

INFORMATION

MEMORANDUM

OF

OMEGA AG-SEEDS (PUNJAB) LIMITED

PURPOSE OF INFORMATION MEMORANDUM:

The Equity Shares of Omega AG-Seeds (Punjab) 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 79,04,000 numbers of Equity Shares listed on BSE Ltd.

INFORMATION MEMORANDUM:

SI No	Particulars	
1	Registered Office of the Company	Sy.No 115, Brig Sayeed, Hanumanji Colony, Bowenpally, Secunderabad, Telangana, India, 500009
2	Corporate Office of the Company	Sy.No 115, Brig Sayeed, Hanumanji Colony, Bowenpally, Secunderabad, Telangana, India, 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 September 29, 1994. 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 INE112B01013
5	Name and Contact details of the Company Secretary and Compliance Officer	Ms. Nisha Chowdhary omegaagseeds@gmail.com
6	Email-id for Investor Grievances	omegaagseeds@gmail.com
7	Date of Suspension and reason of Suspension	The Company has been suspended from November 2, 2018 for non-payment of Annual Listing Fees

CAPITAL STRUCTURE:

SI No	Particulars	As on 31.03.2023 (Amount in Rs.)
1	<u>AUTHORISED CAPITAL</u> 2,50,00,000 Equity Shares of Rs.10/- each	25,00,00,000
2	<u>ISSUED</u> 79,04,000 Equity Shares of Rs.10/- each	7,90,40,000
3	<u>LISTED</u> 79,04,000 Equity Shares of Rs.10/- each	7,90,40,000

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.)
29.09.2011	2,00,00,000	2,00,00,000	20,00,00,000	20,00,00,000	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.)
2011-2012	29,04,000	29,04,000	2,90,40,000	7,90,40,000	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:

Omega AG-Seeds (Punjab) Limited was incorporated under the provisions of the Companies Act, 1956 as Public Limited Company in the name of "Omega AG-Seeds (Punjab) Limited" vide Certificate of Incorporation dated November 24, 1992 issued by the Registrar of Companies.

The Main Object of the Company is as follows:

1. To develop/advanced technology in the field of cultivation and growing of hybrid varieties of every kind of seeds both edible and non-edible, like oilseeds, pulses, grains, vegetables, fruits, crops, fodder, saplings of every kind of trees for afforestation and other purpose and the dry farming activities in arid and semi- arid agricultural zones, including any agricultural produce to be grown on mother earth and soil.
2. To purchase, sell, import, export all types of oils and I or carry on business of extraction of oil from all oil-bearing commodities and seeds and manufacture crude oil, refined oil, perfumed and other types of oils.

The Company is presently engaged in the Business of Agriculture and allied businesses.

The Company has no Subsidiaries till date.

DETAILS OF PROMOTERS:

SI No	Name	Residential Address	Educational Qualification	Number of Equity Shares held	Directorship in other Entities
1	Mr. Venkata Rama Mohan Rao Nerella	17-74/1, Chilukuvvari Street Akividu West Godavari District Andhra Pradesh - 534235	Under Graduate	15,96,200	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.. Lakshmanarao Kondaveti	Managing Director	07706939	-
2	Mr. Chowdhary Muppavarapu	Independent Director	06465841	Sarma Cylinders Private Limited Vistapulse Innovations Private Limited
3	Ms. Geetha Rukmini Vankadaru	Independent Director	08162647	Kashinath Agrotech Private Limited
4	Mr.Venkata Rao Sadhanala	Additional, Non-Executive Director	02906370	Mipco Seamless Rings (Gujarat)Limited (CIN: L72900TS1980PLC186305) Ramya Sai Analytical Labs Private Limited (CIN:U74999TG2021PTC147794)
5	Mr. Veera Venkata Satyanarayana Aakana	Chief Financial Officer	AGDPA1998E	-
6	Ms. Nisha Chowdhary	Company Secretary & Compliance Officer	CXWPK704M	-

DETAILS OF CHANGES IN MANAGEMENT AND AUDITORS OF THE COMPANY IN DURING THE LAST ONE YEAR:

M/s Jaideep Gaddam & Associates, Chartered Accountants, were the Statutory Auditors of the Company, who have resigned w.e.f. May 11, 2024. In their place, the Board has appointed M/s PPKG & Co, Chartered Accountants, as the Statutory Auditors of the Company in casual vacancy, up to the conclusion of the ensuing Annual General Meeting of the Company.

COMPOSITION OF THE BOARD OF DIRECTORS AND OTHER DETAILS:

SI No	Name	Designation	Remuneration	Interest of Directors	Borrowing Powers	Qualification Shares
1	Mr.. Lakshmanara oKondaveti	Managing Director	6,00,000	-	NA	NA
2	Mr. Choudhary Muppavarapu	Independent Director	NIL	Sarma Cylinders Private Limited Vistapulse Innovations Private Limited	NA	NA
3	Ms. Geetha Rukmini Vankadaru	Independent Director	NIL	Kashinath Agrotech Private Limited	NA	NA
4	Mr.Venkata Rao Sadhanala	Additional, Non- Executive Director	NIL	1. Mipco Seamless Rings (Gujarat)Limited 2. Ramya Sai Analytical Labs Private Limited		

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 9 Employees in the Company.

SHAREHOLDING PATTERN:

Shareholding Pattern (As on March 31, 2024)	Number of Shares	% of Total Share Holding	Number of Shares in Demat	Whether 100% in Demat for Promoter and 50% in Demat for Public	Number of Shares Pledged	% of Pledged Shares
Promoter and Promoter Group	15,96,200	20.19	15,96,200	Yes	-	-
Public Shareholding	63,07,800	79.81	52,67,439	Yes	-	-
Shares held by Custodians against DRs issued by the Company	-	-	-	-	-	-
Total	79,04,000	100.00	68,63,639	-	-	-

BUSINESS:

The Company is presently engaged in the Business of Agriculture and Allied Businesses.

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 agriculture 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.

For Omega AG Seeds (Punjab) Limited

Nisha Chowdhary
Company Secretary & Compliance Officer