

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



Pure Fragrant Original Basmati Rice

28th Annual Report
2021-2022

Maharani Basmati Rice
"Zubaan se Dil tak"

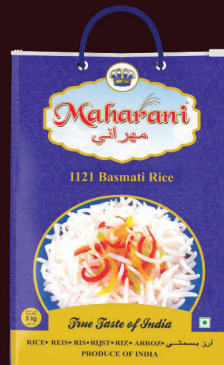
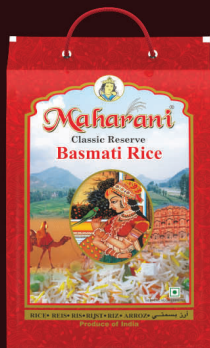




Maharani[®]

Basmati Rice

ZUBAAN SE DIL TAK



www.clsel.in

Board of Directors

Vijay Kumar Setia (DIN:- 01125966)
(Chairman & Managing Director)

Rajeev Setia (DIN :- 01125921)
(Joint Managing Director & CFO)

Ankit Setia (DIN:- 01133822)
(Whole Time Director)

Sankesh Setia (DIN :- 06620109)
(Whole Time Director)

Shweta Setia (DIN:- 09640081)
(Additional Director w.e.f 16.06.2022)

Raghav Peshawaria (DIN :-01386434)
(Independent Director)

Amar Jyoti Bagga (DIN :-06958408)
(Independent Women Director)

Vijay Kumar Jhamb (DIN :-07021080)
(Independent Director)

Arun Kumar Verma (DIN :-08145624)
(Independent Director)

Pooja Kukar (DIN:-08846984)
(Independent Director)

Factory

Kaithal Road, Karnal

Corporate Office

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

Registered Office

MiranKot Road, P.O Central Jail,
Ajnala Road, Amritsar, 143002

Sales Office

526-B, Lahori Gate, 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 Harsukhdass Madangir), New Delhi-110062

Auditors

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

Company Secretary

Kanika Nevtia

ANNUAL GENERAL MEETING

On 29th September, 2022 at 4.30 p.m. (Via VC/OAVM)

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NOTICE OF ANNUAL GENERAL MEETING CHAMAN LAL SETIA EXPORTS LTD.

(CIN No.: L51909PB1994PLC015083)

MiranKot Road, P.O. Central Jail, Ajnala Road, Amritsar-143002 Tel. 0183-2592708, Fax
No. 0183-2590453

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

NOTICE TO THE MEMBERS

Notice is hereby given that the 28th Annual General Meeting of the Members of CHAMAN LAL SETIA EXPORTS LTD. will be held on Thursday, the 29th day of September, 2022 at 4:30 p.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") to transact with or without modification(s), as may be permissible, the following 'businesses': -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31.03.2022 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ankit Setia (Din:01133822), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Sankesh Setia (Din:06620109), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
4. **To appoint M/S. Rajesh Kapoor & Co. Chartered Accountants (Firm Registration No. 13527N) as Statutory Auditor of the Company and fixation of remuneration :-**

"RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit & Auditors) Rules, 2014, (including any statutory modification(s) or amendments thereto or re-enactment(s) thereof, for the time being in force, and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Rajesh Kapoor & Co, Chartered Accountants, (Firm Registration No. 13527N) be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Twenty Eight Annual General Meeting till the conclusion of Thirty Third Annual General Meeting of the Company to be held in the year 2027, at a remuneration mentioned in the explanatory statement to this Notice and as may be determined by the Board of Directors of the Company, on the recommendation of Audit Committee from time to time in addition to out of pocket expenses as may be incurred by them during the course of audit.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee thereof) be authorized on behalf of the Company, including but not limited to determine role and responsibilities/ scope of work of the Statutory Auditors, to negotiate, finalize, amend, sign, deliver and execute the terms of appointment, including any contract or document in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of work, amendments to the Accounting Standards or the Companies Act, 2013 or Rules framed thereunder or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other requirements resulting in any change in the scope of work, etc., without being required to seek any further consent or approval of the members of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable for the purpose of giving effect to this resolution and with power to the Board to settle all questions, difficulties or doubts that may arise in respect of the implementation of this resolution."

SPECIAL BUSINESS :-

5. **To appoint Mrs. Shweta Setia (DIN:- 09640081) as Director of Company 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 Mrs. Shweta Setia (DIN: 09640081), who was appointed as an Additional Director and holds office upto the date of this Annual General Meeting of the Company, is eligible for appointment and has consented to act as Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT Directors/Company Secretary of the Company, be and are hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

6. **To approve the appointment of Mrs. Shweta Setia (DIN: 09640081) as an Executive 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 provisions of sections 196, 197 and any other provisions of the Companies Act 2013 and the rules made there under (including any statutory modification (s) or re-enactment thereof for the time being in force), read with schedule V to the Companies Act, 2013 and pursuant to the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of Company (hereinafter referred to as “the Board” including any committee constituted by the Board) , consent of the Members of the Company be and is hereby accorded for appointment of Mrs. Shweta Setia (Din-09640081) as an Executive Director for a period of five year w.e.f 31.08.2022 and whose period of office shall be liable to determination by retirement of directors by rotation with further powers to Board to alter and vary such terms of appointment and remuneration so as not to exceed the limits specified in Schedule V to the Companies Act, 2013 or any statutory modification (s) or any re- enactment thereof for the time being in force considering the growth of business during the tenure of Mrs. Shweta Setia.”

REMUNERATION

A) Fixed Compensation

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

Basic Salary shall be Rs. 50000.00 per month.

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

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, She 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 an executive Director in such forms and manner as the Board may decide.

- Housing as per rules of the Company (i.e. unfurnished/furnished residential accommodation and/or House Rent.
- Payment/Reimbursement of medical/hospitalization expenses for an executive Director and her 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 Mrs. Shweta Setia, as it may deem fit and as may be acceptable to Mrs. Shweta 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 Mrs. Shweta 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.”

Place:Amritsar
Date:31.08.2022

For and on behalf of the Board of Directors
sd/-
Vijay Kumar Setia
Chairman & Managing Director
DIN :- 01125966

IMPORTANT NOTES:

1. In view of the continuing Covid-19 pandemic and social distancing norm, the Ministry of Corporate Affairs (“MCA”) has vide it's circular dated April 8, 2020 and April 13, 2020, May 5, 2020 and January 13, 2021 and December 8, 2021 and December 14, 2021 and May 5, 2022 (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India vide its Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/ CMD2/CIR/P/2021/11, Dated January 15, 2021, No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13,2022 (referred to as “SEBI Circular”) permitted the holding of the “AGM” through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC / OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only.
2. The relative Explanatory Statements, pursuant to Section 102 of the Act, in respect of the Special Businesses set out are annexed hereto.
3. The Members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through

VC/OAVM will be made available for 1,000 members on first come first served basis. However, this number does not include large Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The Company has engaged the services of Central Depository Services (India) Ltd. to provide e-voting facility for the AGM.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy/proxies need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Hence the Proxy Form and Attendance Slip including route map are not annexed to this Notice. However the Body Corporates are entitled to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.clisel.in
8. In compliance with the aforesaid MCA Circulars and SEBI Circulars, the Notice of the 28th AGM along with Annual Report 2021-2022 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may please note that Notice and Annual Report 2021-22 will also be available on the website of Company i.e. www.clisel.in, on the website of Stock Exchanges i.e. www.bseindia.com and www.nseindia.com and on the website of CDSL <https://www.evotingindia.com>.

Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 28th AGM and the Annual Report for the year 2021-22 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-

- a. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self- attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company at: clsetia@rediffmail.com or to RTA at: beetalrta@gmail.com
- b. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.
9. An Explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013 ("Act"), which sets out details relating to Ordinary and Special Businesses set out in item Nos. 4 to 6 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.
10. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent via registered email of the shareholder to email of the Company—clsetia@rediffmail.com



11. In case of joint holders, the Members whose name appear as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
12. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 will be available electronically for inspection by the Members on the website of the Company at www.clsetia.in during the time of AGM.
13. Members desiring of seeking further information relating to financial statements of Company are requested to address their queries to Company Secretary & Compliance officer of Company at the Registered Office address of Company or through email at clsetia@rediffmail.com at least 7 days in advance of AGM, so that the information, to the extent practicable, can be reply suitably.
14. To support the 'Green Initiative', members who have not registered their e-mail addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Registrar and Share Transfer Agents of the Company (RTA) i.e. M/S. Beetal Financial & Computer Services Private Limited in case the shares are held by them in physical form for receiving all communication including Annual Report, Notices or any other information as applicable from the Company electronically.
15. Pursuant to Section 72 of the Companies Act, 2013, Shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form no. SH-13, (which will be made available on request) to the RTA in case the shares are held in physical form and to their DP in case the shares are held by them in electronic form.
16. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their respective PAN details to their respective Depository Participants with whom they have their demat account(s). Members holding shares in physical form can submit their PAN details to the Registrar & Share Transfer Agent of the Company viz. Beetal Financial & Computer Services Private Limited, New Delhi.
17. The Securities and Exchange Board of India (SEBI) has made it mandatory for all companies to use the bank account details furnished by the depositories for depositing dividend through National Electronic Clearing Service (NECS) to investors wherever NECS and bank details are available if the Company proposes to avail NECS Facility. The members who have not updated their bank account details and wish to avail such facility in future are requested to update their bank account details by submitting the requisite documents and for this can contact Company/RTA at clsetia@rediffmail.com or beetalrta@rediffmail.com.
18. Non Resident Indian members are requested to inform the Company's Registrar & Share Transfer Agents, 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 with pin code, if the details are not furnished earlier.
19. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed Companies can be transferred only in dematerialized form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company Secretary or Beetal Financial and Computer Services Private Limited, Company's Registrar and Share Transfer Agents ("RTA") for assistance in this regard.
20. 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, bank details, email address, telephone/mobile numbers etc are requested to write to the company or its Registrar and Share Transfer Agent 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

21. The Registers of Members and Share Transfer Books of the Company will remain closed from Friday 23rd September, 2022 to Thursday 29th September, 2022 (both days inclusive) for the purpose of Annual General Meeting.
22. Electronic copy of all the documents referred to in the accompanying Notice of the 28th AGM and the Explanatory Statement shall be available for inspection upto the 28th Annual General Meeting in the Investor Section of the website of the Company at www.clsel.in.
23. Pursuant to the provisions of Section 124 and 125 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. Shareholders who have not encashed the dividend warrant(s) so far in respect of financial year 31.03.2015 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 2014-2015 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 04, 2022. 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.clsel.in under "Investors Section" and same information has also been uploaded on the website of IEPF viz. www.iepf.gov.in
24. 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 46,400 equity Shares which belongs to total 15 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/ClientIDIN30078/10656671). 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.
25. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
26. Members are requested to notify change in address, if any, immediately to M/s. Beetal Financial and Computer Services Private Limited., quoting their folio numbers.
27. Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to M/s. Beetal Financial and Computer Services Private Limited, Company's Registrar and Share Transfer Agents ("RTA") for assistance in this regard.
28. SEBI vide its Circular dated 3rd November, 2021, has reiterated that it is mandatory for all holders of physical securities to furnish their PAN as well as KYC to the RTA (Registrar and Share Transfer Agent) of the Company in respect of all concerned Folios and the Folios wherein even any one of the PAN, Address with PIN Code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination by holders of physical securities are not available on or after April 01, 2023, shall be frozen by the RTA. SEBI has introduced Form ISR - 1 along with other relevant forms to lodge any request for registering PAN, KYC details or any change/ updation thereof.

In terms of the aforesaid SEBI Circular, effective from 1st January 2022, any service requests or complaints received from the member, are not processed by RTA till the aforesaid details/ documents are provided to RTA. Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company at www.clsel.in.

29. Members may please note that SEBI vide its Circular No.SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website under the link at www.clsel.in
30. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
31. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date of Thursday, 22nd September, 2022.
32. Members are encouraged to join the Meeting through Laptops for better experience. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
33. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to in their respective network. It is therefore recommended to aforesaid glitches.
34. Mr. Ankit Setia and Mr. Sankesh Setia Director retire by rotation and, being eligible, offer themselves for re-appointment at the Annual General Meeting. Brief resume of the said Directors as given below:-

NAME	MR. ANKIT SETIA	MR. SANKESH SETIA
Director Identification Number (DIN)	01133822	06620109
AGE	38 years	35 years
DOB	28-09-1984	31.07.1987
Designation	Executive Director	Executive Director
Qualification	Graduate	Graduate
Date of Appointment on the Board	30.09.2003	01.10.2013
EXPERTISE IN SPECIFIC AREA	Technical Expert in Export market, Quality Controlling and production	Expert in export marketing
Shareholding in Chaman Lal Setia Exports Ltd. as on 31.03.2022	158297	276100
Directorship/Memberships/ Chairmanships of Board Committees in Other Companies as on 31.03.2022	NONE	NONE
Inter-se relationships between Directors & Key Managerial Personnel	Mr. Ankit Setia is an executive Director of the Company and he is a relative of Mr. Vijay Kumar Setia, Mr. Rajeev Setia, Mr. Sankesh Setia and Mrs Shweta Setia	Mr. Sankesh Setia is an executive Director of the Company and he is a relative of Mr. Vijay Kumar Setia, Mr. Rajeev Setia, Mr. Ankit Setia and Mrs. Shweta Setia
No. of Board Meeting Attended	6	6

35. Process For Members Opting For E-Voting are given below. The Members are requested to go through them carefully.
36. **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 read with MCA Circulars and SEBI Circulars, the Company is pleased to provide facility to Members to exercise their right to vote on the resolutions proposed to be considered at the 28th 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 remote e-voting system as well as electronic voting system on the date of AGM will be provided by Central Depository Services (India) Limited (CDSL).

- The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again during the AGM. Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM.
- 37. 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.
- 38. 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 or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- 39. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.clse.in and on the website of CDSL <https://www.evotingindia.com> after the declaration of result by the Chairman. The Company shall simultaneously forward the results to BSE Limited and NSE Limited where the shares of the Company are listed.
- 40. The resolutions will be deemed to passed on the AGM date subject to receipt of the requisite numbers of votes in favour of the Resolutions.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ELECTRONICALLY ARE AS UNDER:

- Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The remote e-voting facility begins on 26.09.2022 from 10:00 a.m. and ends on 28.09.2022 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. 22.09.2022, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual**

shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers..
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	<p>3) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company. OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL's EASI/ EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- 4) Next enter the Image Verification Code/Captcha Code as displayed and Click on Login.
- 5) 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.

- 6) If you are a first time user follow the steps given below:

For Physical shareholders and other than individual shareholder holding shares in Demat	
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"> Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.s
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.

- 7) After entering these details appropriately, click on "SUBMIT" tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the relevant EVSN of Chaman Lal Setia Exports Ltd. for the relevant on which you choose to vote.
- 11) 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.
- 12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 13) 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.
- 14) Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on "**Click here to print**" option on the Voting page.
- 16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on **Forgot Password** & enter the details as prompted by the system.
- 17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- 18) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- 19) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
 - (i) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- 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 the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; clsetia@rediffmail.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- 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. 22.09.2022 may follow the same instructions as mentioned above for e-voting.
- The voting rights of shareholders shall be in proportion to their share of the paid up equity share capital of the Company as on cut-off date of 22.09.2022.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to clsetia@rediffmail.com/beetalrta@gmail.com.
2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to clsetia@rediffmail.com/beetalrta@gmail.com. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request in advance from their registered email address mentioning their name, demat account number/ folio number, mobile number at clsetia@rediffmail.com from 24.09.2022 to 27.09.2022. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.



The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

6. The shareholders who do not wish to speak during the AGM but have queries may send their queries on or before 27.09.2022 from their registered email address mentioning their name, demat account number/folio number, email id, mobile number at clsetia@rediffmail.com. These queries will be replied to by the company suitably by email.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM

& E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those Members/shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, 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 or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058738 / 022-23058542/43.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESSES PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO.4:-

The shareholders of the Company, in their 23rd Annual General Meeting ("AGM") held on September 28, 2017, had appointed M/s R Chopra & Associates, Chartered Accountants (ICAI Firm Regn.022992N) , as the Statutory Auditors of the Company, for one term of 05 (five) consecutive years, to hold the office from the conclusion of the 23rd AGM till the conclusion of the 28th AGM, for auditing the accounts of the Company, from the financial year 2017-18 to 2021-22, at such remuneration and out of pocket expenses that may be determined by the Board of Directors.

M/s R Chopra & Associates, Chartered Accountants will be completing their present term on conclusion of this AGM in terms of the said approval and pursuant to the provisions of Section 139 of the Companies Act, 2013 ("Act") read with the Companies (Audit and Auditors) Rules, 2014. The Board of Directors places on record the valuable services rendered by M/s. R Chopra & Associates during their tenure as Statutory Auditors

Therefore as per the provisions of Section 139 of the Companies Act 2013, read with the Companies (Audit and Auditors) Rules, 2014, the Board of Directors, based on the recommendation of the Audit Committee, recommend to the Members appointment of M/s. Rajesh Kapoor & Co, Chartered Accountants, (Firm Registration No. 13527N) as the statutory Auditor of Company for a period of five years from the conclusion of this twenty eight Annual General Meeting till the conclusion of Thirty Third Annual General Meeting of the Company to be held in the year 2027, and at a remuneration of Rs. 3 lakhs (Three Lakhs Only) in respect of Statutory Audit to be undertaken for the financial year 2022-2023.

The remuneration proposed to be paid to the Statutory Auditors for the subsequent years of the first term will be determined judiciously by the Board of Directors from time to time based on the recommendations of the Audit Committee and in consultation with the Statutory Auditor, which will be commensurate with the services rendered by them during the said tenure, revision of fees, if any, during the term of five years would be based on the factors like covering increased costs, change in scope due to regulatory requirements etc.

A brief profile of M/s Rajesh Kapoor & Co., Chartered Accountants (Firm Registration No. 13527N), is mentioned hereinbelow for information of shareholders:-

M/S. Rajesh Kapoor & Co. Chartered Accountants, a proprietorship concern having experience of more than 25 years under the proprietorship of Sh. Rajesh Kapoor, who graduated in commerce in 1991 and completed Chartered Accountancy in 1994. He is well versed with the Rice Industry and is in touch with the same since 1996. He is having experience of Income Tax Laws, GST Laws and Corporate Laws in addition to the Banking matters.

The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of the appointment, including remuneration, in such manner and to such extent as may be mutually agreed between M/s Rajesh Kapoor & Company, Chartered Accountants, (Firm Registration No. 13527N) and the Board of Directors of the Company.

The fee has been proposed after considering various parameters like capability to serve a complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found said auditor to be best suited to handle the audit of the financial statements of the Company.

M/S. Rajesh Kapoor & Co. have given their consent to act as the statutory Auditor of Company and have confirmed that Appointment if made will be in accordance with the conditions prescribed under section 139 and 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and they further confirmed that they are not disqualified to be appointed as statutory auditor of the Company.

They have also provided confirmation that they have subjected themselves to the peer review process of ICAI and hold a valid certificate issued by the 'Peer Review Board of ICAI'.

The disclosures as required under Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as follows: -



- (a) Proposed fees payable to the statutory auditor(s) :- The Board of Directors, based on the recommendation of the Audit Committee, proposed the remuneration of Rs. 3,00,000 (Three Lakhs Only) plus applicable taxes and out-of-pocket expenses in respect of Statutory Audit to be undertaken for the financial year 2022-2023.
- (b) Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed:

The recommendations are based on the fulfilment of the eligibility criteria prescribed under the Companies Act, 2013 and Rules made thereunder with regard to the statutory audit, experience of the firm, capability, independence assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

None of the Directors or Key Managerial Personnel of the Company including their relatives, except to the extent of their respective shareholdings in the Company, in any way, financially or otherwise, is interested or concerned in this resolution.

Accordingly, consent of the members is being sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for appointment of M/s Rajesh Kapoor & Co as Statutory Auditors of the Company for a period of 5 (Five) years.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

ITEM NO.5 & 6:-

Mrs. Shweta Setia was first inducted to the Board at the Board Meeting held on 16th June, 2022 as an Additional Director under Non-Executive Director Category. In terms of Section 161(1) of the Companies Act, 2013. Mrs. Shweta Setia can hold office only up to the date of the ensuing Annual General Meeting. With respect to the same, the Company has received a notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing her candidature for appointment as a Director of the Company.

Mrs. Shweta Setia is having rich experience in international market. Therefore taking into consideration her integrity, expertise and experience and on recommendation of Nomination and Remuneration Committee, Board of Directors in meeting held on 31.08.2022 approved her appointment as an Executive Director under the promoter category of Company for a period of five years subject to approval of shareholders in ensuing Annual General Meeting of Company.

The terms and conditions of the appointment are set out in a draft Appointment letter to be issued to Mrs. Shweta Setia by the Company. The Board is of the opinion that the appointment and presence of Mrs. Shweta Setia on the Board as an Executive Director will be desirable, beneficial and in the best interest of the Company.

A copy of the Board Resolution and the draft appointment letter issued to Mrs. Shweta Setia for approval and adoption of Mrs Shweta Setia, an executive Director of Company will be available for inspection between 11.00 a.m. to 01.00 p.m. on all working days (Monday to Friday) at the Registered Office of the Company.

