

OMEGA AG-SEEDS (PUNJAB) LIMITED

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

Dated October 21, 2017

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

Dear Sir,

REF: Scrip Code 519479

**SUB: Submission of Annual report for the year 2016-17 under Regulation 34(1)
of SEBI (Listing Obligations and Disclosure requirement) Regulations 2015.**

Please find attached, PDF copy of the Annual report for the year 2016-17. Kindly
acknowledge the receipt and do the needful.

Thanking you.

Yours Faithfully,


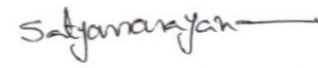



For Omega Ag Seeds Punjab Limited



For AVV Satyanarayana
Whole time Director
DIN 06962180



FORM A (for audit report with unmodified opinion)

1.	Name of the company	OMEGA AG SEEDS PUNJAB LIMITED
2.	Annual financial statements for the year ended	31 st March 2017
3.	Type of Audit observation	Un Modified / Emphasis of Matter
4.	Frequency of observation	Whether appeared first time...../ repetitive...../ since how long periodNA
5.	To be signed by- <ul style="list-style-type: none"> • CEO/Managing Director • CFO • Auditor of the company • Audit Committee Chairman 	    

**TOGETHER WE GROW....
FOR A BETTER TOMORROW !**

BOOK POST

*25th Annual Report
2016-17*

If Undelivered, Please return to
OMEGA AG-SEEDS (PUJNAB) LIMITED
6-3-1099/1/2/3, Flat # 203
Bhavya's Varun Sargam Villa, Rajbhavan Road
Somajiguda, Hyderabad-500082
Telefax. No.: +91-40-23310684
Email: info@omegaagriseeds.com

OMEGA AG-SEEDS (PUNJAB) LIMITED

BOARD OF DIRECTORS

1)	Mr. Lakshmanarao Kondaveti	Managing Director (w.e.f. 14/02/2017)
2)	Mrs. Leena N Parekh	Independent Director
3)	Mr. Rakesh Kumar Jain	Independent Director
4)	Mr. Muppavarapu Chowdary	Independent Director
5)	Mr. Veera Venkata Satyanarayana Aakana	Director & CFO (w.e.f. 30/05/2017)
6)	Mr. Bollina Chandra Subhash	Independent Director (w.e.f.30.05.2017)
7)	Mr. Achuta Ramaiah Pavuluri	Independent Director (w.e.f. 14.11.2015)

AUDITORS:

M/s. Mudili Vijaya Krishna & Associates
Chartered Accountants
Vijayawada

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

BANKERS

- Kotak Mahindra Bank Ltd.**
SD Road, Secunderabad
- Karur Vysya Bank Ltd.**
Ameerpet, Hyderabad

CIN : L01119TG1992PLC082816

LISTING : Bombay Stock Exchange Limited

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OMEGA AG SEEDS PUNJAB LIMITED

(Corporate Identification Number: L01119TG1992PLC082816)

Reg. Office: 6-3-1099/1/2/3, Flat No. 203, Bhavya's Varun Sargam Villa,
Somajiguda, Raj Bhavan Road, Hyderabad, Telangana – 500082 email ID:
info@omegaagriseeds.com

NOTICE OF AGM

NOTICE is hereby given that the 25th Annual General Meeting of the Members of OMEGA AG-SEEDS (PUNJAB) LIMITED will be held on Friday, the 29th September, 2017, 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 31st March, 2017, the reports of the Board of Directors and Auditors thereon.
2. To consider appointment of Director in place of Mr. Veera Venkata Satyanarayana Aakana who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditor and fix their remuneration and in this regard, 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, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and rules and regulations made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company hereby ratify the appointment of M/s. Mudili Vijaya Krishna & Associates, Chartered Accountants, Vijayawada as Auditors of the Company, to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company.”

