

# **OMEGA AG-SEEDS (PUNJAB) LIMITED**

**28<sup>th</sup> ANNUAL REPORT  
2019-2020**

**BOARD OF DIRECTORS**

1)	Mr. Lakshmanarao Kondaveti	Managing Director
2)	Mr. Rakesh Kumar Jain	Independent Director
3)	Mr. Muppavarapu Chowdary	Independent Director
4)	Mr. Veera Venkata Satyanarayana Aakana	Wholetime Director & CFO
5)	Mrs. Geetha Rukmini Vankadaru	Woman Director and Independent Director

**AUDITORS:**

M/s. **M/s. Jaideep Gaddam & Associates**  
Chartered Accountants  
Hyderabad.

**REGISTERED OFFICE:**

6-3-1099/1/2/3, Flat No. 203,  
Bhavya's VarunSargam Villa,  
Somajiguda, Rajbhavan Road,  
Hyderabad, Telangana-500082  
E-mail: [info@omegaagriseeds.com](mailto:info@omegaagriseeds.com)

**BANKERS**

Kotak Mahindra Bank

**CIN** : L01119TG1992PLC082816

**LISTING** : Bombay Stock Exchange Limited

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**NOTICE IS HEREBY GIVEN THAT THE 28<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF OMEGA AG-SEEDS (PUNJAB) LIMITED WILL BE HELD ON THURSDAY, THE 31<sup>ST</sup> DECEMBER 2020, AT 10.00 A.M. AT HOTEL MEGHACITY SITUATED AT 3-6-335 TO 339, BASHEERBAGH CROSS ROADS, HYDERABAD - 500029, TELANGANA TO TRANSACT THE FOLLOWING BUSINESS:**

**ORDINARY BUSINESS:**

1. To consider and adopt the audited financial statements of the company for the financial year ended 31<sup>st</sup> March, 2020, the reports of the Board of Directors and Auditors thereon.
2. To consider appointment of Director in place of Mr. Lakshmanarao Kondaveti who retires by rotation and being eligible, offers himself for re-appointment.
3. **To consider and if thought fit, to pass with or without modification(s) the following resolution as an ordinary resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013, and rules framed thereunder, as amended from time to time, M/s. Jaideep Gaddam & Associates, Chartered Accountants, Hyderabad be and are hereby appointed as Auditors of the Company for 5 (Five) consecutive financial years, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 33<sup>rd</sup> Annual General Meeting on a remuneration as may be decided by the Board of Directors of the Company”

By Order of the Board  
For **Omega AG Seeds (Punjab) Limited**

SD/-

Place : Hyderabad  
Date : 05.12.2020

**Lakshmanarao Kondaveti**  
Managing Director  
DIN: 07706939

## NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith.
2. Members/Proxies should bring the Attendance Slip duly filled in for attending the Meeting and also their copy of the Annual Report.
3. All documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection at the Registered Office of the Company on all working days between 11:00 a.m. to 1:00 p.m. up to the date of the Annual General Meeting.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from **Tuesday, 24<sup>th</sup> December, 2020 to Monday, 30<sup>th</sup> December, 2020** both days inclusive for the purpose of the Annual General Meeting of the Company.
5. The Members are requested to:
  - (a) Intimate change in their registered address, if any, to the Company's Registrar and Share Transfer Agents, M/s. Bigshare Services Private Limited at E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheru (E), Mumbai - 400072 in respect of their holdings in physical form.
  - (b) Notify immediately any change in their registered address to their Depository Participants in respect of their holdings in electronic form.
  - (c) Non-Resident Indian Members are requested to inform M/s. Bigshare Services Private Limited immediately of the change in residential status on return to India for permanent settlement.
  - (d) Register their email address and changes therein from time to time with M/s. Bigshare Services Private Limited. for shares held in physical form and with their respective Depository Participants for shares held in demat form.
6. Members/proxies are requested to hand over the duly filled-in and signed Attendance Slip, at the entrance of the Hall while attending the meeting.
7. In accordance with the provisions of Section 72 of the Companies Act, 2013, members are entitled to make nominations in respect of the Equity Shares held by them, in physical form. Members desirous of making nominations may procure the prescribed form from the Registrar & Share Transfer Agents, M/s. Bigshare Services Private Limited and have it duly filled and sent back to them.
8. Details as required in sub-regulation (3) of Regulation 36 of the Listing Regulations in respect of the Directors seeking appointment/ re-appointment at the Annual General Meeting, forms integral part of the notice. Requisite declarations have been received from the Directors for his appointment/ re-appointment
9. Corporate members intending to send their authorised representative to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

10. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the ensuing Annual General Meeting is annexed hereto and forms part of this Notice

11. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.

13. Electronic copy of the Annual Report for 2019-20 is being sent to all Members whose email Ids are registered with the Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2018-19 is being sent in the permitted mode.

14. Electronic copy of the Notice of the 28<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email ids are registered with the Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For Members who have not registered their email addresses, physical copies of the Notice of 28<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

#### **Steps for e-voting**

#### **ELECTRONIC VOTING FACILITY.**

Pursuant to Provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 any other modifications and enactments thereof, the Company is pleased to offer e-voting facility to the members to cast their votes electronically as an alternative to participation at the 28<sup>th</sup> Annual General Meeting to be held on Thursday, 31<sup>st</sup> December, 2020 at 10.00 a.m. at Hotel Meghacity situated at 3-6-335 to 339, Basheerbagh Cross Roads, Hyderabad - 500029, Telangana. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.co.in>. The e-voting particulars are as follows.

EVS (E-VOTING SEQUENCE NUMBER)	PAN / Sequence No.	USER ID (DEMAT NUMBER / FOLIO NUMBER)	BANK ACCOUNT DETAILS AS AVAILABLE WITH THE COMPANY (OR) FOLIO NUMBER

Please read the instructions before exercising the vote which are printed hereunder.  
The procedure and instructions for e-voting:

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on "Shareholders" tab.

(iii) Now, select the “OMEGA AG SEEDS (PUNJAB) LIMITED” from the drop down menu and click on “SUBMIT”

(iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) 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 voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/ Depository Participant are requested to use the Sequence Number in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> <li>• Please enter the DOB or Dividend Bank Details in order to login. If 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>

(viii) After entering these details appropriately, click on “SUBMIT” tab.

(ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members 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.

(x) Click on the EVSN for the relevant OMEGA AG SEEDS (PUNJAB) LIMITED 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 out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

(xvi) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

**The voting period begins on Sunday the 27<sup>th</sup> December, 2020 from 9.00 a.m. and ends on Tuesday the 29<sup>th</sup> December, 2020 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 (record date) of 23<sup>rd</sup> December, 2020**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

Sri Venkatesh Challa, Practicing Company Secretary (CP No.19040), Company Secretary in Practice, Hyderabad has been appointed as Scrutinizer for conducting the e-voting process in a fair and transparent manner.

**ANNEXURE TO NOTICE:****Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts concerning each item of special business to be transacted at annual general meeting****Important Communication to Shareholders**

The Ministry of Corporate Affairs, Govt. of India (MCA) as a part of its "Green Initiative in the Corporate Governance", has allowed paperless compliances by companies, permitting service of all notices/documents including Annual Reports by Companies to its shareholders, through electronic mode instead of physical mode. Shareholders are therefore requested to register their e-mail addresses, Permanent Account Number (PAN), Phone Numbers in respect of their electronic holdings through their concerned Depository Participants (DPs), to support the Green Initiative of the Government.

By Order of the Board  
For **Omega AG Seeds (Punjab) Limited**

SD/-

Place : Hyderabad  
Date : 05.12.2020

**Lakshmanarao Kondaveti**  
Managing Director  
DIN: 07706939



## BOARD REPORT

To the Members,  
**OMEGA AG SEEDS PUNJAB LIMITED**

Your Directors have pleasure in submitting their 28<sup>th</sup> Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31<sup>st</sup> March, 2020.

### 1. FINANCIAL RESULTS

The Company's financial performance for the year under review along with previous year's figures are given hereunder:

(Amount in Rs. Lakhs)

Particulars	As on 31 <sup>st</sup> March, 2020	As on 31 <sup>st</sup> March, 2019
Gross Income	20.69	17.61
Total Expenditure	18.57	15.81
<b>Profit Before Tax</b>	<b>2.13</b>	<b>1.79</b>
Provision for Taxes / Deferred Tax	1.58	1.33
<b>Net Profit</b>	<b>0.55</b>	<b>0.46</b>

### 2. OPERATIONAL HIGHLIGHTS;

During the financial year, your company has earned net profit of Rs.0.55 lakhs as against Rs.0.09 lakhs of previous financial year.

### 3. INDIA ACCOUNTING STANDARDS;

The Company's financial statements have been prepared in accordance with Indian Accounting Standards ('**Ind AS**') complying with the requirements of the Companies Act, 2013 and guidelines issued by the Securities and Exchange Board of India ('**SEBI**').

### 4. EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report

### 5. CHANGE IN THE NATURE OF BUSINESS, IF ANY

No changes in the nature of business has occurred affecting the business of the Company during the period under review.