A brief profile of Mrs. Shweta Setia (DIN:- 09640081), is mentioned hereinbelow for information of shareholders:-

NAME	MRS. SHWETA SETIA
Director Identification Number (DIN)	(Din:- 09640081)
AGE	41 years
DOB	04-01-1981
Designation	Executive Director (subject to approval of shareholder in ensuing AGM)
Qualification	Post Graduate
Date of Appointment on the Board	16.06.2022
Expertise in specific area	Rich experience in international market

Shareholding in Chaman Lal Setia Exports Ltd. as on 31.03.2022	NIL
Directorship/Memberships/ Chairmanships of Board Committees in Other Companies as on 31.03.2022	NONE
Inter-se relationships between Directors & Key Managerial Personnel	Mrs. Shweta Setia is relative of Mr. Vijay Kumar Setia, Mr. Rajeev Setia, Mr. Ankit Setia and Mr. Sankesh Setia.
No. of Board Meeting Attended	N.A (Appointed as additional Director w.e.f 16.06.2022)

The existing term of the office of Mrs. Shweta Setia (DIN:- 09640081) executive Director of Company will expire on 29.09.2022. Ever since her Directorship in the Company made tremendous strides as reflected by the present prosperous position of the Company.

Accordingly, the Board of Directors have proposed the appointment of Mrs. Shweta Setia as an executive Director of the Company for a further period of five years commencing from 31.08.2022 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 Mrs. Shweta Setia (Din 09640081) 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.

Mrs. Shweta Setia, is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

Mrs. Shweta Setia (Din 09640081) may be deemed to be concerned or interested in this resolution. 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 Mrs. Shweta 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 & 6 of the Notice calling AGM.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 5 & 6 of the Notice for approval by the members.

Place:Amritsar
Date:31.08.2022

For and on behalf of the Board of Directors
sd/-
Vijay Kumar Setia
Chairman & Managing Director
DIN :- 01125966



DIRECTOR'S REPORT

To,

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

Your Director's take pleasure in presenting before you the 28th Annual Report on the business and operations of the Company, together with the Audited Financial Statements for the financial year ended 31.03.2022.

1. Overview of financial performance and business operations

The financial and operating highlights for the year under review, compared with the previous Financial years, are given below:-

The Company's financial performance, for the year ended March 31st, 2022 is summarized below

(Rs. in Lacs, except as stated)

Particulars	FY 2021-2022	FY 2020-2021
Revenue From Operations	93,249.03	85,149.42
Other Income	387.03	330.68
Total Income	93,636.06	85,480.10
Profit before Interest & Depreciation	9,908.16	12,121.03
Interest	678.34	646.00
Provision For Depreciation	525.28	509.19
Profit before Tax	8,704.54	10,965.84
Less Provisions for taxation	2,206.75	2,765.24
Profit after taxation	6,497.79	8,200.60
Other Comprehensive Income	0	0
Total Comprehensive Income	6,497.79	8,200.60
Transfer to General Reserve	649.78	820.06
Current Assets	56,203.16	46,591.66
Current Liabilities	15,427.69	11,120.05
Working Capital	40,775.47	35,471.61
Capital Employed	46,670.79	40,795.02
EPS	12.57	15.86
Book Value	79.25	67.57

2. Indian Accounting Standards (Ind-As)

Financial Statements of your Company, for the financial year ended 31st March, 2022, are prepared in accordance with the recognition and measurement principles stated therein and as prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and the other accounting principles generally accepted in India.

3. REVIEW OF OPERATIONS:-

For the year ended 31st March, 2022 the Company's revenue from operations was Rs. 93249.03 lakhs as against Rs. 85149.42 lakhs during the corresponding period of previous financial year. Further Profit Before Tax was Rs. 8704.54 lakhs as against Rs. 10965.84 lakhs for the same period during the previous year.

4. HIGHLIGHTS OF PERFORMANCE:

During the year under review the Company has registered a sale of Rs. 91364.53 Lacs against previous year sales of Rs. 84572.84 lacs.

5. EXPORTS

The Company continues to strengthen its exports during the year 2021-2022. Exports during the year increased to Rs. 81835.47 lakhs from Rs. 77069.07 lakhs in financial year 2020-21.

6. 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 entity have become or ceased to be the subsidiary, joint venture or Associate Company.

7. DIVIDEND

The Board has not recommended any dividend for the financial year 2021-2022.

8. TRANSFER TO RESERVES

The Company has transferred an amount of Rs. 649.78 Lakhs to General reserves during the Financial year.

9. 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 and 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), dividend amounting Rs.450980/- was lying unpaid/unclaimed with the Company for a period of seven years after Declaration of Dividend for the financial year ended 2013-2014 was transferred to the Investor Education and Protection Fund. The Unpaid / Unclaimed amount for the Financial Year 2014-15 will be transferred during November 2022. 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 46400/- Equity Shares which belongs to total 15 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 i.e. Investor Education and Protection Fund Authority Ministry of Corporate Affairs, 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.



Mrs. Kanika Nevatia Company Secretary cum compliance officer of Company has been appointed as nodal officer of Company and an investor can contact at clsetia@rediffmail.com.

Details of unclaimed dividend and year of transfer: -

Year of declaration	Balance as on 31.03.2022 (in Rs)	Due date of transfer to IEPF
2015	2,23,454.00	04.11.2022
2016	2,45,988.60	18.04.2023
2017	4,28,591.20	03.11.2024
2018	1,85,550.54	04.11.2025
2019	2,15,052.96	03.11.2026
2020	2,34,965.28	03.11.2027
2021	2,21,168.00	04.11.2028

Note: Some of the year end balances of unclaimed dividend as above has increased due to cancellation of drafts by bank being returned unpaid.

10. DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL INCLUDING THOSE WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR AND TILL THE DATE OF THIS REPORT:-

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Ankit Setia (DIN:- 01133822) wholetime Director of Company and Mr. Sankesh Setia (06620109) wholetime Director of Company liable to retire by rotation at ensuing Annual General Meeting, and being eligible, for re-appointment in accordance with provisions of the Companies Act, 2013.

As stipulated under the Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and SS-2 issued by ICSI, the brief resume of the Directors proposed to be appointed/ re-appointed is given in the notice convening the 28th Annual General Meeting.

The Board of Directors of the Company at its meeting held on 16.06.2022, approved the resignation given by Mr. Sukarn Setia Wholetime Director of Company.

Further the Board of Directors of Company pursuant to the recommendation of Nomination and Remuneration Committee , at their meeting held on 16.06.2022 appointed Mrs. Shweta Setia as an additional Director of Company under the category of Non Independent Non-Executive Director of Company. However taking into consideration her integrity, expertise and experience and on recommendation of Nomination and Remuneration Committee, Board of Directors in their meeting held on 31.08.2022 approved her appointment as an Executive Director under the promoter category of Company subject to approval of shareholders in ensuing Annual General Meeting of Company.

11. 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 and pursuant to Regulation 25 of the said Regulations that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

The Independent Directors of the Company have also registered their names in the data bank for Independent Directors maintained by the Indian Institute of Corporate Affairs (IICA), Manesar (notified under Section 150(1) of the Companies Act, 2013 as the institute for the creation and maintenance of data bank of Independent Directors).

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and are independent of management.

12. 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. Vijay Kumar Setia, Chairman & Managing Director of Company and Mr. Rajeev Setia, Joint Managing Director & CFO of Company and Mrs. Kanika Nevatia Company Secretary are the Key Managerial Personnel of the Company.

13. 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, the Board accepted the recommendations of Audit Committee whenever made by the Committee during the year. Currently the Audit Committee is comprising of Mrs. Pooja Kukar (Din:- 08846984) as Chairman, Mr. Raghav Peshawaria (Din :- 01386434) and Mr. Vijay Kumar Jhamb (Din:- 07021080) as members of committee.

14. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the Financial year 2021-2022, the Board of Directors duly met 6 times on 31.05.2021, 06.08.2021, 28.08.2021, 09.11.2021, 10.02.2022 and 31.03.2022. 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 21.03.2022 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.

For details thereof kindly refer to the section 'Board Meeting and Procedures - Details of Board Meetings held and attended by the Directors during the financial year 2021- 2022' in the Report on Corporate Governance forming part of this Annual Report.

15. 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 2021-2022 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.

16. DIRECTOR'S RESPONSIBILITY STATEMENT

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

- (a) in the preparation of the Annual Accounts for the year ended 31st March, 2022, the applicable Indian Accounting Standards (Ind AS) have been followed along with proper explanation being provided relating to material departure, if any;
- (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 31st, 2022 and of the profit of the company for the Financial year ended March, 31st, 2022;
- (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 31st, 2022 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.

17. 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.

18. 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 framed thereunder is given in the **Annexure –A** which forms part of this report.

19. GENERAL SHAREHOLDER INFORMATION

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

20. 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 reenactment 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.clsel.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.

21. ANNUAL RETURN: -

The draft Annual Return of the Company as on March 31, 2022, in prescribed e-form MGT-7 in accordance with Section 92(3) read with Section 134(3)(a) of the Act is uploaded on the website of the Company and can be accessed at www.clsel.in under investor relation tab.

22. THE STATUTORY AUDITOR AND THEIR REPORT: -

M/s R Chopra & Associates, Chartered Accountants (FRN: 022992N) Auditors of the Company, having in compliance with the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, been appointed as the Statutory Auditors of the Company by the Shareholders of the Company at their Annual General Meeting held on 29th September 2017, for a period of 5 consecutive years, so as to hold office as such from the conclusion of the 23rd Annual General Meeting till the conclusion of the 28th Annual General Meeting, continue as the Auditors of the Company for the FY 2021-2022.

The current tenure of M/s R Chopra & Associates Chartered Accountants, will expire at the conclusion of the ensuing 28th Annual General Meeting. It would be pertinent to mention here that the M/s R Chopra & Associates Chartered Accountants, has showed their unwillingness for being appointed as Statutory Auditor for the second consecutive term of 5 years. Accordingly, the Company has approached M/s Rajesh Kapoor & Co. Chartered Accountants (Firm Registration 013527N), for their appointment as Statutory Auditors of the Company for a period of 5 (Five) years, so as to hold office from the conclusion of this 28th AGM till the conclusion of 33rd AGM of the Company. M/s Rajesh Kapoor & Co. & Associates Chartered Accountants, have submitted their consent for appointment and also a requisite certificate, pursuant to the provisions of Section 139 & 141 of the Companies Act, 2013, confirming eligibility & satisfaction of criteria for their appointment as Statutory Auditors of the Company.

Upon the recommendation of Audit Committee, the Board recommends the appointment of M/s Rajesh Kapoor & Co. Chartered Accountants, at the ensuing 28th Annual General Meeting for the approval of the Members of the Company. The necessary resolution seeking the approval for their appointment as the Statutory Auditors has duly been included in the notice of the ensuing 28th Annual General Meeting along with brief credentials and other necessary disclosures required under the Act and the Regulations.

The report of the M/s R Chopra & Associates., Chartered Accountants (Registration no. 022992N), Statutory Auditor on Standalone Financial Statements for the FY 2021-22 forms part of the Annual Report which are self-explanatory and do not call for any further comment and the said report does not contain any qualification, reservation, disclaimer or adverse remark and they has not reported any incident of fraud pursuant to the provision of Section 143(12) of the Act, accordingly, no such details are required to be reported under Section 134(3)(ca) of the Act.

23. SECRETARIAL AUDITOR & ITS 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 to carry out secretarial audit for the year ending 31.03.2022 and to ensure compliance by the Company with various Acts applicable to the Company.

Annual Secretarial Audit Report:

In terms of Section 204 of the Companies Act, 2013 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Secretarial Audit Report given by the Secretarial Auditors in Form No. MR-3 is annexed with this Report as **ANNEXURE – C**. There are no qualifications, reservations or adverse remarks made by Secretarial Auditors in their Report.

Annual Secretarial Compliance Report

A Secretarial Compliance Report for the financial year ended 31st March, 2022 on compliance of all applicable SEBI Regulations and circulars/ guidelines issued thereunder, was obtained from M/s Sunil Dhawan & Associates, Secretarial Auditors, and submitted to the stock exchanges as well.

24. 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.

25. 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. Mr. Arun Kumar Verma is an independent Director and Chairman of CSR Committee and Mr. Rajeev Setia and Mr. Vijay Kumar Setia are the 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.clisel.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 & allied details is set out at **Annexure-D** forming part of this Report.

26. 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.

27. CREDIT RATING

Following are the details of Credit Rating :-

Facilities	Amount (Rs. Crore)	Rating
Long-Term Rating	Rs. 125 crore (Enhanced from Rs. 95 Crore)	CRISIL A-/Positive (Outlook revised from 'Stable' ; Rating Reaffirmed)

28. 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 Work place (Prevention, Prohibition and Redressal) Act , 2013,

29. DISCLOSURE ON DEPOSITS FROM PUBLIC

During the year under review, the Company has not accepted any deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the ambit of Section 73 of the Companies Act, 2013 and the rules framed there under.

30. DEMATERIALISATION OF SHARES

The Company has established connectivity with both Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), whereby the Shareholders have an option to dematerialize their shares with either of the depositories. In view of the numerous advantages offered by the Depository system, members holding Shares in physical mode are requested to avail of the dematerialization facility with either of the Depositories.

As on 31.03.2022, about 99.17% of the Company's Equity Shares has been held in dematerialized form.

The Company has appointed M/s. Beetal Financial & Computer Services Private Limited, SEBI registered R&T Agent as its Registrar and Share Transfer Agent of the Company.

31. SHARE CAPITAL OF THE COMPANY: -

The Paid-up equity share capital of the Company as on March 31st , 2022 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 Exchanges:- Bombay Stock Exchange (BSE) and National Stock Exchange of India Limited (NSE) Phiroze Jeejeebhoy Towers, "Exchange Plaza", Plot No. C/1, G Block , Mumbai-400051 25th Floor, Dalal Street, Mumbai – 400001

32. PARTICULARS OF LOAN(S), GUARANTEE(S) OR INVESTMENT(S) UNDER SECTION 186 OF THE COMPANIES ACT, 2013 :-

During the financial year ended March 31st, 2022, 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.

33. 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 2021-2022 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 there under 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 there under 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. Further the Audit Committee of Company has considered, approved and recommended to Board for Omnibus approval and criteria for Omnibus Approval for entering into transactions with Related Parties for the financial year 2021-22, which was further approved by the Board.

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 13(ii)(a) of the significant accounting policies and notes to Financial Statements forming part of this Annual Report. Further Form No. AOC-2 is attached as '**Annexure-E**' which forms part of this report.

The Company has also adopted a Related Party Transactions Policy. and the same is also available on the Company's website at the weblink: www.clsel.in.

34. DETAILS OF ESTABLISHMENT OF 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.clsel.in.

35. 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.

36. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THIS REPORT :-

There has been no material changes and commitment affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and till the date of this report.

37. DETAILS IN RESPECT OF 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.

38. CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING:

The 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.clsetl.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.

Further in Compliance with the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018, Board of Directors in their Board Meeting held on 30.03.2019 have approved the revised "Code of Conduct i.e. Code of Internal Procedures & Practices for fair disclosure of Unpublished Price Sensitive Information and Conduct for Regulating, Monitoring and Reporting of trading by insiders and said revised code which became effective from 01.04.2019 and the said code is available on website of Company i.e. www.clsetl.in.

39. FUTURE EXPANSION

The Future expansion endeavor 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.

40. 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.

41. 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.

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

There is no change in the nature of Business of Company during the financial year 2021-2022.

43. 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.

44. COMPLIANCES WITH SECRETARIAL STANDARDS

During the year, the Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) and approved by the Central Government.

45. CASH FLOW STATEMENT

The Cash Flow Statement for the financial year ended 31st March, 2022 prepared in accordance with Ind AS 7, 'Statement of Cash Flows' is attached and forming part of the financial statements of the Company.

47. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Pursuant to Regulation 25(7) of the SEBI Listing Regulations, the Company familiarizes its Directors about their role and responsibilities at the time of their appointment through a formal letter of appointment. All efforts are made to keep Independent Directors aware. The familiarization of Independent Directors may be accessed on the Company website at the link <http://www.clsetl.in>

48. ENVIRONMENT, HEALTH AND SAFETY:-

The Company continues to focus on Employee well-being, developing safe and efficient products, and minimizing the environmental impact of our operations on society. Company is conducting its operations in such a manner so as to ensure safety of all concerned compliances of environmental regulations and preservation of natural resources.

For safety and protection of Employees, the Company has formulated and implemented a policy on preservation of Sexual Harassment at the Workplace with a mechanism of lodging complaints.

49. 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.

50. THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

During the year under review, the Company has not made one-time settlement therefore, the same is not applicable.

51. INSOLVENCY AND BANKRUPTCY CODE, 2016

There is no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during Financial Year 2021 - 2022.

52. CHANGE IN WEBSITE ADDRESS OF COMPANY:-

During the year Company has changed its website address from www.maharanirice.in to www.clsel.in.

53. ACKNOWLEDGEMENT:

Your Directors would also like to extend their gratitude for the co-operation received from financial institutions, the Government of India and regulatory authorities, and the governments of the countries we have operations in. 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 Exchanges, depositories, auditors, consultants, business associates and other stakeholders.

Place:Amritsar
Date:31.08.2022

For and on behalf of the Board of Directors
sd/-
Vijay Kumar Setia
Chairman & Managing Director
(DIN:- 01125966)

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 31st March, 2022.

a) CONSERVATION OF ENERGY

The Company is committed to continuously reduce energy consumption at its various units. 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. Further Company is introducing a new aerodynamic system for classification of paddy so that processing can be improved. Healthy and weak grain will be processed separately. Rice from weak grain, which gets crushed into small/fine particles and lost in rice bran, will be now recovered. With this technology quality of rice and rice bran will be improve. Further recovery of high protein rice grains will be separately possible and total rice recovery will also be improved.

(i) Research And Development (R&D)

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

Development of a system and method for parboiling paddy that obviates husk of paddy from splitting Development of 100% insect killing technique by using 1/3rd of Pesticides

Development of quick cooking Brown Rice; Use of Neem as Bio-pesticide; Improvement in Parboiling for improvement in quality parameters;

Use of Plastic Buckets in parboiling plant thus reducing cost; Development of Bhatti Sella through automation for the first time in India; Reducing broken in paddy with very high sun checks under process.

Developed a method and machine to remove hundred percent carbon and harmful gases from industrial emission.

Rice bran stabilization for human consumption under process. 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.

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.

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: 31.08.2022

sd/-

Vijay Kumar Setia
Chairman & Managing Director
(DIN:- 01125966)

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 2021-2022:

Name of the Directors	Catagory	Ratio of Median Remuneration
Mr. Vijay Kumar Setia	Chairman & Managing Director	83.49
Mr. Rajeev Setia	Joint Managing Director & CFO	74.51
Mr. Ankit Setia	Whole Time Director	48.13
Mr. Sukarn Setia*	Whole Time Director	1.33
Mr. Sankesh Setia	Whole Time Director	57.66

Note: For this purpose, sitting fees paid to Directors have not been considered as remuneration

* Mr. Sukarn Setia has given his resignation W.e.f 16.06.2022

2. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary in the Financial year 2021-22 :-

Name of the Directors	Catagory	% increase in remuneration
Mr. Vijay Kumar Setia	Chairman & Managing Director	32.39
Mr. Rajeev Setia	Joint Managing Director & CFO	11.75
Mr. Ankit Setia	Whole Time Director	53.11
Mr. Sankesh Setia	Whole Time Director	65.74
Mr. Sukarn Setia*	Whole Time Director	33.32
Mrs. Kanika Nevatia	Company Secretary	10.77

*Mr. Sukarn Setia has given his resignation W.e.f 16.06.2022

3. The percentage increase in the Median Remuneration of Employees in the Financial Year 2021-2022

The percentage increase in the median remuneration of employees during the year is 6.6%.

4. The number of permanent employees on the rolls of Company as on 31st March, 2022 : 196

5. The average increase in remuneration is not based on Company's performance alone, but also takes into consideration other factors like benchmark data, average increase being given by peer companies and overall budgetary impact within the Company.

Average percentage increase made in Salaries of employees other than Managerial Personnel in the Financial Year 2021-22 was 5.84.% Percentage increase in the managerial remuneration for the year has been given above in point no. 2. The average increase in remuneration is not based on Company's performance alone, but also takes into consideration other factors like benchmark data, average increase being given by peer companies and overall budgetary impact within the Company.

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. Vijay Kumar Setia	Chairman & Managing Director	1,97,58,423	Graduate	45	21.09.1994	69	First Employment
2	Mr. Rajeev Setia	Joint MD & CFO	1,76,32,522	Post Graduate	44	21.09.1994	67	First Employment
3	Mr. Sankesh Setia	Wholetime Director	1,36,44,161	Graduate	15	29.09.2014	35	First Employment
4	Mr. Ankit Setia	Wholetime Director	1,13,90,270	Graduate/ Diploma in Food Technology	19	30.09.2003	38	First Employment
5	Mr. Sukarn Setia*	Wholetime Director	18,13,457	Graduate	21	28.09.2001	42	First Employment
6	Mrs. Sunaina	Marketing Manager	9,60,000	Graduate	12	02.09.2019	45	First Employment
7	Mr. Manu Arora	Accounts Manager	7,82,937	M.COM	19	01.05.2004	44	First Employment
8	Mr. Devender Singh	International Manager Executer	7,50,528	Graduate	6	01.02.2019	30	Asia.Africa
9	Mr. Dinesh Malik	Marketing Manager	7,20,600	Graduate	22	01.09.2001	44	First Employment
10	Mr. Nirmal Kumar	Purchase Manager	7,20,588	Graduate	46	01.04.1996	65	First Employment

* Mr. Sukarn Setia has given his resignation W.e.f 16.06.2022

For and on behalf of the Board of Directors

Sd/-

Vijay Kumar Setia

Chairman & Managing Director

DIN: 01125966

Place: Amritsar

Date: 31.08.2022

ANNEXURE-C (Director's Report)

**Form No. MR-3
SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31st March, 2022

**[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,

The Members,

Chaman Lal Setia Exports Ltd.

