

# Chaman Lal Setia Exports Ltd.

(A Govt. Recognised Star Export House)

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

Ajnala Road, Amritsar-143002 India

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

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

E. Mail : [setiarice@yahoo.com](mailto:setiarice@yahoo.com), [clsetia@rediffmail.com](mailto:clsetia@rediffmail.com)

CIN No. : L51909PB1994PLCO15083

ISO 22000 : 2005  
Certified Co.

Dated: 12.07.2025

To  
The Manager,  
Bombay Stock Exchange Limited  
Floor 25, P.J. Towers  
Dalal Street  
Mumbai-400001  
Scrip Code: - 530307

The Manager,  
National Stock Exchange of India Limited  
“Exchange Plaza” Plot No. C/1, G. Block  
Bandra-Kurla Complex,  
Bandra (E)  
Mumbai - 400051  
Symbol: - CLSEL Series: EQ

Ref: - Disclosure under Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

## Subject: Intimation of Postal Ballot Notice of the Company

Dear Sir/Madam,

Further to our intimation dated 03.07.2025 and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Sections 108 & 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, we are enclosing herewith Postal Ballot Notice of the Company along with the explanatory statement, seeking approval of the members of the Company, by way of remote e-voting process for the following matter:-

| ITEM NO. | DESCRIPTION  | Type of Resolution |
|----------|--|--------------------|
| 1.       | Re-appointment of Mrs. Pooja Kukar (DIN: 08846984) as an Independent Director of the Company for a second term of five consecutive years w.e.f. 28.08.2025 | Special            |
| 2.       | Re-appointment and remuneration of Mr. Vijay Kumar Setia (DIN: 01125966) as a Chairman and Managing Director of the Company                                | Special            |
| 3.       | Re-appointment and remuneration of Mr. Rajeev Setia (DIN: 01125921) as a Joint Managing Director of the Company  | Special            |

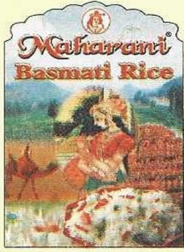
### RICE MILLS

Kaithal Road,  
Karnal.  
Tel : 0184-2990758

Visit us at :  
[www.cisel.in](http://www.cisel.in)

### RICE MILLS

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CIN No. : L51909PB1994PLCO15083



Notice is being sent only by electronic mode to those members whose names appear on the Register of Members / List of Beneficial Owners as on 04.07.2025 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company/RTA/Depositories. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for the purpose of providing remote e-voting facility to all its members.

The **remote e-voting** period shall commence **from 10:00 a.m. (IST) on Tuesday, 15.07.2025 onwards** and ends at 5.00 **P.M. (IST) on Wednesday 13.08.2025**. The remote e-voting module shall be disabled for voting thereafter. Once the vote on the resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.

Based on the Scrutinizer's Report, the results of the remote e-voting by postal ballot will be announced within 2 (Two) working days from conclusion of the e-voting. The said results along with the Scrutinizer's Report would be intimated to the Stock Exchanges, i.e. "The BSE Limited ("BSE")" and "The National Stock Exchange of India Limited ("NSE")", where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website [www.clset.in](http://www.clset.in) and on the website of Central Depository Services (India) Limited ("CDSL") [www.evotingindia.com](http://www.evotingindia.com).

You are requested to take above information on record.

Thanking You

For Chaman Lal Setia Exports Ltd.

(Kanika Nevatia)

Company Secretary & Compliance Officer

ACS: 29680

**RICE MILLS**

Kaithal Road,  
Karnal.

Tel : 0184-2990758

Visit us at :

[www.clset.in](http://www.clset.in)

**RICE MILLS**

Meeran Kot Road,  
P. O. Central Jail, Amritsar.