SPECIAL BUSINESS:

4. Regularisation of Additional Director

To consider and, if thought fit, to pass with or without modification the following resolution as a Ordinary resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 of the Companies Act,2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Lakshmanarao Kondaveti (DIN: 07706939) who was appointed by the Board of Directors as an Additional

Director of the Company with effect from 14th February, 2017 and who holds office up to the date of next Annual General Meeting of the Company, in terms of Section 161 of Companies Act, 2013 ("the Act"), but who is eligible for the appointment, be and is hereby appointed as Director of the Company."

5. Ratification of appointment of Mr. Lakshmanarao Kondaveti as Managing Director:

To appoint Auditor and fix their remuneration and in this regard, 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 Sections 196, 197, 198 and other applicable provisions if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule-V of the Companies Act, 2013, approval of the members of the Company be and is hereby accorded to the appointment of Mr. Lakshmanarao Kondaveti (DIN: 07706939), as Managing Director of the Company for a period of 5 years with effect from 14th February, 2017 and such other terms and conditions as set out and approved by board of directors of the company from time to time.

6. Ratification of appointment of Mr. Veera Venkata Satyanarayana Aakana as Chief Financial Officer (CFO) & Whole-time Director of the Company:

To consider and if thought fit, to pass with or without modification the following resolution as an Ordinary resolution:

"RESOLVED THAT pursuant to recommendation of the Nomination and Compensation Committee, and approval of the Board and pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 including any statutory modifications and re-enactment thereof, or any other law and subject to such consent(s), approval(s) and permission(s), consent of the members of the company be and is hereby accorded to the appointment of Mr. Veera Venkata Satyanarayana Aakana (DIN: 06962180), as Chief Financial Officer (CFO) & Whole-time Director of the company for a period of 5 years with effect from 30th May, 2017 to 29th May, 2022 and such other terms and conditions as set out and approved by board of directors of the company from time to time."

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

Sd/-

[Lakshmanarao Kondaveti]
Managing Director
DIN: 07706939

Place : Hyderabad
Date : 14.08.2017

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 **Saturday, 23rd September, 2017 to Monday, 25th September, 2017** both days inclusive for the purpose of 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 2016-17 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 2016-17 is being sent in the permitted mode.
14. Electronic copy of the Notice of the 25th 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 25th 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 25th Annual General Meeting to be held on Friday, 29th September, 2017 at 10.00 p.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
- (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 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"> • 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.

- (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.
 - 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 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 Tuesday the 26th September, 2017 from 9.00 a.m. and ends on Thursday the 28th September, 2017 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 23rd September, 2017**, 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 under help section or write an email to helpdesk.evoting@cdslindia.com.

Sri Nekkanti S R V V S Narayana, Practicing Company Secretary (CP No.7839) of M/s Nekkanti S.R.V.V.S. Narayana & Co, Company Secretaries, Hyderabad has been appointed as Scrutinizer for conducting the e-voting process in a fair and transparent manner.

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.

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 to be held on 29th September, 2017.

ITEM NO.4 & 5

During the year, the Board of Directors of the Company has appointed Mr. Lakshmanarao Kondaveti (DIN: 07706939) as an Additional Director of the Company at their meeting held on the 14th February, 2017. He holds office up to the date of ensuing Annual General Meeting pursuant to Section 161 of the Companies Act, 2013.

In this regard the Company has received request in writing from a member of the company proposing Mr. Lakshmanarao Kondaveti candidature for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013 along with requisite fee.

In terms of the Corporate Governance Guidelines of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company appointed Mr. Lakshmanarao Kondaveti as Managing Director on the Board of the Company with effect from February 14, 2017.

The appointment will be valid subject to approval of the members of the Company at general meeting. Further, considering the qualifications and experience of Mr. Lakshmanarao Kondaveti, your Board thought it fit to appoint him as Managing Director of the Company.

According to the provisions contained in Section 196, 197 and 203 read with the schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial personal) Rules, 2014, approval of the members is required by way of Ordinary Resolution for appointment and payment of remuneration to Managing Director.

Accordingly the Board of Directors recommends the resolution in relation to the appointment of Managing Director set out in the said item 5 for the approval of the members of the Company.

None of the directors, key managerial personnel and their relatives except Mr. Lakshmanarao Kondaveti interested or concerned directly or indirectly in the said resolutions set out at item No.4 & 5.

