower Policy

The Company has a Whistle Blower Policy/Vigil Mechanism to report genuine concerns and grievances. Under this Whistle Blower /vigil mechanism both Directors and employees can report their concern about the unethical behaviour, actual or suspected fraud or violation of Company's code of conduct. All Directors and Employees of the Company are eligible to make Protected Disclosures under the Policy in relation to matters concerning the Company. All Protected Disclosures should be addressed to the Chairman of the Audit Committee . If an investigation leads to a conclusion that an improper or unethical act has been committed, the Chairman of the Audit Committee shall recommend to the Board of Directors of the Company to take such disciplinary or corrective action as it may deem fit. It is further confirmed that no Director/Employee has been denied access to the audit committee. The details of establishment of Vigil Mechanism/Whistler Blower Policy are posted on the website of the Company at www.maharanirice.in

(e). Transfer of unclaimed dividend to Investor Education and Protection Fund:

As per the provisions of Section 124 and 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, any dividend remained unpaid/unclaimed for a period of seven years from the date it becomes due for payment, needs to be transferred to the Investor Education Protection Fund (IEPF). Accordingly, the unclaimed Final Dividend for the year 2009-10 has been transferred and necessary Statement in E-Form IEPF-1 has been filed. Attention is drawn that unclaimed Final Dividend for the Financial Year 2010-11 will be due to transfer to IEPF later this year. Shareholders who have not claimed their dividend for the Financial year 2010-2011 and subsequent years may write to Company immediately. As once the unclaimed dividend is transferred to IEPF, no claims will lie in respect thereof with the Company.

Mandatory Transfer of Shares to Demat Account of Investor Education and Protection Fund Authority (IEPFA) in case of unpaid/unclaimed dividend on shares for a consecutive period of seven years.

In terms of Section 124(6) of the Companies Act, 2013 read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) (IEPF Rules) shares in respect of which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more shall be transferred to the Demat account of the IEPF Authority within a period of thirty days.

Shares which are transferred to the Demat Account of IEPFA can be claimed back by the shareholders from IEPFA by following the procedure prescribed under the IEPF Rules.

In accordance with the said IEPF Rules and its amendments, the Company has sent out individual communication to the concerned Members whose shares are liable to be transferred to IEPFA to take immediate action in the matter. As required under the IEPF Rules, the Company has also published a Notice informing the Members' who have not claimed their shares for a period of 7 years to claim the same from the Company before they are transferred to IEPFA. Therefore, it is in the interest of shareholders to regularly claim the dividend declared by the Company.

12 . Details of Compliance with discretionary Requirements under Regulation 27 read with Schedule II Part E of the Listing Regulations :-

The status of adoption of the Discretionary Requirements as specified in Sub – Regulation 1 of Regulation 27 of the SEBI Listing Regulations, 2015 are as follow :-

- a) **The Board:** The Chairman of the Company is Executive Chairman;
- b) **Shareholder Rights:** As the quarterly and half-yearly Financial performance are published in newspapers, and are also posted on the Company's website, the same are not being sent to the shareholders.
- c) **Modified opinion(s) in audit report:**
The Company's financial statement for the year ended on 31.03.2018 does not contain any modified opinion.
- d) **Separate posts of Chairperson and MD/CEO:** Mr. Chaman Lal Setia is the Chairman and Managing Director of the Company.
- e) **Reporting of Internal Auditor:** The Internal Auditor of the Company has direct access to the Audit Committee.

13. SEBI Complaints Redressal System (SCORES):

The Investor complaints are processed in a centralised web-based complaints redress system (known as SEBI Complaints Redress System i.e. SCORES). The salient feature of this system are :- Centralised database of all complaints, online upload of Action Taken Reports (ATR) by concerned companies and online viewing by investors of actions taken on complaint & its address.

Further the Company disseminated to the Stock Exchange (i.e BSE), wherein its equity shares are listed, all mandatory information and price sensitive such other information, which in its opinion, are material and/or have a bearing on its performance/operations for the information of the public at large. For the benefit of the shareholders, a separate email id had been created for shareholder correspondence viz. clsetia@rediffmail.com.

14. Shareholding Profile

Mode of Holding	As on 31st March, 2018		As on 31st March, 2017	
	No. of Shares	% to Equity	No. of Shares	% to Equity
Demat	50558377	97.72	50323077	97.27%
Physical	1175173	2.28	1410473	2.73%
Total	51733550	100%	51733550	100%

15. Detail of shares held by Directors

Name	Shareholding as on 31/03/2017	Dividend Paid for year ended 31/03/2017	Shareholding as on 31/03/2018
Sh. Chaman Lal Setia	11600050	Rs. 4640020	11600050
Sh. Vijay Setia	12435651	Rs. 4974260.40	12430501
Sh. Rajeev Setia	13081750	Rs. 5232700	13081750
Sh. Sukarn Setia	251928	Rs. 100771.2	94506
Sh. Ankit Setia	262616	Rs. 105046.50	199819
Sh. Sankesh Setia	276100	Rs. 110440	276100

16. Reconciliation of Share Capital Audit :-

As stipulated by SEBI , Reconciliation of Share Capital Audit is carried out to reconcile the total admitted capital with National Securities Depositories Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) , those held in physical form and the total issued and Listed Capital. This audit is carried out on quarterly basis and the report thereon is submitted to the Stock Exchange, where the Company's shares are listed and is also placed before the Board of Directors of the Company. No discrepancies were noticed during these Audits.

17. Prevention of Insider Trading :-

Board of directors in their Board Meeting held on 29.05.2015 approved Chaman Lal Setia Exports Ltd. Code of Conduct i.e. Code for Internal Procedures & Practices and Conduct For Regulating, Monitoring and Reporting of Trading by Insiders of Chaman Lal Setia Exports Limited in accordance with the requirements of SEBI (Prohibition of insider trading) Regulation, 2015 and further Board of Directors in their Board Meeting dated 13.02.2017 amended aforesaid Code of Conduct in terms of SEBI (Prohibition of Insider Trading) Regulations, 2015 and same was intimated to BSE also and full copy of amended code of conduct has been uploaded at the website of the Company i.e. www.maharanirice.in. The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors, Promoters and designated employees of the Company.

18. Green Initiative in the Corporate Governance:

As part of the green initiative process, the company has taken an initiative of sending documents like notice calling Annual General meeting, Corporate Governance Report, Directors Report, Audited Financial Statements, Auditors Report, Dividend intimations etc., by email. Physical copies are sent only to those shareholders whose email addresses are not registered with the company and for the bounced-mail cases. Shareholders are requested to register their email id with Registrar and Share Transfer Agent / concerned depository to enable the company to send the documents in electronic form.

19. CEO/CFO Certification

A prescribed certificate as stipulated in Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 duly signed by the Managing Director and Chief Financial Officer, was placed before the Board.

20. Code of Conduct

The members of the board and senior management personnel have affirmed the compliance with Code applicable to them during the year ended March 31, 2018. The annual report of the Company contains a certificate by the Managing Director in terms of SEBI Listing Regulations on the compliance declarations of Directors and Senior Management.

21. Review of Director's Responsibility Statement :

The Board in its Report has confirmed that the annual accounts for the year ended 31st March, 2018 have been prepared as per applicable Indian Accounting Standards (IND-AS) and policies and that sufficient care has been taken for maintaining adequate applicable accounting records.

22. Compliance On Corporate Governance :-

The quarterly compliance report has been submitted to the Stock Exchange where the Company's equity shares are Listed in the requisite format. The Auditor's Certificate in Compliance on conditions of Corporate Governance requirements as per the Listing Regulations forms part of this Annual Report.

All the mandatory requirements have been complied with as stated in this report on Corporate Governance. There is no non-compliance with any requirement of corporate governance report of sub-para (2) to (10) of the Corporate Governance report as given in Schedule V(C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The disclosures of the compliance with Corporate Governance requirements specified in Regulation 17 to 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulations), have been made in this Corporate Governance report. Details required under clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the said Regulations are displayed on the website of the Company at www.maharanirice.in

23. Equity Shares in Suspense Account

There are no shares in Suspense account

For and on behalf of Board of Directors

Place: Amritsar
Date: 28.08.2018

sd/-
Chaman Lal Setia
(Managing Director)
Din: 01125789



DECLARATION ON COMPLIANCE OF THE COMPANY'S CODE OF CONDUCT

As required under Schedule V(D) of the Listing Regulations, the Board Members and the Senior Management Personnel have confirmed compliance with the Code of Conduct for the Board of Directors and the Senior Management for the year ended 31st March, 2018.

Place: Amritsar
Date: 28.08.2018

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

Certification by Chief Executive Officer and Chief Financial Officer (Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015)

To,
The Board of Directors,
Chaman Lal Setia Export Ltd.
Amritsar.