Tel : 0183-2590318, 0183-2592708

# CHAMAN LAL SETIA EXPORTS LTD.

(CIN No.: L51909PB1994PLC015083)

Mirankot Road, P.O. Central Jail, Ajnala Road, Amritsar-143002

Tel. 0183-2592708, FaxNo. 0183-2590453

Website: [www.clsel.in](http://www.clsel.in) Email: [clsetia@rediffmail.com](mailto:clsetia@rediffmail.com)

## POSTAL BALLOT NOTICE

[Pursuant to Sections 110 and 108 of the Companies Act, 2013, read with the Companies (Management & Administration) Rules, 2014 and amendments thereto]

Dear Member(s),

**NOTICE** is hereby given that the resolution set out below are proposed to be passed by the members of Chaman Lal Setia Exports Limited (“**Company**”) by means of Postal Ballot through Remote E-voting only, pursuant to the provisions of Sections 108 and 110 and all other applicable provisions of the Companies Act, 2013 (“**Act**”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”) (*including any statutory modification(s) or re-enactment(s) thereof, for the time being in force*) and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs, *inter-alia*, for holding general meetings/conducting Postal Ballot process through e-Voting vide General Circulars Nos. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022, 11/2022 and 09/2023, 09/2024 dated April 8, 2020, April 13, 2020, May 5, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 and September 19, 2024, respectively (collectively referred to as “**MCA Circulars**”), read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 03, 2024 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), Secretarial Standards issued by the Institute of Company Secretaries of India on General Meeting (“**SS-2**”), and other applicable laws and regulations, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), to the members of **Chaman Lal Setia Exports Limited** (“**Company**”) through Postal Ballot, for voting via remote e-voting process only (“**remote e-voting**”), to seek their approval for the special business.

An explanatory statement pursuant to Section 102, 110 and other applicable provisions, if any, of the Act, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed herewith for your consideration.

Pursuant to the MCA Circulars and Section 110 of the Act and the Rules made thereunder, the Company is sending this Postal Ballot Notice (“**Notice**”) along with explanatory statement and Remote E-voting instructions only through electronic mode to all those members, whose e-mail addresses are registered with the Company/Registrar and Share Transfer Agent (“**RTA**”) or Depository/Depository Participants and whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the National Securities Depository Limited (“**NSDL**”)/Central Depository Services (India) Limited (“**CDSL**”) as on 04.07.2025 (“**Cut-off date**”).

Each member’s voting rights shall be in proportion to his/her share of the paid-up equity share capital of the Company as on Cut-off date, which will only be considered to avail the facility of remote e-Voting.

In compliance with the requirements of the MCA Circulars, physical copy of Notice along with Postal Ballot Forms and pre-paid business reply envelope are not being sent to the members for this Postal Ballot and they are required to communicate their assent or dissent through the remote E-voting system only.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with applicable rules framed thereunder, the Company is pleased to provide remote e-voting facility to all its members, to enable them to cast their votes electronically. The

Company has engaged the services of Central Depository Services (India) Limited (“**CDSL**”) for the purpose of providing e-voting facility to enable the members to cast their votes electronically.

The e-voting facility is available from Tuesday 15.07.2025 [from 10:00 a.m. (IST)] onwards till Wednesday, 13.08.2025 [upto 5.00 P.M. (IST)]. Members are requested to peruse the proposed resolution along with the explanatory statement, carefully read the instructions in the Notes to this Notice and cast their vote electronically by indicating Assent (For) or Dissent (Against) for the said Resolution not later than 05:00 p.m. (IST) on Wednesday, August 13<sup>th</sup>, 2025 (the last day to cast vote electronically). Remote e-Voting will be blocked immediately thereafter and will not be allowed beyond the said date and time. For this purpose, please read the instructions for remote e-voting.

The Company has appointed M/s Sunil Dhawan & Associates, Practicing Company Secretary, Amritsar to act as a Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Scrutinizer will submit his final report and other papers within the prescribed time to Chairman & Managing Director or Company Secretary of the Company after completion of scrutiny of the e-voting.

The results of the Postal Ballot/e-voting along with the Scrutinizers’ Report shall be displayed on the Company’s website i.e. www.clse.in, and shall also be communicated to the Stock Exchanges on which shares of the Company are listed, i.e., BSE Limited and National Stock Exchange of India of Limited respectively, within two (2) working days from the conclusion of remote e-voting.

You are requested to pursue the proposed resolutions along with the explanatory statement and thereafter record your assent or dissent by means of remote e-voting facility, as provided by the Company.

