



NOTICE OF ANNUAL GENERAL MEETING CHAMAN LAL SETIA EXPORTS LTD.

(CIN No.: L51909PB1994PLC015083)
MiranKot Road, P.O. Central Jail, Ajnala Road, Amritsar-143002
Phone No. 0183-2592708, Fax No. 0183-2590453
Website: www.maharanirice.in Email: clsetia@rediffmail.com

NOTICE TO THE MEMBERS

Notice is hereby given that the 27th Annual General Meeting of the Members of CHAMAN LAL SETIA EXPORTS LTD. will be held on Wednesday, the 29th day of September, 2021 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 business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31.03.2021 together with the Reports of the Board of Directors and Auditors thereon.
2. To declare a Dividend on the Equity Shares for Financial Year ended on 31st March, 2021.
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 a Director in place of Mr. Sukarn Setia (Din: 01133561), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS :-

5. **To Revise remuneration of Mr. Vijay Kumar Setia (DIN:-01125966) Chairman and Managing Director and in this regard, to consider and if thought fit, to pass , the following resolution as a Special Resolution :**

"RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), read with Schedule V to the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification (s) or re-enactment thereof, for the time being in force) and pursuant to the Articles of Association of the Company and in consideration of recommendation of the Nomination and Remuneration Committee and approval of Board of Directors of Company (hereinafter referred to as "the Board" including any committee constituted by the Board) , the consent of the Members of the Company be and is hereby accorded for revision in remuneration of Mr. Vijay Kumar Setia (Din:- 01125966) Chairman and Managing Director of the Company from Rs. 4,00,000 per month to Rs. 8,00,000 per month w.e.f 01.04.2021 upon such terms and conditions as mentioned below:-

REMUNERATION

A) Fixed Compensation

Fixed Compensation shall include Basic Salary, the Company's Contribution to Provident Fund and Gratuity. The Basic Salary shall be Rs. 8, 00,000 per month, payable monthly

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

B) Variable Compensation

Commission will be as per the net profits of the Company 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, subject to the conditions that such payment shall be within the overall ceiling of the remuneration permissible under the Act.

C) Perquisites and Allowance

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

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

He shall not be paid any sitting fee for attending the meetings of the Board or any Committee thereof.

RESOLVED FURTHER THAT the Board of the Company be and hereby authorised to alter and vary the remuneration payable to Mr. Vijay Kumar Setia, as it may deem fit and as may be acceptable to Mr. Vijay Kumar 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 pursuant to regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, consent of the Members be and is hereby accorded for payment of remuneration to Mr. Vijay Kumar Setia (DIN : 01125966) as mentioned in the foregoing paragraphs, in the capacity of Chairman and Managing Director of Company, notwithstanding that the annual aggregate remuneration payable to Mr. Vijay Kumar Setia, Mr. Rajeev Setia, Mr. Ankit Setia, Mr. Sukarn Setia and Mr. Sankesh Setia directors of Company, who are also promoters or members of the promoter group, exceeds 5% of the net profit of the Company as calculated under Section 198 of the Act, in any year during the remaining tenure of his appointment and the approval of shareholders shall be valid during the remaining tenure of his appointment.

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

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

6. To Revise remuneration of Mr. Rajeev Setia (DIN:-01125921) Joint Managing Director & CFO of Company and in this regard, to consider and if thought fit, to pass , the following resolution as a Special Resolution :

“RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), read with Schedule V to the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification (s) or re-enactment thereof, for the time being in force) and pursuant to the Articles of Association of the Company and in consideration of recommendation of the Nomination and Remuneration Committee and approval of Board of Directors of Company (hereinafter referred to as “the Board” including any committee constituted by the Board) , the consent of the Members of the Company be and is hereby accorded for revision in remuneration of Mr. Rajeev Setia (Din:- 01125921) Joint Managing Director & CFO of the Company from Rs. 4,00,000 per month to Rs. 8,00,000 per month w.e.f 01.04.2021 upon such terms and conditions as mentioned below:-

REMUNERATION

A) Fixed Compensation

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

The Basic Salary shall be Rs. 8, 00,000 per month, payable monthly

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

B) Variable Compensation

Commission will be as per the net profits of the Company 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, subject to the conditions that such payment shall be within the overall ceiling of the remuneration permissible under the Act.

C) Perquisites and Allowance

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

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

He shall not be paid any sitting fee for attending the meetings of the Board or any Committee thereof.