**6. DIVIDEND**

No Dividend was declared for the current financial year due to conservation of Profits.

**7. TRANSFER TO RESERVES:**

The Company has transferred an amount of Rs. 1,57,980/- to General Reserve out of current year's profits and the same is in compliance with the applicable provisions prescribed under the Companies Act, 2013.

**8. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF).**

Since there was no dividend declared during the past seven years, the provisions of Section 125 of the Companies Act, 2013 read with the IEPF authority (Accounting, Audit, Transfer and Refund) rules, 2016 are not applicable to the company.

**9. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW U/S 173(1)**

During the year, four Board Meetings were convened. The intervening gap between the Meetings was in compliance with the Companies Act, 2013. The Details of such Board Meetings are hereunder:

Sl. No.	Date of Board meeting	Board strength	No. of directors present
1	30/05/2019	5	4
2	30/06/2019	5	5
3	16/08/2019	4	4
4	14/11/2019	4	4
5	14/02/2020	4	4

**10. DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

The Board consists of Mr. Lakshmanarao Kondaveti as Managing Director, Mr. Veera Venkata Satyanarayana Aakana as Wholetime Director, Mr. Rakesh Kumar Jain, Mr. Muppavarapu Chowdary and Mrs. Vankadaru Geetha Rukmini acting as the directors of the Company.

Mr. Rakesh Kumar Jain have submitted his resignation letter from the position of Director of the company on 10<sup>th</sup> August 2019 and the same was approved by the Board on 05<sup>th</sup> September 2019.

According to Section 204 of the Companies Act 2013 read with rule no. 8 of the Companies (Appointment and Remuneration of Managerial Personal) Rules 2014, your company is required to appoint a full time company secretary.

The Board of directors of your company has made all efforts to appoint a full time company secretary. However, due to scarcity of qualified Company Secretaries, the Company was not able to appoint a full time company secretary. Your directors are making efforts to recruit a company secretary.

#### **11. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

The Company does not have any Subsidiary, Joint venture or Associate Company.

#### **12. ANNUAL RETURN**

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in **Annexure - 1** and is attached to this Report.

#### **13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The Company is engaged in the agri seeds processing/trading and therefore conservation of energy, technology absorption etc. is nil. Since the Company has not done any Manufacturing operations during the year under review. However, the Company follows a practice of purchase and use of energy efficient electrical and electronic equipment and gadgets in its operations.

There was no foreign exchange inflow or outflow during the year under review.

#### **14. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

The company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

#### **15. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY**

The Board formulated a Risk Management Policy on the recommendations of the Audit Committee. The Policy provides for review of the operations of the organization, identification of potential threats to the organization, estimating the likelihood of their

occurrence and then taking appropriate actions to address the most likely threats. The Policy also provides for periodical placement of such a report before the Board for its review and to ensure that management controls risk through means of a properly defined frame work. In the opinion of the Board, risk of fluctuations in raw material prices and changes in Government Policies are the elements of risk that may threaten the existence of the Company.

#### **16. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The provisions U/s 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibilities) Rules 2014 are not applicable to the company.

#### **17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

All transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large.

#### **18. DECLARATION OF INDEPENDENT DIRECTORS**

All independent directors have given declarations that they meet the criteria of independence as laid down under section 149(7) of the Companies Act, 2013 and clause 49 of the Listing Agreement.

#### **19. BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013, Clause 49 of the Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration Committees.

#### **20. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE**

According to the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 Board of Directors of your company constituted Audit Committee comprises of three Directors as members. Two-thirds of the members of audit committee are Independent directors.

All members of audit committee have the ability to read and understand basic financial statements i.e. balance sheet, profit and loss account, and statement of cash flows, and

one member have accounting or related financial management expertise. The Chairman of the Audit Committee is an independent director.

The Audit Committee met four times during the year. Further details relating to Audit Committee are dealt with in Corporate Governance Report forming part of this report.

## **21. DIRECTORS RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement: -

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis;

(e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively: and

(f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **22. CODE OF CONDUCT:**

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and specified employees in the course of day to day business operations of the company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviour in any form and the Board has laid down certain directives to counter such acts. Such code of conduct has also been placed on the Company's website.

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behaviour from an employee in a given situation and the reporting

structure. All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

### **23. VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

The Company has a Vigil Mechanism Policy to deal with instances of fraud and mismanagement, if any. Staying true to our core values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility. The said Policy ensures that strict confidentiality is maintained in respect of whistle blowers whilst dealing with concerns and also specified that no discrimination will be meted out to any person for a genuinely raised concern.

### **24. SECRETARIAL AUDIT REPORT**

**Pursuant** to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Venkatesh Challa bearing M. No 51859 and C.P. No.19040, Company Secretaries in Practice, Hyderabad to conduct Secretarial Audit of the Company. Report of the Secretarial Audit in Form MR-3 for the financial year ended March 31, 2020 is enclosed as Annexure to the Report.

### **25. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS**

There were no qualifications, reservations or adverse remarks made by the Auditors in their report for the financial year ended 31<sup>st</sup> March, 2020.

Pursuant to provisions of section 143(12) of the Companies Act, 2013, the Statutory Auditors have not reported any incident of fraud to the Audit, Risk and Compliance Committee during the year under review.

### **26. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES**

The Nomination and Remuneration Committee comprises three members and two of them are Independent non executive Directors.

### **27. DEPOSITS**

The Company has neither accepted nor renewed any deposits from public during the year under review and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

**28. STATUTORY AUDITORS**

M/s. Jaideep Gaddam & Associates, Chartered Accountants, Hyderabad were appointed as Statutory Auditors for a period of four years from the conclusion of this Annual General Meeting until the conclusion of 33rd Annual General Meeting . Their continuance of appointment and payment of remuneration are to be confirmed and approved in the ensuing Annual General Meeting. The Company has received a certificate from the above Auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

**29. SHARES****a) Buy Back Of Securities**

Your Company has not bought back any of its securities during the year under review.

**b) Sweat Equity**

Your Company has not issued any Sweat Equity Shares during the year under review.

**c) Bonus Shares**

No Bonus Shares were issued during the year under review.

**d) Employees Stock Option Plan**

Your Company has not provided any Stock Option Scheme to the employees.

**30. SIGNIFICANT AND MATERIAL ORDERS**

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operation in future.

**31. STATEMENT ON EVALUATION OF BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS**

The Company is having Nomination and Remuneration Policy formulated by Nomination and Remuneration Committee and approved by the Board of Directors under Section 178 of the Companies Act, 2013. The Policy contains criteria for evaluation of the Board of its own performance during the year and that of its Committees and Individual Directors.

### 32. INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

The Board of your Company has laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively. Your Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

### 33. SECRETARIAL STANDARDS OF ICSI

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) which came into effect from 1 July 2015.

### 34. DISCLOSURE OF MAINTENANCE OF COST RECORDS UNDER SECTION 148 OF THE COMPANIES ACT:

Maintained cost records in compliance with the sub-section (1) of Section 148 of the Companies Act, 2013 are not applicable to the company

### 35. COMPLIANCE OF PROVISION RELATING TO CONSTITUTION OF INTERNAL COMPLAINTS COMMITTEE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The company has complied with the provision relating to constitution of Internal Complaints committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

### 36. ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to customers, shareholders, suppliers, bankers, consultants and various Government Authorities for their continued support extended to your Company's activities during the year under review.

	By Order of the Board For <b>Omega AG Seeds (Punjab) Limited</b>	
	-Sd-	-Sd-
Place : Hyderabad	<b>K. Lakshmanarao</b>	<b>A.V.V. Satyanarayana</b>
Date : 05/12/2020	Managing Director DIN: 07706939	CFO & Whole-time Director DIN: 06962180



**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**  
**As on financial year ended on 31.03.2020**

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company  
(Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:		
1	CIN	L01119TG1992PLC082816
2	Registration Date	11/24/1992
3	Name of the Company	OMEGA AG SEEDS PUNJAB LIMITED
4	Category/Sub-category of the Company	Company limited by shares / Indian Non-Government Company
5	Address of the Registered office & contact details	6-3-1099/1/2/3, Flat No. 203, Bhavya's Varun Sargam Villa, Somajiguda, Raj Bhavan Road, Hyderabad, Telangana - 500082
6	Whether listed company	Listed Company
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s. Bigshare Services Private Limited E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheru (E), Mumbai-400072, Phone NO.022-28473747, 28475207 Fax: 022-28525207 E mail: <a href="mailto:bigshare@bom7.vsnl.net.in">bigshare@bom7.vsnl.net.in</a>

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Whole sale of other agriculture materials	46209	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/ GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Not applicable	-	-	-	