We, Chaman Lal Setia, Chairman & Managing Director and Mr. Rajeev Setia, Executive Director and Chief Financial Officer of Chaman Lal Setia Exports Ltd. hereby certify that:

- (a) We have reviewed the financial statements and the Cash Flow Statement of the company for the Financial year ended 31st March, 2018 and that to the best of our knowledge and belief:
 - (i) These statements do not contain any materially untrue statement or omit any material facts or contain statements that might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transaction entered into by the company during the year ended 31st March, 2018 which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of Internal Control Systems of the listed Company pertaining to financial reporting and we have disclosed, to the Auditors and the Audit committee, wherever applicable, deficiencies in design or operation of such Internal Controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the Auditors and to the Audit Committee, wherever applicable,
 - i) Significant changes in internal control over financial reporting during the year under reference;
 - ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements;
- (e) To the best of our knowledge and belief, there are no instances of significant fraud involving either the management or employees having a significant role in the Company's internal control systems with respect to financial reporting.

For Chaman Lal Setia Exports Ltd.

Sd/-
Chaman Lal Setia
(Managing Director)

sd/-
Rajeev Setia
(Executive Director & Chief Financial Officer)

Place: Amritsar
Date: 29.05.2018

Auditor's Compliance Certificate on Corporate Governance
To The Members of Chaman Lal Setia Exports Ltd.

We have examined the compliance of conditions of Corporate Governance by Chaman Lal Setia Exports Ltd. ("the Company") for the year ended on 31st March, 2018, as per the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations") as applicable for the financial year ended 31st March, 2018.

The Compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination is limited to the review of the procedures and implementation thereof, adopted by the company for ensuring compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with all the mandatory conditions of Corporate Governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Place : Amritsar
Date : 28/08/2018

For R Chopra & Associates
Chartered Accountants

Sd/-
(Rakesh Chopra)
Prop.
M.No: 514576
FRN No. 022992N

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF CHAMAN LAL SETIA EXPORTS LIMITED

1. REPORT ON THE AUDIT OF THE INDIAN ACCOUNTING STANDARDS (Ind AS) FINANCIAL STATEMENTS

We have audited the accompanying Ind AS financial statements of CHAMAN LAL SETIA EXPORTS LTD. ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2. MANAGEMENT'S RESPONSIBILITY FOR THE Ind AS FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in sub-section (5) of Section 134 of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Ind AS Financial Statements that give a true and fair view of the State of affairs, profit (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards prescribed under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act; for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for the ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

4. OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Ind AS and other accounting principles generally accepted in India.

- (a) In the case of the Balance sheet, of the state of affairs of the Company as at March 31, 2018
- (b) In the case of the Statement of profit and loss, of the profit for the year ended on that date (including other comprehensive income),
- (c) Changes in equity for the year ended on that date.
- (d) In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

5. REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet, Statement of Profit and Loss (including other comprehensive income), Statement of changes in Equity and the Cash Flow Statement and dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS prescribed under section 133 of the Act, read with relevant rules issued thereunder;
 - e. On the basis of written representations received from the Directors as on March 31, 2018, taken on record by the Board of Directors, none of the Directors are disqualified as on March 31, 2018, from being appointed as a Director in terms of Section 164(2) of the Act;
 - f. With respect to the adequacy of the internal financial controls over the financial reporting of the Company and the reporting effectiveness of such controls, refer to our separate report in "**Annexure B**".
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors), 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us;
 - i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements;
 - ii. In our opinion and as per the information and explanations provides to us, the Company has not entered into any long-term contracts including derivative contracts, requiring provision under applicable laws or accounting standards, for material foreseeable losses;
 - iii. There have been no delay in transferring the amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2018; and
 - iv. The disclosure in the IND AS Financial Statements regarding holding as well as dealings in specified bank notes during the period from 08 November, 2016 to 30 December, 2016 have not been made since they do not pertain to the financial year ended 31st March, 2018. However amounts as appearing in the audited financial statements for the period ended 31st March, 2017 have been disclosed.

For R Chopra & Associates
Chartered Accountants

(Rakesh Chopra)

Prop.

M.No.:- 514576

FRN No.:- 022992N

Place: Amritsar
Date: 29.05.2018

Annexure A to the Independent Auditors' Report

With reference to the Annexure referred to in Independent Auditors' Report to the members of the Company on the Ind AS financial statements for the year ended 31 March 2018, we report the following :-

- (i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
- (b) All the fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable, having regard to the size of the company and the nature of its assets and no serious discrepancies have been noticed in respect of those assets which have been physically verified.
- (c) According to the information and explanation gives to us and on the basis of examination of the records of the company, the title deeds of immovable properties are held in the name of the Company.
- (ii) (a) Inventory has been physically verified by the management at reasonable intervals during the year.
- (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) The company is maintaining proper records of inventory. No material discrepancies were noticed on physical verification.
- (iii) According to the information and explanations given to us, during the year Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013 ('the Act'). Accordingly, paragraphs 3(iii) of the Order is not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loans, made any investments or provided any guarantees and securities covered under section 185 and 186 of the Companies Act, 2013.
- (v) In our opinion and according to the information and explanations given to us the Company is not required to maintain the cost records under sub-section (1) of Section 148 of the Companies Act, 2013.
- (vi) According to the information and explanations given to us, the Company has not accepted any deposits from the public during the year.
- (vii) (a) According to the information and explanations given to us and according to the books and records as produced and examined by us, in accordance with the generally accepted auditing practices in India, the company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales tax, Service tax, Goods and Services Tax, Value added tax, duty of excise, duty of custom, cess and any other statutory dues as applicable with the appropriate authorities and we have been informed that there are no arrears of outstanding statutory dues as at the last day of the financial year under audit for a period of more than six months from the date they became payable.
- (b) As explained to us, as at 31st March 2018, the amounts of taxes, cess, duty etc. which have been disputed by the Company, have been duly shown under the notes to accounts along with the name of departments.
- (viii) In our opinion and according to the information and explanations given to us, the company during the year has not defaulted in repayment of dues to the Government. The Company did not have any outstanding dues to its bankers and financial institution. The Company has no debenture holders.
- (ix) According to the information and explanations given to us, and based on our examination of the records of the Company, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable to the Company.
- (x) According to the information and explanations given to us, during the year no material fraud on or by the company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations given to us, and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.

- (xii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act, where applicable. The details of such related party transactions have been disclosed in the Ind AS financial statements as required by applicable Accounting Standards.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiv) In our opinion and according to the information and explanations given to us, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.
- (xv) According to the information and explanations given to us, and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xvi) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For R Chopra & Associates
Chartered Accountants

(Rakesh Chopra)

Prop.

M.No.:- 514576

FRN No.:- 022992N

Place: Amritsar
Date: 29.05.2018



ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT – 31ST MARCH 2018

(Refer to in our report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Chaman Lal Setia Exports Ltd. ("the Company") as of 31st March, 2018 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013. ("the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under Section 143 (10) of the Companies Act, 2013 issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable, to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of IND AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For R Chopra & Associates
Chartered Accountants

(Rakesh Chopra)
Prop.

M.No.:- 514576

FRN No.:- 022992N

Place: Amritsar
Date: 29.05.2018

BALANCE SHEET AS AT 31 MARCH, 2018

(Amount in Rs. Lakhs)

Particulars	Refer Note No.	AS AT 31 MARCH 2018	AS AT 31 MARCH 2017	AS AT 1 APRIL 2016
ASSETS				
Non-current assets				
1 (a) Property, plant and equipment	1	2706.98	2235.84	2226.11
(b) Capital work in progress		328.14	141.75	16.58
(c) Intangible assets		0.00	6.87	0.00
(d) Other non-current assets	2	20.04	24.38	57.51
Total Non-Current assets		3055.16	2408.84	2300.20
2 Current assets				
(a) Inventories	3	15202.84	10497.95	4940.33
(b) Financial Assets				
(i) Investments	4	1274.73	13.93	112.42
(ii) Trade receivables	5	8210.42	3314.68	3236.01
(iii) Cash and cash equivalents	6	116.56	126.16	3735.58
(iv) Other bank balances	7	1024.51	4735.52	1251.61
(iv) Loans	8	52.21	44.68	59.35
(c) Other current assets	9	4398.00	4103.25	2666.06
Total Current assets		30279.27	22836.17	16001.36
TOTAL ASSETS		33,334.43	25,245.01	18,301.56
II. EQUITY and LIABILITIES				
EQUITY				
(a) Equity Share capital	10	1034.67	1034.67	940.61
(b) Other Equity	11	18382.37	13740.87	10082.46
Total equity		19417.04	14775.54	11023.07
LIABILITIES				
Non-current liabilities				
(a) Financial Liabilities				
(i) Borrowings	12	3620.89	3153.17	1699.06
(b) Deferred tax liabilities (Net)		93.19	99.05	142.66
Total non-current liabilities		3714.08	3252.22	1841.72
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	13	3717.55	1198.02	739.43
(ii) Trade payables	14	771.18	604.48	386.66
(b) Other current liabilities	15	1647.13	273.92	274.81
(c) Short-term provisions	16	4067.45	5140.83	4035.87
Total current liabilities		10203.31	7217.25	5436.77
Total Equity and Liabilities		33334.43	25245.01	18301.56
ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	86-95			