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

RESOLVED FURTHER THAT pursuant to regulation 17(6) (e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, consent of the Members be and is hereby accorded for payment of remuneration to Mr. Rajeev Setia (DIN : 01125921), as mentioned in the foregoing paragraphs, in the capacity of the Joint Managing Director of the Company, notwithstanding that the annual aggregate remuneration payable to Mr. Rajeev Setia, Mr. Vijay Kumar Setia, Mr. Ankit Setia, Mr. Sukarn Setia and Mr. Sankesh Setia Directors of Company, who are also promoters or members of the promoter group, exceeds 5% of the net profit of the Company as calculated under Section 198 of the Act, in any year during the remaining tenure of his appointment and the approval of shareholders shall be valid during the remaining tenure of his appointment.

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

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

7. To Revise remuneration of Mr. Ankit Setia (DIN:-01133822) Executive Director and in this regard, to consider and if thought fit, to pass, the following resolution as a Special Resolution :

"RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), read with Schedule V to the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification (s) or re-enactment thereof, for the time being in force) and pursuant to the Articles of Association of the Company and in consideration of the recommendation of the Nomination and Remuneration Committee and approval of 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 increase in remuneration of Mr. Ankit Setia (Din:- 01133822) Executive Director of the Company from Rs. 2,00,000 per month to Rs. 4,00,000 per month w.e.f 01.04.2021 upon such terms and conditions as mentioned below

REMUNERATION

A) Fixed Compensation

Fixed Compensation shall include Basic Salary, the Company's Contribution to Provident Fund and Gratuity. The Basic Salary shall be Rs. 4, 00,000 per month, payable monthly

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

B) Variable Compensation

Commission will be as per the net profits of the Company 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, subject to the conditions that such payment shall be within the overall ceiling of the remuneration permissible under the Act.

C) Perquisites and Allowance

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

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

He shall not be paid any sitting fee for attending the meetings of the Board or any Committee thereof.

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

RESOLVED FURTHER THAT pursuant to regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, consent of the Members be and is hereby accorded for payment of remuneration to Mr. Ankit Setia (DIN : 01133822), as mentioned in the foregoing paragraphs, in the capacity of the Executive Director of the Company, notwithstanding that the annual aggregate remuneration payable to Mr. Ankit Setia, Mr. Vijay Kumar Setia, Mr. Rajeev Setia, Mr. Sukarn Setia and Mr. Sankesh Setia Directors of Company, who are also promoters or members of the promoter group, exceeds 5% of the net profit of the Company as calculated under Section 198 of the Act, in any year during the remaining tenure of his appointment and the approval of shareholders shall be valid during the remaining tenure of his appointment.

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, during the term of office of Mr. Ankit Setia as Executive Director, the Company may, subject to the requisite approvals, if required, pay him 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 here in conferred to any committee of directors to give effect to the aforesaid resolution."

8. To Revise remuneration of Mr. Sankesh Setia (DIN:-06620109) Executive Director and in this regard, to consider and if thought fit, to pass , the following resolution as a Special Resolution :

"RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), read with Schedule V to the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification (s) or re-enactment thereof, for the time being in force) and pursuant to the Articles of Association of the Company and in consideration of the recommendation of the Nomination and Remuneration Committee and approval of 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 increase in remuneration of Mr. Sankesh Setia (Din:- 06620109) Executive Director of the Company from Rs. 2,00,000 per month to Rs. 4,00,000 per month w.e.f 01.04.2021 upon such terms and conditions as mentioned below:-

REMUNERATION

A) Fixed Compensation

Fixed Compensation shall include Basic Salary, the Company's Contribution to Provident Fund and Gratuity. The Basic Salary shall be Rs. 4,00,000 per month, payable monthly

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

B) Variable Compensation

Commission will be as per the net profits of the Company 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, subject to the conditions that such payment shall be within the overall ceiling of the remuneration permissible under the Act.

C) Perquisites and Allowance

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

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

He shall not be paid any sitting fee for attending the meetings of the Board or any Committee thereof.