ITEM NO 6:

Notice has been received from a member signifying their intention to propose appointment of Mr. Veera Venkata Satyanarayana Aakana as Chief Financial Officer (CFO) of the Company along with requisite fee.

In terms of the Corporate Governance Guidelines of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company vide resolution passed on 30th May, 2017 appointed Mr. Veera Venkata Satyanarayana Aakana as Chief Financial Officer (CFO) of the Company with effect from 30th May, 2017.

The appointment will be valid subject to approval of the members of the Company at general meeting. Further, considering the qualifications and experience of Mr. Veera Venkata Satyanarayana Aakana, your Board thought it fit to appoint him as Chief Financial Officer (CFO) of the Company.

According to the provisions contained in Section 196, 197 and 203 read with the schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial personal) Rules, 2014, approval of the members is required by way of Ordinary Resolution for appointment and payment of remuneration to Managing Director.

Accordingly the Board of Directors recommends the resolution in relation to the appointment of Managing Director set out in the said item 6 for the approval of the members of the Company.

None of the directors, key managerial personnel and their relatives except Mr. Veera Venkata Satyanarayana Aakana interested or concerned directly or indirectly in the said resolutions set out at item no.6.

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

Sd/-

Place : Hyderabad
Date : 14.08.2017

[Lakshmanarao Kondaveti]
Managing Director
DIN: 07706939

ANNEXED TO THE NOTICE

Details of the Directors seeking for appointment / re-appointment at the Twenty Fifth Annual General Meeting pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015

Name of Director	Mr. Kondaveti Lakshmana Rao	Mr. Veera Venkata Satyanarayana Aakana
Date of Birth	8 th November, 1965	2 nd April, 1973
Date of Appointment	14 th February, 2017	30 th September, 2014
Expertise in specific functional areas	General Administration	Accounts & Finance
Qualification	PUC	B.Com.
No. of Equity Shares held in the Company	NIL	NIL
Directorships in other companies	NIL	Nil
List of committees of the Board of Directors (across all companies) in which chairmanship Membership is held	NIL	Nil
Relationships with other Directors <i>inter-se</i>	NIL	Nil

Form No. MR-3
SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31 March, 2017

[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,
6-3-1 099/1/2/3, 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 MIS. 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 MIS. 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 31st March, 2017 ("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 31st March, 2017 according to the provisions of:

- (i) 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.**
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (Overseas Direct Investment Commercial Borrowings (Not applicable to the Company during the Audit Period
- (v) 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 erstwhile Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, and 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 (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) 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 Regulations, Guidelines, Standards, etc. mentioned above.

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.

Date : 05.08.2017
Place : Hyderabad

For M/s Korepu Mallesham & Co
Company Secretaries

Sd/-
(Mallesham Korepu)
Proprietor
M. No. A19162 CP No 8277

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 : 05.08.2017
Place : Hyderabad

For M/s Korepu Mallesham & Co
Company Secretaries

Sd/-
(Mallesham Korepu)
Proprietor
M. No. A19162 CP No 8277

BOARD REPORT

To the Members,
OMEGA AG SEEDS PUNJAB LIMITED

Your Directors have pleasure in submitting their 25th Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2017

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 st March, 2017	As on 31 st March, 2016
Gross Income	68.27	68.29
Total Expenditure	63.92	63.02
Profit Before Tax	4.35	5.27
Provision for Taxes / Deferred Tax	1.34	2.64
Net Profit	3.01	2.63

2. OPERATIONAL HIGHLIGHTS;

Our sales increased to Rs. 51,35,110/- for the current year as against Rs. 49,35,110/- in the previous year, recording a growth of 4.05%. and earned Profit before tax (PBT) of Rs. 4,35,053 for the current year as against Rs. 5,27,758 in the previous year, recording a decline of 17.56%.

3. INDIA ACCOUNTING STANDARDS;

Vide notification dated February 16, 2015, the Ministry of Corporate Affairs notified the Indian Accounting Standards ("Ind AS") are applicable for listed companies having networth of more than Rs.500 crores. Your Company does not fall under that category because the networth of your Company is below Rs.500 crores and hence Ind AS is not applicable to your Company for the financial year 2016-17.

