

***INFORMATION***

***MEMORANDUM***

***OF***

***VENMAX DRUGS AND  
PHARMACEUTICALS LIMITED***

## **PURPOSE OF INFORMATION MEMORANDUM:**

The Equity Shares of Venmax Drugs and Pharmaceuticals Limited ("the Company") are listed on the BSE Ltd (BSE). On default in payment of Annual Listing Fees and non-compliances with respect to the SEBI Listing Regulations, BSE suspended trading in the Equity Shares of our Company in 2018, and the Company has been suspended till now. The Company has made payment of the outstanding dues and intends to make an application to BSE Ltd for Revocation of Suspension. For this purpose, the Company is submitting the Information Memorandum, for revocation of suspension of trading of 52,38,930 numbers of Equity Shares listed on BSE Ltd.

## **INFORMATION MEMORANDUM:**

<b>SI No</b>	<b>Particulars</b>	
1	Registered Office of the Company	Shed No22, Plot No 84, Phase-I, IDA Cherlapally, Ranga Reddy, Hyderabad – 500051, Telangana.
2	Corporate Office of the Company	Sy No.115, Hanumanji Colony, Opp Sub Register Office, Old Bowenpally, Secunderabad, 500009
3	Names of Regional Stock Exchange and other Stock Exchanges where listed – Year of Listing and Current Status	Listed on the BSE Limited (Main Board) on August 21 <sup>st</sup> , 1995. The Company has been suspended owing to non-payment of Annual Listing Fees and non-compliances w.r.t. the Listing Regulations
4	Signing with Depositories – ISIN	The Company is connected with both the Depositories: NSDL and CDSL. The ISIN of the Equity Shares of the Company is INE154G01022
5	Name and Contact details of the Company Secretary and Compliance Officer	Ms. Pratibha Jhawar <a href="mailto:venmaxdrugs@gmail.com">venmaxdrugs@gmail.com</a>
6	Email-id for Investor Grievances	<a href="mailto:venmaxdrugs@gmail.com">venmaxdrugs@gmail.com</a>
7	Date of Suspension and reason of Suspension	The Company has been suspended from 1 <sup>st</sup> February, 2018 for non-payment of Annual Listing Fees

**CAPITAL STRUCTURE:**

SI No	Particulars	As on 31.03.2024 (Amount in Rs.)
1	<u>AUTHORISED CAPITAL</u> 80,00,000 Equity Shares of Rs.10/- each	8,00,00,000
2	<u>ISSUED</u> 52,38,930 Equity Shares of Rs.10/- each	5,23,89,300
3	<u>LISTED</u> 52,38,930 Equity Shares of Rs.10/- each	5,23,89,300

**DETAILS OF EVOLUTION OF AUTHORISED CAPITAL OF THE COMPANY:**

Date	Number of Shares	Cumulative Number of Shares	Amount of Capital Increased (Rs.)	Cumulative Capital (Rs.)	Face Value (Rs.)
Upto 1994	4,00,000	4,00,000	40,00,000	40,00,000	10
1994-1995	46,00,000	50,00,000	4,60,00,000	5,00,00,000	10
2005-2006	10,00,000	60,00,000	1,00,00,000	6,00,00,000	10
2006-2007	20,00,000	80,00,000	2,00,00,000	8,00,00,000	10

**DETAILS OF EVOLUTION OF ISSUED CAPITAL OF THE COMPANY:**

Date	Number of Shares	Cumulative Number of Shares	Amount of Capital Increased (Rs.)	Cumulative Capital (Rs.)	Type of Issue	Mode of Allotment	Face Value (Rs.)
Upto 1994	4,00,000	4,00,000	40,00,000	40,00,000	Equity Right Issue	Cash	10
1994-1995	3,88,000	7,88,000	38,80,000	78,80,000	Equity Right Issue	Cash	10
2005-2006	38,47,300	46,35,300	3,84,73,000	4,63,53,000	Equity Right Issue	Cash	10
2006-2007	6,50,000	52,85,300	65,00,000	5,25,53,000	Equity Right Issue	Cash	10
2008-2009	(9,17,650)	43,67,650	(91,76,500)	4,36,76,500	Equity Right Issue	Cash	10
2012-2013	8,81,280	52,38,930	88,12,800	5,23,89,300	Equity Right Issue	Cash	10

**Note:**

Never have any of the above mentioned Equity Shares of the Company have been forfeited or re-issued.

All the Equity Shares of the Company are ranking pari-passu and have equal rights with respect to Voting and Dividend.

**COMPANY MANAGEMENT:**

**History and Main Objects and present business of the Company:**

Venmax Drugs & Pharmaceuticals Limited was incorporated under the provisions of the Companies Act, 1956 as Public Limited Company in the name of " Venmax Drugs & Pharmaceuticals Limited " vide Certificate of Incorporation dated September 28, 1988 issued by the Registrar of Companies.