P.O. Central Jail, MiranKot Road, Amritsar-143002

We have conducted the Secretarial Audit for 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, 2021 and ended on 31st March, 2022 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, 2022 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 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) Secretarial Standards (SS-1 and SS-2) issued by The Institute of Company Secretaries of India.
 - (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and the Listing Agreements entered into by the Company with Bombay Stock Exchange (BSE) and National Stock Exchange of India Ltd.(NSE).
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.
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 for the Board Meetings along with agenda and detailed notes on agenda 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.

For Sunil Dhawan & Associates
(Practising Company Secretaries)

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

UDIN:- A014500D000882642

Place: Amritsar
Date: 31.08.2022

‘ANNEXURE 1’ to the Secretarial Audit Report

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

Sub:- Our Secretarial Audit for the Financial year ended 31.03.2022 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

UDIN:- A014500D000882642

Place: Amritsar
Date: 31.08.2022

ANNEXURE-D (Director's Report)

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

1. 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.

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, preventive health care, conservation of Environment, Animal welfare, sanitation facilities and creating social, environmental and economic value to the society.

2. The Composition of CSR Committee: -

The composition of the CSR Committee during the financial year ended March 31st, 2022, is as under:-

S.I No.	Name of the Member	Designation	Status	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Arun Kumar Verma	Independent Director	Chairman	4	4
2.	Mr. Rajeev Setia*	Joint Managing Director & CFO	Member	4	4
3.	Mr. Vijay Kumar Setia**	Chairman & Managing Director	Member	4	4

Mrs. Kanika Nevatia Company Secretary acts as the Secretary to the Committee.

- Web-link to the CSR Composition, CSR Policy and CSR projects or programmes approved by the Board www.clsel.in
- Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report): NOT APPLICABLE
- Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: NOT APPLICABLE

Sl. NO.	Financial Year	Amount available for set-off from preceding financial year (in Rs.)	Amount required to be set off for the financial year, if any in Rs.
NIL			

- Average net profit of the company as per section 135(5): Rs. 77,55,62,921/-

7. CSR OBLIGATION:-

- (a) Two percent of average net profit of the company as per section 135(5): Rs. 1,55,11,258.00
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL
- (c) Amount required to be set off for the financial year, if any: N.A
- (d) Total CSR obligation for the financial year (7a+7b-7c): Rs. 1,55,11,258.00

8. (a) CSR amount spent or unspent for the financial year:

(Amount in Lakhs)

Total Amount Spent for the Financial Year	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
Rs 67,55,747/-	Rs 87,55,511/-	30.04.2022	NA	NA	NA

(b) Details of CSR amount spent against ongoing projects for the financial year:

1	2	3	4	5		6	7	8	9	10	11
S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount allocated for the project	Amount spent in the current financial Year *	Amount transferred to Unspent CSR Account for the project as per Section 135(6)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency
				State	District		(Rs)	(Rs)	(Rs)		
1.	CLSEL Swachh Bharat Abhiyan project (Preparing & Maintenance of toilets in villages Area Amritsar and in Karnal city)	Promoting Health-care	Yes	Punjab & Haryana	Amritsar & Karnal	3 Years	9,00,000	1,00,000	8,00,000	YES	
2.	CLSEL Pilot Project for judicious use of pesticides & use of Drones Spray Technology	Promoting Social Welfare	YES	Haryana	Karnal	3 Years	15,00,000	1,00,000	14,00,000	YES	
3	CLSEL each one educate one project (Government School Debri, Karnal)	Promoting education & Social Welfare facilities	YES	Haryana	Karnal	3 Years	6,00,000	10,000	5,90,000	YES	
4	CLSEL each one educate one project (Government School Model Town, Karnal)	Promoting education & Social Welfare facilities	YES	Haryana	Karnal	3 Years	6,00,000	10,000	5,90,000	YES	
5	CLSEL each one educate one project (Kindriya Vidyalaya Govt. School, Karnal)	Promoting education & Social Welfare facilities	YES	Haryana	Karnal	3 Years	6,00,000	5,000	5,95,000	YES	

1	2	3	4	5		6	7	8	9	10	11
S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount allocated for the project	Amount spent in the current financial Year *	Amount transferred to Unspent CSR Account for the project as per Section 135(6)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency
				State	District		(Rs)	(Rs)	(Rs)		
6	CLSEL each one educate one project(Govt. School Chirao Karnal)	Promoting education & Social Welfare facilities	YES	Haryana	Karnal	3 Years	6,00,000	5,000	5,95,000	YES	
7	CLSEL each one educate one project(Govt. School Parnami School, Karnal)	Promoting education & Social Welfare facilities	YES	Haryana	Karnal	3 Years	6,00,000	10,000	5,90,000	YES	
8	CLSEL Healthcare facilities in Sewa Bharti Haryana Parishad (installation of dialysis machines & allied instruments for free treatment of poor and needy people)	Promoting Health-care facilities and Social Welfare	YES	Haryana	Karnal	3 Years	16,68,832	20,000	16,48,832	YES	
9	CLSEL Healthcare facilities in Trauma Centre, Civil Hospital Karnal/Kalpna Chawla Medical College (providing equipments/ medical facilities for cancer & other needy and poor people)	Promoting Health-care facilities and Social Welfare	YES	Haryana	Karnal	3 Years	20,00,000	53,321	19,46,679	YES	
Total							90,68,832	3,13,321	87,55,511		

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
S.No.	Name of the Project	Project Item from the list of activities Schedule VII to the Act	Local area	Location of the project		Amount spent for the project (Rs)	Mode of implementation Direct (Yes/No)	Mode of Implementation Through implementing Agency	
				State	District			Name	CSR registration No., if already registered
1.	Project of Ration Distribution	Eradication of hunger & poverty	YES	Local/ Village Area, Punjab, Amritsar		Rs 27,12,549/-	YES		
2.	Project of providing sewing machines to poor and needy ladies	Promoting livelihood and Social Welfare	YES	Village Area, Punjab, Amritsar		Rs. 1,00,800/-	YES		
3.	Project of providing fees to needy students	Promoting Education	YES	Govt. School Heir, Punjab, Amritsar		Rs. 76,110/-	YES		
4.	Project of providing food to homeless people	Promoting Social Welfare	YES	Raosi on Wheel , Gurugram & Apna Ashyian Ashram, Janakpuri, Old Ramesh Nagar, Karnal		Rs. 2,63,735/-	YES		

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
S.No.	Name of the Project	Project Item from the list of activities Schedule VII to the Act	Local area	Location of the project		Amount spent for the project (Rs)	Mode of implementation Direct (Yes/No)	Mode of implementation Through implementing Agency	
				State	District			Name	CSR registration No., if already registered
5.	Project of providing infrastructure facility for benefit of animals	Promoting Social Welfare	NO	Gaoushala Dhan Dhan, Fazilka		Rs. 84,000/-	YES		
6.	Project of providing medicine for needy and down trodden people	Promoting Healthcare including Preventive healthcare	YES	Chinmay mission art, Amritsar		Rs. 40,000/-	YES		
7.	Project of providing medicine for needy and down trodden people	Promoting Healthcare including Preventive healthcare	YES	Amritsar Sewa Samiti ,Amritsar		Rs. 60,000/-	YES		
8.	Project of providing food to homeless people	Promoting Social Welfare	YES	Institute for blind, Amritsar		Rs. 21,000/-	YES		
9.	Project of providing education and allied material to needy students	Promoting Education and social welfare	Yes	Bhartiya Vidya Bhawan, Amritsar		Rs. 2,50,000/-	YES		
10.	Project of providing infrastructure facility for benefit of animals	Promoting Social Welfare	NO	Gaoushala Dhan Dhan, Fazilka		Rs. 2,56,508/-	YES		
11.	Project of providing water facility for drinking water	Promoting Social Welfare	Yes	Red cross, Amritsar		Rs. 25000/-	YES		
12.	Project of providing shelter & food to old and needy people	Promoting Social Welfare	YES	Rajasthan Kalyan Samiti, Amritsar		Rs. 1,01,000/-	YES		
13.	Project of providing fees to needy students	Promoting Education	Yes	Shri Krishna Par-nami public ,model town ,Karnal		Rs. 1,00,000/-	YES		
14.	Project of providing infrastructure facility for benefit of animals	Promoting Social Welfare	Yes	Shri Mohan Ram Mandir and goushala, Gurugram		Rs. 4,46,013/-	YES		
15.	Project of providing medical facilities and treatment to needy people	Promoting Social Welfare	Yes	Kailash Hospital, Noida		Rs. 1,01,000/-	YES		
16.	Project of providing food to homeless people	Eradication of hunger	Yes	Village area, Amritsar		Rs. 63,800/-	YES		
17.	Project of providing Toilet for villagers	Promoting Social Welfare	yes	Village area, Fathegarh Churian		Rs.88,000/-	YES		
18.	Project of providing food and infrastructure facilities to animals	Promoting Social Welfare	YES	Gaushala, Amritsar		Rs. 1,70,310/-	YES		

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
S.No.	Name of the Project	Project Item from the list of activities Schedule VII to the Act	Local area	Location of the project		Amount spent for the project (Rs)	Mode of implementation Direct (Yes/No)	Mode of implementation Through implementing Agency	
				State	District			Name	CSR registration No., if already registered
19.	Project of providing training and knowledge to farmers for optimum usage of pesticides	Promoting Social Welfare	YES	Horticulture farmer producer co,ltd, Karnal		Rs.1,50,000/-	YES		
20	Project of providing mask and medicine for needy people	Promoting Healthcare including Preventive healthcare	YES	Khera medical hall, Karnal		Rs. 50,000/-	YES		
21	Project of providing training and knowledge to farmers for optimum usage of pesticides	Promoting Healthcare including Preventive healthcare	YES	Arif Shamoo Karnal		Rs. 46,036/-	YES		
22	Project of providing training and knowledge to farmers for optimum usage of pesticides	Project of employment enhancement	YES	Horticulture Farmers Producer Co. Ltd., Karnal		Rs.1,25,865/-	YES		
23	Project of providing training and knowledge to farmers for optimum usage of pesticides	Project of employment enhancement	YES	Horticulture Farmers Producer Co. Ltd., Karnal		Rs.3,49,089/-	YES		
24	Project of providing uniforms dresses to needy students	Promoting education	YES	Village Area, Karnal		Rs.32,300/-	YES		
25	Project of providing water facilities to needy people	Promoting Social Welfare	YES	Village Area, Karnal		Rs.4,838/-	YES		
26	Project of providing animal facilities to Tohana Gaushala	Promoting Social Welfare	YES	Gau Sewa Smiti, Tohana		Rs.41,000/-	YES		
27	Project of providing Education to farmers	Promoting Employment enhancement	YES	Chaudhary Charan Singh Haryana agriculture University, Karnal		Rs.1,00,000/-	YES		
28	Project of organising blood donation camp for needy people	Promoting Social Welfare	YES	National Integrated forms of Artists & activists, Karnal		Rs.50,000/-	YES		
29	Project of organising free eye checkup camp for needy people	Promoting Social Welfare	YES	Jci elite, Karnal		Rs.21,000/-	YES		
30.	Project of providing bags and allied materials during natural Calamities	Promoting Social Welfare	YES	Village area, Karnal		Rs.1,46,473/-	YES		

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S.No.	Name of the Project	Project Item from the list of activities Schedule VII to the Act	Local area	Location of the project	Amount spent for the project (Rs)	Mode of implementation Direct (Yes/No)	Mode of implementation Through implementing Agency
				State District			Name CSR registration No., if already registered
31	Project of providing education to farmers and spray workers about precautions during the spray of insecticides	Promoting employment enhancement	Yes	Haryana Vigyan manch, Karnal	Rs.66,000/-	Yes	
	Total				Rs. 61,42,426		

- (d) Amount spent in Administrative Overheads: Rs. 3,00,000
- (e) Amount spent on Impact Assessment, if applicable: NOT APPLICABLE
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e): Rs. 1,55,11,258
- (g) Excess amount for set off, if any (₹ in Lakhs): NIL

Rs.(in lakhs)

S.No.	Particulars	Amount
i.	Two percent of average net profit of the company as per section 135(5)	Rs.
ii.	Total amount spent for the Financial Year	Rs.
iii.	Excess amount spent for the financial year [(ii)-(i)]	Nil
iv	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil

9. (a) Details of Unspent CSR amount for the preceding three financial years: **NIL**

S. No	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (in Rs.)
				Name of the Fund	Amount (in Rs.)	Date of transfer	

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

S. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration (in years)	Total amount allocated for the project (in Rs.)	Amount spent on the project in the reporting Financial Year	Cumulative amount spent at the end of reporting Financial Year	Status of the project - Completed/ Ongoing
						(in Rs)	(in Rs.)	
1.	FY 31.03.2021_1	Guru Nanak \Dev Hospital	2020-2021	3	24,23,700	5,62,721	9,86,421	On Going
2.	FY31.03.2021_2	Iscon (Infrastructure facilities for animals)	2020-2021	3	10,62,400	2,50,000	3,12,400	On Going
3.	FY31.03.2021_3	Bhai Kahnia Ji Birdghar	2020-2021	3	17,41,648	3,63,285	11,04,933	On Going
4.	FY31.03.2021_4	Baba Bhore Wala Goushala Sewa Samiti (In frastructure facilities for animals)	2020-2021	3	8,15,068	4,23,468	7,99,536	On Going
					60,42,816	15,99,474	32,03,290	

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: (asset-wise details):

- (a) Date of creation or acquisition of the capital asset(s): **Nil**
- (b) Amount of CSR spent for creation or acquisition of capital asset: **Nil**
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. **N.A.**
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): **N.A.**

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): NOT APPLICABLE

For and on behalf of the Board of Directors

Sd/-
(Vijay Kumar Setia)
(Managing Director & Chairman
DIN:- 01125966

Sd/-
(Arun Kumar Verma)
Chairman –CSR Committee
DIN:- 08145624

Place :- Amritsar
Dated :- 31.08.2022

ANNEXURE-E (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	N.A
	under first proviso to section 188	

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

Sd/-
 (Vijay Kumar Setia)
 Managing Director & Chairman
 DIN:- 01125966

Place: Amritsar
 Date: 31.08.2022

Management Discussion and Analysis Report

1. Global Economy

Countries worldwide had levied several lockdowns and travel restrictions to control the spread of the infection of COVID-19 in 2021. However, new mutations of the virus kept returning, keeping the rate of the human toll high enough to be of concern. On the positive side, increased vaccine coverage allowed return of normalcy in routine economic activities, which lifted sentiments. Exceptional measures to safeguard people's livelihoods were deployed soon after the pandemic began in early 2020. The governments of most countries are trying to maintain the flow of credit and offer direct financial support to people and businesses. The governments' relaxation and temporary financial regulatory modifications, such as repayment moratoriums and debt guarantees, provided a lifeline to many businesses and families. However, the Pandemic's impact on households and the balance sheets of businesses has been uneven between and within countries due to disparities in sectoral composition.

The global economy is slowing in 2022, owing to disruptions in global energy, food, and commodity supplies caused by the Russia-Ukraine war and the ramifications of China's sweeping lockdowns to contain a renewed coronavirus outbreak. The International Monetary Fund (IMF) reduced its global growth forecast for 2022 and 2023 by 0.8% and 0.2%, respectively, to 3.6% in its April World Economic Outlook report. Fear of continued uncertainty may lead to a further downgrade in global trade flow growth prospects. Rising inflation remains a significant source of concern across the board.

There is still a lot of uncertainty surrounding global growth. Economic dynamics already driving the worldwide recovery from the pandemic will be amplified by the conflict in Ukraine. The war has pushed up commodity costs and exacerbated supply interruptions, contributing to inflation. The path of the pandemic, government policy actions, the evolution of financial conditions and commodity prices, and the economy's ability to adjust to health-related obstacles will all influence future developments. Higher production, improved in-country delivery networks, and more equitable international distribution are required. Many countries' monetary policies are expected to tighten even more to keep inflationary pressures at bay. The pattern of these drivers and their interaction with country-specific features will determine the recovery rate and the extent of long-term scarring.

The Food and Agriculture Organization (FAO) shows rise in food prices by 75 % post mid 2020. The Indian CPI reveals doubling of rural consumer food prices in FY 2022 because of Ukraine war, rising rural costs, viz., food production and transport. The IMF'S study on food prices in Sub-Sahara Africa shows external factors drive food price inflation but domestic factors can reduce their impact.

2. Indian Economy overview

The Indian Economy is on the recovery path despite global headwinds. The country experienced third wave of pandemic owing to the Omicron virus starting from December, 2021 but it was less severe as compared to earlier two waves and this indicates that we are entering the endemic stage. The possibilities of fourth wave hitting India remains low due to improved immunity and high vaccine coverage. Further The outbreak of the Covid-19 pandemic had put the Indian Government's resolve to the test. Overall, the period had been a challenging year for the Indian economy, with an 8% contraction in FY 2020-21. However, there was a lot of relief following the announcement of the Union Budget for FY2021-22. It focused on strengthening the Nation First Vow which included, among other things doubling farmer income, supporting infrastructure, making India healthier, better governance, improving opportunities for youth, universal education, women empowerment, and inclusive growth. The International Monetary Fund (IMF) has reduced India's economic growth forecast for FY2022-23 to 8.2% from 9% in January 2022, citing high oil prices, muted consumer demand and private investment. The multilateral agency recommended monetary tightening by central banks in its World Economic Outlook report to keep inflationary expectations in check amid global supply disruptions caused by the Ukraine war.

Secondly, the Russia-Ukraine war which started in February, 2022 disrupted global supply chain causing oil and commodity prices to move up sharply which has hit the emerging and developing countries.

Though the India has not been an exception to the war effect but it has remained in better shape compared to its other counterparts. The country's merchandise exports spurt to a record high of USD 418 billion in the financial year 2021-22, the rupee has been one of the more stable currencies against the dollar in last 12 months.

The IMF has warned that the war will 'severely impede global recovery,' slow growth, and exacerbate inflation. The Fund also reduced India's FY2023-24 growth forecast to 6.9% from 7.2%. Regardless, India is expected to continue to be the world's fastest-growing major economy, with China's GDP growth slowing to 4.4% in 2022 from 8.1% in 2021. However Agriculture and other related industries were the least affected during the pandemic.

According to a CRISIL December 2021 study, demand for sustainable costs, particularly crude oil prices, will impact India's macroeconomics, including the current account deficit and inflation. These would operate as a stumbling block to expansion.

Further rice is one of the three major crops cultivated worldwide, along with wheat and corn. However rice is the most important crop that is used as a primary food source. Feeding more than half of the global population, just 10 countries produce nearly 84% of the global rice requirement. Annual global rice production in the 2021-22 rice sowing season is expected to be around 510.8 millions tons, down 0.9 million tons from the previous forecast but 3.6 million tons higher than last year production. Global rice consumption in the 2021-22 season is expected to be around 510.9 million tons, down almost 0.4 million tons from the previous forecast, but nearly 8.9 million tons higher than the previous year.

Indian Agriculture Sector

Agriculture plays a vital role in India's economy. 54.6% of the total workforce is engaged in agriculture and allied sector activities (Census 2011) and accounts for 18.8% (First Advance Estimates) of country's Gross Value Added (GVA) for the year 2021-22 (at current prices). Actually agriculture is the primary source of livelihood for more than 50 percent of India's population and India is among the leading exporters of agricultural products in the world and is the largest producer of spices, pulses, milk, tea, cashew, and jute and the second largest producer of wheat, rice, fruits & vegetables, sugarcane, cotton, and oilseeds.

Given the importance of the agriculture sector, Government of India has taken several steps for its development in a sustainable manner. As per the First Advance Estimates of National Income, 2021-22 released by National Statistical Office (NSO), Ministry of Statistics & Programme Implementation, the agriculture and allied sectors contributed approximately 18.8 % of India's GVA at current prices during 2021-22.

As per the third advance estimates of production of major agricultural crops for the year 2021-22 have been released by the Union Ministry of Agriculture and Farmers Welfare. The production of Foodgrains in the country is estimated at record 314.51 million tonnes which is higher by 3.77 million tonnes than the production of foodgrain during 2020-21. The production during 2021-22 is higher by 23.80 million tonnes than the previous five years' (2016-17 to 2020-21) average production of foodgrains. Total production of Rice during 2021-22 is estimated at record 129.66 million tonnes. It is higher by 13.23 million tonnes than the last five years' average production of 116.43 million tonnes.

Production of Wheat during 2021-22 is estimated at 106.41 million tonnes. It is higher by 2.53 million tonnes than the last five years' average wheat production of 103.88 million tonnes.

Production of Nutri / Coarse Cereals estimated at 50.70 million tonnes, which is higher by 4.12 million tonnes than the last five years' average production of 46.57 million tonnes.

Total Pulses production during 2021-22 is estimated at record 27.75 million tonnes which is higher by 3.92 million tonnes than the last five years' average production of 23.82 million tonnes.

Total Oilseeds production in the country during 2021-22 is estimated at record 38.50 million tonnes which is higher by 2.55 million tonnes than the production of 35.95 million tonnes during 2020-21. Further, the production of oilseeds during 2021-22 is higher by 5.81 million tonnes than the average oilseeds production.

Total production of Sugarcane in the country during 2021-22 is estimated at record 430.50 million tonnes which is



higher by 57.04 million tonnes than the average sugarcane production of 373.46 million tonnes.

Production of Cotton and Jute & Mestais estimated at 31.54 million bales (each of 170 kg) and 10.22 million bales (each of 180 kg), respectively.