IV. SHARE HOLDING PATTERN	
(Equity share capital breakup as percentage of total equity)	

## (i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	1,596,200		1,596,200	20.19%	1,596,200		1,596,200	20.19%	0.00%
b) Central Govt			-	0.00%			-	0.00%	0.00%
c) State Govt(s)			-	0.00%			-	0.00%	0.00%
d) Bodies Corp.			-	0.00%			-	0.00%	0.00%
e) Banks / FI			-	0.00%			-	0.00%	0.00%
f) Any other			-	0.00%			-	0.00%	0.00%
Sub Total (A) (1)	1,596,200	-	1,596,200	20.19%	1,596,200	-	1,596,200	20.19%	0.00%
(2) Foreign									
a) NRI Individuals			-	0.00%			-	0.00%	0.00%
b) Other Individuals			-	0.00%			-	0.00%	0.00%
c)				0.00%				0.00%	0.00%

Bodies Corp.			-	%			-		
d) Any other			-	0.00%			-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	1,596,200	-	1,596,200	20.19%	1,596,200	-	1,596,200	20.19%	0.00%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds			-	0.00%			-	0.00%	0.00%
b) Banks / FI	47,000		47,000	0.59%	47,000		47,000	0.59%	0.00%
c) Central Govt			-	0.00%			-	0.00%	0.00%
d) State Govt(s)		799,700	799,700	10.12%		799,700	799,700	10.12%	0.00%
e) Venture Capital Funds			-	0.00%			-	0.00%	0.00%
f) Insurance Companies			-	0.00%			-	0.00%	0.00%
g) FII's			-	0.00%			-	0.00%	0.00%
h) Foreign			-	0.00%			-	0.00%	0.00%

n Ventur e Capital Funds									
i) Others (specif y)			-	0.00 %			-	0.00%	0.00%
Sub- total (B)(1): -	47,000	799,70 0	846,70 0	10.7 1%	47,000	799,70 0	846, 700	10.71%	0.00%
2. Non- Institu tions									
a) Bodies Corp.				0.00 %					
i) Indian	1,828, 713	148,50 0	1,977, 213	25.0 2%	1,795, 969	148,50 0	1,94 4,46 9	24.60%	-1.66%
ii) Overse as				0.00 %			-	0.00%	0.00%
b) Indivi duals				0.00 %					
i) Indivi dual shareh olders holdin g nomin al share capital upto Rs. 2 lakh	76604 2	260,62 0	1,026, 662	12.9 9%	73362 7	260,52 0	994, 147	12.58%	-3.17%
ii) Indivi dual	11351 65	1,277, 200	2,412, 365	30.5 2%	11995 88	1,277, 200	2,47 6,78	31.34%	2.67%

shareholders holding nominal share capital in excess of Rs 2 lakh							8			
c) Others (specify)										
Non Resident Indians	32802	-	32,802	0.42 %	32002		32,002	0.40%	0.02%	
Overseas Corporate Bodies			-	0.00 %			-	0.00%	0.00%	
Foreign Nationals			-	0.00 %			-	0.00%	0.00%	
Clearing Members	16		16	0.00 %	1652		1,652	0.02%	10225%	
Directors Relatives	12,042		12,042	0.15 %	12042		12,042	0.15%	0.00%	
Trusts			-	0.00 %			-	0.00%	0.00%	
Foreign Bodies - DR			-	0.00 %			-	0.00%	0.00%	
Sub-total	3,774,	1,686,	5,461,	69.0			1,686,	5,46	69.09%	0.00%

(B)(2): -	780	320	100	9%	3,774, 880	220	1,10 0		
Total Public (B)	3,821, 780	2,486, 020	6,307, 800	79.8 1%	3,821, 880	2,485, 920	6,30 7,80 0	79.81%	0.00%
C. Shares held by Custod ian for GDRs & ADRs			-	0.00 %				0.00%	0.00%
Grand Total (A+B+ C)	5,417, 980	2,486, 020	7,904, 000	100. 00%	5,418, 080	2,485, 920	7,90 4,00 0	100.00%	0.00%

## (ii) Shareholding of Promoter

	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year		% change in shareholdin g during the year
		No. of Shares	% of total Shares of the compa ny	% of Shar es Pled ged/ encu mber ed to total shar es	No. of Shares	% of total Shares of the company	
1	Nerella Venkata Ramamohan	1,596, 200	20.19 %	-	1,596,2 00	20.19%	-

	a Rao					
total	1,596,200	20.19%	1,596,200	20.19%		

## (iii) Change in Promoters' Shareholding (please specify, if there is no change)

Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares	No. of shares	% of total shares
At the beginning of the year			No change	0.00%	No change	0.00%
Changes during the year			No change	0.00%	No change	0.00%
				0.00%		0.00%
				0.00%		0.00%
At the end of the year			No change	0.00%	No change	0.00%

## (iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

S.No.	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Name: PUNJAB AGRO INDUSTRIES CORP LTD						
	At the beginning of the year	4/1/2019		799,700	13.42%	799,700	10.12%
	Changes during the year	-		-	0.00%	799,700	

	At the end of the year	3/31/2020	799,700	13.42%	799,700	10.12%
2	Name :KASINATH AGROTECH PRIVATE LIMITED					
	At the beginning of the year	4/1/2019	618,000	7.82%	618,000	7.82%
	Changes during the year	-	-	0.00%	618,000	7.82%
	At the end of the year	3/31/2020	618,000	7.82%	618,000	7.82%
3	Name :YVR TRADERS PRIVATE LIMITED					
	At the beginning of the year	4/1/2019	518,451	6.56%	518,451	6.56%
	Changes during the year	-	-	0.00%	518,451	6.56%
	At the end of the year	3/31/2020	518,451	6.56%	518,451	6.56%
4	Name :YERRA AGENCIES PRIVATE LIMITED					
	At the beginning of the year	4/1/2019	495,000	6.26%	495,000	6.26%
	Changes during the year	-	-	0.00%	495,000	6.26%
	At the end of the year	3/31/2020	495,000	6.26%	495,000	6.26%
5	Name :I PADMAJA RANI					
	At the beginning of the year	4/1/2019	164,356	2.08%	164,356	2.08%
	Changes during the year	-	-	0.00%	164,356	
	At the end of the year	3/31/2020		2.08%		2.08%



	the year		164,356		164,356	
6	Name :SERENITY FINANCE PRIVATE LIMITED					
	At the beginning of the year	4/1/2019	140,300	1.78%	140,300	1.78%
	Changes during the year	-	-	0.00%	140,300	1.78%
	At the end of the year	3/31/2020	140,300	1.78%	140,300	1.78%
7	Name :HITESH RAMJI JAVERI					
	At the beginning of the year	4/1/2019	134,919	1.71%	134,919	1.71%
	Changes during the year	-	Tran sfer 45,081	0.57%	180,000	2.28%
	At the end of the year	3/31/2020	180,000	2.28%	180,000	2.28%
8	Name :MAHENDRA KUMAR JAIN					
	At the beginning of the year	4/1/2019	131,460	1.66%	131,460	1.66%
	Changes during the year	-	-	0.00%	131,460	1.66%
	At the end of the year	3/31/2020	131,460	1.66%	131,460	1.66%
9	Name :SREEHARI KAGITHA					
	At the beginning of the year	4/1/2019	113,141	1.43%	113,141	1.43%
	Changes during the year	-	-	0.00%	113,141	1.43%
	At the end of the year	3/31/2020	113,141	1.43%	113,141	1.43%
1	Name :HARSHA HITESH JAVERI					

0							
	At the beginning of the year	4/1/2019		101,953	1.29%	101,953	1.29%
	Changes during the year	-		557	0.01%	102,510	1.30%
	At the end of the year	3/31/2020		102,510	1.30%	102,510	1.30%

(i) Shareholding of Directors and Key Managerial Personnel:

S N	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Cumulative Shareholding during the year			
				Shareholding at the beginning of the year	No. of shares	% of total shares	No. of shares
1	Name: LAKSHMANAR AO KONDAVETI						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year				0.00%	NIL	0.00%
	At the end of the year			-	0.00%	-	0.00%
2	Name: Rakesh Kumar Jain						
	At the beginning of the year			12,042	0.20%	12,042	
	Changes during the year			-	0.00%	12,042	
	At the end of the year			12,042	0.20%	12,042	
3	Name: Muppavarapu Chowdary						
	At the				0.00%		0.00%

	beginning of the year				-	
	Changes during the year			0.00%	NIL	0.00%
	At the end of the year			0.00%	-	0.00%
<b>4 Name: Veera Venkata Satyanarayana Aakana</b>						
	At the beginning of the year			0.00%	-	0.00%
	Changes during the year			0.00%	NIL	0.00%
	At the end of the year			0.00%	-	0.00%
<b>5 Name: Bollina Chandra Subhash</b>						
	At the beginning of the year			0.00%	-	0.00%
	Changes during the year			0.00%	NIL	0.00%
	At the end of the year			0.00%	-	0.00%

<b>6 Name: Achuta Ramaiah Pavuluri</b>						
	At the beginning of the year			0.00%	-	0.00%
	Changes during the year			0.00%	NIL	0.00%
	At the end of the year			0.00%	-	0.00%

**V. INDEBTEDNESS** Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid				-

iii) Interest accrued but not due				-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
* Addition				-
* Reduction				-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount				-
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
Total (i+ii+iii)	-	-	-	-

#### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

##### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Remuneration is not paid