For and on behalf of the Board of Directors

Signed in terms of our report of even date
FOR R CHOPRA & ASSOCIATES
CHARTERED ACCOUNTANTS
sd/-
RAKESH CHOPRA
PROP.
M.No 514576

sd/-
CHAMAN LAL SETIA
CHAIRMAN CUM MANAGING DIRECTOR
Din : 01125789

sd/-
RAJEEV SETIA
EXECUTIVE DIRECTOR & CFO
DIN : 01125921

PLACE : AMRITSAR
DATE : 29.05.2018

Sd/-
KANIKA NEVTIA
COMPANY SECRETARY
MEMBERSHIP NO. : 29680

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31 MARCH, 2018

(Amount in Rs. Lakhs)

Particulars	Refer Note No.	AS AT 31 MARCH 2018	AS AT 31 MARCH 2017
Income			
I. Revenue from operations	17	74656.26	49331.73
II. Other income	18	174.80	260.23
III. Total Income		74831.06	49,591.96
IV. Expenses:			
Cost of materials consumed	19	8,726.68	9,181.23
Purchases of Stock-in-Trade		51,259.97	31936.17
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	20	1,967.96	6982.96
Employee benefits expense	21	1,121.95	1043.63
Finance costs	22	763.30	487.08
Depreciation and amortization expense	23	405.19	426.80
Other expenses	24	8,516.58	7687.91
Total expenses		68,825.71	43779.86
V. Profit before exceptional and extraordinary items and tax		6,005.35	5,812.10
VI. Exceptional items		0	0
VII. Profit before extraordinary items and tax		6,005.35	5,812.10
VIII. Extraordinary Items			
IX. Profit before tax		6,005.35	5,812.10
X. Tax expense:			
(1) Current tax		1845.96	2000.00
(2) Deferred tax		5.87	43.60
XI Profit for the period from continuing operations		4,165.26	3,855.70
XII Profit from discontinuing operations		0	0
XIII Tax expense of discontinuing operations		0	0
XIV Profit from Discontinuing operations (after tax)			
XV Profit for the Period		4,165.26	3,855.70
XVI Other comprehensive income		0	0
XVII Total comprehensive income		4,165.26	3,855.70
XVIII Earnings per equity share:			
(1) Basic		8.05	7.44
(2) Diluted		8.05	7.44
Accounting policies and Notes on Accounts	86-95		

For and on behalf of the Board of Directors

Signed in terms of our report of even date
FOR R CHOPRA & ASSOCIATES
CHARTERED ACCOUNTANTS
sd/-
RAKESH CHOPRA
PROP.
M.No 514576

sd/-
CHAMAN LAL SETIA
CHAIRMAN CUM MANAGING DIRECTOR
Din : 01125789

sd/-
RAJEEV SETIA
EXECUTIVE DIRECTOR & CFO
DIN : 01125921

PLACE : AMRITSAR
DATE : 29.05.2018

Sd/-
KANIKA NEVTIA
COMPANY SECRETARY
MEMBERSHIP NO. : 29680

Statement of Changes In Equity

(Amount in Rs. Lakhs)

A	Balance at 1 April 2016	940.61
	(+)Changes in equity share capital(utilised for bonus issue)	94.06
	Balance as at 31 March 2017	1034.67
	Changes in equity share capital	0
	Balance as at 31 March 2018	1034.67

B Other equity	Securities premium Reserve	Shares Forfeited Account	General reserve	Retained Earnings	Other comprehensive income	Total
Balances as on 1 April 2016	1031.83	7.33	1444.97	7598.33	0	10082.46
(+)Profit for the year				3855.71	0	
(-)Utilised for bonus shares			94.06		0	
(-)Prior period tax/dividend adjustments				103.23	0	
(+)(-)Transfer To general reserve			385.57	385.57	0	
Balance as at 31 March 2017	1031.83	7.33	1736.48	10965.23	0	13740.87
(+)Profit for the year				4165.07	0	
(-)Dividends including DDT				249.05	0	
(+)(-)Transfer To general reserve			416.51	416.51	0	
(+)Prior period tax/dividend adjustments				725.48	0	
Balance as at 31 March 2018	1031.83	7.33	2152.98	15190.23	0	18382.37

For and on behalf of the Board of Directors

Signed in terms of our report of even date
FOR R CHOPRA & ASSOCIATES
CHARTERED ACCOUNTANTS
sd/-
RAKESH CHOPRA
PROP.
M.No 514576

sd/-
CHAMAN LAL SETIA
CHAIRMAN CUM MANAGING DIRECTOR
Din : 01125789

sd/-
RAJEEV SETIA
EXECUTIVE DIRECTOR & CFO
DIN : 01125921

PLACE : AMRITSAR
DATE : 29.05.2018

Sd/-
KANIKA NEVTIA
COMPANY SECRETARY
MEMBERSHIP NO. : 29680

CASH FLOW STATEMENT FOR YEAR ENDING 31.03.2018

(Amount in Rs. Lakhs)

Particulars	For the year ended 31.03.2018	For the year ended 31.03.2017
A. CASH FLOW FROM OPERATING ACTIVITIES	31.03.2018	31.03.2017
NET PROFIT BEFORE TAX AND EXTRAORDINARY ITEMS	6005.35	5812.10
ADJUSTMENT FOR:-	0	
DEPRECIATION ON OLD FIXED ASSETS		
DEPRECIATION/AMORTISATION	405.19	426.80
INTEREST/DIVIDEND RECEIVED	6.38	221.31
PROFIT ON SALE OF FIXED ASSETS/OTHERS	0	7.65
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	6404.16	6009.94
ADJUSTMENT FOR:-		
TRADE AND OTHER RECEIVABLES	4170.46	1515.86
INVENTORIES	4704.89	5557.61
TRADE PAYABLES/OTHERS	164.47	1336.55
DECREASE IN CURRENT INVESTMENTS	1260.99	95.16
CASH GENERATED FORM OPERATION	-3567.71	368.18
DIVIDEND /ADJUSTED	249.05	0
DIRECT TAXES PAID	1851.83	2059.63
CASH FLOW BEFORE EXTRAORDINARY ITEMS	-5668.59	-1691.45
EXTRAORDINARY ITEMS		
NET CASH FROM OPERATING ACTIVITIES:-	-5668.59	-1691.45
B) CASH FLOW FROM INVESTING ACTIVITIES		
PURCHASE OF FIXED ASSETS (NET)	1359.52	560.92
SALE OF FIXED ASSETS	303.65	0
INCREASE/DECREASE IN LONG TERM ADVANCES	4.34	0
PURCHASE /SALE OF INVESTMENTS (Net)		3.5
ADJ. IN OTHER NON CURRENT ASSETS		0.2
INTEREST RECEIVED	6.38	221.31
DECREASE IN REVENUE EXPENDITURE		33.14
NET CASH USED IN INVESTING ACTIVITIES	-1045.15	-303.17
C. CASH FLOW FROM FINANCING ACTIVITIES		
PROCEEDS FROM FORFEITED SHARES		0
INCREASE IN LONG TERM ADVANCES		0
PRIOR PERIOD ADJUSTMENTS		0
DECREASE IN REVENUE EXPENDITURE		0
PROCEEDS FROM SHARE CAPITAL (Net)	0	0
PROCEEDS FROM BORROWINGS	2987.26	1912.70
DEFERRED TAX LIABILITY	5.87	43.60
	0	1869.10
NET CASH FROM FINANCING ACTIVITIES	2993.13	0
FINANCE COST	0	
NET INCREASE IN CASH AND CASH EQUIVALENTS	-3720.61	-125.52
CASH AND CASH EQUIVALENTS AS AT 01.04.2017 (OPENING BALANCE)	4861.68	4987.20
CASH AND CASH EQUIVALENTS AS AT 31.03.2018 (CLOSING BALANCE)	1141.07	4861.68

For and on behalf of the Board of Directors

Signed in terms of our report of even date
FOR R CHOPRA & ASSOCIATES
CHARTERED ACCOUNTANTS
sd/-
RAKESH CHOPRA
PROP.
M.No 514576

PLACE : AMRITSAR
DATE : 29.05.2018

sd/-
CHAMAN LAL SETIA
CHAIRMAN CUM MANAGING DIRECTOR
Din : 01125789

Sd/-
KANIKA NEVTIA
COMPANY SECRETARY
MEMBERSHIP NO. : 29680

sd/-
RAJEEV SETIA
EXECUTIVE DIRECTOR & CFO
DIN : 01125921

Auditor's Certificate

We have verified the above cash flow statement of Chaman Lal Setia Exports Ltd. derived from the audited financial statements for the year ended March 31st, 2018 and found the same to be drawn in accordance there with and also with the requirements of the Listing Regulations with Stock Exchange.