#### **SPECIAL BUSINESS:**

##### **Item No. 1:**

#### **Re-appointment of Mrs. Pooja Kukar (DIN: 08846984) as an Independent Director of the Company for a second term of five consecutive years w.e.f. 28.08.2025**

To consider, and if thought fit, to pass, the following Resolution as **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modifications or re-enactments thereof for the time being in force and on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mrs. Pooja Kukar (DIN:08846984), who was appointed as an Independent Director of the Company for a term of five years up to 27.08.2025 and is eligible for being re-appointed as an Independent Director, who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing her candidature for the office of a director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years, i.e. 28<sup>th</sup> August, 2025 up to 27<sup>th</sup> August, 2030.

**RESOLVED FURTHER THAT** the Board of Directors or any duly constituted Committee of the Board (‘Committee’) and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things, as may be necessary, proper and/or expedient to give effect to this resolution.

##### **Item No. 2:**

#### **Re-appointment and remuneration of Mr. Vijay Kumar Setia (DIN: 01125966) as a Chairman and Managing Director of the Company**

To consider, and if thought fit, to pass, the following Resolution as **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 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 on the recommendation of the Nomination and Remuneration Committee to the Board of Directors and approval thereof by 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 re-appointment of Mr. Vijay Kumar Setia (DIN: 01125966), as Chairman & Managing Director, for a further period of 5 (five) years with effect from **28.08.2025 to 27.08.2030** (both days inclusive ) and payment of revised remuneration to him amounting to ` 15,00,000/- per month, on the following revised key terms and conditions including remuneration:-

## REMUNERATION

### A) Fixed Compensation

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

The Basic Salary shall be ` 15,00,000/- 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 based on sales determined in accordance with the relevant provisions of the Companies Act, 2013 at a rate to be determined by the Board of Directors from time to time.

### C) Perquisites and Allowance

In addition to the Fixed Compensation, he will be entitled to the following allowances, perquisites, benefits, facilities and amenities as decided by the Board of Directors from time to time 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 as decided by the Board of Directors from time to time.
- c) Group Insurance cover, Group Medi-claim cover.
- d) Company car with driver for official use.
- e) Free telephone facility payment/reimbursement of telephone expenses as decided by the Board of Directors from time to time.
- f) Contribution to Provident Fund, Superannuation Fund and Gratuity Fund shall be as decided by the Board of Directors from time to time.
- g) Other Perquisites, Allowances, benefits and amenities as approved by the Board from time to time.
- h) Educational expenses of family.
- 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) Bonus as decided by Board of Directors from time to time
- k) Credit Card Facility

**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 Managing Director of Company, notwithstanding that the annual aggregate remuneration payable to Mr. Vijay Kumar Setia, Mr. Rajeev Setia, Mr. Ankit 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 five year tenure of his appointment and the approval of shareholders shall be valid during the five year tenure of his appointment.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is 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** 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, 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 is 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.”

**Item No. 3:**

**Re-appointment and remuneration of Mr. Rajeev Setia (DIN: 01125921) as a Joint Managing Director of the Company**

To consider, and if thought fit, to pass, the following Resolution as **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 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 on the recommendation of the Nomination and Remuneration Committee to the Board of Directors and approval thereof by 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 re-appointment of Mr. Rajeev Setia (DIN: 01125921) as a Joint Managing Director of Company, for a further period of 5 (five) years with effect from **28.08.2025 to 27.08.2030** (both days inclusive) and payment of revised remuneration to him amounting to ` 15,00,000/- per month, on the following revised key terms and conditions including remuneration:-

**REMUNERATION**

**A) Fixed Compensation**

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

The Basic Salary shall be ` 15,00,000/- 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 based on sales determined in accordance with the relevant provisions of the Companies Act, 2013 at a rate to be determined by the Board of Directors from time to time.

**C) Perquisites and Allowance**

In addition to the Fixed Compensation, he will be entitled to the following allowances, perquisites, benefits, facilities and amenities as decided by the Board of Directors from time to time 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 of medical/hospitalization expenses for the Joint Managing director and his family as decided by the Board of Directors from time to time.
- c) Group Insurance cover, Group Medi-claim cover.
- d) Company car with driver for official use.
- e) Free telephone facility payment/reimbursement of telephone expenses as decided by the Board of Directors from time to time.
- f) Contribution to Provident Fund, Superannuation Fund and Gratuity Fund shall be as decided by the Board of Directors from time to time.
- g) Other Perquisites, Allowances, benefits and amenities as maybe approved by the Board from time to time.
- h) Educational expenses of family.
- 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) Bonus as decided by Board of Directors from time to time
- k) Credit Card Facility

**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 Joint Managing Director of Company, notwithstanding that the annual aggregate remuneration payable to Mr. Vijay Kumar Setia, Mr. Rajeev Setia, Mr. Ankit 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 5 year tenure of his appointment and the approval of shareholders shall be valid during the 5 years tenure of his appointment.