S N .	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount (Rs/Lac)
	Name			
	Designation	Managing Director		
1	Gross salary			0
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			-
2	Stock Option			-
3	Sweat Equity			-
4	Commission			-
	- as % of profit			-
	- others, specify			-
5	Others, please specify			-

Total (A)	-	-	-
Ceiling as per the Act			

B. Remuneration to other Directors Not applicable as No remuneration is paid to other directors

S N .	Particulars of Remuneration	Name of Directors			Total Amount (Rs.Lacs)
1	Independent Directors				
	Fee for attending board committee meetings				-
	Commission				-
	Others, please specify				-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors				-
	Fee for attending board committee meetings				-
	Commission				-
	Others, please specify				-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration				-
	Overall Ceiling as per the Act				

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD No remuneration is paid

S N .	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name				(Rs/Lac)
	Designation	CEO	CFO	CS	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				-
	(b) Value of perquisites u/s 17(2) Income-tax				-

	Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				-
2	Stock Option				-
3	Sweat Equity				-
4	Commission - as % of profit - others, specify				-
					-
5	Others, please specify				-
	Total				-

**VII. PENALTIES / PUNISHMENT /  
COMPOUNDING OF OFFENCES:**

NIL

<b>Typ e</b>	<b>Section of the Companies Act</b>	<b>Brief Descrip tion</b>	<b>Details of Penalty / Punishment / Compoundi ng fees imposed</b>	<b>Authorit y [RD / NCLT/ COURT]</b>	<b>Appeal made, if any (give Details)</b>
<b>A. COMPANY</b>					
	<u>Penalty</u>	-	-	<u>NIL</u>	-
	<u>Punishment</u>	-	-	<u>NIL</u>	-
	<u>Compounding</u>	-	-	<u>NIL</u>	-
<b>B. DIRECTORS</b>					
	<u>Penalty</u>	-	-	<u>NIL</u>	-
	<u>Punishment</u>	-	-	<u>NIL</u>	-
	<u>Compounding</u>	-	-	<u>NIL</u>	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
	<u>Penalty</u>	-	-	<u>NIL</u>	-
	<u>Punishment</u>	-	-	<u>NIL</u>	-
	<u>Compounding</u>	-	-	<u>NIL</u>	-

By Order of the Board  
For **Omega AG Seeds (Punjab) Limited**

-Sd-

Place : Hyderabad  
Date : 05.12.2020

**Lakshmanarao Kondaveti**  
Managing Director  
DIN: 07706939

Pla  
Da

**Form No. MR-3****SECRETARIAL AUDIT REPORT**

For The Financial Year Ended 31<sup>st</sup> March, 2020

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To  
The Members,  
Omega AG Seeds Punjab Limited,  
6-3-1099/1/2/3, Flat No. 203,  
Bhavya's Varun Sargam Villa,  
Somajiguda, Raj Bhavan Road,  
Hyderabad,  
Telangana - 500082

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Omega AG Seeds Punjab Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on our verification of M/s. Omega AG Seeds Punjab Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2020 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. Omega AG Seeds Punjab Limited ("the Company") for the financial year ended on 31<sup>st</sup> March, 2020 according to the provisions of:

- (ii) The Companies Act, 2013 (the Act) and the rules made there under ***except compliance relating to the appointment of Company Secretary Section 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.***
- (iii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;



- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (v) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable to the Company during the Audit Period);
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amendments from time to time (Not applicable to the Company during the Audit Period);
  - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the Audit Period);
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period); and
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit Period);
  - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards issued by the Institute of Company Secretaries of India and approved by Government of India on Meetings of the Board of Directors and General Meetings.
- ii) Listing Agreement entered into by the Company with the Bombay Stock Exchange.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following *non-compliance*.

<b>Type Of Compliance</b>	<b>Quarter</b>	<b>Non-Compliance/Reg.</b>	<b>Remark</b>
<i>Standalone Results</i>	<i>MC - 2019</i>	<i>Reconciliation table (Equity) not Provided</i>	<i>Delayed Reporting</i>
<i>Standalone Results</i>	<i>SQ - 2019</i>	<i>Statement of Assets &amp; Liabilities</i>	<i>Delayed Reporting</i>
<i>Standalone Results</i>	<i>SQ - 2019</i>	<i>XBRL filing is not as per Format</i>	<i>Delayed Reporting</i>
<i>Standalone Results</i>	<i>MQ - 2020</i>	<i>Result PDF Received but XBRL Grid not received</i>	<i>Standalone Financial Results (Quarter end) Not submitted in XBRL Mode (Ref. BSE circular dt.30/03/2017)</i>
<i>Secretarial Audit</i>	<i>MQ - 2019</i>	<i>PDF file not submitted. (only XBRL filing received )</i>	<i>Only XBRL filing received - Reconciliation of Share Capital Audit Report not filed in PDF file . Require to submit the duly signed Report in PDF file on BSE Listing Centre as per BSE circular dated 14th June, 2017.</i>
<i>Secretarial Audit</i>	<i>JQ - 2019</i>	<i>PDF file not submitted. (only XBRL filing received )</i>	<i>Only XBRL filing received - Reconciliation of Share Capital Audit Report not filed in PDF file . Require to submit the duly signed</i>

			<i>Report in PDF file on BSE Listing Centre as per BSE circular dated 14th June, 2017.</i>
<i>Secretarial Audit</i>	<i>SQ - 2019</i>	<i>Membership No not mention (ref. point no.22)</i>	<i>Membership Number not mention under details of compliance officer cum secretary in terms of Regulation 6 (1) of SEBI(LODR) Regulations 2015. Even in revise pdf querey not resolved</i>
Annual Report (Soft Copy)	2019-20	34	Delayed Reporting
Annual Report (Hard Copy)	2019-20	NA	Delayed Reporting
Shareholding Pattern	SQ-19, DQ-19, MQ-20	31	Delayed Reporting
Annual Listing Fees	NA	14	Delayed Payment of Rs. 10,86,190
Quarterly Financial Results	SQ-19, DQ-19, MQ-20	33	<i>Delayed Reporting</i>
<i>Corporate Governance</i>	<i>DQ - 2019</i>	<i>Others</i>	<i>Audit Committee - Previous quarter meeting date not provided</i>
<i>Certificate from Practicing Company Secretary</i>	SQ-19, MQ-20	40(9) & 40(10)	<i>Delayed Reporting</i>
<i>Corporate Governance</i>	SQ-19, DQ-19, MQ-20	<i>Reg. 27(2)</i>	<i>Delayed Reporting</i>

Secretarial Audit (Sec. Audit)	DQ-19, MQ-20	Reg.55A/76	<i>Delayed Reporting</i>
<i>Compliance Certificate</i>	SQ-19, MQ-20	<i>Reg. 7(3)</i>	<i>Delayed Reporting</i>
<i>Quarterly Investor complaints</i>	DQ-19, MQ-20	<i>Reg. 13(3)</i>	<i>Delayed Reporting</i>
Voting Results	DQ-19, MQ-20	Reg 44(3)	<i>Delayed Reporting</i>

- *Due to non-payment of Listing Fee the Company is Suspended from Trading on Bombay Stock Exchange (BSE)*

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non- Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the Board Meetings, as represented by the management, were taken unanimously.

We further report that, as per the explanations given to us and the representations made by the Management and relied upon by us, there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the audit period, there were no other specific events / actions in pursuance of the above referred laws, rules, regulations, guidelines etc. having major bearing on the Company's affairs.

**-Sd-**  
**CS Venkatesh Challa**  
**Company Secretary in Practice**  
**M.No. 51958**  
**C.P.No. 19040**

Date : 05/12/2020

Place : Hyderabad

**Note:**

This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

**ANNEXURE - A**

To  
The Members,  
Omega Ag Seeds Punjab Limited,  
6-3-1099/1/2/3, Flat No. 203,  
Bhavya's Varun Sargam Villa,  
Somajiguda, Raj Bhavan Road,  
Hyderabad,  
Telangana - 500082.

Our report of even date is to be read along with this letter:

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Date : 05/12/2020

Place : Hyderabad

**-Sd-**

**CS Venkatesh Challa**  
**Company Secretary in Practice**  
**M.No. 51958**  
**C.P.No. 19040**

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **i. ECONOMIC REVIEW**

India has the 10th largest arable land resources in the world and the country possesses 45 of the 60 soil types across the globe. The country is the largest producer of spices, pulses, milk, tea, while it ranks second in the production of wheat, rice, fruits and vegetables.

India's agriculture sector is considered to be the backbone of the nation's economy. Providing livelihood to over 58 percent of households in the rural areas, the agriculture sector, along with fisheries and forestry, is also one of the largest contributors to the Gross Domestic Product (GDP).

### **ii. INDUSTRY STRUCTURE AND DEVELOPMENT**

At 179.9 million hectares, India holds the second largest agricultural land in the world. A majority of the Indian population relies on agriculture for employment and livelihood. Steady investments in technology development, irrigation infrastructure, emphasis on modern agricultural practices and provision of agricultural credit and subsidies are the major factors contributing to agriculture growth.