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 not transferred any amount to the 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

Since there was no dividend declared during the past seven years, the provisions of Section 125 of the Companies Act, 2013 do not apply.

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 th May, 2016	7	7
2	13 th August, 2016	7	4
3	14 th November, 2016	7	4
4	14 th February, 2017	7	4

10. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Board consists of Mr. Lakshmanarao Kondaveti as Managing Director, and Mrs. Leena N Parekh, Mr. Rakesh Kumar Jain, Mr. Muppavarapu Chowdary and Mr. Veera Venkata Satyanarayana Aakana, Mr. Achuta Ramaiah Pavuluri and Mr. Bollina Chandra Subhash acting as directors of the Company.

Mr. N.V.R. Mohan rao has submitted his resignation letter from the possession of Managing Director as well as director of the company and the same was approved by the Board on 14th February, 2017 with effect from 14th February, 2017.

The Board of Directors has upon the recommendations of the Nomination and Remuneration Committee, appointed Mr. Lakshmanarao Kondaveti as Managing Director of the company with effect from 14th February, 2017 and Mr. Veera Venkata Satyanarayana Aakana as CFO of the company with effect from 30th May, 2017.

Your Company has appointed Mr. Lakshmanarao Kondaveti and Mr. Veera Venkata Satyanarayana Aakana as a Key Managerial Personnel of the company.

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 trading in agri produces 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.Mallesham Korepu bearing M.No. 19162 and C.P. No.8277, proprietor of **M/s. Korepu Mallesham & Co**, a firm of 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, 2017 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 31st March, 2017.

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. Mudili Vijaya Krishna & Associates, Chartered Accountants, Vijayawada were appointed as Statutory Auditors for a period of five years in the 22nd Annual General Meeting held on 30th September, 2014. 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. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSED) 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.

31. 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.

32. 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.

33. 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.

34. 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.

35. 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 **Omega AG Seeds (Punjab) Limited**

Place : Hyderabad
Date : 14.08.2017

Sd/-
[K. Lakshmanarao]
Managing Director
DIN: 07706939

Sd/-
[A.V.V. Satyanarayana]
Chief Financial Officer &
Whole-time Director
DIN: 06962180

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

i. ECONOMIC REVIEW

Agriculture Scenario

Global agriculture experienced adequate supplies of food grains and stock-to-use ratio is expected to reach 16 years' high (around 26%) - world cereal production in 2016 is projected to increase by 1.5%, with major output grains coming from India, Russia and USA. Global Food Price Index, though marginally lower than 2015 levels, has been continuously gaining momentum from 2nd half of 2016 onwards and agricultural prices are expected to increase modestly in 2017. Going forward, Food & Agriculture Organization estimates another large output in 2017-18 which will keep the world cereal stocks at near-record levels.

India also benefited from a normal south west monsoon during the year that has resulted in increased crop sowings and consequent higher food output. Overall, sowings were up by 5.5–6.0% with major acreages coming under wheat, pulses and oilseeds. India is expected to register its highest ever food grain output in 2016-17 at 273 million tons, up by 8% over previous year levels which has boosted rural incomes and supported consumption. Further, sharp uptick in MGNREGA expenditure and steady rural wages is likely to improve agriculture GVA by 4.1% in FY 2016-17 (1.2% in 2015-16).

Agriculture Sector in India

Agriculture is the mainstay of Indian economy providing livelihood to approximately 50% household and ensures food security to 130 Crore people. In spite of its falling GDP contribution to the overall Indian economy, it holds pivotal significance towards ensuring inclusive growth and alleviating poverty. However, it remains plagued by lower productivity levels due to structural & infrastructural gaps – fragmented land holdings, lower irrigation, imbalanced nutrient usage, low mechanization, weak storage & distribution and gaps in output marketing linkage. Over the last two years, multiple agrarian reforms have been introduced by the government, which aims at doubling the farmer income by 2022. This includes targeting 'Income Security' and laying emphasis on optimal utilization of the country's water resources, creation of new infrastructure for irrigation, conservation of soil fertility with balanced use of fertiliser; and provision of value addition and connectivity from farm to markets. This bodes well for the rural sector, though benefits are likely to be accrued in medium to long term.