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

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

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is 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.”

By order of the Board  
For **Chaman Lal Setia Exports Ltd.**

**Place: Gurugram**  
**Dated: 03.07.2025**

**(Vijay Kumar Setia)**  
**Managing Director**  
**(DIN: 01125966).**

**NOTES:-**

1. The Explanatory Statement pursuant to Section 102 and 110 of the Companies Act read with Rule 22 of the Rules, setting out material facts concerning the Resolution and the reasons thereof is annexed hereto and forms part of this Postal Ballot Notice.

2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those members whose names appear on the Register of Members / List of Beneficial Owners as on Friday, 04<sup>th</sup> July, 2025 (“Cut-Off Date”) received from the Depositories and whose e-mail address is registered with the Company/RTA/Depositories. Voting rights are reckoned on the basis of the shares registered in the name of members / beneficial owners as on the cut-off date.
3. This Postal Ballot Notice will also be available on the Company's website at [www.clsel.in](http://www.clsel.in), websites of the Stock Exchanges, that is, BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com). Members who do not receive the Postal Ballot Notice may download the same from above mentioned websites. As per the MCA Circulars, physical copy of this Postal Ballot Notice, Postal Ballot form and pre-paid business reply envelope are not being sent to the members for this Postal Ballot.
4. In compliance with the provisions of Sections 108 and Rules made thereunder, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), MCA Circulars and SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-voting Facility provided by Listed Entities, SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolution electronically. The Company has engaged the services of CDSL to provide remote e-voting facility to its members. The instructions for e-voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote.
5. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Cut-off date.
6. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the remote e-voting process. Members whose names appear on the Register of Members / List of Beneficial Owners as on the Cut Off Date will only be considered eligible for the purpose of e-Voting. A person who becomes a member after the Cut-Off Date should treat this notice for information purpose only.
7. The remote e-voting period commences from 10.00 a.m. (IST) on Tuesday July 15<sup>th</sup>, 2025 and ends at 5.00 p.m. (IST) on Wednesday 13<sup>th</sup> August, 2025. The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently.
8. Institutional / Corporate Members shall be entitled to vote through their authorized representatives. Institutional / Corporate Members are requested to send a proof of authorisation (Board Resolution/ Power of Attorney/Authority Letter etc.) in favour of their authorized representatives by sending an email to the scrutinizer at [krishi.2003@gmail.com](mailto:krishi.2003@gmail.com) with a copy marked to Company at [clsetia@rediffmail.com](mailto:clsetia@rediffmail.com) not later than 5.00 p.m. on Wednesday August 13<sup>th</sup>, 2025. Also, a scanned copy of the proof of authorisation, should be uploaded in PDF format in the CDSL e-Voting system for the scrutinizer to verify the same.
9. The MCA has taken a ‘Green Initiative in Corporate Governance’ by allowing companies to send documents to their members in electronic mode. To support this green initiative and to receive communication from the Company in electronic mode, members who have not registered their e-mail ID and are holding equity shares in physical mode are requested to contact Beetal Financial & Computer Services Private Limited, the Registrar and Share Transfer Agent of the Company and register their e-mail ID. Members holding equity shares in demat mode is requested to contact their respective Depository Participants (“DP”) for the same.
10. The Resolution, if passed by requisite majority, will be deemed to have been passed on the last date of e-voting i.e. Wednesday, 13.08.2025
11. The documents referred to in this Postal Ballot Notice and the Explanatory Statement will be available for inspection electronically until last date of remote e-voting. Members seeking to inspect the same can send an email from their registered email, to the Company at [www.clsel.in](http://www.clsel.in).

**INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING**

The manner of voting by (a) individual shareholders holding shares of the Company in demat mode, (b) Shareholders other than individuals, holding shares of the Company in demat mode and shareholders holding securities in physical mode and c) Shareholders who have not registered their e-mail address/mobile, is explained in the instructions given herein below:

**THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:**

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 voting period begins on Tuesday, 15.07.2025 from 10:00 a.m. onwards and ends on Wednesday, 13.08.2025 till 05:00 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 (04.07.2025) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) 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.

**Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

- (iii) 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 **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 Depository | 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 users to login to Easi / Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon & My Easi New (Token) Tab. |

|  |  |
|--|--|
|  | <p>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 &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</p>   |
| <p>Individual Shareholders holding securities in demat mode with NSDL Depository</p> | <p>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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a>.</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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.</p> <p>For OTP based login you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> |

|   |   |
|---|---|
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP) | 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. |
|---|---|

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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911 |
| 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000                  |

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

- (vi) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

- 1) Click on “Shareholders” module.
- 2) 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.
- 3) Next enter the Image Verification as displayed and Click on Login.  
If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 4) If you are a first-time user follow the steps given below:

|     |   |
|-----|---|
|     | For Physical shareholders and other than individual shareholders holding shares in Demat.   |
| PAN | 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"> <li>• 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.</li> </ul> |

|  |   |
|--|---|
| Dividend Bank Details<br>OR<br>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. <ul style="list-style-type: none"> <li>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.</li> </ul> |
|--|---|

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) 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.
- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xi) 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.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) 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.
- (xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xviii) Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto: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 will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, 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 mandatory 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; to the scrutinizer at [krishi.2003@gmail.com](mailto:krishi.2003@gmail.com) with a copy marked to Company at [clsetia@rediffmail.com](mailto: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.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.**

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 Company/RTA email id.
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.
4. If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911

**EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013 AND REGULATION 36(3) OF THE SEBI LISTING REGULATIONS:**

The following statement sets out all material facts relating to the special business mentioned in this Notice:

**ITEM NO. 1****Re-appointment of Mrs. Pooja Kukar (DIN: 08846984) as an Independent Director of the Company for a second term of five consecutive years w.e.f. 28.08.2025**

As per the provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), an independent Director can hold office for a term of up to 5 (Five) consecutive years on the Board of a Company and can be re-appointed for one more term with approval of shareholders by way of a special resolution. As their respective first term as an Independent Director nears ends on 27.08.2025, pursuant to recommendation of the Nomination & Remuneration Committee and pursuant to the performance evaluation of Mrs. Pooja Kukar as a Member of the Board; (b) her background, experience and contribution to the Board deliberations, her continued association would be beneficial to the Company, the Board, at its meeting held on 03.07.2025, proposed to recommend to the shareholders the re-appointment of Mrs. Pooja Kukar an Independent Director of the Company, not liable to retire by rotation, for second term of five consecutive years effective from 28.08.2025.

The Company has also received notice in writing from a member under Section 160 of the Act proposing the candidature of Mrs. Pooja Kukar for the office of Directors of the Company.

Mrs. Pooja Kukar is aged 44 years is an innovative executive. She did her graduation from Punjab University. She is having experience of more than 17 years in marketing, finance and Management.

Mrs. Pooja Kukar is not related to any Director of Company. She is not a director in any other Company and further She is not a Member/ Chairman of Committee in any other Company.

In the opinion of the Board, she fulfils the conditions specified in the Act and the SEBI Listing Regulations and is independent of the management.

The Company has also received declaration from Mrs. Pooja Kukar that she meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations.

Mrs. Pooja Kukar has confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and qualification of Directors) Rules, 2014 with respect to her registration with the data bank of Independent Directors maintained by the IICA.

In accordance with the provisions of the Act and Regulation 25 of the SEBI LODR Regulations, an Independent Director can be appointed for a second term of 5 years subject to the approval of the members of the Company by way of a special resolution.

Also, in terms of the provisions of Sections 149 and 152 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014, an Independent Director shall not be liable to retire by rotation.

In view of this, it is proposed to appoint Mrs. Pooja Kukar as an Independent Director on the Board of the Company for a second term of five consecutive years, not liable to retire by rotation, commencing from August 28<sup>th</sup>, 2025 to August 27<sup>th</sup>, 2030.