### **iii. OPPORTUNITIES AND THREATS**

In spite of some of these positive cues, the agricultural sector has a whole set of complex challenges. The sector continues to be significantly dependent on the monsoons, as majority of the area is rain-fed and is dependent on timely and adequate rain fall. The effects of global warming and unseasonal rains have a negative impact on the crops and the farmers' ability to take risks. Changing food consumption patterns as well as volatility in agricultural price has an important impact on the sowing patterns of the crops across various states of India.

Harvesting and post harvesting practices need significant improvement to avoid huge losses. The pressure on land usage for alternate purposes of real estate and industry are shrinking the availability of cultivable land in the country.

#### **Opportunities**

- Agriculture reforms targeted at doubling farmer income over next five years to support agri inputs consumption for improving crop yields
- Irrigation projects and Micro irrigation focus to reduce dependence on monsoon and improve nutrient use efficiency

- Higher disposable income on account of improved Minimum Support Price (MSP), augmented MGNREGA allocation, better price discovery through electronic National Agriculture Market and price support through crop insurance scheme
- Government's focus towards improving soil health through Soil Health Cards and Organic fertiliser marketing assistance to promote balanced nutrition practices and organic usage. Further, Direct Benefit Transfer to improve subsidy targeting and increase soil health based recommendations.

#### **iv. RISK MANAGEMENT INITIATIVES**

Risk management policies and limits are evaluated by the Board of Directors. Risk limits, policies and procedures are periodically revised keeping in mind changes in market conditions. Risk management in your Company entails an integrated approach with margin protection considerations forming the back-bone of risk management initiatives. The long -term objective of risk management is to provide stability in margins over a longer period and through downturns in economic cycles.

#### **v. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has in place adequate and appropriate systems of internal controls commensurate with its size and the nature of its operations and these have broadly withstood the test of time. The systems have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information complying with applicable statutes, safeguarding assets from unauthorized use, executing transactions with proper authorizations and ensuring compliance of corporate policies.



**vi. CAUTIONARY STATEMENT**

“Management’s Discussion & Analysis Report” contains forward looking statements, which may be identified by the use of the words in that direction, or connoting the same. All statements that address expectation or projections about the future, including, but not limited to statements about the Company’s strategy for growth, product development, market position, expenditures and financial results are forward looking statements. The Company’s actual results, performance or achievements could thus differ materially from those projected in such forward looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward - looking statements on the basis of any subsequent development, information or events.

By Order of the Board  
For **Omega AG Seeds (Punjab) Limited**

-Sd-

Place : Hyderabad  
Date : 05.12.2020

**Lakshmanarao Kondaveti**  
Managing Director  
DIN: 07706939

**ANNEXURE TO DIRECTORS REPORT**

The particulars as prescribed under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are forming part of the directors report for the year ended 31<sup>st</sup> March 2020 are as follows:

I.	Power and Fuel Consumption	2019-2020	2018-2019.
1.	Electricity		
	a) Purchased Units (in Lakhs)		
	Total Amount (Rs. In Lakhs)Rate/Unit(Rs.)	NIL	NIL
	b) Own Generation		
2.	Coal: (Steam used for		
	Generation of Steam boiler)	NIL	NIL
	Qty. (Tones)	NIL	NIL
	Total Amount (Rs. In Lakhs)	_____	_____
	Averages/Tones (Rs.)	_____	_____
3.	FURNACE OIL	NIL	NIL
	Consumed Qty. (Kilo Meter.)	_____	_____
	Consumed Cost (Rs. In Lakhs)	_____	_____
	Averages/Kilo Meter(Rs.)	_____	_____
4.	Other/Internal Generation		NIL
	NIL		
	Steam Purchased	_____	_____
	Qty. (Tones)	_____	_____
	Total Cost (Rs. In Lakhs)	_____	_____
	Averages/Kilo Meter(Rs.)		
5.	Consumption per unit of Production	NIL	NIL
	A. Product (Single Super Phosphate)		
	Electricity	_____	_____

	Coal	_____	_____
	Furnace Oil	_____	_____
	Steam	_____	_____
II.	TECHNOLOGY ABSORPTION	NIL	NIL
	Efforts made in technology absorption As per B of the Annexure to the Rules.	_____	_____
1.	Research & Development (R & D)	NIL	NIL
A)	Specified areas in which (R & D) carried out by the company	_____	_____
B)	Benefits derived as result of the above R&D:	NIL	NIL
C)	Expenditure on R & D	NIL	NIL
	i) Capital	_____	_____
	ii) Recurring	_____	_____
	iii) Total	_____	_____
	iv) Total R & D Expenditure as a percentage of total turnover	_____	_____
2.	Technology absorption, adaptation, and innovation	NIL	NIL
A)	Efforts in brief made towards technology absorption adaptation and innovations	NIL	NIL
B)	Benefits derived as a result of the above efforts e.g. product improvement cost reduction, product development, import substitution etc.	NIL	NIL
C)	In case of imported technology (imported during the last five year reckoned from the beginning of the financial year).	NIL	NIL
	Following information may be furnished:		
I)	Technology Imported		
II)	Year of Imported		
III)	Had technology been fully absorbed	NIL	NIL
IV)	If not fully absorbed, areas where this has not taken	NIL	NIL.

	Place reason thereof and future plan action	NIL	NIL
III	FOREIGN EXCHANGE EARNING AND OUT GO		
A)	Activities relating to exports, initiative taken to increase exports, development of new export markets for products and service and export plans.	NIL	NIL
	B) Total foreign exchange used	NIL	NIL
C)	Total foreign exchange earned	NIL	NIL

### **REPORT OF THE BOARD OF DIRECTORS ON CORPORATE GOVERNANCE**

Corporate Governance is the application of best management practices, compliance of law and adherence to ethical standards to achieve the Company's objective of enhancing

Shareholders' value and discharge of social responsibility. The Corporate Governance structure in the company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees etc. The Company had adopted Corporate Governance and disclosure practices keeping in view the Company's size, complexity and corporate traditions. The Company is fully committed to follow the procedures and practices in conformity with the clause 49 of the Listing Agreement of the Stock Exchanges, as applicable.

Your Directors present the Company's Report on Corporate Governance as under:

#### **MANDATORY REQUIREMENTS**

##### **1) COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

Corporate governance is a synonym for sound management, transparency and disclosure. The Company's philosophy of corporate governance envisages the highest level of transparency, accountability and equity in all its dealings with shareholders, employees, government and lenders. The Company's guiding principles are focused to achieve the highest standards of corporate governance. In compliance with the disclosure requirements of SEBI (LODR) regulations 2015 and the Listing Agreement executed with the Stock Exchanges, the details are set out below:

##### **2) BOARD OF DIRECTORS**

###### **Composition:**

The Board has an optimum combination of Executive and Non-Executive Directors and is in conformity with the Listing Agreement entered in to with the Stock Exchange in which Company's shares are listed.

The Board consists of 6 directors, whose composition is as under:

Sl.No.	Name	Designation	Category
1.	Mr. Kondaveti Lakhsmanarao	Managing Director	Non-Promoter & Executive
2.	Mr. A.V.V Satyanarayana	CFO cum WTD	Non-Promoter & Executive
3.	Mr. Rakesh Kumar Jain	Director	Independent
4.	Mr. M. Chowdary	Director	Independent
5.	Geetha Rukmini Vankadaru	Woman Director	Independent & Non Executive

### Conduct of the Board Meetings:

During the year ended 31<sup>st</sup> March, 2020, Four Board Meetings were held on the following dates: 30<sup>th</sup> May 2019, 30<sup>th</sup> June, 2019, 16<sup>th</sup> August 2019, 14<sup>th</sup> November, 2019, and 14<sup>th</sup> February, 2020.

The Directors attendance at the Board Meetings, number of directorships and committee memberships held by them in other companies are given hereunder:

Name of the Director	No.of Board Meetings Attended	Attend ance at the last AGM	No.of other directorship s in other public companies	Committee positions held in other public companies*	
				Chair-person	Membe r
Mr. Kondaveti Lakhsmanarao	5	No	Nil	Nil	Nil
Mr. A.V.V Satyanarayana	5	No	Nil	Nil	Nil
Mr.Rakesh Kumar Jain	3	Yes	Nil	Nil	Nil
Mr. M. Chowdary	4	No	Nil	Nil	Nil
Geetha Rukmini Vankadaru	5	Yes	Nil	Nil	Nil

\*As at 31<sup>st</sup> March, 2020 (Committee positions include only Audit Committee and Stakeholders Relationship Committee).

### 3) COMMITTEES OF THE BOARD

The Board of Directors has constituted Three Board Committees viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee. All decisions pertaining to the constitution of Committees, appointment of members and fixing of terms of reference / role of the Committees are taken by the Board of Directors. Details on the composition of these Committees, including the number of meetings held during the financial year and attendance at meetings, are provided below.

#### a) Audit Committee

The Audit Committee to oversee audit functions of the Company and it comprises the following three directors as on 31<sup>st</sup> March, 2020.