FOR R CHOPRA & ASSOCIATES
CHARTERED ACCOUNTANTS
sd/-
RAKESH CHOPRA
PROP.
M.No 514576

PLACE : AMRITSAR
DATE : 29.05.2018

SCHEDULE OF DEPRECIATION AS ON 31ST MARCH, 2018

NOTE-1

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	BALANCE AS AT 01/04/2017	ADDITIONS	DISPOSAL	BALANCE AS AT 31/3/2018	BALANCE AS AT 1/4/2017	FOR THE YEAR	BALANCE AT 31/3/2018	AS AT 31/3/2017
LAND	190.34	128.01	0.00	318.35			318.35	186.87
BUILDING:	1463.88	156.28	0.00	1620.16	501.23	96.03	1022.90	966.13
FURNITURE & FIXTURES	31.85	1.94	0.00	33.79	21.67	2.64	9.46	10.17
OFFICE EQUIPMENTS	152.06	21.16	0.00	173.22	124.45	16.55	32.21	27.60
PLANT & MACHINERY:	2304.69	359.51	6.27	2657.93	1443.20	202.47	1012.26	861.49
VEHICLES:	539.46	193.83	0.00	733.29	360.77	70.08	302.45	178.70
OTHERS	202.66	15.01	0.00	217.67	190.90	17.42	9.35	4.89
CAPITAL WORK IN PROGRESS	141.76	483.75	297.37	328.14	0.00	0.00	328.14	141.76
TOTAL	5026.70	1359.49	303.64	6082.55	2642.23	405.19	3047.42	2377.60

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note no. : 2

(Amount in Rs. Lakhs)

Other non current assets	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
Fictitious Assets	20.04	24.38	57.51
Total	20.04	24.38	57.51

Note no. : 3 Inventories

Inventories	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
a. Raw Materials and components	2440.25	203.86	1882.36
b. Finished goods	12762.59	10294.09	3057.97
Total	15202.84	10497.95	4940.33

Valued at Cost or Net Realisable Value which ever is less and as per Inventories taken and Certified by management

Note no. : 4 Investments

Investments	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
(a) Trade investments (at cost)			
PNB Gilts Ltd.	8.86	7.31	3.00
Mutual Funds	1263.83	4.82	108.50
PNB Equity Shares (Fully Paid quoted)	2.04	1.8	0.92
Total	1,274.73	13.93	112.42

Note no. : 5 Trade Receivables

Trade Receivables	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
Trade receivables outstanding for a period less than six months from the date they are due for payment			
Secured, considered good	0	0	
Unsecured, considered good	8079.57	3166.05	3006.82
Unsecured, considered doubtful	0	0	0
Sub-Total	8079.57	3166.05	3006.82
Trade receivables outstanding for a period exceeding six months from the date they are due for payment			
Secured, considered good			
Unsecured, considered good	130.85	148.63	229.19
Sub-Total	130.85	148.63	229.19
Total	8210.42	3314.68	3236.01

Nothing is Receivables from Directors ,Other Officers of the Company and Firm/s in Which Directors is a partner and a Private company in which director is a member/Directors

Note no. : 6 Cash and cash equivalents

Cash and cash equivalents	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
a. Cash on hand	12.17	8.69	22.93
b. Cheques, drafts on hand	104.39	26.07	26.07
d. Deposits with less than 12 Months Maturity	0.00	91.40	3686.58
Total	116.56	126.16	3735.58

Note no. : 7 Other Bank Balances

Other Bank Balances	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
a. Balances with banks*	1024.51	4735.52	1251.61
This includes:			
Earmarked Balances (eg/- unpaid dividend accounts)	28.68	33.88	38.51
Total	1024.51	4735.52	1251.61

Note no. : 8 Loans

Loans	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
a. Others (Staff Members)			
Secured, considered good			
Unsecured, considered good to staff	16.45	25.93	46.88
Doubtful	0.00	0.00	
Advances other than staff	35.76	18.75	12.47
Total	52.21	44.68	59.35

No loans and advances to related parties as on balance Sheet date

Note no. : 9 Other current Assets

Other current Assets	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
Prepaid and Unexpired	25.15	39.62	41.59
Advance Tax/TDS	3934.30	4045.01	2593.79
Gst/ Vat /Service Tax	414.04	11.78	23.84
Advance against pending appeal	8.82	6.84	6.84
Unrealised Profit on Foreign contracts	15.69		0.00
Total	4398.00	4103.25	2666.06

NOTE : 10 Share Capital

(Amount in Rs. Lakhs)

Share Capital	As at 31 March 2018		As at 31 March 2017		AS AT 1 APRIL 2016*	
Authorised, Issued & Paid up capital	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount
Authorised Capital						
Equity Shares of 2/- each	60,000,000	12,00.00	60,000,000	12,00.00	60,000,000	12,00.00
Issued Capital						
Equity Shares of 2/- each	52,194,550	1,043.89	52,194,550	1,043.89	47,491,500	949.83
Subscribed & Paid up						
Equity Shares of 2/- each	51733550	1,034.67	51733550	1034.67	47030500	940.61

- The Company has only one class of share referred to as equity shares having a par value Rs.2 / .Each holder of equity shares is entitled to one vote per share.
- The Company declares and pays dividend in Indian rupees. Board of Directors recommended Dividend on 29.05.2018 for the F.Y ended 31.03.2018 @21% is 0.42/- per equity share subject to approval of Shareholders in the ensuing Annual General Meeting.
- In the event of liquidation of the Company,the holder of equity shares will be entitled to receive any of the remaining assets of the company,after distribution of all preferential amounts. The distribution will be in proportion to number of equity shares held by the shareholders
- No Share was reserved for issue under options and contracts.
- No shares was bought back .
- The shares of Directors/officers are fully paid up.
- During the year no bonus shares issued

* Aforesaid capital as on 1st April, 2016 is before issuance of bonus share.

Share Capital

Reconciliation of Share Capital	Equity Shares		Preference Shares	
	Number	AMOUNT	Number	Amount
Shares outstanding at the beginning of the year	51733550	1034.67	-	-
Shares outstanding at the end of the year	51,733,550	1,034.67	-	-

List of Share holder holding more than 5 % share

Name of Shareholder	As at 31 March 2018		As at 31 March 2017		AS AT 1 APRIL 2016	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
SH. CHAMAN LAL SETIA	11600050	22.42	11600050	22.42	10545500*	22.42
SH. VIJAY KUMAR SETIA	12430501	24.03	12435651	24.04	11332732*	24.10
SH. RAJEEV SETIA	13081750	25.29	13081750	25.29	11892500*	25.29

*Note-The Above holdings on 01 April 2016 is before issuance of bonus issue.

Note no. : 11 Other equity

Other equity	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
a. Securities Premium Account	1031.83	1031.83	1031.83
b. Shares Forfeited account	7.33	7.33	7.33
c. General Reserves			
Opening Balance	1736.47	1444.96	1072.50
(+) Current Year Transfer	416.53	385.57	372.46
(-) Utilised for Bonus Shares	0.00	94.06	0.00
Closing Balance	2153.00	1736.47	1444.96
d. Surplus			
Opening balance	10965.23	7598.34	4923.88
(+) Net Profit/(Net Loss) For the current year	4165.26	3855.70	3724.59
(+)(-) Prior Period Tax/Dividend Adjustments	725.29	103.23	428.62
(-) Transfer to General Reserves	416.53	385.57	372.45
(-) Dividend	249.04	0.00	249.06
Closing Balance	15190.21	10965.24	7598.34
Total	18382.37	13740.87	10082.46

Note no. : 12 Borrowings

Borrowings	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
<u>Secured</u>			
(a) Vehicle Loan	122.55	0	0
<u>Unsecured</u>			
(a) Directors' Deposits	3,498.34	3,153.17	1,699.06
Total	3,620.89	3,153.17	1,699.06

There is no default in the Repayment of either Principal or Interest Amount of Secured as well as Unsecured Loan as on the Balance Sheet Date.