Accordingly, consent of the members is sought for passing special resolution as set out in this item of the Notice for appointment of Mrs. Pooja Kukar as an Independent Director of the Company.

Mrs. Pooja Kukar (DIN: **08846984**) is not debarred from holding the office of Director by virtue of any SEBI, MCA order or any other such authority.

A brief profile of Mrs. Pooja Kukar and her information as required under the SEBI Listing Regulations and Secretarial Standard-2 has been provided in **Annexure-A** to the Notice.

Mrs. Pooja Kukar (DIN: **08846984**) is not disqualified from being appointed as Director in terms of Section 164 of the Act, as amended from time to time.

Except Mrs. Pooja Kukar (DIN: **08846984**), being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives, is concerned or interested, financially or otherwise, in the special resolution set out at Item No. 1.

The Board recommends the Resolution at Item no. 1 of the Notice for approval by the members of the Company as a Special Resolution respectively.

## **ITEM NO. 2**

### **Re-appointment and remuneration of Mr. Vijay Kumar Setia (DIN: 01125966) as Chairman and Managing Director of the Company**

Mr. Vijay Kumar Setia is one of the Promoters and is associated with the Company since its inception. Ever since his Directorship in the Company has made tremendous strides as reflected by the present prosperous position of the Company. The existing term of the office of Mr. Vijay Kumar Setia (DIN: 01125966) as a Managing Director of Company will expire on 27.08.2025.

Accordingly, the Board of Directors have proposed the re-appointment of Mr. Vijay Kumar Setia as Managing Director of the Company for a further period of five years commencing from 28.08.2025 upon the terms and conditions as set out in the resolution mentioned in this item of the notice.

Since he is 72 years old, a special resolution is being proposed for his appointment in accordance with provisions of Companies Act 2013.

The personal profile of Mr. Vijay Kumar Setia is given as **Annexure-B** in Postal Ballot Notice.

These particulars also constitute 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.

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. 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.

Mr. Vijay Kumar Setia, is not disqualified from being appointed as Director in terms of Section 164 of the Act and he satisfy all the conditions for being eligible for his re-appointment.

Mr. Vijay Kumar Setia (DIN: 01125966) may be deemed to concerned or interested in this resolution. Mr. Ankit Setia (DIN: 01133822), Mr. Rajeev Setia (DIN:- 01125921) 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. 2 of the Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 2 of the Notice for approval by the members.

**ITEM NO. 3****Re-appointment and remuneration of Mr. Rajeev Setia (DIN: 01125921) as Joint Managing Director of Company**

Mr. Rajeev Setia is one of the Promoters and is associated with the Company since its inception. Ever since his Directorship in the Company has made tremendous strides as reflected by the present prosperous position of the Company. The existing term of the office of Mr. Rajeev Setia (DIN: 01125921) Joint Managing Director & CFO of Company will expire on 27.08.2025.

Accordingly, the Board of Directors have proposed the re-appointment of Mr. Rajeev Setia as Joint Managing Director of the Company for a further period of five years commencing from 28.08.2025 upon the terms and conditions as set out in the resolution mentioned in this item of the notice.

Since he has attained the age of 70 years, a special resolution is being proposed for his appointment in accordance with provisions of Companies Act 2013.

The personal profile of Mr. Rajeev Setia is given as **Annexure-C**, in Postal Ballot Notice.

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

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 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. 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.

Mr. Rajeev Setia, is not disqualified from being appointed as Director in terms of Section 164 of the Act and he satisfy all the conditions for being eligible for his re-appointment.