Sl. No	Name	Nature of Directorship	Designation	No. of meetings attended
1	Mr. Chowdary Muppavarapu	Independent	Chairman	4
2	Mrs. Geetha Rukmini Vankadaru	Executive	Member	4
3	Mr. Rakesh Kumar Jain	Independent	Member	4

#### b) Stakeholders Relationship Committee

The Committee comprises the following members as on 31<sup>st</sup> March, 2020

Sl. No	Name	Nature of Directorship	Designation	No. of meetings attended
1	Mr. Chowdary Muppavarapu	Independent	Chairman	4
2	Mrs. Geetha Rukmini Vankadaru	Executive	Member	4
3	Mr. Rakesh Kumar Jain	Independent	Member	4

#### c) Nomination And Remuneration Committee

The Committee comprises the following members as on 31<sup>st</sup> March, 2020

Sl.No	Name	Nature of Directorship	Designation	No. of meetings attended
1	Mr. Muppavarapu.Chowdary	Independent	Chairman	4
2	Mrs. Geetha Rukmini Vankadaru	Independent	Member	4
3	Mr. Rakesh Kumar Jain	Independent	Member	4

#### 4) INDEPENDENT DIRECTORS MEETING

During the year under review, the Independent Directors met on May 30<sup>th</sup>, 2019, inter alia, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as a whole;
2. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors.
3. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the independent Directors were present at the meeting and have expressed satisfaction over the conduct of the above matters.

#### 5) DETAILS OF GENERAL BODY MEETINGS HELD:

The location and time of the last three Annual General Meetings were held as under

Financial Year	Date	Time	Venue
2018-2019	30.09.2019	10.00 A.M	Hotel Megacity, 3-6-335 to 339, Basheerbagh Cross Roads, Hyderabad.
2017-2018	29.09.2018	10.00 A.M	Hotel Megacity, 3-6-335 to 339, Basheerbagh Cross Roads, Hyderabad.
2016-2017	29.09.2017	10.00 A.M	Hotel Megacity, 3-6-335 to 339, Basheerbagh Cross Roads, Hyderabad.

**6) POSTAL BALLOT**

No resolution was passed through Post Ballot during the financial year 2019-20

**7) BOOK CLOSURE:**

The register of members and share transfer books of the Company shall remain closed from Thursday, 24th December, 2020 to Wednesday, 30th December, 2020 (both days inclusive).

**8) SPECIAL RESOLUTIONS PASSED DURING THE PREVIOUS 3 (three) AGM'S:**

No Special Resolutions passed during the Previous 3(Three) AGM's.

**9) COMMON AGENCY/SHARE TRANSFER AGENT**

The company has appointed M/s Bigshare Services Private Limited, Mumbai as Common Agency for share transfer work in both physical form as well as electronic.

The address of Transfer Agency is given below:

**M/s. Bigshare Services Private Limited**  
E-2/3, Ansa Industrial Estate, Sakivihar Road,  
Saki Naka, Andheru (E),  
Mumbai-400072,  
Phone NO.022-28473747, 28475207 Fax: 022-28525207  
E mail: [bigshare@bom7.vsnl.net.in](mailto:bigshare@bom7.vsnl.net.in)

**10) COMMUNICATION TO SHAREHOLDERS**

Company provides information relating to the company mainly through the annual reports which includes the directors report, audited accounts, cash flow statements etc. The shareholders are also intimated the quarterly and yearly and annual performance through intimation to stock exchanges.

**11) GENERAL INFORMATION TO SHAREHOLDERS**

- a) Date of Incorporation : 24<sup>th</sup> November 1992
- b) Registered Office : 6-3-1099/1/3, Flat No. 203, 2<sup>nd</sup> Floor,  
Bhavya's Varun, Saram Villa, Rajbhavan Road,  
Somajiguda, Hyderabad-500082, Telangana,  
India



- c) Day, Date & time of the 28<sup>th</sup> AGM: Thursday, 31<sup>st</sup> December 2021 at 10.00 A.M.
- d) Venue of the 28<sup>th</sup> AGM : Hotel Meghacity, 3-6-335 to 339, Basheerbagh Cross Roads, Hyderabad-500001
- e) Financial Calendar : 1<sup>st</sup> April,2019 to 31<sup>st</sup> March, 2020
- f) Date of Book Closure : 24<sup>th</sup> December, 2020 to 30<sup>th</sup> December, 2020 (Both days inclusive)
- g) Dividend Payment date : Not Applicable
- h) Address of Stock Exchange: PhirozeJeejeebhoy Towers, Dalal Street, Mumbai-400001.
- i) Stock Code : **519479**
- j) The Company ISIN Number: **INE112B01013**
- k) Listing on Stock Exchange : The Bombay Stock Exchange Limited, Mumbai.
- l) Last date for Receipt of Proxies: 28<sup>th</sup> December, 2020 (Before 10.00 A.M at the registered office of the company.)

**Stock Market Price data for the Financial year 2019-20.**

S No.	Month	High	Low
1.	Apr-19	-	-
2.	May-19	-	-
3.	Jun-19	-	-
4.	Jul-19	-	-
5.	Aug-19	-	-
6.	Sep-19	-	-
7.	Oct-19	-	-
8.	Nov-19	-	-
9.	Dec-19	-	-
10.	Jan-20	-	-
11.	Feb-20	-	-
12.	Mar-20	-	-

**Shareholding pattern of the Company as on 31<sup>st</sup> of March 2020**

Category of Shareholder	No. of Shareholders	Total No. of Shares	Total Shareholding as a % of Total No. of Shares
<b>(A) Shareholding of Promoter and Promoter Group</b>			
<b>(1) Indian</b>			

Individuals / Hindu Undivided Family	1	1596200	20.19
Central Government / State Government(s)	0	0	-
<b>Sub Total</b>	<b>1</b>	<b>1596200</b>	<b>20.19</b>
<b>(2) Foreign</b>	0	0	-
<b>Total shareholding of Promoter and Promoter Group (A)</b>	<b>1</b>	<b>1596200</b>	<b>20.19</b>
<b>(B) Public Shareholding</b>	0	0	-
<b>(1) Institutions</b>			
(a) Central / State Government(s)	1	799700	10.12
(b) Financial Institutions / Banks	1	47000	0.59
<b>Sub Total</b>	<b>2</b>	<b>846700</b>	<b>10.71</b>
<b>(2) Non-Institutions</b>			
Bodies Corporate	27	1944469	26.60
<b>Individuals</b>			
Individual shareholders holding nominal share capital up to Rs. 2 lakh	986	994147	12.58
Individual shareholders holding nominal share capital in excess of Rs.2 lakh	36	2476788	31.33
Any Others (Specify)	0	0	-
Clearing Members	4	1652	0.02
Non Resident Indians	5	32002	0.40
Directors & their Relatives & Friends	1	12042	0.15
<b>Sub Total</b>	<b>1059</b>	<b>5461100</b>	<b>69.09</b>
<b>Total Public shareholding (B)</b>	<b>1061</b>	<b>6307800</b>	<b>79.81</b>
<b>Total (A)+(B)</b>	<b>1062</b>	<b>7904000</b>	<b>100.00</b>

**AUDITORS REPORT ON CORPORATE GOVERNANCE**

To  
**THE MEMBERS OF OMEGA AG-SEEDS (PUNJAB) LIMITED**

We have examined all the relevant records of **Omega AG Seeds (Punjab) Limited** for the purpose of certifying compliance of the conditions of the Corporate Governance

under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2020. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to the procedure and implementation process adopted by the Company for ensuring the compliance of the conditions of the corporate governance.

This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

In our opinion and to the best of our information and according to the explanations and information furnished to us, we certify that the Company has complied with all the mandatory requirements of Corporate Governance as stipulated in Schedule II of the said SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As regards Discretionary Requirements specified in Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has complied with items C, D and E.

For **Jaideep Gaddam & Associates**

Chartered Accountants

FRN: 019149S

Sd/-

per **Jaideep Gaddam**

Partner

M.No.: 226296

Place: Hyderabad

Date: 05 December 2020

**INDEPENDENT AUDITOR'S REPORT**

**To**  
**The Members of M/s. Omega Ag Seeds Punjab Limited**

**Report on the Standalone Financial Statements****Opinion**

We have audited the Financial Statements of M/s. Omega AG Seeds (Punjab) Limited ("the Company"), which comprise the balance sheet as at 31st March 2020, and the statement of profit and loss for the year then ended, and statement of cash flows for the year then ended and notes to the Financial Statements, including a summary of significant accounting policies [hereinafter referred to as "the Financial Statements"].

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its profit/loss and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**“Information Other than the Financial Statements and Auditor’s Report Thereon”**

The Company’s Board of Directors is responsible for the other information. Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Management’s Responsibility for the Financial Statements**

The Company’s Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, the Board of Directors is responsible for assessing the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- a. Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  
- e. Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in

- (i) Planning the scope of our audit work and in evaluating the results of our work; and
- (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, We have given in the "**Annexure -A**", a statement on the matters specified in paragraph 3 and 4 of the order, to the extent applicable.
  