RESOLVED FURTHER THAT the Board of the Company be and hereby authorised to alter and vary the remuneration payable to Mr. Sankesh Setia, as it may deem fit and as may be acceptable to Mr. Sankesh 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 pursuant to regulation 17(6) (e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, consent of the Members be and is hereby accorded for payment of remuneration to Mr. Sankesh Setia (DIN : 06620109), as mentioned in the foregoing paragraphs, in the capacity of the Executive Director of the Company , notwithstanding that the annual aggregate remuneration payable to Mr. Rajeev Setia, Mr. Vijay Kumar Setia, Mr. Sankesh Setia, Mr. Sukarn Setia and Mr. Ankit



Setia Directors of Company, who are also promoters or members of the promoter group, exceeds 5% of the net profit of the Company as calculated under Section 198 of the Act, in any year during the remaining years tenure of his appointment and the approval of shareholders shall be valid during the remaining years tenure of his appointment.

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, during the term of office of Mr. Sankesh Setia an executive Director, the Company may, subject to the requisite approvals, if required, pay him 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."

For and on behalf of the Board of Directors

Sd/-

Vijay Kumar Setia

Chairman & Managing Director

Din :- 01125966

Place:Amritsar

Date:28.08.2021

IMPORTANT NOTES:

1. In view of second wave of Covid-19 pandemic, social distancing norms and restrictions on movement of persons at several places in the country and pursuant to General Circular Nos.14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021, respectively issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars') and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/ P/2020/79 and SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated May 12, 2020 and January 15, 2021, respectively issued by the Securities and Exchange Board of India (collectively referred to as 'SEBI Circulars'), holding of the Annual General Meeting ('AGM') through VC/OAVM, without the physical presence of the Members, is permitted. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Listing Regulations'), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC/ OAVM which does not require physical presence of members at a common venue. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM. The detailed procedure for participation in the meeting through VC/OAVM is as per the instructions given below and available at the Company's website www.maharanirice.in
2. The relative Explanatory Statements, pursuant to Section 102 of the Act, in respect of the Special Business 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 (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, CSR 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 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.

5. 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 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.
6. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020 and MCA circular dated No. 2/2021 dated 13th January, 2021.
7. In compliance with the aforesaid MCA Circulars and SEBI Circulars, the Notice of the 27th AGM along with Annual Report 2020-2021 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 2020-21 will also be available on the website of Company i.e. www.maharanirice.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 27th AGM and the Annual Report for the year 2020-21 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.
8. An Explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013 ("Act"), which sets out details relating to Special Businesses set out in item Nos. 5 to 8 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 .
9. The requirement to place the matter relating to the appointment of Auditors for ratification by Members at every Annual General Meeting has been done away with vide notification dated 7th May, 2018 issued by the Ministry of Corporate Affairs, Accordingly, no resolution is proposed for ratification of appointment of Auditor, who was appointed from the conclusion of the 23rd Annual General Meeting held on 28.09.2017.
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 attending the Meeting, only such joint holder whose name stands first or higher (as the case may be) will be entitled to vote.
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.maharanirice.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 up dated their bank account details and wish to avail such facility in future are requested to up date 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 Thursday 23rd September, 2021 to Wednesday 29th September, 2021 (both days inclusive) for the purpose of Annual General Meeting.
22. The Board of Directors has recommended a Dividend in their Board Meeting held on 31.05.2021 @28% i.e. Rs.0.56 per Equity Share of face value of Rs. 2/- each for the Financial year ended March 31, 2021, that is proposed

to be paid on and from 29.09.2021, subject to approval of shareholders at the 27th Annual General Meeting and further payment will be done as per the mandate registered with the Company or with their respective Depository Participants. In the event the Company is unable to pay the dividend to any Member directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/Bankers' cheque/demand draft to such Member, at the earliest once the normalcy is restored.