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. BUSINESS STRATEGY

The size, diversity and the overall steady growth of the Seed industry in India offer great potential for the company to proactively adopt strategies to sustain leadership position in the Industry. Also, the company is focused on strengthening the front end and back end business activities with a view to have better visibility of end products in the market place across the spectrum and sustainable sourcing and origination capabilities to capture the value chain. The focus is also targeted towards achieving continuous improvement in products, processes and service offerings to serve our customers. The company is in the processing of adding businesses with diversification to support growth strategy, leverage upstream and downstream strengths and sustain presence in agriculture segments, within the overall product portfolio in agriculture sector.

iv. 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
- Infrastructure development- Cold Chains, rural connectivity (133 km roads/day), 100% rural electrification by May 2018 to improve market access
- 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.
- Technology dissemination in rural India through JAM (Jan Dhan, Aadhar enablement and Mobile penetration) to improve farmer connect and improve marketing opportunities.

v. RISK AND CONCERNS

1. Price Volatility
2. Government Policies
3. Climate Risk
4. Competition Risk
5. Dependency Risk
6. Product Life-Cycle Risk

vi. 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.

vii. 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.

viii. 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**

Place : Hyderabad
Date : 14.08.2017

Sd/-
[K. Lakshmanarao]
Managing Director
DIN: 07706939

Sd/-
[A.V.V. Satyanarayana]
Chief Financial Officer &
Whole-time Director
DIN: 06962180

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 31st March 2017 are as follows:

I.	Power and Fuel Consumption	2016-2017	2015-2016
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.)	_____	_____
	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 If not fully absorbed, areas where this has not taken Place reason there of and future plan action	NIL NIL NIL	NIL 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 Clause 49 of 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 7 directors, whose composition is as under:

Sl.No.	Name	Designation	Category
1.	Mr. Kondaveti Lakshmanarao (W.e.f. 14 th February, 2017)	Managing Director	Non-Promoter & Executive
2.	Mr. Bollina Chandra Subhash	CFO cum WTD	Non-Promoter & Executive
3.	Mrs. Leena.N. Parekh	Director	Independent
4.	Mr. Rakesh Kumar Jain	Director	Independent
5.	Mr. M. Chowdary	Director	Independent
6.	Mr. A.V.V Satyanarayana	Director	Independent
7.	Mr. Achuta Ramaiah Pavuluri	Director	Independent
8.	Mr. NVR Mohan Rao (Up to 14 th February, 2017)	Managing Director	Promoter cum Executive

Note: Mr. Kondaveti Lakshmanarao was appointed as Managing Director of the company with effect from 14th Feb, 2017.

Mr. NVR Mohanarao has resigned for the post of managing Director as well as Director of the company with effect from 14th February, 2017.

Conduct of the Board Meetings;

During the year ended 31st March, 2017, Four Board Meetings were held on the following dates: 30th May 2016, 13th August, 2016, 14th November, 2016, and 14th February, 2017.

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	Attendance at the last AGM	No.of other directorships in other public companies	Committee positions held in other public companies*	
				Chair-person	Member
Mr. Nerella Venkatarama Mohan Rao	4	Yes	Nil	Nil	Nil
Mr. Bollina Chandra Subhash	1	No	Nil	Nil	Nil
Mrs. Leena. N. Parekh	1	No	Nil	Nil	Nil
Mr. Achuta Ramaiah Pavuluri	1	No	Nil	Nil	Nil
Mr.Rakesh Kumar Jain	4	Yes	Nil	Nil	Nil
Mr. Chowdary Muppavarapu	4	Yes	Nil	Nil	Nil
Mr. Veera Venkata Satyanarayana Aakana	4	Yes	Nil	Nil	Nil

*As at 31st March, 2017 (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 31st March, 2017.