The company engages in the manufacture and sale of bulk drugs intermediates primarily in India

**DETAILS OF PROMOTERS:**

SI No	Name	Residential Address	Educational Qualification	Number of Equity Shares held	Directorship in other Entities
1	Mr. Nuka Venkata Narender	Near Niraj Public School, Ameerpet, Hyderabad, 500016	B-Tech	9,26,775	NIL

**DETAILS OF AUDITORS AND LEGAL ADVISORS OF THE COMPANY:**

SI No	Particulars	
1	Name and address of the Auditors of the Company	M/s PPKG & Co Chartered Accountants #7-8-352, 7th Floor, 701 Raghava Ratna Towers Chirag Ali Lane, Abids Hyderabad – 500001
2	Name and address of the Legal Advisors of the Company	The Company has not appointed any Legal Advisors

**DETAILS OF KMP'S AND DIRECTORS:**

SI No	Name	Designation	DIN	Directorships in Other Companies
1	Mr. Nooka Krishaniah	Managing Director	07279009	-
2	Ms. Pilli Meena Kumari	Non-Executive Independent Director	10458622	-
3	Mr. Swapneswar Mishra	Non-Executive Non-Independent Director	09594775	CITRUS CAPITAL SERVICES PRIVATE LIMITED (U66309TS2024PTC185831)
4	Mr. Dasi Reddy Rakesh	Non-Executive Independent Director	07112785	CITRUS CAPITAL SERVICES PRIVATE LIMITED (U66309TS2024PTC185831) OMEGA AG SEEDS PUNJAB LIMITED (L01119TG1992PLC082816) BLUE NILE CAPITAL ADVISORY LIMITED (U93000TG2007PLC054080)
5	Mr. Gundluru Reddeppa	Non-Executive Independent Director	10419527	OMEGA AG SEEDS PUNJAB LIMITED (L01119TG1992PLC082816)
6	Ms. Pratibha Jhavar	Company Secretary & Compliance Officer	AYEPJ6013A	-

**COMPOSITION OF THE BOARD OF DIRECTORS AND OTHER DETAILS:**

SI No	Name	Designation	Remuneration	Interest of Directors	Borrowing Powers	QualificationShares
1	Mr. Nooka Krishaniah	Managing Director	NIL	-	NA	NA
2	Ms. Pilli Meena Kumari	Non-Executive Independent Director	NIL	-	NA	NA
3	Mr. Swapneswar Mishra	Non-Executive Non-Independent Director	NIL	CITRUS CAPITAL SERVICES PRIVATE LIMITED (U66309TS2024PTC185831)	NA	NA
4	Mr. Dasi Reddy Rakesh	Non-Executive Independent Director	NIL	CITRUS CAPITAL SERVICES PRIVATE LIMITED (U66309TS2024PTC185831) OMEGA AG SEEDS PUNJAB LIMITED (L01119TG1992PLC082816) BLUE NILE CAPITAL ADVISORY LIMITED (U93000TG2007PLC054080)	NA	NA
5	Mr. Gundluru Reddeppa	Non-Executive Independent Director	NIL	OMEGA AG SEEDS PUNJAB LIMITED (L01119TG1992PLC082816)	NA	NA

1. There is no Lien on the Equity Shares of the Company.
2. The process for modification of such Rights and Forfeiture of Shares will be as per the provisions of the Companies Act, 2013 and the Articles of Association of the Company.
3. There are no restrictions on transfer and transmission of shares and on their consolidation / splitting. There was no revaluation of any Assets during last five years.
4. No Material Contracts, Agreements (including the Agreements for Technical Advice and Collaboration), Concessions and similar other documents (except those entered into in the ordinary course of business carried on or intended to be carried on by the Company) have been entered into by the Company till date.

5. Never any Commission, Brokerage, Discount, or other special terms including an Option for the issue, if any, kind of Securities granted to any person has been undertaken by the said Company.
6. There are 6 Employees in the Company.

**SHAREHOLDING PATTERN:**

<b>Shareholding Pattern (As on March 31, 2024)</b>	<b>Number of Shares</b>	<b>% of Total Share Holding</b>	<b>Number of Shares in Demat</b>	<b>Whether 100% in Demat for Promoter and 50% in Demat for Public</b>	<b>Number of Shares Pledged</b>	<b>% of Pledged Shares</b>
Promoter and Promoter Group	12,12,025	23.13	10,20,625	No	-	-
Public Shareholding	40,26,905	76.87	24,58,475	Yes	-	-
Shares held by Custodians against DRs issued by the Company	-	-	-	-	-	-
Total	52,38,930	100.00	34,79,100	-	-	-

**BUSINESS:**

The Company is presently engaged in the Business of Pharmaceuticals.

The Company does not have any Plant and Machinery, Technology and Process.

The Company does not have any collaboration for Performance Guarantee or any assistance in marketing by the Collaborators.

The Company has basic Infrastructure facilities for utilities like water, electricity, etc.

The Company's approach to marketing is such that we strive to lead in providing best products. We endeavor to create strong, consistent stakeholders value and live up to the trust & confidence reposed in us.

Future Prospects - The Company is in the process of expansion and diversification in Pharmaceuticals business. Hence, the Company is putting continuous efforts to attain further efficiencies. Further, the Company is confident that in spite of the possible recessionary conditions in the Industry, it will perform better in view of the strong fundamentals of the Company and hope to improve its Turnover.

**LITIGATION:**

There are no outstanding litigation pending by/against the Company pertaining to

- (i) matters likely to affect the business operations and finances of the Company including disputed Tax Liabilities of any nature; and
- (ii) criminal prosecution launched against the Company and the Directors for alleged offences

There are no defaults by the Company in payment of any Statutory Dues.

Venmax Drugs and Pharmaceuticals Limited

Nooka Krishnaiah  
Managing Director