Note no. : 13 Borrowings

Borrowings	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
<u>Secured</u>			
(a) Loans repayable on demand			
From banks	3,717.55	1,198.02	739.43
Cash Credit/Packing Credit/Post Shipment Credit/Foreign Bill discounting are secured against Current Assets ,entire Fixed assets and property belonging to M/s Chaman Lal Setia Exports Ltd situated at Karnal.			
Total	3,717.55	1,198.02	739.43

Note no. : 14 Trade Payables

Trade Payables	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
Micro, Small and Medium Enterprise	0.00	0.00	0.00
For Goods	251.06	120.39	266.25
For Expenses	520.12	484.09	120.41
Total	771.18	604.48	386.66

Note no. : 15 Other Current Liabilities

Other Current Liabilities*	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
(b) TDS Payables	100.73	224.50	218.74
(c) CST/Vat Payable/Service Tax Payable/	0.04	0.72	0.15
(d) Income received in advance	4.58	10.53	8.78
(e) Unpaid Dividends	35.63	38.17	47.14
(f) Cheque issued not presented for payment at Banks.	1,506.15	0.00	0.00
Total	1,647.13	273.92	274.81

Note no. : 16 Provisions

<u>Provisions</u>	As at 31 March 2018	As at 31 March 2017	AS AT 1 APRIL 2016
(a) Provision for employee benefits			
Salary & Reimbursements	30.76	5.13	10.25
Contribution to PF/ESI	3.95	5.08	2.32
Provision For tax gross	3845.96	4981.18	3869.48
(b) Others (Specify nature)	186.78	149.44	153.82
Total	4,067.45	5,140.83	4,035.87

Note no. : 17 Revenue from Operation

Revenue from Operation	As at 31 March 2018	As at 31 March 2017
Sale of products	73907.47	49282.36
Sale of services		
Other operating revenues	748.79	49.37
Total	74656.26	49331.73

Note no. : 18 Other income

Particulars	As at 31 March 2018	As at 31 March 2017
Interest Income (in case of a company other than a finance company)	6.38	221.31
Misc Income	5.05	14.92
Forfeiture of Contract	0.00	3.00
Profit On Sale Of Fixed Assets/Others	0.00	7.65
Profit On Redemption of ELSS	75.12	8.52
Dividend on Redemption Of ELSS	32.26	0.00
Increase In Investments*	55.99	4.83
Total	174.80	260.23

Note-On accrual basis as per Ind As.

Note no. : 19 Cost of material consumed

Particulars	As at 31 March 2018	As at 31 March 2017
Cost of Raw material consumed	0.00	0.00
Indigenous	8726.68	9181.23
Imported	0.00	0.00
Total	8726.68	9181.23

Note no. : 19A Particulars of material consumed

Particulars	As at 31 March 2018	As at 31 March 2017
Paddy	8,726.68	9,181.23
Total	8,726.68	9,181.23

Note no. : 20 Changes in Inventories of Finished Goods

Particulars	As at 31 March 2018	As at 31 March 2017
Inventories (at close)		
Finished Goods/Stock in trade	11921.5	9953.54
Inventories(at commencement)		
Finished Goods/Stock in trade	9953.54	2970.58
Total	1967.96	6982.96

Note no. : 21 Employee Benefit Expenses

Particulars	As at 31 March 2018	As at 31 March 2017
Employee benefits consist of;		
Salaries , Wages and Allowances	618.75	585.35
Commission To Directors	400.00	400.00
Contribution to:		
Gratuity fund/Provident Fund/Labour Fund	47.87	43.13
Staff welfare expenses/Training and Medical exp	55.33	15.15
Total	1121.95	1043.63

Note no. : 22 Finance Cost

Particulars	As at 31 March 2018	As at 31 March 2017
Bank charges	163.05	146.60
Interest	600.25	333.63
Foreign Exchange	0.00	6.85
Total	763.30	487.08

Note no. : 23 Depreciation & Amortization Expenses

Particulars	As at 31 March 2018	As at 31 March 2017
Depreciation of Tangible Assets	398.32	426.80
Amortization of Intangible Assets	6.87	0
Total	405.19	426.80



Other Expenses

Note no. : 24(1) Establishment Expenses

Particulars	As at 31 March 2018	As at 31 March 2017
These Includes the following		
Rent,Rate & Taxes	3.40	14.84
Postage,Telegram & Courier Charges	45.58	38.75
Printing, Stationery & Compter exp	17.17	17.57
Insurance Charges	156.80	36.96
Vehicle Running & Maintenance	31.54	25.87
Membership Fees & Subscription	3.15	3.06
Professional & Consultancy	40.33	33.26
Payment to Auditors	2.50	2.00
Travelling,Lodging,Boarding	147.06	159.53
Donation	4.30	2.51
CSR exp	52.26	29.3
General Exp	58.62	33.87
Cash Lost in transit	0.00	11.5
Total	562.71	409.02

Note no. : 24(2) Payment To Auditor

Particulars	As at 31 March 2018	As at 31 March 2017
These Includes the following		
Payment to Auditor includes:		
Statutory Audit Fees	0.50	0.50
Tax audit fees	0.50	0.50
Taxation Matters	1.00	1.00
Other Matters	0.50	0.50
Total	2.50	2.00

Note no. : 24 (3) Selling & Distribution Exp.

Particulars	As at 31 March 2018	As at 31 March 2017
Export Commission	312.43	383.57
E.C.G.C Expenses	84.36	57.39
Advertisement & business promotion exp	81.58	225.50
Direct Export Expenses	3981.97	3240.95
Brokerage	64.72	59.58
Misc.Expenses	0.00	0.07
BAD Debts	45.36	4.17
Total	4570.42	3971.23

Note no. : 24 (4) Manufacturing Expenses

Particulars	As at 31 March 2018	As at 31 March 2017
Power & Fuel	317.84	420.26
Machinery Repair & Maintenance	70.59	60.1
Sheller Lease/Godown Lease EXPENSES	226.43	180.66
Bardana Repair	16.50	11.15
Packing Expenses	274.93	107.61
Stacking,Weighing Loading etc	310.69	376.45
Packing Material/Empty Cost	1979.54	1880.74
Sample Testing	29.32	17.47
Fumigation	87.63	79.15
Other Repair	21.25	23.04
Overheads	26.11	137.04
security exp	22.62	13.99
Total	3383.45	3307.66
Grand Total Of Other Expenses	8516.58	7687.91

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2018.

1. Company Overview

Your company has been running successfully into rice business since 1973. The long outstanding experience of the Directors has helped the Company to expand its global footprint. Your Company's diverse product line covers product like Sella Rice, Bhatti Sella Rice for Diabetic peoples, Smoked rice, Pesticide Residue free rice. Company's uses its strong relationship with Domestic and Global Business partners for market penetration and presence. Company has introduced newer policies and strategies to facilitate development further.

2) Significant Accounting Policies:

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the periods presented, unless otherwise stated.

Basis of Preparation of Financial Statements

(i) Compliance with IND AS

These financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("IND AS") as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended.

These Financial statements for the year ended 31st March, 2018 are the first financial statements prepared by the Company under IND-AS. For all the periods up to and including the year ended 31st March, 2017, the Company prepared its financial statements in accordance with accounting standards notified under the section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (hereinafter referred to as 'Previous Gaap'). The Financial Statements for the comparative year ended 31st March, 2017 and opening balance sheet at the beginning of the comparative year as at 01.04.2016 have been restated in accordance with IND AS. Reconciliations and explanations of the effect of the transition from previous GAAP to IND AS on the Company's Balance Sheet and Statement of Profit and Loss are provided with notes forming part of Financial Statements.

(ii) Historical Cost Convention

The Financial Statements have been prepared on the historical cost convention on going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at April 01, 2016 being the 'date of transition to Ind AS'.

(iii) Classification of assets and liabilities

The classification of assets and liabilities into current and non-current, wherever applicable, are based on normal operating cycles of business activities of the Company, which is twelve months.

2.2 Summary of Significant Accounting Policies :

a) Property, Plant and Equipment including Intangible Assets:-

Freehold Land is stated at Original cost of acquisition. All other items of Property, Plant and Equipment are shown at cost, less accumulated depreciation and impairment, if any. The cost of an item of property, plant and equipment comprises its cost of acquisition/installation inclusive of Freight, duties and other taxes or levies and any cost directly attributable to the acquisition/construction of those items; any trade discounts, subsidy and rebates are deducted in arriving at the cost of acquisition.

Subsequent cost are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to statement of profit or loss during the reporting period in which they are incurred. Gain or losses arising on disposal of property, plant and equipment are recognised in profit or loss.

Transition to IND AS

On transition to IND AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 01.04.2016 measured as per the previous GAAP (Indian GAAP) and use that carrying value as the deemed cost of property, plant and equipment.

- Intangible assets are stated at their cost of acquisition

b) Capital Work in Progress

Property, Plant and equipment under construction are disclosed as capital work in progress.

Transition to IND AS

On transition to IND AS, the Company has elected to continue with the carrying value of all of its capital work in progress recognised as at April 1, 2016 measured as per the previous GAAP (Indian GAAP) and use that carrying value as the deemed cost of the capital work in progress.

c) Depreciation and amortization :-

Depreciation has been provided based on useful life assigned to each asset in accordance with Schedule II of the Companies Act, 2013. The residual values are not more than 5% of the original cost of the asset.

3. Use of Estimates and Judgments

The preparation of the Financial Statements requires management to make certain assumptions and estimates that effect the reported amount, the Financial Statements and notes thereto. Difference, if any, between the actual and the estimate is recognised in the year in which the same are acknowledged/ materialized.