Further Government announces annual target for agriculture credit in the budget every year. Agricultural credit flow has shown consistent progress every year. The agriculture credit flow target for 2021-22 has been fixed as Rs. 16,50,000 crore and till 30th September, 2021 against this target a sum of Rs. 736589.05 crores has been dispensed. A Public Grievance Cell has been set up and is fully functional in the Department of Agriculture & Farmers Welfare under the Joint Secretary (O&M/PG) who acts as Nodal Appellate Authority of the Department.

Further the Government of India has allocated an estimated budget for Rs. 675000/- crore for PM-KISAN, Rs. 15,500 crore for crop insurance scheme, Rs. 7183 crore for Krishonnati Yojana, Rs. 10433 crore for Rashtriya Krishi Vikas Yojana (RKVY) and about Rs. 1500 crore for market intervention scheme - Price Support Scheme. Government announced various beneficial schemes for farmers like chemical free farming, food processing, Millet Marketing, procurement of wheat, domestic production of oilseeds and irrigation facilities etc.

During the COVID period, while most of the other industries witnessed a de-growth, the Indian agriculture industry was one of the few industries which witnessed positive growth despite the challenges.

Further Agricultural exports rose by 20% to \$50 billion in FY 2022 because of link between production and exports; familiarizing State Governments and farmers in exports; help in removing infrastructural logistics, post harvest bottlenecks, new markets, greater share in existing markets, reduced transport cost and quality losses, use of refrigerated, rail containers and modified tariff structure. Further due to Government of India's Agri Export policy exports have been doubled from \$30 billion to \$60 billion by 2022 and reach \$100 billion in the next few years thereafter, with a stable trade policy regime.

The export of Agri and allied commodities during 2021-2022 were Rs. 2.74 lakh Crore approx. as compared to Rs. 2.31 Crore in the same period last year indicating an increase of 18.49%.

Indian Rice Industry

Rice is one of the most crucial food crops in the world and a staple diet for nearly half the global population. Over 90% of the global rice output and consumption is centered in Asia, where in the world's largest rice producers, China and India, are also the world's largest rice consumers. India accounts for more than 22% of the world's rice production through its 48 million hectares of rice plantation area. Due to the favourable climatic condition prevailing in India, the nation has emerged as the second largest rice-growing country worldwide.

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. Mainly the two major varieties of rice that dominate the Indian Market are basmati and non-basmati rice.

Rice is grown in India throughout the year having region-wise favourable rice growing seasons. Eastern, North-eastern and Southern are major rice-producing regions because of a pleasant climate throughout the year.

India is amongst the top two rice consuming nations after China and together with China accounts for nearly 50% of the global rice consumption. The government in its recent announcement approved an increase in minimum support prices (MSP) for various kharif crops or the summer-sown crops for marketing season 2021-22.

In India total rice production during FY22 is estimated to have stood at record 129.66 million tonnes as compared to 120.30 million tonnes in year 2021. However India still remains the cheapest supplier in the world today.

India registered a growth of 27 percent in export of non-basmati rice, to \$6.12 billion, in 2021-22, according to data by Directorate General of Commercial Intelligence and Statistics (DGCIIS). According to the Directorate General of Commercial Intelligence and Statistics data, India had exported non-basmati rice worth USD 2 billion in 2019-20,

which rose to USD 4.8 billion in 2020-21 and USD 6.11 billion in 2021-22. As per DGCIS data, India exported rice to over 150 countries across the globe in 2021-22. India exported more than USD one million to 76 countries out of the 150 countries reported in 2021-22, Indicates the diversification of India's rice export over the years.

The major rice-producing states in India are Punjab, Andhra Pradesh, Uttar Pradesh, West Bengal, Tamil Nadu, Bihar, Chhattisgarh and Orissa. Together, they contribute almost 72% of the total area of rice production and contributes almost 75% of the total rice in the country.

Indian Basmati Rice industry

Among the several varieties of rice, Basmati is considered the most superior in terms of product characteristics and therefore, the most premium. "Basmati" is long grain aromatic rice grown for many centuries in the specific geographical area, at the Himalayan foothills of Indian sub-continent, blessed with characteristics extra-long slender grains that elongate at least twice of their original size with a characteristics soft and fluffy texture upon cooking, delicious taste, superior aroma, and distinct flavor, Basmati rice is unique among other aromatic long-grain rice varieties. Despite its popularity, basmati rice is not easy to come by outside of its native region. The grain is delicate and requires a specific climate to grow properly. As a result, basmati rice is expensive and difficult to find in most parts of the world.

Basmati is unique to the region. It can be grown where precise climatic conditions, soil quality and temperature exists and this only occurs in the Indo-Gangetic area of the Himalayas.

Grown in the specific regions in India Haryana, Punjab, Himachal Pradesh, Jammu and Kashmir, Western Uttarpradesh, Uttarakhand and Delhi are the major basmati rice producing states in India. India exports basmati rice in the world to Iran, Saudi Arabia, Iraq, UAE, Kuwait, Iraq, the UK, Yemen Republic, USA, Canada and Oman.

Accounting for nearly 85% of the global Basmati exports are from India. In India the Basmati exports is about 37% of the total rice exports by quantity and 60% by value. Exporting basmati rice to nearly 90 countries, nearly 60% of India's basmati rice production is exported.

Currently, there are 34 Notified Basmati Varieties under Section 5 of Seed Act, 1966 of India. The main varieties of Basmati rice as notified under the seeds Act, 1966 are Basmati 386, Basmati 217, Ranbir Basmati, Karnal Local/ Taraori Basmati, Basmati 370, Type-3 (Dehradoni Basmati), Pusa Basmati-1, Pusa Basmati 1121, Punjab Basmati-1, Haryana Basmati- 1, Kasturi and Mahi Sugandha. Pusa Basmati 1121 developed by the Indian Agricultural Research Institute (IARI) and released for commercial cultivation in Kharif season of 2003 is the most widely used variety as it requires less water, matures early and yields 19–20 quintals of paddy per acre as compared to 9–10 quintals for traditional tall basmati.

India is the leading exporter of Basmati Rice to the global market. The country has exported 3,948,161.03 MT of Basmati Rice to the world for the worth of Rs. 26,416.49 Crores/ 3,540.40 US\$ Mill.) during the year 2021-22.

India's basmati rice exports in 2021-22 (Apr. to March) fell by 11.51% in terms of value as compared to previous fiscal, as per the data compiled by the kolkata based Directorate General of Commercial Intelligence and Statistics. (DGCIS).The exports declined by Rs 3,434.23 crore in 2021-22 as compared to 2020-21 . According to data, India exported about 39.47 LMT basmati valued at Rs. 26415.16 (\$3.47 billion) in 2021-22 while it had sold out about 46.31 LMT worth Rs. 29,849.39 crore 4.02 billion the previous year

Eighty percent of our exports were heading towards the gulf region with Iran buying a major portion of basmati rice. Iran is the largest export market for Indian Basmati rice, however due to recent outbreak of the Covid-19 virus and US sanction against Iran basmati export has been effected.

Despite pandemic challenges in the short-term, the outlook for the Indian Basmati rice industry remains stable. In, the medium term, demand prospects from key destinations such as Iran and Saudi Arabia will play a significant role and determine trade prospects. Availability of a secure payment mechanism for exports to Iran, easing/ removal of sanctions by the US and response to pandemic in the destination country would be the factors underscoring the Basmati rice trade.

Business Comparatives are given below:-

Ratios		F.Y. 2021-2022	F.Y. 2020-2021
1.	Trade receivables turnover ratio	58	47
2.	Inventory Turnover Ratio	118.59	97.54
3.	Current Ratio	3.64	4.21
4.	Debt. Equity Ratio	0.29	0.27
5.	Net Profit ratio	7.11	9.70
6.	Return on capital employed	23.10	28.42
7.	Debt service coverage ratio	150	180
8.	Trade payable turnover ratio	70	73
9.	Net capital turnover ratio	2.23	2.41
10.	Return on equity ratio	24.25	31.36

Our Business Company Overview

Chaman Lal Setia Exports Limited was founded back in 1974 by Late Mr. Chaman Lal Setia, later on, it was incorporated as a partnership firm in 1983 and then reconstituted as a public limited company in 1994. The company got listed on the Bombay Stock Exchange in 1995 and further on the National Stock Exchange on the 12.05.2021. The company is engaged in the business of milling and processing of basmati rice. The company has been involved in export operations since 1982 and was recognized as an export house by the Ministry of Commerce in 1989, at present the company is a 'Star Export House'. Currently the company exports to more than 80 countries around the world, which included European, Middle-eastern, American, Asian and many other markets.

As of FY 22, the company derived ~88% of its revenue from operations from exports, as compared to ~91% in FY21.

The company has a manufacturing unit located in Karnal (Haryana) which has an installed capacity of 12 metric tonnes per hour, this facility is a state of art and automated rice processing unit.

The company also has grading and sorting facilities in Amritsar (Punjab) and Kandla (Gujarat). The company processes rice in-house and uses parboiled, raw, steam process using the finest equipment to ensure physical, aromatic and taste qualities remain intact. The flagship brand of Chaman Lal Setia Exports Limited is 'Maharani' rice, along with 'Mithas' and 'Begum' as other basmati brands. The company is also involved in selling non-basmati rice - under its brand 'Green World Aromatic Rice'. The company also sells other innovative products such as 'Maharani Diabetics Rice', 'Basmati Rice Plus' and organic products such as 'Maharani - Brown Basmati Rice'.

Key Strengths and Weaknesses

I. Experienced Management Team

The management team has an experience of more than 4 decades in the rice industry and are supported by strong and competent 3rd generation promoters. Mr. Vijay Kumar Setia is the Chairman & Managing Director of the Company.

II. Favorable Manufacturing Locations

Company has manufacturing units in close proximity to paddy producing regions, as well as port to support its export business.

III. Diversified Client Base

The company has a loyal client base of more than 800 buyers spread across more than 80 countries.

IV. Healthy balance sheet and comfortable capital structure

The Company never faced any difficulty in servicing its debts and other financing arrangements and with the required number of skilled employees, all the financial activities have been carried out on time without any delay/disruption. Further Company has adequate financial resources to meet its working capital requirement. The Company has never in the past defaulted on any interest or loan payment and does not see any issue meeting future obligations too.

Weakness

I. Foreign Exchange Risk

Since majority of the revenues of the company are derived from exports, any major fluctuation in exchange rates will affect the profitability of the company.

II. Changing Government Policies

Factors such as Minimum Support Price, import bans and sanctions may affect the operations and profitability of the company.

III. Volatility in raw material prices

The prices of paddy might fluctuate subject to the demand and supply scenario, which may ultimately affect the profitability of the business.

IV. Commodity nature of products with little or no differentiation

The company operates in a highly commoditized industry with very little or no product differentiation.

V. Dependency on favourable Climatic Conditions

Besides the quality of the foundational seed itself the cultivation of Basmati closely depends on the vagaries of the weather. Any inclemency can upset the potential sales of the brand.

Opportunities

As Basmati is un-disputedly the king of grains, given its association with being the best, it finds natural uptake across nations and especially in the middle east where rice preparations are part of culture. Higher usage of Rice as a staple diet again dovetails into higher consumption of Basmati.

Threats

Continuing trade wars and the CoVID-19 pandemic both are likely to significantly lower global trade and resultantly international sales. Being a daily staple Basmati though could be less impacted.

Performance Discussion FY 2021-22

The company recorded a total operating income of Rs.932.49 crores in FY22, up as compared to Rs. 851.49 crores in FY21. The profit after tax of the company stood at Rs. 64.97 in FY22 as compared to Rs. 82.00 crores. in FY21.

INFORMATION TECHNOLOGY

Information technology (IT) has been an integral part of the process of the Company and has been one of the key driving forces behind the growth achieved by CLSEL.



HEALTH & SAFETY

The Company continuously focuses on the health and safety of all its workers and staff. Adequate safety measures have been taken at the plant for the prevention of accidents or other untoward incident. The necessary medical facilities are available for the workers and staff to maintain good health. During the pandemic worldwide, the Company ensures proper sanitisation and safety measures. During the worldwide pandemic situation the Company followed all the worldwide pandemic situation the Company followed all the norms and advisory issued by the Government of India/State Government.

STATUTORY COMPLIANCE

All the statutory compliance with respect to Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015, Income Tax Act, Sales Tax Act, Companies Act, 2013 and all other applicable Acts, and Rules & Regulations are complied with.

INTERNAL CONTROLS AND ADEQUACY

The Company has in place an adequate system of internal control commensurate with the size and nature of its business. These have been designed to provide reasonable assurance that all assets are safeguarded and protected against loss from unauthorized use or disposition and that all transactions are authorized, recorded and reported correctly and the business operations are conducted as per the prescribed policies and procedures of the Company. authorized and recorded correctly. The Internal Auditors are submitting reports to the Company on a Quarterly basis.

The Audit Committee and the management have reviewed the adequacy of the internal control systems and suitable steps are taken to improve the same.

HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS

The Company has always valued its workforce as their biggest asset. The Company has pool of competitive, dedicated and enthusiastic personnel which is the driving force behind its accelerated growth. The Company's policies and practices ensure a favourable working environment with innovation and motivation.

Employee relations during the period under review continued to be healthy, cordial and harmonious at all levels and your Company is committed to maintaining good relations with the employees.

CAUTIONERY STATEMENT

Statements in the Management Discussion and Analysis, describing the Company's objective, projections, estimates, expectations, may be forward-looking statements. Actual results may differ materially from those expressed or implied due to various risks and uncertainties. Important factors that could make a difference to the Company's operations include economic and political conditions in India and other countries in which the Company operates, volatility in interest rates, changes in government regulations and policies, tax laws, statutes, and other incidental factors. Company disclaims any duty to update or amend any forward looking statements to represent events or circumstances that might occur in the future.

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. For Chaman Lal Setia Exports Ltd., maintaining the highest standards of corporate governance is not a matter of mere form but also of substance. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising of regulators, employees, customers, vendors, investors and the 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.

The Company's compliance of Corporate Governance guidelines of the SEBI(Listing Obligations and Disclosure Requirements) Regulations,2015 is as follows:-

2. **COMPOSITION OF THE BOARD AND RECORD OF OTHER DIRECTORSHIPS HELD: -**

- 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, 2022 is 10 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.

The composition of the Board of Directors of the Company is in conformity with the provisions of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Ankit Setia (DIN:- 01133822) wholetime Director of Company and Mr. Sankesh Setia (Din:- 06620109) wholetime Director of Company liable to retire by rotation at ensuing Annual General Meeting, and being eligible, for re-appointment in accordance with provisions of the Companies Act, 2013.

The Board of Directors of the Company at its meeting held on 16.06.2022, approved the resignation given by Mr. Sukarn Setia Wholetime Director of Company.

Further the Board of Directors of Company pursuant to the recommendation of Nomination and Remuneration Committee , at their meeting held on 16.06.2022 appointed Mrs. Shweta Setia as an additional Director of Company under the category of Non Independent Non-Executive Director of Company. However taking into consideration her integrity, expertise and experience and on recommendation of Nomination and Remuneration Committee, Board of Directors in their meeting held on 31.08.2022 approved her appointment as an Executive Director under the promoter category of Company subject to approval of shareholders in ensuing Annual General Meeting of Company.

As stipulated under the Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and SS-2 issued by ICSI, the brief resume of the Directors proposed to be appointed/ re-appointed is given in the notice convening the 28th Annual General Meeting.

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 31st , 2022 are given herein below.

ATTENDANCE RECORD OF EACH DIRECTOR AT THE BOARD MEETINGS HELD DURING THE FINANCIAL YEAR 2021-2022 AND LAST ANNUAL GENERAL MEETING OF COMPANY HELD ON 29.09.2021 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 2021-2022	No. of Board Meeting attended	Whether Attended last AGM held on September 29, 2021	No. of Directorship in all Companies* as on 31.03.2022	No. Of Committee Positions held in all Companies** as on 31.03.2022**	
							Member	Chairman
Mr. Vijay Kumar Setia	Chairman & Managing Director	01125966	6	6	YES	1	-	-
Mr. Rajeev Setia	Joint Managing Director & CFO	01125921	6	6	YES	1	1	-
Mr. Sukarn Setia#	Executive Director	01133561	6	5	NO	1	-	-
Mr. Ankit Setia	Executive Director	01133822	6	6	YES	1	-	-
Mr. Sankesh Setia	Executive Director	06620109	6	6	YES	2	-	-
Mr. Raghav Peshawaria	Independent Director	01386434	6	6	YES	1	2	1
Mrs. Amarjyoti Bagga	Independent Director	06958408	6	6	YES	1	-	-
Mr. Vijay Kumar Jhamb	Independent Director	07021080	6	6	YES	1	1	-
Mr. Arun Kumar Verma	Independent Director	08145624	6	6	YES	1	1	-
Mrs. Pooja Kukar	Independent Director	08846984	6	6	YES	1	1	1

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

* Mr. Sukarn Setia has given his resignation w.e.f 16.06.2022

SKILLS/ EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS INCLUDING THE AREAS AS IDENTIFIED BY THE BOARD IN THE CONTEXT OF THE COMPANY'S BUSINESS:-

The Company is a Fast Moving FMCG Company with the individual Members of its Board of Directors bringing in knowledge and experience from a variety of sectors, demonstrating breadth and depth of management and leadership experience. The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business:-

Accountancy & Audit 2. Finance & Taxation 3. Insurance & Information Technology 4. Overseeing the development and implementation of Risk Management 5. Building effective Sales, Marketing strategies & brand management . Guiding and seeing the pace for Company's Operations and future development by aiding implementation of best systems and processes., Knowledge on Company's businesses policies and culture and Technical / Professional skills and specialized knowledge.

Name of Directors having aforesaid skills/expertise/competence

Sr. No.	Name of Director	Expertise/Skill
1.	Mr. Vijay Kumar Setia	Guiding and seeing the pace for Company's Operations and future development by aiding implementation of best systems and processes, Production and Technical aspects
2.	Mr. Rajeev Setia	Accountancy & Audit, Finance & Taxation, Export Marketing,
3.	Mrs. Shweta Setia*	International Marketing
4.	Mr. Ankit Setia	Building effective Sales, Marketing strategies & brand management
5.	Mr. Sankesh Setia	Building effective Sales, Marketing strategies & brand management
6.	Mr. Raghav Peshawaria	Marketing strategies
7.	Mrs. Amarjyoti Bagga	Marketing & Information Technology
8.	Mr. Vijay Kumar Jhamb	Insurance Sector
9.	Mr. Arun Kumar Verma	Specialized knowledge in material management and audit
10.	Mrs. Pooja Kukar	Marketing & Management
11.	Mr. Sukarn Setia**	Marketing & Management

*The Board of Directors of Company pursuant to the recommendation of Nomination and Remuneration Committee , at their meeting held on 16.06.2022 appointed Mrs. Shweta Setia as an additional Director of Company under the

category of Non Independent Non-Executive Director of Company. However taking into consideration her integrity, expertise and experience and on recommendation of Nomination and Remuneration Committee, Board of Directors in their meeting held on 31.08.2022 approved her appointment as an Executive Director under the promoter category of Company subject to approval of shareholders in ensuing Annual General Meeting of Company.

** Mr. Sukarn Setia has given his resignation W.e.f 16.06.2022

2.3 BOARD MEETINGS AND PROCEDURES

A. BOARD MEETINGS

Company's Corporate Governance requires the Board to meet at least four times in a year. The maximum gap between two Board Meetings should not be more than 120 (One hundred and twenty) days as prescribed under Regulation 17 of the SEBI Listing Regulations. Additional Board Meetings may be convened to address the specific needs of the Company. In case of business exigencies or matters of urgency, the Board may also approve resolutions by Circulation as permitted under Companies Act, 2013.

B. BOARD PROCEDURE

The meeting of Board of Directors and Committees of Board of Directors are governed with the structured agenda. The agenda is prepared in consultation with the Chairman of the Board/Committees of Board and other Board/Committee Members. The Agenda for the Meetings of the Board/Committees of Board together with the appropriate supporting documents are circulated well in advance to all the Members of Board/Committee members. The Board/Committee Members also reviews periodical compliances of all laws, rules and regulations at the Board/Committees Meeting. Members of the Senior Management team are also invited to attend the Board/ Committees Meetings as and when required, which provides additional inputs to the items being discussed by the Board/Committees Meetings.

2.4 DETAILS OF BOARD MEETINGS HELD AND ATTENDED BY DIRECTORS DURING FINANCIAL YEAR 2021-2022:-

Date of Board Meetings	No. of Directors on Board	No. of Directors in Attendance
31.05.2021	10	10
06.08.2021	10	10
28.08.2021	10	10
09.11.2021	10	9
10.02.2022	10	10
31.03.2022	10	10

During the year under review, 06 (Six) 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.

2.5 LIMIT ON THE NUMBER OF DIRECTORSHIPS

None of the Directors on the Board hold Directorship in more than 10 Public Companies .

In compliance with Regulation 25 of the SEBI Listing Regulations, the Independent Directors on the Board of the Company does not serve as an Independent Directors in more than 7 (Seven) Listed Companies and in case he/she is serving as a Whole Time Director in any Listed Company, does not hold position as an Independent Director in more than 3 (Three) Listed Companies.

None of the Directors on the Board holds directorships in more than ten public companies and memberships in more than ten committees and none of them acts as chairperson of more than five committees across all public limited companies in which he/she is director, in terms of the limits stipulated under the Act and the Listing Regulations.

Accordingly, all Directors are in compliance with the above mentioned provisions of Companies Act, 2013 and SEBI Listing Regulations.