23. Electronic copy of all the documents referred to in the accompanying Notice of the 27th AGM and the Explanatory Statement be available for inspection up to the 27th Annual General Meeting in the Investor Section of the website of the Company at www.maharanirice.in.
24. Pursuant to Finance Act, 2020, dividend in come will be taxable in the hands of the shareholders w.e.f. 1st April, 2020 and the Company is required to deduct tax at source ("TDS") from dividend paid to shareholders at the prescribed rates in the Income Tax Act, 1961 ("the IT Act"). For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. In general, to enable compliance with TDS requirements, Members are requested to complete and/or up date their Residential Status, PAN, Category as per the IT Act with their Depository Participants or in case shares are held in physical form, with the Company/RTA.
25. Pursuant to the provisions of Section 124 of the Companies Act, 2013, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended from time to time) (IEPF Rules), any amount of dividend that remains unpaid or unclaimed for a period of seven years from the date of transfer of the same to Company's Unpaid Dividend Account is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. Accordingly during the year the Company has transferred the amount of dividend declared for financial year ended 31.03.2013 to the Investor Education and Protection Fund (IEPF). Shareholders who have not encashed the dividend warrant(s) so far in respect of financial year 31.03.2014 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 2013-2014 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 03, 2021. In terms of the said IEPF Rules, the Company has uploaded the information in respect of the Unclaimed Dividends in respect of respective financial years on the website of the Company viz. www.maharanirice.in under "Investors Section" and same information has also been uploaded on the website of IEPF viz. www.iepf.gov.in
26. 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 15500 equity Shares which belongs to total 14 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.
27. 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.
28. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
29. 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 Wednesday, 22nd September, 2021.
30. Mr. Sukarn Setia and Mr. Sankesh Setia – Directors liable to retire by rotation and, being eligible, offer themselves for re- appointment at the Annual General Meeting. Brief resume of the said Directors is given below:-

NAME	MR. SUKARN SETIA	MR. SANKESH SETIA
Director Identification Number	01133561	06620109
AGE	41 YEARS	34
DOB	19.09.1980	31.07.1987
Designation	Executive Director	Executive Director
Qualification	Commerce Graduate & Diploma holder in import & export from shilling University London	Graduate
Date of Appointment on the Board	28.09.2001	29.09.2014
EXPERTISE IN SPECIFIC AREA	Marketing Strategies	Expert in export marketing
Shareholding in Chaman Lal Setia Exports Ltd. as on 31.03.2021	56029	276100
Directorship/Memberships/ Chairmanships of Board Committees in Other Companies as on 31.03.2021	NONE	NONE
Inter-se relationships between Directors & Key Managerial Personnel	Mr. Sukarn 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 Mr. Sankesh 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. Sukarn Setia and Mr. Ankit Setia.
No. of Board Meeting Attended	4	5

31. Process For Members Opting For E-Voting are given below. The Members are requested to go through them carefully.
32. **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 27th 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.
33. 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.
34. 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.
35. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.maharanirice.in and on the website of CDSL <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.

36. 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:

- (i) The remote e-voting facility begins on 26.09.2021 from 10:00 a.m. and ends on 28.09.2021 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. 22.09.2021, 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	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	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 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. 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
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	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.

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

(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 UserID
 - a. For CDSL: 16 digits beneficiaryID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits ClientID,
 - 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-into 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 vote done 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 other than individual Shareholders holding share in demat.
PAN	Enter your 10 digital alphanumeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	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)	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
	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, share holders holding shares in demat form will now reach ' Password Creation' menu where in 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) Share holder scan also cast their vote using CDSL's mobile app "m-Voting". Them-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- (i) Additional facilities 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.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - 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. 22.09.2021

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 tolsetia@rediffmail.com/beetalrta@gmail.com.
2. 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. Share holder 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 afore said 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 24.09.2021 to 27.09.2021. Those share holders 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 27.09.2021 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 FOR E-VOTING DURING THE AGM 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, Mafatal Mill Compounds, NM 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 BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO.5:-

Mr. Vijay Kumar Setia is one of the Promoter and is associated with the Company since its inception. Mr. Vijay Kumar Setia is Chairman and Managing Director of Company. Ever since his Directorship in the Company has made tremendous strides as reflected by the present prosperous position of the Company. Mr. Vijay Kumar Setia is having vast experience of around 44 years in the field of Rice Industries. He is having specialization in Quality controlling, Production and technical difficulties.

Keeping in view of involvement of Mr. Vijay Kumar Setia, Chairman and Managing Director of Company and also increased responsibilities to meet the challenges of competition, the Board of Directors at their meeting held on 31.03.2021, on the recommendation of the Nomination & Remuneration Committee, has approved the revision in remuneration of Mr. Vijay Kumar Setia (Din No. 01125966) Chairman and Managing Director of Company from Rs. 400000 per month to Rs. 800000 per month w.e.f 01.04.2021, thus in accordance with the provisions of section 197 of the Companies Act, 2013 and rules made there under approval of Shareholders are required for passing a Special Resolution as set out at Special Business under Item No. 5 for the year ending March 31, 2021.

