

OMEGA AG-SEEDS (PUNJAB) LIMITED

REGD. OFFICE: 6-3-1099/1/2/3, FLAT #203, Bhavya's Varun Sargam Villa, Somajiguda
Rajbhavan Road, Hyderabad – 82 Telefax: +91 40 23310684
CIN: L01119TG1992PLC08281

Dated January 11, 2016

To
The General Manager,
Department of Corporate Services,
The Bombay Stock Exchange Ltd.
Phiroze ZeeZeeBhoy Towers,
Dalal Street,
Mumbai-400 001
Dear Sir,

REF: Scrip Code 519479

**SUB: Quarterly Compliance Report on Corporate Governance under
Clause 49 of the Listing Agreement**

We are enclosing, herewith, Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement for the quarter ended 31.12.2015. Kindly acknowledge the receipt.

Thanking you.

Yours Faithfully,

For Omega Ag Seeds Punjab Limited

S. Anand
Director



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Annexure - XI to the Listing Agreement
Format of Quarterly Compliance Report on Corporate Governance
Name of the Company: OMEGA AG SEEDS PUNJAB LIMITED
Quarter ending on: 31/12/2015

Particulars	Clause of Listing	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)	Yes	
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
III. Audit Committee	49 (III)	Yes	
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Ye	
V. Subsidiary Companies	49 (V)	NA	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	NA	

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VIII. Disclosures	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	NA	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	Yes	
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	
XI. Compliance	49 (XI)	Yes	

Note:

1. The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
2. In the column No. 3, compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49(VII).
3. In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as – "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

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