2.6 DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTERSE :-

Mr. Vijay Kumar Setia Chairman and Managing Director of Company is a brother of Mr. Rajeev Setia and father of Mr. Ankit Setia and Mr. Rajeev Setia Joint Managing Director & CFO of Company is a brother of Mr. Vijay Kumar Setia and father of Mr. Sankesh Setia and father in law of Mrs. Shweta Setia. Further Mr. Sankesh Setia, Wholetime Director of the company is the son of Mr. Rajeev Setia and Mr. Ankit Setia, Wholetime Director of the company is the son of Mr. Vijay Kumar Setia.

2.7 DETAILS OF EQUITY SHARES OF THE COMPANY HELD BY THE NON EXECUTIVE DIRECTORS AS ON MARCH 31st, 2022 IS GIVEN BELOW:-

Name	Category	Number of Equity Shares
N.A	N.A	N.A

2.8 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 fulfill 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.

Further in terms of Regulation 25(8) of Listing Regulations, Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

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.

2.9 TRAINING OF INDEPENDENT DIRECTORS: -

At the time of appointing an Independent Director, a formal letter of appointment is given to the Director, which inter-alia explains the role, function, duties and responsibilities expected of him as a Independent Director of the Company. Independent Director is also explained in detail the compliances required from him under the Companies Act, the Listing Regulations and other relevant regulations and their affirmation is taken with respect to the same.

2.10 CONFIRMATION THAT IN THE OPINION OF THE BOARD, THE INDEPENDENT DIRECTORS FULFILL THE CONDITIONS SPECIFIED IN THESE REGULATIONS AND ARE INDEPENDENT OF THE MANAGEMENT:-

Based on the declaration submitted by the Independent Directors of the Company provided at the beginning of the Financial Year 2022-23, the Board hereby certify that all the Independent Directors appointed by the Company fulfills the conditions specified in these regulations and are independent of the management.

2.11 DETAILED REASONS FOR THE RESIGNATION OF THE INDEPENDENT DIRECTOR WHO RESIGNS BEFORE THE EXPIRY OF HIS TENURE ALONG WITH A CONFIRMATION BY SUCH DIRECTOR THAT THERE ARE NO OTHER MATERIAL REASONS OTHER THAN THOSE PROVIDED:-

NONE.

2.12 SEPERATE MEETING OF THE INDEPENDENT DIRECTORS

In terms of the Schedule IV to the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate Meeting of the Independent Directors of the Company is held every financial year, whereat the following prescribed items are discussed (a) Review of performance of Non-

Independent Directors and the Board as a whole; (b) Review of performance of the Chairperson of the Company, taking into account the views of Executive and Non-Executive Directors; (c) Assessment of the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

In respect of the financial year 2021-22, the Independent Directors met separately on 21.03.2022 without the presence of any Non-Independent Directors or representatives of management and discussed the aforesaid items.

2.13 FAMILIARIZATION 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.clisel.in

2.14 COMPANY'S CODE OF CONDUCT TO REGULATE, MONITOR, REPORT TRADING BY DESIGNATED PERSONS

The 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.clisel.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. Further in Compliance with the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2019, Board of Directors in their Board Meeting held on 30.03.2019 have approved the revised "Code of Conduct i.e. Code of Internal Procedures & Practices for fair disclosure of Unpublished Price Sensitive Information and Conduct for Regulating, Monitoring and Reporting of trading by insiders and said revised code which became is effective from 01.04.2019.

2.15 THE COMPANY HAS NOT ISSUED ANY CONVERTIBLE INSTRUMENTS

2.16 DURING THE YEAR 2021-2022, INFORMATION AS MENTIONED IN SCHEDULE II PART A OF THE SEBI (LISTING REGULATIONS), HAS BEEN PLACED BEFORE THE BOARD FOR ITS CONSIDERATION :-

3 COMMITTEES OF BOARD

Pursuant to the provisions of the Companies Act, the Board has constituted the following Committees to focus and discuss on the specific issues concerning the Company, namely:

- A) Audit Committee
- B) Nomination and Remuneration Committee
- C) Stakeholders Relationship Committee
- D) Corporate Social Responsibility Committee

The Company Secretary acts as the Secretary to all these Committees. The minutes of the meetings of the abovementioned Committees are placed before the Board for consideration.

3.1 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.

3.2 Composition and Attendance

Name of the Director	Status	Category	No. of meetings during the financial year 2021-2022	
			Held	Attended
Mrs. Pooja Kukar	Chairman	Independent Non-Executive Director	5	5
Mr. Raghav Peshawaria	Member	Independent Non Executive Director	5	5
Mr. Vijay Kumar Jhamb	Member	Independent Non-Executive Director	5	5

During the year under review, the Audit Committee met 5 (FIVE) times on 31.05.2021, 06.08.2021, 28.08.2021, 09.11.2021 and 10.02.2022. As stipulated, the gap between two committee meetings did not exceed one hundred and twenty days.

3.3 TERMS OF REFERENCE & REVIEW OF THE AUDIT COMMITTEE BROADLY ARE EXPLAINED 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 supervise 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

The Nomination and Remuneration Committee (NRC) functions according to its charter which is in consonance with the provisions of Regulation 19 of the Listing Regulations read with Section 178 of the Companies Act, 2013 that defines its composition, authority, responsibility and reporting functions.

4.1 Composition and Attendance

Name of the Director	Status	Category	No. of meetings during the financial year 2021-2022	
			Held	Attended
Mr. Vijay Kumar Jhamb	Chairman	Independent Non Executive Director	4	4
Mr. Raghav Peshawaria	Member	Independent Non Executive Director	4	4
Mrs. Amarjyoti Bagga	Member	Independent Non-Executive Director	4	4

During the period under review, Nomination and Remuneration Committee met 4 (Four) times on 31.05.2021, 28.08.2021, 09.11.2021 and 10.02.2022.

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 29.09.2021. Mrs. Kanika Nevatia Company Secretary act as secretary of the Company.

TERM 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/Whole time 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.

Name of the Director	Salary (Rs.)	Benefits (Rs.)	Commission(Rs.)	Total (Rs.)
Mr. Vijay Kumar Setia	96,00,000	1,58,423	1,00,00,000	1,97,58,423
Mr. Rajeev Setia	96,00,000	10,32,522	70,00,000	1,76,32,522
Mr. Sukarn Setia*	6,00,000	12,13,457	-----	18,13,457
Mr. Ankit Setia	48,00,000	15,90,270	50,00,000	1,13,90,270
Mr. Sankesh Setia	48,00,000	8,44,161	80,00,000	1,36,44,161

* Mr. Sukarn Setia has given his resignation w.e.f 16.06.2022

(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. Raghav Peshawaria	Mrs. Amar Jyoti Bagga	Mr. Vijay Kumar Jhamb	Mr. Arun Verma	Ms. Pooja Kukkar
1	Independent Directors					
	Fee for attending Board & Committee Meetings	19,000	10,000	15,000	14,000	11,000
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (1)	19000	10000	15000	14000	11000
2	Other Non-Executive Directors	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
	Commission	N.A	N.A	N.A	N.A	N.A
	Others, please specify					
	Total (2)	NIL	NIL	NIL	NIL	NIL
	Total =(1+2)	19,000	10,000	15,000	14,000	11,000

(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.clsel.in.

(d) PERFORMANCE EVALAUATION

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.

(E) PECUNIARY RELATIONSHIP OR TRANSACTIONS WITH NON EXECUTIVE DIRECTORS: -

There is no pecuniary relationship or transactions with Non-Executive Independent Directors except payment of sitting fees to Non-Executive Independent Directors.

6. STAKEHOLDERS RELATIONSHIP COMMITTEE

6.1 The Stakeholders Relationship Committee functions according to its charter which is in consonance with the provisions of Regulation 20 of the SEBI (LODR) Regulations, 2015 read with Section 178 of the Companies Act, 2013 ("Act") that defines its composition,

6.2 COMPOSITION AND ATTENDANCE DURING THE YEAR :-

Name of the Director	Status	Category	No. of meetings during the financial year 2021-2022	
			Held	Attended
Sh. Raghav Peshawaria	Chairman	Independent Non Executive Director	4	4
Sh. Rajeev Setia	Member	Joint Managing Director and CFO	4	4
Sh. Arun Kumar Verma	Member	Independent Non Executive Director	4	4

During the year under review, Stakeholders' Relationship Committee met 4 (four) times on 31.05.2021, 06.08.2021, 09.11.2021 and 10.02.2022.

Mrs. 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, queries 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 29.09.2021.

6.5 The Company has received 32 complaints from the investors during the year. All of these have been redressed. There is no pending complaint as on March 31, 2022.

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 during the financial year 2021-2022	
			Held	Attended
Sh. Vijay Kumar Setia	Member	Chairman & Managing Director	4	4
Sh. Rajeev Setia	Member	Joint Managing Director & CFO	4	4
Sh. Arun Kumar Verma	Chairman	Non Executive Independent Director	4	4

During the year ended on 31.03.2022 the Corporate Social Responsibility Committee met 4 (four) times on 31.05.2021, 28.08.2021, 09.11.2021 and 10.02.2022.

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.cisel.in. The Annual Report on CSR activities for the Financial Year 2021-22 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	Venue & Time	Special Resolution Passed
Sep 29, 2021	Through Video Conferencing (VC) or other Audio-Visual Means (OAVM) at 04:30 p.m.	Revise Remuneration of Mr. Vijay Kumar Setia Chairman and Managing Director of Company Revise Remuneration of Mr. Rajeev Setia Joint Managing Director & CFO of Company Revise Remuneration of Mr. Ankit Setia Executive Director of Company Revise Remuneration of Mr. Sankesh Setia Executive Director of Company
SEP 29, 2020	Through Video Conferencing (VC) or other Audio-Visual Means (OAVM) at 04:30 p.m.	Re-designation of Mr. Vijay Kumar Setia (Din : 01125966) as the Chairman and Managing Director of Company Re-designation of Mr. Rajeev Setia (Din : 01125921) as the Chairman and Managing Director of Company
SEP 28, 2019	Hotel P.R Residency, 101, Distt. Shopping Centre, Ranjit Avenue, Amritsar at 4:30 p.m.	Re-appointment of Mr. Chaman Lal Setia as Managing Director of Company -Approval of continuation of payment of remuneration to Mr. Vijay Kumar Setia (Din :- 01125966) Executive Director and Promoter -Approval of continuation of payment of remuneration to Mr. Rajeev Setia (Din :- 01125921) Executive Director and Promoter -Approval of continuation of payment of remuneration to Mr. Sukarn Setia (Din :- 01133561) Executive Director and member of Promoter and Promoter Group -Approval of continuation of payment of remuneration to Mr. Sankesh Setia (Din :- 06620109) Executive Director and member of Promoter and Promoter Group - Approval of continuation of payment of remuneration to Mr. Ankit Setia (Din :- 01133822) Executive Director and member of Promoter and Promoter Group -Approval of continuation of payment of remuneration to Mr. Chaman Lal Setia (Din :- 01125789) Managing Director and Promoter -Re-appointment of Mr. Inder Dev Kukar (DIN:- 01193209) as an Independent Non -Executive Director of Company. -Re-appointment of Mr. .Naresh Kumar Sumeja (DIN:- 01383235)) as an Independent Non -Executive Director of Company. -Re-appointment of Mr. Raghav Peshawaria (DIN:- 01386434)) as an Independent Non -Executive Director of Company. -Re-appointment of Mrs. Amarjyoti Bagga (DIN:- 06958408)) as an Independent Non -Executive Director of Company. -Re-appointment of Mr. Vijay Kumar Jhamb (DIN:- 07021080)) as an Independent Non -Executive Director of Company.

The Company will hold the next Annual General Meeting on Sep 29, 2022 at 4.30 p.m. Through Video Conferencing (VC) or other Audio Visual Means (OAVM)

- (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 extracts of the Quarterly, Half yearly Un-audited Financial Results and the Annual Audited Financial Results as approved and taken on record by Board of Directors of the Company are published during the year under review in leading newspapers i.e. – 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.clsel.in and also uploaded on the website of the BSE Ltd. and on NSE Ltd. During the year Company has not issued any press release.

In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section under 'Investors Relations' on the Company's website i.e www.clsel.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 and Venue

Day	Thursday
Date	29.09.2022
Time	at 4.30 p.m
Venue	Through Video Conferencing (VC) or other Audio Visual Means (OAVM) Company's Registered Office i.e. P.O Central Jail, Mirankot Road, Amritsar-143002 will be considered as Venue for the purpose of this Annual General Meeting

B. FINANCIAL YEAR 1st April to 31st March

C. BOOK CLOSURE 23.09.2022 to 29.09.2022 (both days inclusive)

D. DIVIDEND The Board has not recommended during the year

E. LISTING

The Company's shares are listed on BSE Limited and on NSE and Listing Fees as applicable have been paid to both exchanges i.e. BSE and NSE.

F. Name of the Stock Exchanges

The equity shares of the Company are listed at:-

The National Stock Exchange of India Ltd. (NSE), CLSEL,
Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra
(E), Mumbai-400051

BSE Limited, 530307

Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400001

G. ISIN Code for the Company's Equity Share

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

H. Stock Code

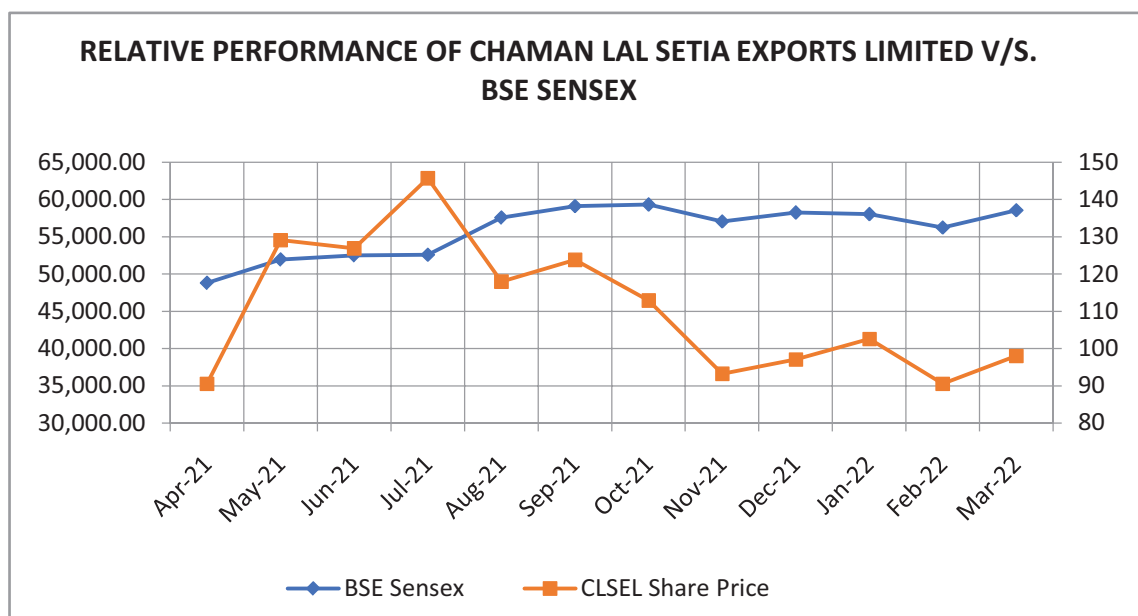
BSE :- 530307

NSE :- CLSEL

- I. Corporate Identity Number ("CIN ") of the Company :- L51909PB1994PLC015083
- J. Market Price data:- The monthly High & Low prices and volume of the equity shares of the Company at BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE) for the year ended March 2021-2022 are as under :-

Month	BSE			NSE		
	Highest price (Rs)	Lowest Price (Rs)	Volume of shares (in lakhs)	Highest Price (Rs)	Lowest Price (Rs)	Volume of shares (in lakhs)
April ,2021	93.50	80.15	12.64			
May, 2021	142.95	90.10	36.08	142.00	125.50	26.60
June, 2021	141.00	119.00	9.54	142.00	120.00	28.06
July, 2021	154.90	124.05	16.09	155.00	125.25	54.28
August, 2021	150.00	102.00	9.92	150.05	101.05	28.51
September, 2021	130.45	111.80	6.55	130.00	111.35	19.79
October, 2021	130.30	108.95	3.44	131.15	110.00	12.15
November, 2021	120.75	89.35	6.11	120.50	89.25	20.38
December, 2021	108.00	92.50	3.47	110.05	92.30	11.19
January, 2022	110.00	97.00	4.31	112.95	97.05	19.87
February, 2022	107.50	82.30	1.55	103.95	86.05	7.70
March ,2022	109.80	84.00	3.04	109.60	97.05	21.29

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



ii. 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 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

SHARE TRANSFER SYSTEM

Trading in equity shares of the Company through recognised Stock Exchanges can be done only in dematerialised form. Pursuant to the changes made in provisions of Regulation 40 of SEBI Listing Regulations, the transfer of securities shall not be processed unless the securities are held in dematerialized form with effect from 01 April 2020. Board reviews the share transmissions approved by the RTA and/or Company Secretary Cum Compliance Officer of Company, who have been delegated with requisite authority.

Further In compliance of Regulation 40 of the SEBI Listing Regulations, the share transfer system of the Company is audited annually by a Practicing Company Secretary and a certificate to that effect is issued by him/her to the Company, certifying that all certificates were issued within the prescribed timelines of the date of lodgement for transfer/ sub-division/ consolidation/ renewal/ exchange etc. This certificate is duly filed with the stock exchanges.

In case of request for dematerialisation of shares, confirmation of dematerialisation is sent to the respective depository i.e. National Securities Depositories Limited (NSDL) or Central Depository Services (India) Limited (CDSL), expeditiously.

iii. DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2022

	As on 31.03.2022				As on 31.03.2021			
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
Upto 5000	21052	96.82	5257,75	10.16	11865	94.06	4019083	7.7688
5001-10000	385	1.77	1375899	2.66	414	3.28	1490161	2.8805
10001-20000	170	0.78	1188931	2.29	179	1.41	1243972	2.4046
20001-30000	47	0.21	5,93681	1.14	52	0.41	634102	1.2257
30001-40000	27	0.12	482724	0.933	27	0.21	485159	0.9378
40001-50000	9	0.04	208810	0.403	17	0.13	386656	0.7474
50001-100000	29	0.13	1020305	1.972	27	0.21	10014606	1.9357
100001 above	23	0.10	41605325	80.42	32	0.25	42473011	82.0995
Total	21,742	100.00	51733550	100.00	12613	100.00	51733550	100.00

iv. TOP TEN SHAREHOLDERS (OTHER THAN PROMOTERS) AS ON 31.03.2022: -

Name of shareholder	Number of Shares
Manohar Devabhaktuni	670260
Rishta Khaitan	472750
Sangeetha S	464290
Sunaina Setia	376100
Sameer Kishore	285524
Anjoo Gupta	157661
Jagan Mohan Rao Ravela	128929
Satyanarayana Reddy Vurugunda	128405
Pinky Saluja	109596
Ramarao P	71221

v. List of Shareholders other than Promoters holding more than 1% as on 31st March, 2022

S.no	Name of Share Holders	Number of shares held	% of share holding
1.	Manohar Devabhaktuni	670260	1.29%

K. Shareholding & Distribution Pattern (as on 31.03.2022)

Category	No. of Shares Held
Promoters & Promoters Group	38213567
Clearing Members	96682
Indian Public/Resident Individuals/HUF	11032131
NRI/OCB/Body Corporates/Others	2104130
Foreign Portfolio Investors/Financial	51521
Institutions/Banks/Alternate Investment Fund	0
IEPF	235519

L. DEMATERIALIZATION OF SHARES AND LIQUIDITY

Pursuant to the provisions of Regulation 31 of SEBI Listing Regulations, the Company's shares are required to be traded compulsorily in the Dematerialized form and are available for trading under both the depository systems in India – NSDL and CDSL. The International Securities Identification Number (ISIN) allotted to the Company's Equity Shares under the depository system is INE419D01026. The Annual Custodial Fees has been paid to both the Depositories.

As on 31.03.2022 about 99.17% of the Company's Equity Shares has been held in dematerialized form with NSDL & CDSL.

M. OUTSTANDING ADR'S/GDRS/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS 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 2022, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

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

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

O. 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

P. Address For Correspondence Unit 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,
clsel@maharanirice.in
Website :- www.clsel.in

Packing Unit

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

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

11. MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS:-

- (a) The Board of Directors have approved a Policy on "Related Party Transactions" and also on dealing with Related Party Transactions and the same was reviewed by the Board of Directors on 07.02.2019. Further a statement on all related party transactions is presented before the Audit Committee on a quarterly basis for its review.

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 Note 13(ii)(a) of the significant accounting policies and notes to Financial Statements forming part of this Annual Report. 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.clsel.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 forming part of this Annual Report for the same.

(d) DISCLOSURE OF ACCOUNTING TREATMENT IN PREPARATION OF FINANCIAL STATEMENTS:-

The Company has complied with the Indian Accounting Standards (Ind AS) as laid down by the Institute of Chartered Accountants of India (ICAI) and notified by the Ministry of Corporate Affairs in preparation of its financial statements.

The Basis of preparation, measurement and accounting treatment are disclosed in significant accounting policies forming part of this Annual Report.

(e) DISCLOSURE REGARDING APPOINTMENT AND REAPPOINTMENT OF DIRECTORS :-

The disclosure regarding the appointment of Directors is given under the head Board of Directors forming part of the Report on Corporate Governance. The relevant details are also forming part of Notice calling AGM of the Company.

(f) 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.clseil.in

(g) CORPORATE SOCIAL RESPONSIBILITY:-

The detailed Annual Report on Corporate Social Responsibility is disclosed as **Annexure-D** in the Directors' Report section forming part of the Annual Report.