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) 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. 3 of the Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 3 of the Notice for approval by the members

**BY ORDER OF THE BOARD OF DIRECTORS  
FOR CHAMAN LAL SETIA EXPORTS LTD.**

Sd/-

**(Vijay Kumar Setia)**

**Chairman & Managing Director**

**DIN: 01125966**

**Place: Gurugram  
Dated: 03.07.2025**

## ANNEXURE-A

**Details of the Director seeking appointment as required under the SEBI Listing Regulations and Secretarial Standard-2**

| <b>S. No.</b> | <b>Particulars</b>   | <b>Details</b>  |
|---------------|--|---|
| 1.            | Name of Director   | <b>Mrs. Pooja Kukar</b> (DIN: 08846984)   |
| 2.            | Date of Birth  | 08.01.1981  |
| 3.            | Age  | 44 years  |
| 4.            | Date of first Appointment on the Board   | 28.08.2020  |
| 5.            | Nature of expertise in specific functional area  | Mrs. Pooja Kukar is a young member in the Board and an innovative executive. She did her graduation from Punjab University. She is having experience of more than 17 years in marketing, finance and Management.  |
| 6.            | Number of Board Meetings attended during the financial year                            | 6   |
| 7.            | Terms and conditions of appointment / re-appointment including Remuneration to be paid | <p>Re-appointment as an Independent Director for a further term of five consecutive years, not liable to retire by rotation.</p> <p>She will be entitled for sitting fee for attending the Board/Committee meetings, as approved by the Board.</p> <p>She would also be entitled for Commission, as may be approved by the Board and members, in terms of the provisions of the Act and the SEBI Listing Regulations.</p> |
| 8.            | Number of shares held in the Company including shares held as a Beneficial Owner       | Nil   |
| 9.            | Relationship with other Directors/ KMPs  | None  |
| 10.           | Directorships held in other Companies as on 31.03.2025                                 | Nil   |
| 11.           | Committee Membership/Chairpersonship held in other Listed Companies                    | None  |
| 12.           | Resignation from listed companies in the past three years                              | None  |

## ANNEXURE-B

| S. NO. | PARTICULARS  | DETAILS  |
|--------|--|--|
| 1.     | Full Name  | Mr. Vijay Kumar Setia  |
| 2.     | DIN  | 01125966   |
| 3.     | Designation  | Chairman & Managing Director   |
| 4.     | Date of Birth  | 16-11-1953   |
| 5.     | AGE  | 72 Years   |
| 6.     | Qualification  | Graduate   |
| 7.     | Date of first appointment as Director in the Company                 | 21-09-1994   |
| 8.     | Specialized Expertise  | Mr. Vijay Kumar Setia is having vast experience of around 48 years in the field of Rice Industries. He is having specialization in Quality Controlling, Production and technical difficulties. |
| 9.     | Shareholding in Chaman Lal Setia Export Ltd. as on 31.03.2025        | 17567240   |
| 10.    | INTER-SE Relationship  | Mr. Vijay Kumar Setia Chairman and Managing Director of Company is a relative of Mr. Rajeev Setia, Mr. Ankit Setia and Mr. Sankesh Setia   |
| 11.    | No. of meeting of Board Meeting attended                             | 6  |
| 12.    | Directorship held in other companies as at 31.03.2025                | NONE   |
| 13.    | Committee Membership/ Chairpersonship held in other Listed Companies | NONE   |
| 14.    | Resignation from listed companies in the past three years            | NONE   |

## ANNEXURE-C

| SR NO. | PARTICULARS  | DETAILS   |
|--------|--|---|
| 1.     | Full Name  | Mr. Rajeev Setia  |
| 2.     | DIN  | 01125921  |
| 3.     | Designation  | Joint Managing Director & CFO   |
| 4.     | Date of Birth  | 28-10-1955  |
| 5.     | AGE  | 70 Years  |
| 6.     | Qualification  | Post Graduate   |
| 7.     | Date of first appointment as Director in the Company                 | 21-09-1994  |
| 8.     | Specialized Expertise  | Mr. Rajeev Setia is having vast experience of around 47 years in the field of Rice Industries. He is having specialization in Banking, Export Marketing and Finance Controller. |
| 9.     | Shareholding in Chaman Lal Setia Export Ltd. as on 31.03.2025        | 18209404  |
| 10.    | INTER-SE Relationship  | Mr. Rajeev Setia Joint Managing Director of Company is a relative of Mr. Vijay Kumar Setia, Mr. Ankit Setia and Mr. Sankesh Setia.  |
| 11.    | No. of meeting of Board Meeting attended                             | 5   |
| 12.    | Directorship held in other companies as at 31.03.2025                | NONE  |
| 13.    | Committee Membership/ Chairpersonship held in other Listed Companies | NONE  |
| 14.    | Resignation from listed companies in the past three years            | NONE  |