4. Revenue Recognition

Revenue from sale of goods is recognised when all the significant risk and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, there is no continuing managerial involvement with the goods and the amount of revenue can be measured reliably. On recognition of revenue the Company retains no effective control of the goods transferred to a degree usually associated with ownership and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods. Revenue is measured at fair value of the consideration received or receivable, export sales are adjusted for exchange fluctuations on exports realized during the year and the trade receivable in foreign exchange which are restated at the year end. Domestic sales are recognized net of discounts, Scheme on Sales, Sales Tax, Sale Returns and Excise Duty.

Revenue in respect of Insurance / others claims, Interest, Commission, etc. is recognised only when it is reasonably certain that the ultimate collection will be made

5. Dividend to equity shareholders

Dividend to equity shareholders is recognized as a liability and deducted from shareholders' equity, in the period in which dividend are approved by the equity shareholders in the general meeting in other words when right to receive the payment is established.

6. Leases

In respect of operating lease, lease rentals are accounted on accrual basis in accordance with the respective lease agreements. However there is no lease as on the date.

Leases under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. When acquired, such assets are capitalized at fair value or present value of the minimum lease payments at the

inception of the lease, whichever is lower. Lease payments under operating leases are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

7. Government Grants

Grants in the nature of capital contribution towards setting up modernization of projects is adjusted from the cost of the related fixed assets.

8. Deferred Tax

Deferred tax assets and liabilities are computed on the timing differences at the balance sheet date between the carrying amount of assets and liabilities and their respective tax bases. Deferred Tax Assets (DTA) is recognized based on management estimates of virtual certainty that sufficient future taxable income will be available against which such DTA can be realized. The deferred tax charge or credit is recognized using the tax rates and tax law that have been enacted or substantively enacted by the balance sheet date.

9. Employees Benefits

9.1 Defined Contribution Plans

Defined contribution plans are benefit plans under which the company pays fixed contribution to state managed benefit schemes. The company contributions to defined contribution plans are recognized in the profit and loss account in the financial year to which they relate.

Eligible employees of the Company receive benefits from a provident fund, which is a defined contribution plan. Both the eligible employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. The Company's contribution is recognized as an expense in the statement of profit and loss during the period in which the employee renders the related services.

9.2 Defined Benefits Plans

The Company has Defined Benefit Plan for post employment benefit in the form of Gratuity for eligible employees, which is administered through a Group Gratuity Policy with Life Insurance Corporation of India (L.I.C). The liability for the above Defined Benefit Plan is provided on the basis of actuarial valuation as carried out L.I.C. The actuarial method used measuring the liability is the Project Unit Credit Method.

10. Investment Properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment Property is measured at its cost, including related transaction costs and where applicable borrowing costs less depreciation and impairment if any.

11. Investment and Other Financial Assets

Classification;- The Company classifies its financial assets in the following measurement categories;-

- i Those to be measured subsequently at fair value either through other comprehensive income or, through the Statement of Profit and Loss, and
- ii Those measured at amortised cost

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

12. Inventories

Inventories are valued at cost or net realizable value whichever is lower, as taken, valued and certified by the management. The basis for determining cost for various categories of inventories is as under Raw Material- At cost on FIFO Basis

Finished Stock -At material cost + appropriate share of production overhead

Packing Material -At Cost

Stores & Spares

Stores & spares arte charged to profit & loss A/c in the year of purchase.

13. Cash and Cash equivalents:-

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments that are readily convertible into cash and which are subject to an insignificant risk of change in value.

14. Foreign Exchange Transactions

Foreign currency transactions are accounted at exchange rate ruling on the date of transactions.

At the year end all monetary assets and liabilities denominated in foreign currency are restated at the closing exchange rates. Exchange differences arising out of actual payments/realizations and from the year end restatement referred to above are dealt within the Profit & Loss Account.

Forward contracts other than those entered into to hedge foreign currency risk on unexecuted firm commitment or highly probable forecast transactions are treated as foreign currency transactions and accounted accordingly. Premium on foreign exchange forward contracts are recognized in the profit and loss account over the life of contract. Any profit and loss arising on cancellation of forward contract is recognized as income or expense in the period in which they arise.

15. Researches and Development

Revenue Expenditure on Research & Development is charged as an expense in the year in which it is incurred. Capital expenditure is included in respective heads under fixed assets.

16. Provisions ,Contingent Liabilities and contingent assets:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the notes to accounts.

17. Segment Reporting

The Company at present is engaged in the business of a single primary reportable business segment i.e. business of manufacturing, trading and marketing of the rice only.

18. Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. All other borrowing costs are expensed in the period in which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

Interest and other borrowing costs attributable to qualifying assets are capitalised as a part of such assets till such time the assets are ready for use. Other interest and borrowing costs are charged to Statement of Profit and Loss.

19. Corporate Social Responsibility :-

As per section 135 of Companies Act, 2013 average net profit of Company for immediately preceeding three years is Rs. 482465287/-. Company has to spent Rs. 9649305.74 i.e. 2% on average net profit of Company. However during the year 2017-18 Company has spent Rs. 5226721/-s & amount unspent is Rs. 4422584.74/-

20. First time adoption of Ind AS

- The Company has adopted Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs with effect from April 01, 2017, with a transition date of April 01, 2016. These financial statements for the year ended March 31, 2018 are the first financial statements the Company has prepared under Ind AS. For all periods upto and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with the accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ('Previous GAAP').

- The adoption of Ind AS has been carried out in accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards. Ind AS 101 requires that all Ind AS standards and interpretations that are issued and effective for the first Ind AS financial statements be applied retrospectively and consistently for all financial years presented. Accordingly, the Company has prepared financial statements which comply with Ind AS for year ended March 31, 2018, together with the comparative information as at and for the year ended March 31, 2017 and the opening Ind AS Balance Sheet as at April 01, 2016, the date of transition to Ind AS. In preparing these Ind AS financial statements, the Company has availed certain exemptions and exceptions in accordance with Ind AS 101, as explained below.

Exemptions availed on first time adoption of Ind AS 101

Ind AS 101 permits first-time adopters certain exemptions from retrospective application of certain requirements under Ind AS. The Company has elected to apply the following exemptions.

(i) Property, Plant and equipment and intangible assets

Deemed cost for property, plant and equipment and intangible assets

The Company has elected to measure all its property, plant and equipment and intangible assets at the Previous GAAP carrying amount as its deemed cost on the date of transition to Ind AS.

(ii) Explanation of transition to Ind AS

The following reconciliation provide a quantification of the effect of significant differences arising from the transition from Indian GAAP to Ind AS in accordance with Ind AS 101 for the following:-

-Reconciliation of profit and loss account for the year ended 31.03.2017

- Reconciliation of Equity as at 31.03.2017

Reconciliation of profit between Indian GAAP and Ind AS

(Amount in Rs. Lakhs)

Particulars	Year Ended on 31.03.2017
Net Profit Equity as per previous Indian GAAP	3850.87
Impact of IND AS Adjustments	4.83
Net Profit before OCI as per IND- AS	3855.70
Other Comprehensive Income after Tax	-
Total Comprehensive Income as per IND AS	3855.70

Equity reconciliation as at 31.03.2017

(Amount in Rs. Lakhs)

Particulars	Year Ended on 31.03.2017
Equity as per previous Indian GAAP	13486.99
Impact of IND AS Adjustments	253.88
Equity as per IND AS	13740.87

- iii) The Ind AS adjustments are either non cash adjustments or are regrouping among the cash flows from operating, investing and financing activities. Consequently, Ind AS adoption has no impact on the net cash flow for the year ended March 31, 2017 as compared with the previous GAAP
- iv) Current investment as on date of adoption and as the year end has been considered on the basis of NAV prevailing as on that date.

Notes to Accounts

1. During the year Company has given remuneration to all the directors including managing director & Wholetime directors as per section 197 of Companies Act, 2013 read with Schedule V which is within overall limit as prescribed under Companies Act, 2013 read with Schedule V.