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  
  - (c) The reports on the accounts of the branch offices of the Company audited under Section 143(8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report.



- (d) The Balance Sheet, the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- (e) In our opinion, the aforesaid Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (f) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
- (g) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls vide notification dated June 13, 2017, have been reported in “**Annexure-B**”.
- (h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us.
  - i. The Company has disclosed the impact of pending litigations on the financial position in its financial statements and the list of all pending cases are presented by company in Note 2.9 to financial statements.

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **Jaideep Gaddam & Associates**

Chartered Accountants

FRN: 019149S

SD/-

per **Jaideep Gaddam**

Partner

M.No.: 226296

Place: Hyderabad

Date: 05 December 2020

**UDIN: 21226296AAAAA09908.**

**CEO AND CFO CERTIFICATE TO THE BOARD PURSUANT TO REGULATION 17(8) OF THE SEBI (LODR) REGULATIONS, 2015**

We, the undersigned, in our respective capacities as Chief Executive Officer and Chief Financial Officer of **Omega AG Seeds (Punjab) Limited** ('the Company'), to the best of our knowledge and belief certify that:

- (a) We have reviewed the financial statements and the cash flow statement for the financial year ended 31<sup>st</sup> March, 2020 and to the best of our knowledge and belief, we state that:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- (b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.
- (d) We are responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (e) We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
  - (i) significant changes, if any, in the internal control over financial reporting during the year;
  - (ii) significant changes, if any, in the accounting policies made during the year and that the same has been disclosed in the notes to the financial statements; and
  - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over financial reporting.

By Order of the Board  
For **Omega AG Seeds (Punjab) Limited**

Place : Hyderabad  
Date :30.05.2020

**SD/-**  
**[K Lakshmanarao]**  
Managing Director  
DIN: 07706939

**SD/-**  
**[AVV Satyanarayana]**  
Chief Financial Officer  
& Whole-time Director  
DIN: 06962180

<b><u>BALANCE SHEET AS AT 31.3.2020</u></b>				
<b>CIN:: L01119TG1992PLC082816</b>				
PARTICULARS	NOTES		<b>As at 31.3.2020</b>	<b>As at 31.3.2019</b>
<b>EQUITY AND LIABILITIES</b>				
<b><u>A) Shareholders Funds</u></b>				
Share Capital	2		7,90,40,000	7,90,40,000
Reserves and Surplus	3		17,37,531	15,79,551
		(A)	<b>8,07,77,531</b>	<b>8,06,19,551</b>
<b><u>B) Non-Current Liabilities</u></b>				
Deferred Tax Liabilities (net)	4		1,32,030	1,29,455
		(B)	<b>1,32,030</b>	<b>1,29,455</b>
<b><u>C) Current Liabilities</u></b>				
Short Term borrowings				
Trade Payables			3,89,315	3,89,315
Other Current Liabilities	5		55,78,438	51,69,415
Short term Provisions	6		52,000	41,376 -
		(C)	<b>60,19,753</b>	

				<b>56,00,106</b>
<b>TOTALS (A+B+C)</b>			<b>8,69,29,314</b>	<b>8,63,49,112</b>
<b>ASSETS</b>				
<b><u>D) Non-Current Assets</u></b>				
a) Fixed Assets	7			
Tangible Assets			31,68,820	32,09,914
Capital Work In Progress				
b) Non Current Investments	8		7,24,06,928	7,03,47,999
c) Long Term Loan and Advances	12		72,34,916	72,34,916
		(D)	<b>8,07,92,829</b>	<b>7,92,45,548</b>
<b><u>E) Current Assets</u></b>				
c) Trade Receivables	9		36,81,421	36,81,421
d) Cash & Bank Balances	10		5,431	93,644
e) Short-term Loans & Advances			-	-
f) Other Current Assets	11		4,31,798	17,81,218
		(E)	<b>41,18,650</b>	<b>55,56,283</b>
<b>TOTALS (D+E)</b>			<b>8,69,29,314</b>	<b>8,63,49,112</b>

<b>Significant Accounting Policies</b>	1		
The accompanying notes are an integral part of the Financial Statements			

**AUDITORS REPORT**

As per our separate report of even date

For **Jaideep Gaddam & Associates**

**On Behalf of the Board**

Chartered Accountants

**For Omega Ag Seeds Punjab Limited**

FRN: 019149S

-Sd-

-Sd-

**(Jaideep Gaddam)**

**K. Lakshmana Rao AVV Satyanarayana**

**Partner**

**Managing Director Whole Time Director & CFO**

M.No: 226296

HYDERABAD (Camp)

**STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31.03.2020**

PARTICULARS	NOTES	31.3.2020	31.03.2019
		AMOUNT(Rs)	AMOUNT(Rs)
<u>INCOME</u>			
-			
REVENUE FROM OPERATIONS			
Sales		-	-
OTHER INCOMES	14	20,69,163	17,61,280
	Total Rs	20,69,163	17,61,280
<u>EXPENDITURE</u>			
-			
PURCHASE OF STOCK IN TRADE		-	-
OPERATING EXPENSES		-	-
EMPLOYEE BENEFIT EXPENSES	15	6,00,000	2,40,000
FINANCE COST		-	-
DEPRECIATION AND AMORTISATION	3	41,094	37,871
	Total Rs	1,856,608	15,81,697
Profit before Tax		212,555	1,79,583
Provision for Tax (MAT)	12	52,000	41,376
Less:Deferred Tax Liability/(DTA)		2,575	4,330



Profit/Loss After tax		157,980	1,33,877
Income Tax Adjustments of earlier years			-
Net Profit/Loss to be carried to Balance Sheet		<b>1,57,980</b>	<b>1,33,877</b>
<b>EARNINGS PER EQUITY SHARE</b>			
Basic		0.02	0.02
Diluted		0.02	0.02

**Significant Accounting Policies**

1

The accompanying notes are an integral part of the Financial Statements

**AUDITORS REPORT**

As per our separate report of even date

For **Jaideep Gaddam & Associates**

**On Behalf of the  
Board**

Chartered Accountants

**For Omega Ag Seeds Punjab Limited**

FRN: 019149S

-Sd-

-Sd-

**(Jaideep Gaddam)**

**K. Lakshmana Rao    AVV Satyanarayana**

**Partner**

**Managing Director    Whole Time Director & CFO**

M.No: 226296

HYDERABAD (Camp)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

## OMEGA AG- SEEDS ( PUNJAB ) LIMITED

2 SHARE CAPITAL

PARTICULARS	AS AT	AS AT
	31.3.2020	31.3.2019
<u>Authorised Share Capital</u>	-	-
25000000 Equity Shares of Rs. 10/- each	25,00,00,000	25,00,00,000
<u>Issued,Subscribed &amp; Paid up Capital</u>		
7904000 Equity Share of Rs.10/- each	7,90,40,000	7,90,40,000
	7,90,40,000	7,90,40,000

## Details of Shareholders holding more than 5% shares:

Particulars	As At 31.3.2020	AS AT 31.3.2019
	No. of Shares held	No. of Shares held
1 NVR Mohan Rao	15,96,200	15,96,200
2 PUNJAB AGRO INDUSTRIES CORP LTD	7,99,700	7,99,700
3 KASINATH AGROTECH PRIVATE LIMITED	6,18,000	6,18,000
4 YVR TRADERS PRIVATE LIMITED	5,18,451	5,18,451
5 YERRA AGENCIES PRIVATE LIMITED	4,95,000	4,95,000

The Reconciliation of the number of share outstanding is set out below

Particulars	As At 31.3.2020	AS AT 31.3.2019
Equity Shares at the beginning of the year	79,04,000	79,04,000
Add : Sahres issued on exercise of employees stock option		-

Less Shares cancelled on buy back of equity shares		-
Equity shares at the end of the year	79,04,000	79,04,000

3

PARTICULARS	In Rs.	
	AS AT 31.3.2020	AS AT 31.3.2019
<u>General Reserves</u>	-	-
Balance from last year	-18,748,449	-1,88,82,326
Add: Transfer from Profit And Loss A/C	157,980	133,877
<u>Share Premium</u>	2,03,28,000	2,03,28,000
	1,737,531	15,79,551

4

<u>DEFERRED TAX LIABILITY/ASSET</u>	AS AT 31.3.2020	AS AT 31.3.2019
Depreciation as per Income Tax Act	51,395	55,193
Less: Depreciation as per Companies Act	41,094	37,871
Timing Difference	10,301	17,322
Deferred Tax Liability/(Asset)	2,575	4,331
Rounded off	2,575	4,330
<u>Deferred Tax Liability of Previous years</u>	1,25,125	1,19,580
<b>TOTAL DEFERRED TAX LIABILITY</b>	<b>1,32,030</b>	<b>1,29,455</b>

5

PARTICULARS	In Rs.	
	AS AT 31.3.2020	AS AT 31.3.2019
M/S Mauve & Crimson Adv. Agency (P) Ltd.	11,82,500	11,82,500
TDS Payable	-	-20,641
NVR Mohan Rao	19,20,000	19,20,000
Big Share Services Pvt.Ltd	43,967	14,826
Advances from Directors	8,39,866	1,27,878
Advances from traders	2,20,000	8,00,000
Outstanding Expenses		