(h) 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 2013-14 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 2014-15 will be due to transfer to IEPF later this year. Shareholders who have not claimed their dividend for the Financial year 2014-2015 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. However members may apply for refund with the IEPF authority by making an application in the prescribed Form.

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.

(i) Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A).

The Company did not raise any funds through preferential allotment or qualified institutions placement during the year.

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 31.03.2022 does not contain any modified opinion.
- d) **Separate posts of Chairperson and MD/CEO:** Mr. Vijay Kumar Setia is the Managing Director and Chairman of the Company.

13. CERTIFICATE PURSUANT TO THE REGULATION 34 AND SCHEDULE V (C) (10) (I) OF SEBI LISTING REGULATIONS READ WITH SECTION 164 OF COMPANIES ACT, 2013 REGARDING QUALIFICATION/ DISQUALIFICATION TO ACT AS DIRECTOR HAS BEEN ATTACHED AS ENCLOSURE-1.

14. WHERE THE BOARD HAD NOT ACCEPTED ANY RECOMMENDATION OF ANY COMMITTEE OF THE BOARD WHICH IS MANDATORILY REQUIRED, IN THE RELEVANT FINANCIAL YEAR, THE SAME TO BE DISCLOSED ALONG WITH REASONS THEREOF :-

The Board accepted the recommendations of its Committees, wherever made, during the financial year 2021-22.

15. SHARE TRANSFER SYSTEM:

As per amendment in Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 transfer of securities would not be processed unless the securities are held in the dematerialized form with a depository with effect from April 1, 2019. The said amendment is not applicable for transmission (i.e. transfer of title of shares by way of inheritance / succession) and transposition (i.e. re-arrangement / interchanging of the order of name of shareholders) cases.

Therefore trading in equity shares of the Company through recognised Stock Exchange can be done only in dematerialised form. All communications regarding share certificates, change of address, dividends etc. should be addressed to Registrar and Share Transfer Agent of the Company. **The Company has delegated authority for approving transmission of shares to RTA and Company Secretary cum Compliance Officer of Company and a summary of all approved transmission etc. so approved by delegate officials, is placed in subsequent meeting of the Board for their noting, review and advise.**

All share transmissions are completed within statutory time limit from the date of receipt, provided the documents meet the stipulated requirement of statutory provisions in all respects. The Company obtains the certificate compliance for share transfer/transmission formalities as required under Regulation 40(9) and 40(10) of SEBI Listing Regulations, from a Company Secretary in whole time practice and filed the same with the Stock Exchange as well on half yearly basis and also placed before the Board of Directors of Company for noting, comments and advise.

16. SEBI COMPLAINTS REDRESS SYSTEM (SCORES):

The Investors' complaints are also being processed through the centralized web base complaint redressal system of SEBI. The salient features of SCORES are availability of centralized database of the complaints, uploading online action taken reports by the Company.

Through Scores the investors can view online, the action taken and current status of the complaints. SEBI vide its circular dated 26.03.2018 have streamlined the process of filing investor grievances in the SCORES in order to ensure speedy and effective resolution of complaints filed therein. The said circular can be accessed on the website of SEBI at the web4slink https://www.sebi.gov.in/legal/circulars/march/2018/investor-grievance-redress-mechanism-newpolicy-measures_38481.html

17. SHAREHOLDING PROFILE

Mode of Holding	As on 31 st March, 2022		As on 31 st March, 2021	
	No. of Shares	% to Equity	No. of Shares	% to Equity
Demat	51303962	99.17	512,71062	99.11
Physical	429588	0.83	431788	0.89
Total	51733550	100.00	51733550	100.00

18. DETAIL OF SHARES HELD BY DIRECTORS

Name of Directors	Shareholding as on 31/03/2022	Shareholding as on 31/03/2021
Sh. Vijay Kumar Setia	18213635	12413610
Sh. Rajeev Setia	18881775	13081750
Sh. Ankit Setia	158297	158297
Sh. Sankesh Setia	276100	276100
Sh. Sukarn Setia*	56029	56029

Mr. Sukarn Setia has given his resignation w.e.f 16.06.2022

*Mr. Chaman Lal Setia has given his resignation w.e.f 28.08.2020 from the post of Managing Director and Chairman,

*Due to death of Late Mr. Chaman Lal Setia on 15.07.2021, his shares has been transmitted to his sons named Mr. Vijay Kumar Setia and Mr. Rajeev Setia existing promoters of Company on 26.08.2021 and w.e.f 26.08.2021 post holding of Mr. Rajeev Setia is 18881775 and Mr. Vijay Kumar Setia is 18213635

19. 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 Exchanges, where the Company's shares are listed and is also placed before the Stakeholder Relationship Committee members and Board of Directors of the Company for noting, comments and advice. No discrepancies were noticed during these Audits.

20. 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.

21. 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.

22. 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 31st, 2022. 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.

23. REVIEW OF DIRECTOR'S RESPONSIBILITY STATEMENT :

The Board in its Report has confirmed that the annual accounts for the year ended 31st March, 2022 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.

24. 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.clseil.in

25. DETAILS OF DEMAT/ UNCLAIMED SUSPENSE ACCOUNT:

The Company does not have any shares in the demat suspense account or unclaimed suspense account.

26. AUDITOR REMUNERATION

The Company has appointed M/S. R Chopra & Associates, Chartered Accountants (Firm Registration No. 022992N) as the Statutory Auditor. The particulars of payment to Statutory Auditor by the Company during the financial year 2021-2022 are as below:-

Particulars	As at 31st March 2022 Amount (Rs. in lakhs)
Payment to Auditor includes:	
Statutory Audit Fees	2.5
Tax audit fees	1
Taxation Matters	1
GST Audit & other matters	0.5
Total	5



27. CREDIT RATINGS:-

Following are the details of Credit Rating :-

Facilities	Amount (Rs. Crore)	Rating
Long-Term Rating	Rs. 125 crore (Enhanced from Rs. 95 Crore)	CRISIL A-/Positive (Outlook revised from 'Stable' ; Rating Reaffirmed)

28. FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES:-

Pursuant to the provisions of Regulation 17(7) read with Part A of Schedule II of SEBI Listing Regulations, the Company placed before the Board of Directors on Quarterly basis, the quarterly details of Foreign Exchange Exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.

During the year 2021-22, the Company had managed the foreign exchange risk and hedged it to the extent considered necessary. The Company enters into forward contracts for hedging foreign exchange exposures against exports and imports.

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

The Company is committed to provide a protective environment at workplace for all its Employees' man and women to ensure that every Employee is treated with dignity and respect. 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.

For and on behalf of Board of Directors

sd/-

Vijay Kumar Setia
(Chairman & Managing Director)
DIN: 01125966

Place: Amritsar
Date: 31.08.2022

ANNUAL 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, 2022.

For and on behalf of the Board of Directors

Place: Amritsar
Date: 31.08.2022

Sd/-
Vijay Kumar Setia
(Chairman & Managing Director)
DIN : 01125966

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, Vijay Kumar Setia, Chairman & Managing Director and Mr. Rajeev Setia, Joint Managing 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, 2022 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, 2022 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 2021-2022 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.

Place: Amritsar
Date: 30.05.2022

Sd/-
Vijay Kumar Setia
(Managing Director)
(DIN- 01125966)

sd/-
Rajeev Setia
(Joint Managing Director
& Chief Financial Officer)
(DIN- 01125921)



ENCLOSURE -1

Directors List for CG Report 2021-2022

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

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

We have examined the relevant registers, records, returns and disclosures received from the Directors of Chaman Lal Setia Exports Ltd. having CIN L51909PB1994PLC015083 and having registered office at P.O Central Jail, Mirankot Road, Amritsar-143002 (hereinafter referred to as "the Company"), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Chaman Lal Setia Exports Ltd. for the Financial year ended on 31st March, 2022 have been debarred or disqualified from being appointed or from continuing as Directors of Companies by the Securities and Exchange Board of India or Ministry of Corporate Affairs or any such statutory authority to the best of my knowledge.

Sl. NO.	Name of Directors	DIN	Date of Appointment
1.	Mr. Vijay Kumar Setia	01125966	21/09/1994
2.	Mr. Rajeev Setia	01125921	21/09/1994
3.	Mr. Ankit Setia	01133822	30/09/2003
4.	Mr. Sankesh Setia	06620109	01/10/2013
5.	Mr. Raghav Peshawaria	01386434	29/09/2004
6.	Mr. Vijay Kumar Jhamb	07021080	13/10/2014
7.	Mrs. Amarjyoti Bagga	06958408	29/09/2014
8.	Mr. Arun Kumar Verma	08145624	29/05/2018
9.	Mrs. Pooja Kukar	08846984	28/08/2020
10.	Mrs. Shweta Setia*	09640081	16/06/2022
11.	Mr. Sukarn Setia**	01133561	28/09/2001

Mr. Sukarn Setia has given his resignation w.e.f 16.06.2022 from post of Directorship and Mrs. Shweta Setia has been appointed as an additional director w.e.f 16.06.2022 under non-executive Director category, however due to her expertise, skill and integrity Board of Directors in their Board Meeting held on 31.08.2022 approved her appointment as an executive Director subject to approval of shareholders in ensuing Annual General Meeting of Company

Ensuring the eligibility of for the appointment /continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Sunil Dhawan & Associates
sd/-
(Sunil Dhawan)
Proprietor
ACS :- 14500
COP NO. 3690
UDIN:-A014500D000882611

Date :- 31.08.2022
Place: Amritsar

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

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

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, 2022, 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, 2022.

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, as 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 and representations made by the Management, 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 for the year ended on 31st March, 2022.

We have been explained that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

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.

For R Chopra & Associates
Chartered Accountants

Sd/-
(Rakesh Chopra)
Prop.

Place : Amritsar
Date : 31.08.2022

M.No: 514576
FRN No. 022992N
UDIN:-22514576AQLPCZ8824

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF CHAMAN LAL SETIA EXPORTS LIMITED

1. Opinion

We have audited the accompanying financial statements of **CHAMAN LAL SETIA EXPORTS LTD.** ("the Company"), which comprises of Balance Sheet as at March 31st, 2022, 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 (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the Act) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2022, its profits (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

2. Basis for opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Our responsibilities under those Standards are further described in the 'Auditor' Responsibilities' for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion on the Standalone Financial Statements.

Key Audit Matters: -

3. Key Audit matters are those matters that, in our professional judgment, were of most significant in our audit of the financial statements of the current period.

These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report

Key audit matter	How our audit addressed the key audit matter
<p>Refer Note 4 in the Summary of significant accounting policies and other explanatory information</p> <p>The Company recognised an amount of Rs. 93249.03 lacs revenue for the year ended 31st March, 2022, as disclosed in Note 17 to the standalone financial statements.</p> <p>Revenue for the Company primarily comprises of, revenue from sale of rice either manufactured or traded.</p> <p>In accordance with Standards on Auditing, there is a presumed fraud risk relating to revenue recognition. Accordingly, occurrence and existence of revenue is a key focus area on account of the multiplicity of Company's products, multiple channels for sales, various categories of customers having varying terms of contracts and the volume of the sales made to them.</p> <p>Due to the above factors, we have identified testing of revenue recognition as a key audit matter.</p>	<ul style="list-style-type: none"> • Obtained an understanding of the process of each revenue stream, particularly of sale of rice and by products; • Evaluated the design and implementation and tested the operating effectiveness of controls over revenue recognition including around quantity sold, pricing and accounting of revenue transactions; • Performed substantive analytical procedures on revenue which includes ratio analysis and region wise analysis; • Evaluated the terms and conditions of the contracts, including incoterms, with customers to ensure that the revenue recognition criteria are assessed by the management in accordance with the accounting standards; • On a sample basis, tested revenue transactions recorded during the year, and revenue transactions recorded in the period before and after year-end with supporting documents, such as invoices, agreements with customers, proof of deliveries, and subsequent collection of payment;
<p>In accordance with Standards on Auditing, there is a presumed fraud risk relating to revenue recognition. Accordingly, occurrence and existence of revenue is a key focus area on account of the multiplicity of Company's products, multiple channels for sales, various categories of customers having varying terms of contracts and the volume of the sales made to them.</p> <p>Due to the above factors, we have identified testing of revenue recognition as a key audit matter.</p>	<ul style="list-style-type: none"> • Performed other substantive audit procedures including obtaining debtor confirmations on a sample basis, reviewed the subsequent collection of payment and proof of deliveries document of such selected debtors. Further, reconciling revenue recorded during the year with statutory returns; • Tested, on sample basis, manual journal entries recorded in revenue accounts, credit notes and claims, to the relevant approvals and the supporting documents; • Evaluated disclosures made in the financial statements for revenue recognition from sale of goods for appropriateness in accordance with the accounting standards.

<p>Refer Note 4 in the Summary of significant accounting policies and other explanatory information.</p> <p>Inventory of the Company consists primarily of variety of rice, paddy and their by-products, manufactured during the process of conversion of paddy into rice.</p> <p>The Company held inventories amounting to Rs. 32945.64 lacs as at 31st March 2022. which represent 59% of total Current Assets of the company and 53% Total Assets of The Company. The inventory primarily comprises of Paddy as raw material, packing such as Bardana/Empties material and finished goods in the form of rice and by-products. Inventory holding is generally significant considering the finished goods are aged for 4-6 months and also due to seasonality of the purchase of paddy. Such inventory is stored in plinths, godown, warehouses, silos, and storage bags. High quantity of inventory makes inventory physical verification an extensive procedure for the management, at the year end.</p> <p>The valuation of finished rice and by products is a comprehensive exercise and is carried out manually with the help of computer aided devices. The valuation process involves estimation around determination of –</p> <p>Determination of Weighted average Cost</p> <ul style="list-style-type: none"> • Allocable overheads and their absorption rates; • Determination of net realisable value of by products such as husk, bran, etc, and • Determination of net realisable value of the different variety of finished product. <p>Accordingly, existence and valuation of the yearend inventory balance, which is significant with respect to the total assets held by the Company, is considered to be one of the areas which required significant auditor attention owing to the complexity and judgements involved in the process of physical count and valuation.</p>	<ul style="list-style-type: none"> • Obtained an understanding of the management's process of inventory management and inventory physical verification performed subsequent to year-end; • Evaluated the design effectiveness of controls over inventory management process/ inventory physical verification and tested key controls for their operating effectiveness; • Reviewed the instructions given by senior management to stock count teams, including ensuring proper segregation of stock, use of calibration scales/charts, identification of damaged inventory, if any, etc.; • Obtained inventory records and results of management conducted count; • Reviewed reconciliation of differences, if any, between management physical count and inventory records, and tested the necessary adjustment made in the inventory records by the management; • Reviewing the Stock Auditor Report of an Independent Chartered Accountant M/s Goel Garg & Company on 31.03.2022 along with its valuation . • Valuation: • Obtained an understanding of management process of inventory valuation; • Evaluated design effectiveness of controls over inventory valuation process and tested key controls for their operating effectiveness; • Tested inputs into the valuation process from source documents general ledger accounts; • Tested reconciliation of opening inventory, purchase/ production, sales and year-end inventory to validate the amount of yield during the year and to identify any abnormal production loss; • Compared key estimates, including those involved in computation of allocable overheads and their absorption rate, to prior years and enquired reasons for any significant variations, • Checked net realisable value of by-products from actual sale proceeds near/ subsequent to the year-end; • Tested arithmetical accuracy of valuation calculations; and • Evaluated appropriateness of disclosure of inventory year-end balance in the financial statements.
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4. Information other than the Standalone Financial Statements and Auditors' Report thereon

The Company's Management and Board of Directors are responsible for the preparation of other information. The other information comprises the information included in the Company's annual report, but does not include the Standalone Financial Statements and our auditors report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information identified above, and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our Knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

5. 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.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

6 AUDITORS' RESPONSIBILITY FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our

opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the financial statements made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

7 Report :-

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our 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 31st, 2022
- (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.

8 REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ('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, to the extent applicable
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, the 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 31st, 2022, taken on record by the Board of Directors, none of the Directors are disqualified as on March 31st, 2022, 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 operating effectiveness of such controls, refer to our separate report in "**Annexure B**" to this report;
 - g. With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Section 197(16) of the Act, as amended: In our opinion, the managerial remuneration for the year ended 31.03.2022 has been paid/provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act.
 - h. In our opinion, the managerial remuneration for the year ended 31.03.2022 has been paid/provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act.
 - i. 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 as at 31.03.2022 on its financial position in its financial statements. Refer Note No. 8 to Notes of Accounts.
 - 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, 2022;
 - iv. a) The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



- b) The management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (a) and (b) above, contain any material misstatement.
 - v. The company has not declared or paid any dividend during the year.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For R Chopra & Associates
Chartered Accountants

(Rakesh Chopra)
Prop.

Place: Amritsar
Date: 30.05.2022

M.No.:- 514576
FRN No.:- 022992N
UDIN: 22514576AJXFFD2714

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 31st March 2022, we report the following :-

- (1) In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment
 - (b) The Company has maintained proper records showing full particulars of intangible assets;
 - (c) The Major Property, Plant and Equipment in a phased manner, which, in our opinion, is have been physically verified by the Management at reasonable intervals during the year and no material discrepancies were noticed on such verification
 - (d) According to the information and explanations furnished to us, the records examined by us and based on the examination of the conveyance deeds provided to us, we report that the Title Deeds, comprising of all the immoveable properties are held in the name of the Company as at the Balance Sheet date.
 - (e) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
 - (f) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended) and Rules made thereunder.
- (2)
 - (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification, coverage & procedure of such verification is reasonable and appropriate. No material discrepancies were noticed on such verification.
 - (b) The Company has been sanctioned working capital limits in excess of Rs. 5 crores in aggregate from Banks/ financial institutions on the basis of security of current assets. Quarterly returns / statements filed with such Banks/ financial institutions are in agreement with the books of account except very minor differences which are not material and hence not reported.

According to the information explanation provided to us, the Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence, the requirements under paragraph 3(iii) of the Order are not applicable to the Company.
- (3) In our opinion and according to the information and explanations given to us, the Company has not either directly or indirectly, granted any loan to any of its directors or to any other person in whom the director is interested, in accordance with the provisions of section 185 of the Act and the Company has not made investments through more than two layers of investment companies in accordance with the provisions of section 186 of the Act. Accordingly, provisions stated in paragraph 3(iv) of the Order are not applicable to the Company.
- (4) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the rules framed there under.
- (5) The provisions of sub-section (1) of section 148 of the Act are not applicable to the Company as the Central Government of India has not specified the maintenance of cost records for any of the products of the Company. Accordingly, the provisions stated in paragraph 3 (vi) of the Order are not applicable to the Company
- (6) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess have been regularly deposited by the company with appropriate authorities in all cases during the year.

- (7) According to the information and explanation given to us and examination of records of the Company, the outstanding dues of income-tax, goods and service tax, customs duty, cess and any other statutory dues on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount(in lacs)	Amount paid under protest(in lacs)	Period to which relates(Financial Year)	Forum which dispute is pending
Punjab Value Added Tax Act,2005	Value Added Tax/Cental sale Tax	7.91	1.97	2010-11	Commissioner Excise and Taxation
Punjab Value Added Tax Act,2005	Value Added Tax/Cental sale Tax	19.25	4.81	2011-12	Commissioner Excise and Taxation
Punjab Value Added Tax Act, 2005	Value Added Tax/Cental sale Tax	Not Determined	Not Determined		Hon'ble Punjab and Haryana High Court
Custom Act,1962	Penalty	17.50		2013-14	Custom Authorities,kandla

- (8) According to the information and explanations given to us, there are no transactions which are not accounted in the books of account which have been surrendered or disclosed as income during the year in Tax Assessment of the Company. Also, there are no previously unrecorded income which has been now recorded in the books of account. Hence, the provision stated in paragraph 3(viii) of the Order is not applicable to the Company.
- (9) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information explanation provided to us, no money was raised by way of term loans. Accordingly, the provision stated in paragraph 3(ix)(c) of the Order is not applicable to the Company.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the standalone¹ financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.
- (e) The Company does not have any subsidiary, associate or joint venture, hence reporting under the clause (ix) (e) of the order is not applicable to the Company.
- (f) The Company does not have any subsidiary, associate or joint venture, hence reporting under the clause (ix)(f) of the order is not applicable to the Company.
- (10) 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, partly or optionally convertible debentures during the year. Accordingly, the provisions stated in paragraph 3 (x)(b) of the Order are not applicable to the Company.
- (11) (a) During the course of our audit, examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company nor on the Company.
- (b) We have not come across of any instance of fraud by the Company or on the Company during the course of audit of the standalone¹ financial statement for the year ended March 31, 2022, accordingly the provisions stated in paragraph (xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, there are no whistle-blower complaints received by the Company during the year. Accordingly, the provisions stated in paragraph (xi)(c) of the Order is not applicable to company.