2. Value of Assets as at 21.9.94 the date of Conversion of the firm to the Company under Part IX of the Companies Act 1956 has been taken at value shown in books of erstwhile firm Chaman Lal & Sons.
3. Gratuity Payable to employees at some future date has been duly provided for by the Company by taking Group Gratuity Scheme from LIC of India.
4. Stores, Spares and Labour in respect of internally carried out repair and maintenance of Plant and Machinery and Building have not been charged separately but have been directly charged to stores and spares consumed and wages account.
5. Confirmation of some of the accounts at year-end included under heads 'Sundry Debtors', Sundry Creditors' and Loans and Advances have yet to be received as at the date of the Auditors Report.
6. Payment against supplies from small scale and ancillary undertakings are generally made in accordance with agreed credit terms and to the extent ascertained from available information, there was no amount overdue in this regard.
7. Contingent liabilities as at 31.3.2018
8.
 - a) The Company's appeal with Commissioner Excise and Taxation, Punjab for the year 2009-10 is pending for wrong imposition of Vat amounting Rs. 782343/- & CST amounting Rs.9389/- . However Company has deposited Rs. 195590/- against Vat and Rs. 2400/- against CST being the 25% of the total amount for tendering its appeal.
 - b) The Company's appeal with Commissioner Excise and Taxation, Punjab for the year 2010-11 is pending for wrong imposition of Vat amounting Rs. 1843094/- & CST amounting Rs. 82260/- . However Company has deposited Rs. 460774/- against Vat and Rs. 20565/- against CST being the 25% of the total amount for tendering its appeal.
 - c) The Punjab Government has imposed PIDF (development fund) @ 3% on paddy purchase since 2009-2010 on all the rice sheller and the liability of the Company on this issue has yet to be determined. However all the rice shellers has appealed against this levy of development fund on the Ground that this is not applicable on exports sales. However domestic sales achieved by the Company in Punjab will be subjected to this development fund if decided against.
 - d) Company's appeal is also pending with CESAT Ahmedabad against imposition of penalty by Custom Authorities Kandla amounting Rs.17,50,000/- on the alledged ground of containing higher Non Basmati Grain in one of the export lot.
9. Prior period items include Expenses/Income related to previous year not provided for are separately classified as prior period expenditure/income during the current year in accounts.
10. In the opinion of the Board and to the best of their knowledge and belief, the value on realization of the current assets, loan & advances, deposits in the ordinary course of business will not be less than the value stated in Balance Sheet.
11. Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013, the Dividend which remain unclaimed/unpaid for a period of seven years from the date of transfer to the unpaid dividend account to the Investor Education and Protection Fund (IEPF) established by the Central Government.

The status of dividend remaining unclaimed as on 31.03.2018 is given here under:

YEAR	(Rupees in Lacs)
2010-2011	2.18
2011-2012	2.49
2012-2013	2.25
2013-2014	3.32
2014-2015	2.12
2015-2016	2.54
2016-2017	2.64

As per the Companies Act, dividends that are unclaimed for a period of seven years, statutorily get transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government and therefore shareholders are requested to claim their dividend for the year 2010-11 and thereafter immediately. The Company had, accordingly, transferred Rs. 204488/- being the unpaid and unclaimed dividend amount pertaining to Final Dividend for the financial year ended 2009-2010 to the Investor Education and Protection Fund of the Central Government.

- A) There are no specific claims from suppliers under interest on delayed payments covered under Small Scale & Ancillary Act, 1993.
- B) The Company does not have any dues payable to any micro, small and medium enterprises as at the year end. The identification of the micro, small & medium enterprises is based on management's knowledge of their status. The Company has not received any intimation from the suppliers regarding their status under the MSMED Act 2006. Hence, disclosures, if any, relating to amounts unpaid as at the year end, together with interest paid/payable as required under the said act have not been given.

12. Compliance with Indian Accounting Standard

- (i) Ind-AS 19 for "Employee benefits" the disclosures as defined in the Indian Accounting Standard are given below:

Defined Contribution Plans

Contribution to Defined Contribution plans, recognized as expense for the year is as under:

	2017-18 (Rs.)	2016-17 (Rs.)
Contribution to Provident Fund	3673285	2550420
Contribution to Pension Scheme & ESI	706757	949947

Defined Benefit Plan

The employee's gratuity fund scheme managed by a Trust (Life Insurance Corporation of India) is a defined benefit plan. The premium as determined by the Trust keeping in view the date of joining, salary last drawn etc. of the employee's is paid yearly by the Company and debited under the head Employee Benefit Expenses. During the year Rs. 27060 ./- has been paid to LIC towards groups gratuity scheme of employees.

(ii) IND-AS 24 Related party transaction

- (a) The Company has identified all related parties and transactions with them during the year as follow :-

Name of the Related Party	Relationship	Nature of Transaction	Amount in Rs.
Sh. Chaman Lal	Chairman Cum Mg. Director	Remuneration Interest	14935781 10300272
Sh. Vijay Setia	Executive Director	Remuneration Interest	15778547 5812491
Sh. Rajeev Setia	Executive Director & CFO	Remuneration Interest	15318409 7984976
Shri Sukarn Setia	Executive Director	Remuneration Interest	938240 4692833
Shri Sankesh Setia	Executive Director	Remuneration Interest	7868073 5866598
Shri Ankit Setia	Executive Director	Remuneration Interest	7439600 4786737

Smt. Isha Setia	Director's Wife	Remuneration	600000
Smt. Richa Setia	Director's Wife	Remuneration	360000
Setia Rice Mills	Sister Concern	Lease Rent	300000
Select Exports	Sister Concern	Sale of Rice	NIL
Avn Group	Sister Concern	Lease Rent	20067270
Star Exports	Sister Concern		NIL
Setia Overseas	Sister Concern		NIL

In addition dividend was also paid to them, disclosed in this report elsewhere.

(b) Interest on unsecured loans paid to directors during the year@ 12% p.a is Rs. 39443907/-.

(iii) IND-AS 33 Earning per share

As there is no potential equity share outstanding and as such the diluted earning

Per share is same as basic earning per share.

EPS = Rs. 8.05

(iv) Ind-AS-12 Deferred Taxes

In accordance with the Ind-AS-12 the deferred tax has been accounted for during the year ended 31.03.2018. The deferred tax Assets up to amounting to Rs. 2902273/- has been credited to Revenue Reserve and disclosed separately under current liability and provision. The deferred tax asset related to current year is Rs. 587142 /- and current outstanding as at 31.03.2018 is Rs. 9319595 /-

The deferred taxes has arisen only on account of difference in depreciation allowable under Income Tax Act and as per books.

(i) Ind- AS 108 Segmental Reporting

The Company has only one business segment namely rice. There is no different geographical segment.

13. The provisions of the Industries (Development and Regulation) Act, 1951, relating to licensed capacity are not applicable to the Company. The installed capacities in metric tones per hour are as under:

Amritsar (Leased)	2 MT Rice per hour.
Karnal	12 MT Rice per hour.

The installed capacity is as certified by the management and relied upon by the Auditors, being a technical matter

14. Stores & Spares are charged to Profit & Loss at time of Purchase and no inventory in respect of these is being maintained.

15. There was no payment exceeding Rs One Lac due to any small scale industrial undertaking as known to Management.

16. Additional Information Pursuant to point no. 5 of part-II of Schedule-III to the Companies Act 2013:-

(A) Licensed and installed Capacity, Actual Production and Opening Stocks:-

	31.03.2018	31.03.2017
Licensed Capacity (per hour)	14 MT	14 MT
Installed Capacity (per hour)	14 MT	14 MT
Actual Production (In Qtls)	208262	298074

(B) Quantitative Stocks (In Qtls)

Opening Stock as at		Closing Stock as at	
01.04.2016	01.04.2017	31.03.2017	31.03.2018
158821	236035	236035	249735

C) Expenditure in Foreign Exchange

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Value of Import of Capital Goods	NIL	9183789
Export Commission	31243809	38357955
Travelling Expenses	12592954	14279084
Ocean Freight as on 31.03.2018 is Rs.133585243		

D) Value of Exports (FOB)

Particulars	For the year ended March 31,2018	For the year ended March 31,2017
Value of Goods Exported	6680273549	3895190083

E) Raw Material Consumed:

		(In Qtls)	
31.03.2018	31.03.2018	31.03.2017	31.03.2017
Quantity	Value	Quantity	Value
328686	872668176	465742	918123650

17. Details of Specified Bank Notes (SBN) held and transacted during the period from 08th November, 2016 to 30th December, 2016

(Amount In Rs.)