	1,372,105	9,83,723
	5,578,438	51,69,415

6 SHORT TERM PROVISIONS in Rs.

PARTICULARS	AS AT 31.3.2020	AS AT 31.3.2019
PROVISION FOR TAX		
Salaries Payable		-
Profit Before tax	212,555	179,583
Add: Depreciation Dr in P/L	37,871	30,000
Add: ROC Fees being capital expenditure		-
Less: Depreciation allowable as per IT	-55,193	-55,193
Add Interest on TDS disallowed 20%		
	1,98,456	-1,62,261
Less: Brought forward losses set off		
Taxable Income	1,98,456	-1,62,261
Book profit as per profit and loss a/c	2,12,555	1,79,583
MAT/Tax	52,000	41,376
	<b>52,000</b>	<b>41,376</b>

8 NON CURRENT INVESTMENTS in Rs.

PARTICULARS	AS AT 31.3.2020	AS AT 31.3.2019
Investment in Gold	6,21,049	6,21,049
Other Investments	47,265	47,265
FDR with Indian Overseas Bank, Chandigarh	3,17,38,614	2,96,79,685
Gayatri Bio Solutions (India) Pvt Ltd.	81,70,000	81,70,000
Gayatri Sea Food and Feeds Pvt Ltd.	3,18,30,000	3,18,30,000
	<b>7,24,06,928</b>	<b>7,03,47,999</b>

9 TRADE RECEIVABLES in Rs.

PARTICULARS	AS AT 31.3.2020	AS AT 31.3.2019
(Unsecured and considered good)		

<b>(a) Debts outstanding for more than six months:</b>		
<u>MORE THAN SIX MONTHS (Considered Doubtful)</u>	-	-
M/s Mahalakshmi Dyes & Chem	5,83,261	5,83,261
M/s Vatsa Finance Ltd.	76,851	76,851
Punjab Agro & Industry Corp. Limited	10,47,791	10,47,791
<u>MORE THAN SIX MONTHS(Considered Good)</u>	-	-
Omega Ag Seeds (India) Ltd	1,46,277	1,46,277
Dula Ram Kaith (TDS)	4,500	4,500
Nitin M Parekh (HUF) (TDS)	23,700	23,700
Other Debts	17,99,041	17,99,041
	<b>36,81,421</b>	<b>36,81,421</b>

10	CASH AND BANK BALANCES PARTICULARS	in Rs.	
		AS AT 31.3.2020	AS AT 31.3.2019
	Cash in hand	5431	-
	Balance with Scheduled banks		
	Allahabad Bank		2,953
	Bank of Maharashtra, 1489		1,352
	Canara Bank A/c no 2600		299
	Indian Overseas Bank,Mahim		2
	Indian Overseas Bank,New Delhi		2,074
	Oriental Bank of Commerce - 0023011002527		1,824
	Karur Vysya Bank		79994.24
	ING VYSYA CA		5146
		<b>5,431</b>	<b>93,644</b>

11	OTHER CURRENT ASSETS PARTICULARS	in Rs.	
		AS AT 31.3.2020	AS AT 31.3.2019

Earnest Money Flat- Badalapur	21,000	21,000
Office Rent Advance	60,000	60,000
Security Deposit-MTNL	3,000	3,000
Security Deposit-MSEB Mulund Guesthouse	1,125	1,125
TDS Receivable	3,46,673	16,96,093
	<b>4,31,798</b>	<b>17,81,218</b>

12	Long Term Loans and Advances PARTICULARS	in Rs.	
		AS AT 31.3.2020	AS AT 31.3.2019
	Mag Multi Trade Pvt Ltd	51,82,905	51,82,905
	Mahesh Bhyani	15,00,000	15,00,000
	M/s Mauve & Crimson Advance Agency Pvt Ltd	1,00,000	1,00,000
	Punjab and Sindh Bank	75,000	75,000
	Shresth Colonisers Pvt Ltd	1,00,000	1,00,000
	Loan to Shiv Shanker	50,011	50,011
	Vikas Didwania	2,27,000	2,27,000
		<b>72,34,916</b>	<b>72,34,916</b>

13	OTHER INCOMES PARTICULARS	in Rs.	
		Year ended 31.3.2019	Year ended 31.3.2018
	Interest on FDRs	20,58,929	1761280
	Interest on income tax refund	10,234	-
		<b>20,69,163</b>	<b>17,61,280</b>

14	OPERATING EXPENSES PARTICULARS	in Rs.	
		Year ended 31.3.2020	Year ended 31.3.2019
	Audit Fee	<b>60000</b>	60,000
	Advertisement	-	<b>5544</b>

Computer Expenses	45,390	-
Conveyance	<b>34,860</b>	<b>49865</b>
Electricity and Water Charges	<b>52406</b>	<b>17803</b>
Fees and Taxes	-	<b>441755</b>
Legal & Professional Exp	<b>30,000</b>	<b>140840</b>
Meeting Expenses	<b>25000</b>	15,000
Office Expenses	<b>4,03,860</b>	<b>45185</b>
Postage & Courier Charges	<b>42,740</b>	<b>40,240</b>
Printing & Stationery and Xerox	<b>42,543</b>	<b>30,000</b>
RTA Fees and Expenses	<b>55,430</b>	<b>85296</b>
Rent,Rates & Taxes	<b>150000</b>	<b>150000</b>
Travelling Expenses	<b>220,627</b>	<b>181666</b>
Website Development and renewal	-	<b>12532</b>
Telephone and Internet	<b>12,360</b>	<b>8449</b>
Bank Charges	<b>15478</b>	<b>9651</b>
	<b>11,90,694</b>	<b>12,93,826</b>

## 15 EMPLOYEE BENEFIT EXPENSES

in Rs.

	Year Ended 31.3.2020	Year Ended 31.3.2019
Staff Salaries	<b>6,00,000</b>	<b>2,40,000</b>
Staff Welfare Expenses	-	-
	<b>6,00,000</b>	<b>2,40,000</b>

**OMEGA AG SEEDS PUNJAB LIMITED****Form No. MGT-11****Proxy form**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3)  
of the Companies (Management and Administration) Rules, 2014]*

CIN: **L01119TG1992PLC082816**

Name of the company: **OMEGA AG SEEDS PUNJAB LIMITED**

Registered office: **6-3-1099/1/2/3, Flat No. 203, Bhavya's Varun Sargam Villa,  
Somajiguda, Raj Bhavan Road, Hyderabad, Telangana - 500082.**

**Name of the member (s) :**  
**Registered address :**  
**E-mail Id :**  
**Folio No/ Client Id: DP ID :**

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

1. Name: ..... Address:.....

E-mail Id:.....Signature:....., or failing him

2. Name: ..... Address:.....

E-mail Id:.....Signature:.....,..... failing him

3 Name: ..... Address:.....

E-mail Id:.....Signature:.....,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28<sup>th</sup> Annual general meeting of the company, to be held on Saturday, the 31<sup>st</sup> day of December, 2020 At 10.00 a.m. at Hotel Meghacity situated at 3-6-335 to 339, Basheerbagh Cross Roads, Hyderabad - 500029, Telangana and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Optional *
----------------	------------



<b>Ordinary Business</b>		For	Against
1	Adoption of financial statements for the year ended March 31, 2020		
2	To appoint a Director in place of Mr. Lakshmanarao Kondaveti, who retires by rotation and being eligible, offers himself for re-appointment		
<b>Special Business</b>			
3	To appoint M/s. Mudili Vijaya Krishna & Associates, Chartered Accountants, Vijayawada of the Company		
4	Appointment of Mr. Chowdary Muppavarapu as an Independent Director		
5	Appointment of Mr. Veera Venkata Satyanarayana Aakana as an Independent Director		
6	Appointment of Mrs. Vankadaru Geetha Rukmini as an Independent Director		

Signed this..... day of..... 2020

Signature of shareholder:

Signature of Proxy holder(s):

**Note:** *This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.*

**: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

**OMEGA AG SEEDS PUNJAB LIMITED**  
**CIN: L01119TG1992PLC082816**

Registered office: 6-3-1099/1/2/3, Flat No. 203, Bhavya's Varun Sargam Villa,  
Somajiguda, Raj Bhavan Road, Hyderabad, Telangana – 500082.

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**ATTENDANCE SLIP**

Folio No. .... DP ID No. ....

Client ID No. ....

Name of Member : .....

Name of Proxy holder.....

No. of Share(s) Held : .....

I hereby record my presence at the Twenty Sixth Annual General Meeting of the **OMEGA AG SEEDS PUNJAB LIMITED** held on Thursday, December 31, 2020 at 10.00 A. M., at Hotel Meghacity situated at 3-6-335 to 339, Basheerbagh Cross Roads, Hyderabad - 500029, Telangana.

\_\_\_\_\_  
Signature of Member/Proxy

Notes:

- (1) Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting hall.
- (2) Members are requested to bring their copy of Annual Report for reference at the Meeting.