(12) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards except in case of following:

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

S.NO.	Name of Related Party	Relationship	Nature of Transaction	Amount In Rs. (For year ended 31.03.2021)	Amount outstan- g as on 31.03.2021 (In Rs.)	Amount in Rs. (For year ended 31.03.2022)	Amount out- standing as on 31.03.2022 (In Rs.)
1.	Shri Vijay Kumar Setia	Chairman Cum Manag- ing Director	Remunera- tion & Perks Interest	1,49,24,707 99,78,366	13,76,05,260 CR	1,97,58,423 1,69,96,027	21,86,29,261 Cr
2.	Shri Rajeev Setia	Joint Manag- ing Director & CFO	Remunera- tion & Perks Interest	1,57,78,394 1,44,84,509	20,06,36,884 CR	1,76,32,522 1,87,73,145	23,10,73,863 Cr
3.	Shri Sukarn Setia*	Executive Director	Remunera- tion & Perks Interest	13,60,167 13,49,593	1,02,58,658.48 DR	18,13,457 5,06,908	58,56,456 CR
4.	Shri Sankesh Setia	Executive Director	Remunera- tion & Perks Interest	82,32,194 7,30,396	14,47,298 CR	1,36,44,161 4,26,147	1,22,00,204 CR
5.	Shri Ankit Setia	Executive Director	Remunera- tion & Perks Interest	74,39,200 67,75,334	7,93,60,369 CR	1,13,90,270 59,67,011	7,71,12,083 CR
6.	Smt. Isha Setia	Director's Wife	Remunera- tion	6,00,000	NIL	6,00,000	32,008 CR`
7.	Smt. Richa Setia	Director's Wife	Remunera- tion	4,80,000	NIL	4,80,000	0
8.	Setia Rice Mills	Sister Concern	Lease Rent	3,00,000	28,32,434 DR	3,00,000	28,20,034 DR
9.	S.A Exports	Sister Concern	Rice Sale/ Job Work/ Rent	14,99,040	94,539 DR	6,94,847	2,94,393 DR
10.	AVN Group	Sister Concern	Lease Rent/others	2,15,03,982	8968.5 CR	2,11,83,840	3,31,000
11.	Star Exports	Sister Concern	Sale/Job work /Rental Income	3,24,46,604	59,64,721 CR	12,27,99,901	2,49,50,062 DR
12.	Select Exports	Sister Concern	Rice Pur- chase	11,48,650	63,34,177 CR	---	-----
13.	Virgo Overseas	Sister Concern	Basement Rent	-----	-----	2,40,270	2,40,270

*Mr. Sukarn Setia has given his resignation w.e.f 16.06.2022

13 (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered internal audit reports issued by internal auditors during our audit.

14 According to the information and explanations given to us, in our opinion during the year the Company has not entered into non-cash transactions with directors or persons connected with its directors and hence, provisions of section 192 of the Act are not applicable to company. Accordingly, the provisions stated in paragraph 3(xv) of the Order are not applicable to the Company

- 15 (a) In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph clause 3 (xvi)(a) of the Order are not applicable to the Company.
- (b) In our opinion, the Company has not conducted any Non-Banking Financial or Housing Finance activities without any valid Certificate of Registration from Reserve Bank of India. Hence, the reporting under paragraph clause 3 (xvi)(b) of the Order are not applicable to the Company.
- (c) The Company is not a Core investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Hence, the reporting under paragraph clause 3 (xvi)(c) of the Order are not applicable to the Company.
- (d) The Company does not have more than one CIC as a part of its group. Hence, the provisions stated in paragraph clause 3 (xvi)(d) of the Order are not applicable to the Company.
- 16 Based on the overall review of standalone financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Hence, the provisions stated in paragraph clause 3 (xvii) of the Order are not applicable to the Company.
- 17 There has been no resignation of the statutory auditors during the year. Hence, the provisions stated in paragraph clause 3 (xviii) of the Order are not applicable to the Company.
- 18 According to the information and explanations given to us and based on our examination of financial ratios, ageing and expected date of realisation of financial assets and payment of liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of audit report and the Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- 19 (a) According to the information and explanations given to us, the provisions of section 135 of the Act are applicable to the Company. The Company has made the required contributions during the year and there are no unspent amounts which are required to be transferred either to a Fund or to a Special Account as per the provisions of section 135 of the act read with schedule VII. Accordingly, reporting under clause 3(xx)(a) and clause 3(xx)(b) of the Order is not applicable to the Company.
- (b) In respect of ongoing projects, the Company has transferred unspent amount to a special fund within a period of thirty days from the end of the financial year in compliance section 135(6) of the said Act, except in respect of the following:
- (c) Details of CSR amount spent against ongoing projects for the financial year:

1	2	3	4	5		6	7	8	9	10	11
S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount allocated for the project	Amount spent in the current financial Year	Amount transferred to Unspent CSR Account for the project as per Section 135(6)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency
				State	District		(Rs)	(Rs)	(Rs)		
1.	CLSEL Swachh Bharat Abhiyan project (Preparing & Maintenance of toilets in villages Area Amritsar and in Karnal city)	Healthcare	Yes	Punjab & Haryana	Amritsar & Karnal	3 Years	9,00,000	1,00,000	8,00,000	YES	
2.	CLSEL Pilot Project for judicious use of pesticides & use of Drones Spray Technology	Promoting Social Welfare	YES	Haryana	Karnal	3 Years	15,00,000	1,00,000	14,00,000	YES	

1	2	3	4	5		6	7	8	9	10	11
S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project	Amount spent in the current financial Year	Amount transferred to Unspent CSR Account for the project as per Section 135(6)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency
				State	District		(Rs)	(Rs)	(Rs)		
3	CLSEL each one educate one project (Government School Debri, Karnal)	Promoting education & Social Welfare facilities	YES	Haryana	Karnal	3 Years	6,00,000	10,000	5,90,000	YES	
4	CLSEL each one educate one project (Government School Model Town, Karnal)	Promoting education & Social Welfare facilities	YES	Haryana	Karnal	3 Years	6,00,000	10,000	5,90,000	YES	
5	CLSEL each one educate one project (Kindriya Vidhlaya Govt. School, Karnal)	Promoting education & Social Welfare facilities	YES	Haryana	Karnal	3 Years	6,00,000	5,000	5,95,000	YES	
6	CLSEL each one educate one project (Govt. School Chirao Karnal)	Promoting education & Social Welfare facilities	YES	Haryana	Karnal	3 Years	6,00,000	5,000	5,95,000	YES	
7	CLSEL each one educate one project (Govt. School Parnami School, Karnal)	Promoting education & Social Welfare facilities	YES	Haryana	Karnal	3 Years	6,00,000	10,000	5,90,000	YES	
8	CLSEL Healthcare facilities in Sewa Bharti Haryana Parishad (installation of dialysis machines & allied instruments for free treatment of poor and needy people)	Promoting Healthcare facilities and Social Welfare	YES	Haryana	Karnal	3 Years	16,68,832	20,000	16,48,832	YES	
9	CLSEL Healthcare facilities in Trauma Centre, Civil Hospital Karnal/Kalpna Chawla Medical College (providing equipments/ medical facilities for cancer & other needy and poor people)	Promoting Healthcare facilities and Social Welfare	YES	Haryana	Karnal	3 Years	20,00,000	53,321	19,46,679	YES	
Total							90,68,832	3,13,321	87,55,511		

21 According to the information and explanations given to us, the Company does not have any Subsidiary, Associate or Joint Venture. Accordingly, reporting under clause 3(xxi) of the Order is not applicable.

For R Chopra & Associates
Chartered Accountants
sd/-

(Rakesh Chopra)
Prop.

Place: Amritsar
Date: 30.05.2022

M.No.:- 514576
FRN No.:- 022992N
UDIN: 22514576AJXFFD2714

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT – 31ST MARCH 2022

(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, 2022 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 unauthorized 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 31st March , 2022 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

Place: Amritsar
Date: 30.05.2022

sd/-
(Rakesh Chopra)
Prop.
M.No.:- 514576
FRN No.:- 022992N
UDIN: 22514576AJXFFD2714

BALANCE SHEET AS AT 31ST MARCH, 2022

(Amount in Rs. Lakhs unless otherwise stated)

Particulars	Refer Note No.	As at 31 March 2022	As at 31 March 2021
ASSETS			
Non-current assets			
1 (a) Property, plant and equipment	1	5,233.70	4,760.87
(b) Capital work in progress		624.63	523.21
(c) Intangible assets		5.29	8.09
(d) Other non-current assets	2	31.70	31.24
Total Non-Current assets		<u>5,895.32</u>	<u>5,323.41</u>
2 Current assets			
(a) Inventories	3	32,945.64	23,329.53
(b) Financial Assets			
(i) Investments	4	15.36	42.90
(ii) Trade receivables	5	17,344.95	11,847.14
(iii) Cash and cash equivalents	6	112.62	5,146.30
(iv) Other bank balances	7	530.93	1,174.85
(iv) Loans	8	89.72	221.89
(c) Other current assets	9	5,163.94	4,829.05
Total current assets		<u>56,203.16</u>	<u>46,591.66</u>
TOTAL ASSETS		<u>62,098.48</u>	<u>51,915.07</u>
II. EQUITY and LIABILITIES			
EQUITY			
(a) Equity Share capital	10	1,034.67	1,034.67
(b) Other Equity	11	<u>39,920.55</u>	<u>33,926.29</u>
Total equity		<u>40,955.22</u>	<u>34,960.96</u>
LIABILITIES			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	12	5,565.26	5,699.57
(b) Deferred tax liabilities (Net)		<u>150.31</u>	<u>134.49</u>
Total non-current liabilities		<u>5,715.57</u>	<u>5,834.06</u>
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	6,209.41	3,882.19
(ii) Trade payables	14		
Total outstanding dues of micro enterprises and small enterprises		297.58	64.02
Total outstanding dues of creditors other than micro enterprises and small enterprises		<u>2,367.43</u>	<u>1,412.00</u>
(b) Other current liabilities	15	1,551.09	1,185.61
(c) Short-term provisions	16	<u>5,002.18</u>	<u>4,576.23</u>
Total current liabilities		<u>15,427.69</u>	<u>11,120.05</u>
Total Equity and Liabilities		<u>62,098.48</u>	<u>51,915.07</u>

The accompanying accounting policies and notes on accounts form an integral part of the financial statement

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/-
VIJAY KUMAR SETIA
CHAIRMAN CUM MANAGING DIRECTOR
DIN : 01125966

sd/-
RAJEEV SETIA
JOINT MANAGING DIRECTOR & CFO
DIN : 01125921

PLACE : AMRITSAR
DATE : 30.05.2022

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

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2022

(Amount in Rs. Lakhs unless otherwise stated)

Particulars	Refer Note No.	AS AT 31 MARCH 2022	AS AT 31 MARCH 2021
I. Revenue from operations	17	93,249.03	85,149.42
II. Other income	18	387.03	330.68
III. Total Revenue		93,636.06	85,480.10
IV. Expenses:			
Cost of materials consumed	19	10,773.94	9,410.08
Purchases of Stock-in-Trade		64,142.35	51,670.95
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	20	-9,537.99	-2,278.52
Employee benefits expense	21	1,267.91	1,106.70
Finance costs	22	678.34	646.00
Depreciation and amortization expense	23	525.28	509.19
Other expenses	24	17,081.69	13,449.86
Total expenses		84,931.52	74,514.26
V. Profit before exceptional and extraordinary items and tax		8,704.54	10,965.84
VI. Exceptional items			
VII. Profit before extraordinary items and tax		8,704.54	10,965.84
VIII. Extraordinary Items			
IX. Profit before tax		8,704.54	10,965.84
X. Tax expense:			
(1) Current tax		2,190.93	2,760.04
(2) Deferred tax		15.82	5.20
XI Profit for the period from continuing operations		6,497.79	8,200.60
XII Profit from discontinuing operations			
XIII Tax expense of discontinuing operations			
XIV Profit from Discontinuing operations (after tax)			
XV Profit for the period		6,497.79	8,200.60
XVI Other comprehensive income		0.00	0.00
XVII Total comprehensive income		6,497.79	8,200.60
XVIII Earnings per equity share:			
(1) Basic (Rs.)		12.57	15.86
(2) Diluted (Rs.)		12.57	15.86

The accompanying accounting policies and notes on accounts form an integral part of the financial statement

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/-
VIJAY KUMAR SETIA
CHAIRMAN CUM MANAGING DIRECTOR
DIN : 01125966

sd/-
RAJEEV SETIA
JOINT MANAGING DIRECTOR & CFO
DIN : 01125921

PLACE : AMRITSAR
DATE : 30.05.2022

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

Statement of Changes In Equity

Statement of Changes In Equity

(Amount in Rs. Lakhs)

A	Equity share capital	
	Balance at 1 April 2020	1,034.67
	Changes in equity share capital	0
	Balance as at 31 March 2021	1,034.67
	Changes in equity share capital	0
	Balance as at 31 March 2022	1,034.67

B Other equity	Securities premium Reserve	Shares Forfeited Account	General reserve	Retained Earnings	Other comprehensive income	Total
Balances as on 1 April 2020	1,031.83	7.33	3,021.77	22,230.51	0	26,291.45
(+)Profit for the year				8,200.60	0	
(-)Dividends includind DDT				258.66	0	
(+)(-)Transfer To general reserve			820.06	820.06	0	
(+)Prior period tax/dividend adjustments				307.09	0	
Balance as at 31 March 2021	1,031.83	7.33	3,841.83	2,9045.30	0	33,926.29
(+)Profit for the year				6,497.79		
(-)Dividends includind DDT				289.70		
(+)(-)Transfer To general reserve			649.78	649.78		
(+)Prior period tax/dividend adjustments				213.83		
Balance as at 31 March 2022	1,031.83	7.33	4,491.61	34,389.78		39,920.55

CASH FLOW STATEMENT FOR YEAR ENDING 31.03.2022

(Amount in Rs. Lakhs)

Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
A) CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX AND EXTRAORDINARY ITEMS	8,704.54	10,965.84
ADJUSTMENT FOR:-		
DEPRECIATION/AMORTISATION	525.28	509.18
DEFERRED TAX LIABILITY	15.82	5.20
INTEREST RECEIVED/DIVIDEND	387.04	329.16
BAD DEBTS	5.64	1.94
FINANCE COST	678.35	646.00
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	9,542.59	11,799.00
ADJUSTMENT FOR:		
INCREASE/DECREASE IN TRADE RECEIVABLES	5,497.80	1,769.11
INCREASE /DECREASE IN INVENTORIES	9,616.11	2,021.20
INCREASE/DECREASE IN OTHER CURRENT ASSETS	441.22	64.35
INCREASE/DECREASE IN TRADE PAYABLES/OTHERS	2,008.10	872.53
CASH GENERATED FROM OPERATIONS	-3,122.00	7,071.81
DIVIDEND /ADJUSTED/OTHERS	503.53	570.95
DIRECT TAXES PAID	2,206.75	2,760.04
BAD DEBTS	5.64	1.94
CASH FLOW BEFORE EXTRAORDINARY ITEMS	-5,837.92	3,738.88
NET CASH FROM OPERATING ACTIVITIES:	-5,837.92	3,738.88
B) CASH FLOW FROM INVESTING ACTIVITIES		
PURCHASE OF FIXED ASSETS (NET)	1,096.73	1,109.57
SALE OF FIXED ASSETS	0.00	0.00
INCREASE/DECREASE IN LONG TERM ADVANCES	0.46	0.42
INCREASE IN OTHER NON CURRENT ASSETS	0.00	0.00
INTEREST RECEIVED/DIVIDEND	387.04	329.16
NET CASH USED IN INVESTING ACTIVITIES	-710.15	-780.83
C) CASH FLOW FROM FINANCING ACTIVITIES		
FINANCE COST	678.35	646.00
PROCEEDS/ REPAYMENT FROM BORROWINGS	2,165.20	2,784.28
INCREASE/DECREASE IN CURRENT INVESTMENTS	27.54	34.23
NET CASH FROM FINANCING ACTIVITIES	15,14.39	21,72.51
		0.00
NET INCREASE IN CASH AND CASH EQUIVALENTS	-5,033.68	5,130.56
CASH AND CASH EQUIVALENTS	5,146.30	15.74
(OPENING BALANCE)		
CASH AND CASH EQUIVALENTS	112.62	5,146.30
(CLOSING BALANCE)		

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/-
VIJAY KUMAR SETIA
CHAIRMAN CUM MANAGING DIRECTOR
DIN : 01125966

sd/-
RAJEEV SETIA
JOINT MANAGING DIRECTOR & CFO
DIN : 01125921

PLACE : AMRITSAR
DATE : 30.05.2022

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

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, 2022 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 : 30.05.2022

SCHEDULE OF DEPRECIATION AS ON 31ST MARCH, 2022

NOTE-1

(Amount in Rs. Lakhs)

PARTICULARS	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	BALANCE AS AT 01/04/2021	ADDITIONS	DISPOSAL	BALANCE AS AT 31/03/2022	BALANCE AS AT 01/04/2021	FOR THE YEAR	DISPOSAL DURING THE YEAR	BALANCE AT 31/03/2022	AS AT 31/03/2022
LAND	1,208.63	0.00		1,208.63	0.00			1,208.63	1,208.63
BUILDING:	3,014.93	219.94		3,234.87	859.52	127.85		2,247.50	2,155.41
FURNITURE & FIXTURES	42.31	2.21		44.52	33.24	2.55		8.73	9.07
OFFICE EQUIPMENTS	182.70	13.07		195.77	148.36	22.00		170.36	34.34
PLANT & MACHINERY:	3,410.52	637.09	22.41	4,025.20	2,328.30	258.63	9.00	2,577.93	1,082.22
VEHICLES:	872.81	139.64	11.20	1,001.25	622.94	86.09		709.03	249.87
OTHERS	216.94	7.37		224.31	192.21	28.16		220.37	21.33
TOTAL	8,948.84	1,019.32	33.61	9,934.55	4,184.57	525.28	9.00	4,700.85	4,760.87
CAPITAL WORK IN PROGRESS	523.21	924.20	822.78	624.63	0.00	0.00	0.00	0.00	523.21
total	9,472.05	1,943.52	856.39	10,559.18	4,184.57	525.28	9.00	4,700.85	5,858.33
									5,284.08

	CWIP As at 31 March 2022			Total
	Less than 1 year	1-2 years	2-3 years	3 Years
Projects in Progress	603.73	20.9		624.63
Total				

	CWIP As at 31 March 2021			Total
	Less than 1 year	1-2 years	2-3 years	3 Years
Projects in Progress	451.79	71.42		523.21
Total				

	Intangibles Assets As at 31 March 2022			Total
	Less than 1 year	1-2 years	2-3 years	More Than 3 years
Project	0.61		4.68	5.29

	Intangibles Assets As at 31 March 2021			Total
	Less than 1 year	1-2 years	2-3 years	More Than 3 years
Project	0.83		3.86	8.09

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note no. : 2

(Amount in Rs. Lakhs)

Other non current assets	As at 31 st March 2022	As at 31 st March 2021
Securities	31.70	31.24
Total	31.70	31.24

Note no. : 3 Inventories

Non-Inventories	As at 31 st March 2022	As at 31 st March 2021
a. Raw Materials	3,441.43	3,520.40
b. Finished goods	28,239.79	18,701.80
c. Packing Material	1,264.42	1,107.33
Total	32,945.64	23,329.53

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

Note no. : 4 Current Investments

Current Investments	As at 31 st March 2022	As at 31 st March 2021
PNB Gilts Ltd.	8.86	8.86
Mutual Funds	4.46	32.00
PNB Equity Shares (Fully Paid quoted)	2.04	2.04
Total	15.36	42.90

Note no. : 5 Trade Receivable

Trade Receivable	As at 31 st March 2022	As at 31 st March 2021
Trade receivables	17,344.95	11,847.14
Total	17,344.95	11,847.14

Note no. : 5(a) Trade Receivables

Trade Receivables	As at 31 March 2022						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 Years	
(i) Undisputed TradeReceivables-Considered Good	16,010.13	533.04	195.03	4.86	6.75	43.71	16,793.52
(ii) Undisputed Trade Receivables-Considered Doubtfull	-	-	-	-	-	-	-
(iii) Disputed TradeReceivables-Considered Good	-	-	-	112.59	208.79	15.03	336.41
(ii) Disputed Trade Receivables-Considered Doubtfull	-	-	-	94.06	73.04	47.92	215.02
Total	16,010.13	533.04	195.030	211.51	288.58	106.66	17,344.95

Note no. : 5(b) Trade Receivables

Trade Receivables	As at 31 March 2021						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 Years	
(i) Undisputed TradeReceivables-Considered Good	10,920.21	265.010	187.09	20.03	1.2	48.68	11,442.22
(ii) Undisputed Trade Receivables-Considered Doubtfull	-	-	-	-	-	-	-
(iii) Disputed TradeReceivables-Considered Good	-	-	-	149.86	15.03	16.13	181.02
(ii) Disputed Trade Receivables-Considered Doubtfull	-	0.13	92.57	67.65	0	63.55	223.90
Total	10,920.21	265.14	279.66	237.54	16.23	128.36	11,847.14

Note no. : 6 Cash and cash equilavents

Cash and cash equivalents	As at 31 st March 2022	As at 31 st March 2021
a. Cash on hand	10.47	8.05
b. Fixed Deposit	102.15	5,138.25
Total	112.62	5,146.30

Note no. : 7 Other Bank Balances

Other Bank Balances	As at 31 st March 2022	As at 31 st March 2021
a. Balances with Current Account	530.93	1174.85
Earmarked Balances (eg/- unpaid dividend accounts)	29.01	30.08
Total	530.93	1,174.85

Note no. : 8 Loans

Loans	As at 31 st March 2022	As at 31 st March 2021
a. Others (Staff Members)		
Secured, considered good		
Unsecured, considered good to staff	30.76	25.59
b .Advances other than staff	58.96	196.30
Total	89.72	221.89

Note no. : 9 Other current Assets

Other current Assets	As at 31 st March 2022	As at 31 st March 2021
Prepaid and Unexpired	82.28	38.12
Advance Tax/TDS	4,469.35	3,993.44
Gst/ Vat /Service Tax	602.58	786.71
Advance against pending appeal	9.65	9.65
Other Current Assets	0.08	1.13
Total	5,163.94	4,829.05

NOTE : 10 Share Capital

Share Capital	As at 31 st March 2022		As at 31 st March 2021	
Authorized, Issued & Paid up capital	Number of Shares	Amount	Number of Shares	Amount
Authorised Capital				
Equity Shares of 2/- each	6,00,00,000	12,00,00,000	6,00,00,000	12,00,00,000
Issued Capital				
Equity Shares of 2/- each	5,21,94,550	1043.89	5,21,94,550	1043.89
Subscribed & Paid up				
Equity Shares of 2/- each	5,17,33,550	1,034.67	5,17,33,550	1034.67

1. 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.
2. 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
3. No Share was reserved for issue under options and contracts.
4. No shares was bought back .
5. The shares of Directors/officers are fully paid up.
6. The Board has not recommended any dividend during the year.