Particulars	Specified Bank Notes	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	2151500	1082997.87	3234497.87
(+) Permitted receipts		9275977	9275977
(-) Permitted payments		6683752	6683752
(-) Amount deposited in banks	2151500	2710000	4861500
Closing cash in hand as on 30.12.2016			965222.87

18. DISCLOSURES AS REQUIRED BY INDIAN ACCOUNTING STANDARD (IND-AS) 10: EVENT AFTER THE REPORTING PERIOD:-

The Board of Directors has recommended Equity Dividend of 21% i.e. **Rs. 0.42 per share (Previous Year 20% i.e. Rs. 0.40 per share) for the financial year 2017-2018.**

19. Previous Years figures have been regrouped & rearranged where ever considered necessary

Signed in terms of our report of even date
FOR R CHOPRA & ASSOCIATES
CHARTERED ACCOUNTANTS
sd/-
RAKESH CHOPRA
PROP.
M.No 514576

PLACE : AMRITSAR

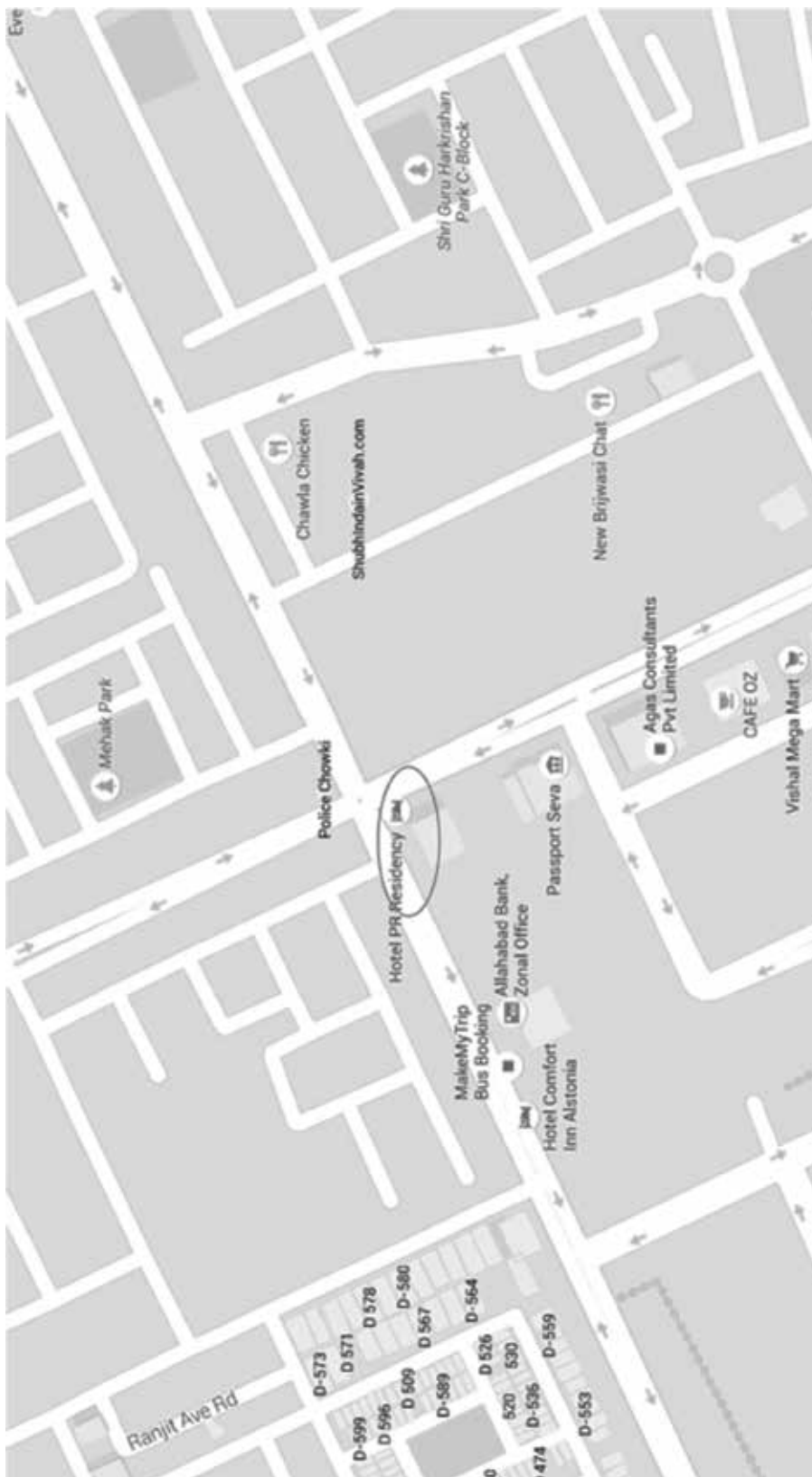
For and on behalf of the Board of Directors

sd/-
CHAMAN LAL SETIA
CHAIRMAN CUM MANAGING DIRECTOR
Din : 01125789

sd/-
RAJEEV SETIA
EXECUTIVE DIRECTOR & CFO
DIN: 01125921

Sd/-
KANIKA NEVTIA
COMPANY SECRETARY
MEMBERSHIP : 29680

ROUTE MAP TO AGM VENUE
Hotel P.R Residency, 101, Distt. Shopping Centre, Ranjit Avenue, Amritsar-143001



CHAMAN LAL SETIA EXPORTS LIMITED

Regd. Office : MEERANKOT ROAD, P.O CENTRAL JAIL , AMRITSAR-143002

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

Website :- www.maharanirice.in, Email id :- clsetia@rediffmail.com

CIN NO. :- L51909PB1994PLC015083

ATTENDANCE SLIP

Shareholders attending the meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the Meeting Hall.

Full Name of the member attending
(In Block letters)

Member's Folio No./DP Id/Client Id* : No. of Shares Held

Name of Proxy

(To be filled in, if the proxy attends instead of the members)

I, hereby record my presence at the 24TH Annual General Meeting of the Chaman Lal Setia Exports Ltd. at Hotel P.R Residency, 101 Distt. Shopping Centre, Ranjit Avenue, Amritsar-143001 on Saturday, 29th September, 2018 at 04:30 p.m.

.....
Member's/Proxy's Signature

*Applicable for investors holding shares in electronic form

CHAMAN LAL SETIA EXPORTS LIMITED

Regd. Office : MEERANKOT ROAD, P.O CENTRAL JAIL , AMRITSAR-143002

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

Website :- www.maharanirice.in, Email id :- clsetia@rediffmail.com

CIN NO. :- L51909PB1994PLC015083

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

24th Annual General Meeting on Saturday, 29.09.2018 at 04:30 p.m.

CIN:	L51909PB1994PLC015083
Name of the company:	Chaman Lal Setia Exports Ltd.
Registered office:	Meeran Kot Road, P.O Central Jail, Amritsar

Name of the member(s): Registered address: Email Id: Folio No./Client Id: *DP ID:

I/We, being the member (s) of shares of Chaman Lal Setia Exports Ltd. hereby appoint

- (1) Name: Address:
 E-mail Id: Signature:
- (2) Name: Address:
 E-mail Id: Signature:
- (3) Name: Address:
 E-mail Id: Signature:

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24th Annual General Meeting of the company, to be held on the Saturday, 29th day of September, 2018 at 04:30 p.m. at Hotel P.R Residency, Ranjit Avenue, Amritsar-143001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.		Resolution	Optional	
Ordinary Business			For	Against
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31.03.2018 along with the Reports of the Board of Directors and Auditors' thereon.			
2.	To declare the Dividend on Equity Shares for the Financial year ended 31.03.2018			
3.	To appoint a Director in place of Mr. Rajeev Setia (Din :01125921), who retires by rotation and being eligible, offer himself for reappointment.			
4.	To appoint a Director in place of Mr. Sukam Setia (Din :01133561), who retires by rotation and being eligible, offer himself for reappointment.			
Special Business				
5.	To Consider and approve the re-appointment of Mr. Vijay Setia (Din 01125966) Wholetime Director of Company for a further period of 5 years			
6.	To Consider and approve the re-appointment of Mr. Rajeev Setia (Din 01125921) Wholetime Director of Company for a further period of 5 years			
7.	To Consider and approve the re-appointment of Mr. Sukam Setia (Din 01133561) Wholetime Director of Company for a further period of 5 years			
8.	To Consider and approve the re-appointment of Mr. Ankit Setia (Din 01133822) Wholetime Director of Company for a further period of 5 years			
9.	To approve the appointment of Mr. Arun Kumar Verma(Din:- 08145624) as an Independent Director of Company			
10.	To consider and approve the re-classification of persons/entities forming part of 'Promoter and Promoter Group' to 'Public category'			
11.	To approve the Borrowing Limits of the Company			
12.	To approve creation of Charge, Mortgage under Companies Act, 2013			

* Applicable for investors holding shares in electronic form.

Signed this..... day of..... 2018

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

For the Resolution, Explanatory Statement and notes, please refer to the Notice of the 24th Annual General Meeting.

A proxy need not be a member of the Company.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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 of shareholder.

It is optional to put 'x' in the appropriate column against the Resolution indicated in the box. If you leave the For or Against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

Please complete all details of member (s) in the above box before submission.



100

OUR PLANT IN KARNAL



Rice Millers • Processors • Exporters



Maharani[®]
Rice



Chaman Lal Setia Exports Ltd.
(A Govt. Recognised Star Exports House)

Regd. Off. : Meerankot Road , P.O., Central jail, Ajnala Road, Amritsar-143002 (india)
Tel: +91-183-2590318, 2592708 | Fax: +91-183-2590453

Corporate Off. : No. 472, Udyog Vihar, Phase-III, Gurgaon - 122001
Tel: 0124-4745900

Rice Mill : Kaithal Road , Karnal - 132001, Haryana (india)
Tel./Fax: : +91-184-2291067

CIN : L51909PB1994PLC015083

Email : setia@maharanirice.org | clsetia@rediffmail.com | begum@futuraice.com

Website : www.maharanirice.in