Further, in terms of Regulation 17 (6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 issued on May 9, 2018 ("Amended Listing Regulations"), the remuneration payable to Executive Directors who are promoters and members of promoter group, shall be subject to the approval of the shareholders by Special Resolution in General Meeting, if, the aggregate annual remuneration payable to directors who are promoters or members of the promoter group, exceeds 5% of the net profits of the Company, as calculated under section 198 of the Act, where there is more than one such director.

In order to comply with the requirement of Amended Listing Regulations and on recommendation of the Nomination and Remuneration Committee and the Board of Directors, approval of Members is sought for paying his remuneration even if the annual aggregate remuneration payable to Mr. Vijay Kumar Setia, Mr. Rajeev Setia, Mr. Sukarn Setia, Mr. Sankesh Setia and Mr. Ankit Setia, Directors of Company, who are also promoters or members of the promoter group, exceeds 5% of the net profit of the Company, as calculated under section 198 of the Companies Act, in any year during the 5 years tenure of his appointment.

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

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

Mr. Vijay Kumar Setia (Din 01125966) may be deemed to be concerned or interested in this resolution. Mr. Ankit Setia (Din:- 01133822), Mr. Rajeev Setia (Din : 01125921), Mr. Sukarn Setia (DIN:01133561) and Mr. Sankesh Setia (Din:-06620109) Directors of Company and relatives of Mr. Vijay Kumar 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 is, in any way, concerned or interested, financially or otherwise in the Resolution set out at Item No. 5 of the Notice calling AGM.

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

ITEM NO.6:-

Mr. Rajeev Setia is one of the Promoter and is associated with the Company since its inception. Mr. Rajeev Setia is Joint Managing Director & CFO of Company Ever since his Directorship in the Company has made tremendous strides as reflected by the present prosperous position of the Company. Mr. Rajeev Setia is having vast experience of around 43 years in the field of Rice Industries. He is having specialization in Banking, Export Marketing and Finance Controller.

Keeping in view of involvement of Mr. Rajeev Setia, Joint Managing Director & CFO of Company and also increased responsibilities to meet the challenges of competition, the Board of Directors at their meeting held on 31.03.2021, on the recommendation of the Nomination & Remuneration Committee, has approved the remuneration of Mr. Rajeev Setia (Din No. 01125921) Joint Managing Director & CFO of Company from Rs. 400000 per month to Rs. 800000 per month w.e.f 01.04.2021, thus in accordance with the provisions of section 197 of the Companies Act, 2013 and rules made there under approval of Shareholders are required for passing a Special Resolution as set out at Special Business under Item No. 6 for the year ending March 31, 2021.

Further, in terms of Regulation 17 (6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 issued on May 9, 2018 ("Amended Listing Regulations"), the remuneration payable to Executive Directors who are promoters and members of promoter group, shall be subject to the approval of the shareholders by Special Resolution in General Meeting, if, the aggregate annual remuneration payable to directors who are promoters or members of the promoter group, exceeds 5% of the net profits of the Company, as calculated under section 198 of the Act, where there is more than one such director.

In order to comply with the requirement of Amended Listing Regulations and on recommendation of the Nomination and Remuneration Committee and the Board of Directors, approval of Members is sought for paying his remuneration even if the annual aggregate remuneration payable to Mr. Rajeev Setia, Mr. Vijay Kumar Setia, Mr. Sankesh Setia, Mr. Sukarn Setia and Mr. Ankit Setia, Directors of Company, who are also promoters or members of the promoter group, exceeds 5% of the net profit of the Company, as calculated under section 198 of the Companies Act, in any year during the remaining tenure of his appointment.

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

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

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

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

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

ITEM NO.7:-

Mr. Ankit Setia is Executive Director of Company. Ever since his Directorship in the Company has made tremendous strides as reflected by the present prosperous position of the Company. Mr. Ankit Setia is having vast experience of around 18 years in the field of Rice Industries. He is having specialization in Export Marketing, Quality Controlling and Production. Keeping in view of involvement of Mr. Ankit Setia, Executive Director of Company and also increased responsibilities to meet the challenges of competition, the Board of Directors at their meeting held on 31.03.2021, on the recommendation of the Nomination & Remuneration Committee, has approved the remuneration of Mr. Ankit Setia (Din:- 01138822) Executive Director of Company from Rs. 200000 per month to Rs. 400000 per month w.e.f 01.04.2021, thus in accordance with the provisions of section 197 of the Companies Act, 2013 and rules made there under approval of Shareholders are required for passing a Special Resolution as set out at Special Business under Item No. 7 for the year ending March 31st, 2021.