Share Capital

(Amount in Rs. Lakhs)

Reconciliation of Share Capital				
Particulars	Equity Shares		Preference Shares	
	Number	AMOUNT	Number	Amount
Shares outstanding at the beginning of the year	5,17,33,550	1,034.67	0	0
Shares outstanding at the end of the year	5,17,33,550	1,034.67	-	-

List of Share holder holding more than 5 % share

Name of Shareholder	As at 31 st March 2022		As at 31 st March 2021	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
SH.VIJAY KUMAR SETIA	1,82,13,635	35.21	1,24,13,610	22.44
SH.RAJEEV SETIA	1,88,81,775	36.50	1,30,81,750	25.29

Share Capital

Share held by promoters at the end of the year			
Particulars	As at 31 st March 2022		
	No. of Shares held	% of Total shares	% Change during the year
Mr. Vijay Kumar Setia	1,82,13,635	35.21	11.21
Mr. Rajeev Setia	1,88,81,775	36.50	11.21
Mrs. Neelam Setia	3,06,400	0.59	-
Mr. Sankesh Setia	2,76,100	0.53	-
Mrs.Sushma Setia	3,02,300	0.58	-
Mr. Ankit Setia	1,58,297	0.31	-
Mr.Sukarn Setia	56,029	0.11	-
Mr. Jagjit Singh	3,850	0.01	-
Mr. Kali Ram Suresh KR	3,850	0.01	-
Mrs. Lajwanti	2,750	0.01	-
Mrs. Manju Ahuja	8,581	0.02	-
Mr. Manoj Ahuja	Nil	Nil	Nil

*Mr. Chaman Lal Setia has given his resignation w.e.f 28.08.2020 from the post of Managing Director and Chairman, *Due to death of Late Mr. Chaman Lal Setia on 15.07.2021, his shares has been transmitted to his sons named Mr. Vijay Kumar Setia and Mr. Rajeev Setia existing promoters of Company on 26.08.2021 and w.e.f 26.08.2021 post holding of Mr. Rajeev Setia is 18881775 and Mr. Vijay Kumar Setia is 18213635

Note no. : 11 Other equity

(Amount in Rs. Lakhs)

Other equity	As at	As at
	31 st March 2022	31 st March 2021
a. Securities Premium Account	1,031.83	1,031.83
b.Shares Forfeited account	7.33	7.33
c. General Reserves		
Opening Balance	3,841.83	3,021.77
(+) Current Year Transfer	649.78	820.06
Closing Balance	4,491.61	3,841.83
d. Surplus		
Opening balance	29,045.30	22,230.51
(+) Net Profit/(Net Loss) For the current year	6,497.79	8,200.60
(-)(+) Prior Period Tax/Dividend Adjustments	213.83	307.09
(-) Transfer to General Reserves	649.78	820.06
(-)Dividend Including Dividend Tax	289.70	258.66
Closing Balance	34,389.78	29,045.30
Total	39,920.55	33,926.29

Note no. : 12 Borrowings

Borrowings	As at 31st March 2022	As at 31st March 2021
<u>Secured</u>		
(a) Vehicle Loan	16.54	51.52
<u>Unsecured</u>		
(a) Directors' Deposits	5,548.72	5,648.05
Total	5,565.26	5,699.57

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 .There is no Secured Long Term Borrowings .

Note no. : 13 Borrowings

Short Term Borrowings	As at 31st March 2022	As at 31st March 2021
<u>Secured</u>		
(a) Loans repayable on demand		
From banks		
HDFC		
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	6,142.60	3,820.70
(b) Vehicle Loan	66.81	61.49
Total	6,209.41	3,882.19

Note no. : 14 Trade Payables

Trade Payables	As at 31st March 2022	As at 31st March 2021
Total outstanding dues of micro enterprised and small enterprises	297.58	64.02
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,367.43	1,412.00
Total	2,665.01	1,476.02

Note no. : 14(a) Trade payables

Trade payables	As at 31 March 2022				Total
	Less than 1 year	1-2 years	2-3 years		
(i) MSME	237.07	-	-	-	237.07
(ii) Others	2,347.98	9.47	9.98	-	2,367.43
(iii) Disputed Msme	-	56.83	3.68	-	60.51
(ii) Disputed Others	-	-	-	-	-
Total	2,585.05	66.30	13.66	-	2,665.01

Note no. : 14(b) Trade payables

Trade payables	As at 31 March 2021				Total
	Less than 1 year	1-2 years	2-3 years	3 Years above	
(i) MSME	64.02	-	-	-	64.02
(ii) Others	1,284.97	49.29	9.70	-	1,343.96
(iii) Disputed Msme	-	-	-	-	-
(iv) Disputed Others	68.04	-	-	-	68.04
Total	1,417.03	49.29	9.70	-	1,476.02

Note no. : 15 Other Current Liabilities

Other Current Liabilities	As at 31 st March 2022	As at 31 st March 2021
(a) TDS Payables	424.66	432.47
(b) Income received in advance	4.15	4.26
(c) Unpaid Dividends	35.94	37.01
(d) Other Payables	1,086.34	711.87
Total	1,551.09	1,185.61

Note no. : 16 Provisions

Provisions	As at 31 st March 2022	As at 31 st March 2021
(a) Provision for employee benefits		
Salary & Reimbursements	51.20	59.49
(b) Provision for tax	4,950.98	4,516.74
Total	5,002.18	4,576.23

Note no. : 17 Revenue from Operation

Revenue from Operation		
P&L (I)		
Particulars	As at 31 st March 2022	As at 31 st March 2021
Sale of products	91,364.53	84,572.84
Other operating revenues	1,884.50	576.58
Total	93,249.03	85,149.42

Note no. : 18 Other income

Particulars	As at 31 st March 2022	As at 31 st March 2021
Interest Income (in case of a company other than a finance company)	372.50	300.99
Misc Income	11.38	0.32
Rental Income	2.75	1.20
Dividend/Interest	0.40	1.29
Interest on Income Tax Refund (A.Y 2019-20)	0	26.88
Total	387.03	330.68

Note no. : 19 Cost of material consumed

Particulars	As at 31 st March 2022	As at 31 st March 2021
Cost of Raw material consumed		
Indigenous	10,773.94	9,410.08
Total	10,773.94	9,410.08

Note no. : 19A Particulars of material consumed

Particulars	As at 31 st March 2022	As at 31 st March 2021
Paddy	10,773.94	9,410.08
Total	10,773.94	9,410.08

Note no. : 20 Changes in Inventories of Finished Goods

Particulars	As at 31 st March 2022	As at 31 st March 2021
Inventories (at close)		
Finished Goods/Stock in trade	28,239.79	18,701.80
Inventories(at commencement)		
Finished Goods/Stock in trade	18,701.80	16,423.28
Total	-9,537.99	-2,278.52

Note no. : 21 Employee Benefit Expenses

Particulars	As at 31 st March 2022	As at 31 st March 2021
Employee benefits consist of;		
Salaries , Wages and Allowances	905.09	759.15
Commission To Directors	300.00	300.00
Contribution to:		
Gratuity fund/Provident Fund/Labour Fund	49.59	36.15
Staff welfare expenses/Training and Medical exp	13.23	11.40
Total	1,267.91	1,106.70

Note no. : 22 Finance Cost

Particulars	As at 31 st March 2022	As at 31 st March 2021
Bank charges	91.27	89.61
Interest	587.07	556.39
Total	678.34	646.00

Note-Interest Includes Director's Interest

Note no. : 23 Depreciation & Amortization Expenses

Particulars	As at 31 st March 2022	As at 31 st March 2021
Depreciation	525.28	509.19
Total	525.28	509.19

Other Expenses

Note no. : 24(1) Establishment Expenses

Particulars	As at 31 st March 2022	As at 31 st March 2021
These Includes the following		
Rent,Rate & Taxes	0.03	18.93
Postage,Telegram & Courier Charges	27.65	26.07
Printing, Stationery & Compter exp	14.68	7.76
Insurance Charges	165.42	242.65
Vehicle Running & Maintenance	41.03	29.23
Membership Fees & Subscription	3.29	4.33
Professional & Consultancy	59.40	52.14
Payment to Auditor	5.00	3.50
Travelling,Lodging,Boarding	119.33	44.49
Donation	0.42	0.34
CSR exp	82.08	77.65
General Exp	40.47	61.04
Total	558.80	568.14

Note no. : 24(2) Payment To Auditors

Particulars	As at 31 st March 2022	As at 31 st March 2021
These Includes the following		
Payment to Auditors includes:		
Statutory Audit Fees	2.5	1.5
Tax audit fees	1	0.5
Taxation Matters	1	1
GST Audit & Other Matters	0.5	0.5
Total	5.0	3.5

Note no. : 24(3) Selling and Distribution Expenses

Particulars	As at 31 st March 2022	As at 31 st March 2021
These Includes the following		
Commission	544.76	521.96
E.C.G.C Expenses	82.78	76.93
Advertisement & business promotion exp	151.79	52.04
Direct Export Expenses	1,0611.47	6,889.99
Brokerage	56.19	37.80
BAD Debts	5.64	1.94
Total	11,452.63	7,580.66

Note no. : 24 (4) Manufacturing Expenses

Particulars	As at 31 st March 2021	As at 31 st March 2020
Power & Fuel	368.02	382.76
Machinery Repair & Maintenance	157.98	216.14
Sheller Lease/Godown Lease expenses	250.60	237.27
Bardana Repair	28.74	26.46
Packing Expenses	802.04	706.92
Stacking, Weighing Loading etc	117.36	188.94
Packing Material/Empty Cost	3,051.87	3,188.02
Sample Testing	58.60	107.33
Fumigation	140.19	136.18
Other Repair	64.09	81.61
Security exp	30.76	29.43
Total	5,070.26	5,301.06
Grand Total Of Other Expenses	17,081.69	13,449.86

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2022

1. Company Overview

Chaman Lal Setia Exports Ltd is a Limited Company domiciled in India and was incorporated on 21.09.1994. Company has been running successfully into rice business since 1974. 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.

Disclosures under Ind AS are made only in respect of material items and in respect of the items that will be useful to the users of financial statements in making economic decisions.

The financial statements for the year ended 31st March 2022 (including comparatives) are duly approved by the Board on 30.05.2022.

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.

(2.1) Compliance with IND AS

The Company has adopted the Indian Accounting Standard ('IND AS') w.e.f. 01.04.2017. These financial statements have been prepared in accordance with the recognition and measurement principles stated therein and as prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and as amended from time to time and the other accounting principles generally accepted in India.

(2.2) Basis of Preparation

These financial statements are prepared under the historical cost convention except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities (including derivative instruments) measured at fair value (refer accounting policy regarding financial instruments)
- Defined benefit plans – plan assets measured at fair value

The financial statements are presented in Indian Rupees, except when otherwise indicated.

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).

(i) 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'.

(ii) 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.

3. Use of Estimates and Judgments

The preparation of the Financial Statements in conformity with Ind AS requires management to make certain assumptions, Judgements 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 Summary of Significant Accounting Policies :

4.1 Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made.

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties, if any. The Company recognizes revenue when it transfers control over a product or service to a customer.

To determine whether to recognize revenue, the Company follows a 5-step process:

- Identifying the contract with a customer
- Identifying the performance obligations
- Determining the transaction price
- Allocating the transaction price to the performance obligations
- Recognising revenue when/as performance obligation(s) are satisfied.

Export sales are recognized at exchange rate prevalent on the date of shipping bills.

Domestic sales are recognized net of discounts, Scheme on Sales, Sale Returns and GST.

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

Revenue in respect of Interest is measured as per effective interest method provided in IND-AS 109.

4.2 Dividend to equity shareholders

Dividend to equity shareholders is recognized as a liability and deducted from total 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.

Interest Income:-

Interest income is recognized using the time proportion method based on the rates implicit in the transaction.

4.3 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

4.4 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.

4.5 Tax Expense:-

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax

4.6 Current tax

Current tax is measured at the amount expected to be paid/ recovered to/from the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

4.7 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.

4.8 Employees Benefits

a. 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.

b. 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.

4.9 Property, Plant and Equipment including Intangible Assets:-

- a) 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 non refundable taxes or levies and any cost directly attributable to the acquisition/construction of those item and all incidental expenses.

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.

b) Capital Work in Progress

Property, Plant and equipment under construction are disclosed as 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.

d) De-recognition

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the statement of profit and loss when the item is derecognized.

4.10 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.

4.11 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.

4.12 Inventories

Raw materials, stores and spares and packing materials:-

Raw materials, stores and spares and packing materials are valued at lower of cost and net realizable value. However, these items are considered to be realizable at cost if the finished products, in which they will be used, are expected to be sold at or above cost. The cost is calculated on weighted average cost method and it comprises all costs incurred in bringing the inventories to their present location and condition and includes, where applicable, appropriate overheads based on normal level of activity. Obsolete, slow moving and defective inventories are identified at the time of physical verification and wherever necessary a provision is made.

4.13 Finished goods and by products

Finished goods are valued at lower of cost and net realisable value. Cost of inventories of finished goods includes cost of raw materials, direct and indirect overheads which are incurred to bring the inventories to their present location and condition. Cost is calculated on FIFO basis in case of raw material and Weighted average in case of finish goods. Discount and GST does not form part of cost in case of inventory.

By-products are valued at net realizable value.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

4.14 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.

4.15 Foreign Exchange 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

4.16 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.

4.17 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.

4.18 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.

4.19 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.

4.20 Earning Per Share

Basic earnings per share is calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year end, except where the results would be anti-dilutive. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

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 31.3.2022
8.
 - a) The Company's appeal with Commissioner Excise and Taxation, Punjab for the year 2010-11 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 2011-12 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 2010-2011 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 1750000/- on the alledged ground of containing higher Non Basmati Grain in one of the export lot.
9. Prior period items if any 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 have to the unpaid dividend account to the Investor Education and Protection Fund (IEPF) established by the Central Government.
12. The status of dividend remaining unclaimed as on 31.03.2022 is given here under:

YEAR	(Rupees in Lacs)
2014-2015	2.23
2015-2016	2.45
2016-2017	4.29
2017-2018	1.86
2018-2019	2.15
2019-2020	2.34
2020-2021	2.21

Note: Some of the year end balances of unclaimed dividend as stated above, has increased due to cancellation of drafts by bank being returned unpaid.

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 2013-14 and thereafter immediately. The Company had, accordingly, transferred Rs. 4,50,980/- being the unpaid and unclaimed dividend amount pertaining to Final Dividend for the financial year ended 2013--2014 to the Investor Education and Protection Fund of the Central Government.

13. 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:

	2021-22 (Rs.)	2020-21 (Rs.)
Contribution to Provident Fund	22,75,751	22,41,706
Contribution to Pension Scheme, Insurance scheme & ESI	8,02,253	11,30,811

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 2021-2022 Rs. 1880678 has been paid to LIC towards groups gratuity scheme of employees, however last year 2020-2021 Rs. 583097/- 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 :-

S.NO.	Name of the Related Party	Relationship	Nature of Transaction	Amount In Rs. (For year ended 31.03.2021)	Amount outstanding as on 31.03.2021 (In Rs.)	Amount in Rs. (For year ended 31.03.2022)	Amount outstanding as on 31.03.2022 (In Rs.)
1.	Shri Vijay Kumar Setia	Chairman Cum Managing Director	Remuneration & Perks Interest	1,49,24,707 99,78,366	13,76,05,260 CR	1,97,58,423 1,69,96,027	21,86,29,261 Cr
2.	Shri Rajeev Setia	Joint Managing Director & CFO	Remuneration & Perks Interest	1,57,78,394 1,44,84,509	20,06,36,884 CR	1,76,32,522 1,87,73,145	2,31,073,863 Cr
3.	Shri Sukarn Setia*	Executive Director	Remuneration & Perks Interest	13,60,167 13,49,593	1,02,58,658.48 DR	18,13,457 5,06,908	58,56,456 CR
4.	Shri Sankesh Setia	Executive Director	Remuneration & Perks Interest	82,32,194 7,30,396	14,47,298 CR	1,36,44,161 4,26,147	1,22,00,204 CR
5.	Shri Ankit Setia	Executive Director	Remuneration & Perks Interest	74,39,200 67,75,334	7,93,60,369 CR	1,13,90,270 59,67,011	7,71,12,083 CR
6.	Smt. Isha Setia	Director's Wife	Remuneration	6,00,000	NIL	6,00,000	32,008 CR
7.	Smt. Richa Setia	Director's Wife	Remuneration	4,80,000	NIL	4,80,000	0
8.	Setia Rice Mills	Sister Concern	Lease Rent	3,00,000	28,32,434 DR	3,00,000	28,20,034 DR
9.	S.A Exports	Sister Concern	Rice Sale/Job Work/Rent	14,99,040	94,539 DR	6,94,847	2,94,393 DR
10.	AVN Group	Sister Concern	Lease Rent/others	2,15,03,982	8,968.5 CR	2,11,83,840	3,31,000
11.	Star Exports	Sister Concern	Sale/Job work / Rental Income	3,24,46,604	59,64,721 CR	12,27,99,901	2,49,50,062 DR
12.	Select Exports	Sister Concern	Rice Purchase	11,48,650	63,34,177 CR	---	-----
13.	Virgo Overseas	Sister Concern	Basement Rent	-----	-----	2,40,270	2,40,270

*Mrs. Sukarn Setia has given his resignation with w.e.f 16.06.2022

(b) Interest on unsecured loans paid to directors during the year @ 9% p.a in the year 2022 s Rs. 46746994/- and in the year 2021 was Rs. 46605845/-

(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 2020-2021 = Rs. 15.86

EPS 2021-2022 = Rs. 12.57

(iv) Ind-AS-12 Deferred Taxes

In accordance with the Ind-AS-12 the deferred tax has been accounted for during the year ended 31.03.2022 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/liability asset related to current year is Rs.15,82,000/- (P.Y 5,22,000) and current outstanding as at 31.03.2022 is Rs. 1,50,31,595 /- (P.Y 1,34,49,595)

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.

14. 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:

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

15. Stores & Spares are charged to Profit & Loss at time of Purchase and no inventory in respect of these is being maintained.
16. The payment due to SSI unit cannot be confirmed in the absence of information regarding the status of concerned creditors.
17. Disclosure as per the requirement of Section 22 of the Micro, Small and Medium Enterprise Development Act, 2006:

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year	297.58	64.02
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year		
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006		
The amount of interest accrued and remaining unpaid at the end of each accounting year		
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.		
Total	297.58	64.02

- A) There are no specific claims from suppliers under interest on delayed payments covered under Small Scale & Ancillary Act, 1993.
- B) The identification of the micro, small & medium enterprises is based on management's knowledge of their status. The Company has received from some of the suppliers regarding their status under the MSMED Act 2006. Hence, disclosures, relating to amounts unpaid as at the year end, together with interest paid/ payable as required under the said act have made given.

18. 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:-

	31.03.2022	31.03.2021
Licensed Capacity (per hour)	12 MT	12 MT
Installed Capacity (per hour)	12 MTS	12 MT
Actual Production (In Qtls)	2,59,539	2,91,236

(B) Quantitative Stocks (In Qtls)

Opening Stock as at		Closing Stock as at	
01.04.2021	01.04.2022	31.03.2021	31.03.2022
333887	439158	439158	487409

(C) Expenditure in Foreign Exchange

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Value of Import of Capital Goods	1,23,62,226	3,09,10,376
Export Commission	5,44,75,787	52,156,159
Travelling Expenses	91,72,283	27,30,923
Ocean Freight	65,81,20,579	30,76,66,168

(D) Value of Exports (FOB)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
	7,43,81,41,055	7,35,71,42,854

(E) Raw Material Consumed:

31.03.2022	31.03.2021	31.03.2021	31.03.2020
Quantity	Value	Quantity	Value
4,06,926	1,07,73,93,892	4,53,763	94,10,08,999

19. Corporate Social Responsibility (CSR)

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The unspent CSR obligation has to be transferred either to a separate bank account of the company or to any fund included in Schedule VII of the Companies Act, 2013. Unspent amount pertaining to ongoing projects has to be transferred to a separate bank account of the company called 'unspent CSR account' and unspent amount pertaining to other than ongoing projects has to be transferred to any fund included in Schedule VII of the Companies Act, 2013. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, employment enhancement projects, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the Company as per the Act. The funds were primarily utilized through out the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

20. Previous years figures have been regrouped & rearranged where ever considered necessary

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/-
(VIJAY KUMAR SETIA)
CHAIRMAN CUM MANAGING DIRECTOR
DIN : 01125966

sd/-
(RAJEEV SETIA)
JOINT MANAGING DIRECTOR & CFO
DIN : 01125921

PLACE : AMRITSAR
DATE : 30.05.2022

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

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Infrastructure



Our Presence in the world



Certifications



Corporate Office: 472, Phase-3, Udyog Vihar, Gurugram, Haryana-122016

Registered Office: P.O. Central Jail, Mirankot Road, Amritsar-143002

Rice Mills: Kaithal Road, Karnal

Packing Unit: Gandhidham Gujarat

E-mail: clsel@rediffmail.com | **Website:** www.clsel.in