Further, in terms of Regulation 17 (6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 issued on May 9, 2018 ("Amended Listing Regulations"), the remuneration payable to Executive Directors who are promoters and members of promoter group, shall be subject to the approval of the



shareholders by Special Resolution in General Meeting, if, the aggregate annual remuneration payable to directors who are promoters or members of the promoter group, exceeds 5% of the net profits of the Company, as calculated under section 198 of the Act, where there is more than one such director.

In order to comply with the requirement of Amended Listing Regulations and on recommendation of the Nomination and Remuneration Committee and the Board of Directors, approval of Members is sought for paying his remuneration even if the annual aggregate remuneration payable to Mr. Ankit Setia, Mr. Rajeev Setia, Mr. Sankesh Setia, Mr. Sukarn Setia and Mr. Vijay Kumar Setia, Directors of Company, who are also promoters or members of the promoter group, exceeds 5% of the net profit of the Company, as calculated under section 198 of the Companies Act, in any year during the remaining tenure of his appointment.

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

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

Mr. Ankit Setia (Din: 01133822) may be deemed to be concerned or interested in this resolution. Mr. Rajeev Setia (Din: 01125921), Mr. Vijay Kumar Setia (Din: 01125966), Mr. Sukarn Setia (DIN: 01133561) and Mr. Sankesh Setia (Din: 06620109) Directors of Company and relatives of Mr. Ankit Setia may be deemed to be concerned or interested in this resolution.

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

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

ITEM NO.8:-

Mr. Sankesh Setia is one of the Promoter and is associated with the Company since its inception. Mr. Sankesh Setia is Executive Director of Company. Ever since his Directorship in the Company has made tremendous strides as reflected by the present prosperous position of the Company. Mr. Sankesh Setia is having vast experience of around 14 years in the field of Rice Industries. He is having specialization in Export Marketing and quality Control.

Keeping in view of involvement of Mr. Sankesh Setia, Executive Director of Company and also increased responsibilities to meet the challenges of competition, the Board of Directors at their meeting held on 31.03.2021, on the recommendation of the Nomination & Remuneration Committee, has approved the remuneration of Mr. Sankesh Setia (Din No. 06620109) Executive Director of Company from Rs. 200000 per month to Rs. 400000 per month w.e.f 01.04.2021, thus in accordance with the provisions of section 197 of the Companies Act, 2013 and rules made there under approval of Shareholders are required for passing a Special Resolution as set out at Special Business under Item No. 8 for the year ending March 31st, 2021.

Further, in terms of Regulation 17 (6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 issued on May 9, 2018 ("Amended Listing Regulations"), the remuneration payable to Executive Directors who are promoters and members of promoter group, shall be subject to the approval of the shareholders by Special Resolution in General Meeting, if, the aggregate annual remuneration payable to directors who are promoters or members of the promoter group, exceeds 5% of the net profits of the Company, as calculated under section 198 of the Act, where there is more than one such director.

In order to comply with the requirement of Amended Listing Regulations and on recommendation of the Nomination and Remuneration Committee and the Board of Directors, approval of Members is sought for paying his remuneration even if the annual aggregate remuneration payable to Mr. Sankesh Setia, Mr. Rajeev Setia, Mr. Vijay Kumar Setia, Mr. Sukarn Setia and Mr. Ankit Setia, Directors of Company, who are also promoters or members of the promoter group, exceeds 5%

of the net profit of the Company, as calculated under section 198 of the Companies Act, in any year during the remaining tenure of his appointment.

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

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

Mr. Sankesh Setia (Din 06620109) may be deemed to concerned or interested in this resolution. Mr. Ankit Setia (Din:-01133822) , Mr. Vijay Kumar Setia (Din : 01125966), Mr. Sukarn Setia (DIN:01133561) and Mr. Rajeev Setia (Din:-01125921) Directors of Company and relatives of Mr. Sankesh 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 is, in any way, concerned or interested, financially or otherwise in the Resolution set out at Item No. 8 of the Notice calling AGM.

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

For and on behalf of the Board of Directors

Place:Amritsar
Date:28.08.2021

sd/-
Vijay Kumar Setia
Chairman & Managing Director
Din :- 01125966