Sl. No.	Name	Nature of Directorship	Designation	No. of meetings attended
1	Mr. Chowdary Muppavarapu	Independent	Chairman	4
2	a) Mr. NVR Mohan Rao up to 14 th February, 2017 b) Mr. Kondaveti Lakshmanarao w.e.f 14 th February, 2017	Executive	Member	4
3	Mr. Veera Venkata Satyanarayana Aakana	Independent	Member	4

b) Stakeholders Relationship Committee

The Committee comprises the following members as on 31st March, 2017

Sl. No	Name	Nature of Directorship	Designation	No. of meetings attended
1	Mr. Chowdary Muppavarapu	Independent	Chairman	4
2	a) Mr. NVR Mohan Rao up to 14 th February, 2017 b) Mr. Kondaveti Lakshmanarao w.e.f 14 th February, 2017	Executive	Member	4
3	Mr. Veera Venkata Satyanarayana Aakana	Independent	Member	4

c) Nomination And Remuneration Committee

The Committee comprises the following members as on 31st March, 2017

Sl.No	Name	Nature of Directorship	Designation	No. of meetings attended
1	Mr. M.Chowdary	Independent	Chairman	2
2	Mr. Veera Venkata Satyanarayana Aakana	Independent	Member	2
3	Mr. Rakesh Kumar Jain	Independent	Member	2

4) INDEPENDENT DIRECTORS MEETING

During the year under review, the Independent Directors met on November 14, 2016, 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
2015-2016	30.09.2016	10.00 A.M	Hotel Megacity, 3-6-335 to 339, Basheerbagh Cross Roads, Hyderabad.
2014-2015	30.09.2015	10.00 A.M	Hotel Megacity, 3-6-335 to 339, Basheerbagh Cross Roads, Hyderabad.
2013-2014	30.09.2014	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 FY 2016-17

7) BOOK CLOSURE:

The register of members and share transfer books of the Company shall remain closed from September 23, 2017 to September 25, 2017 (both days inclusive).

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

- a) No special resolution was passed in the previous Annual General Meeting held on 30-09-2016
- b) The following special resolution was passed in the Annual General Meeting held on 30-09-2015
 - i) To approve the material related party contracts/ arrangements/ Transactions.
- c) The following special resolution was passed in the previous Annual General Meeting held on 30-09-2014
 - i) Approve the Borrowing from time to time shall not exceed in the aggregate at any one time Rs.150 Crores.
 - ii) To approve the material related party contracts/ arrangements/ Transactions.

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

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 th November 1992
b) Registered Office	:	6-3-1099/1/3, Flat No. 203, 2 nd Floor, Bhavya's Varun, Saram Villa, Rajbhavan Road, Somajiguda, Hyderabad-500082, Telangana, India
c) Day, Date & time of the 25 th AGM A.M.	:	Friday, 29 th September, 2017 at 10.00
d) Venue of the 25 th AGM Basheerbagh	:	Hotel Meghacity, 3-6-335 to 339, Cross Roads, Hyderabad-500001
e) Financial Calendar	:	1 st April, 2016 to 31 st March, 2017
f) Date of Book Closure September, 2017	:	23 rd September, 2017 to 25 th (Both days inclusive)
g) Dividend Payment date	:	Not Applicable
h) Address of Stock Exchange	:	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001.
i) Stock Code	:	519479
j) The Company ISIN Number	:	INE112B01013
k) Listing on Stock Exchange Mumbai	:	The Bombay Stock Exchange Limited,
l) Last date for Receipt of Proxies	:	27 th September, 2017 (Before 10 a.m. at the registered office of the company.

12. Stock Market Price data for the year 2016-17.

Month	High	Low
Apr-16	10	8.2
May-16	12.41	10.02
Jun-16	10.5	8.85
Jul-16	8.8	8
Aug-16	7.7	6.5
Sep-16	8.28	6.46
Oct-16	8.19	6.51
Nov-16	8.2	6.7
Dec-16	8.69	6.83
Jan-17	9.34	6.7
Feb-17	9.71	8.36
Mar-17	10.7	9.5

13. Shareholding pattern of the Company as on 31st of March 2017

Category of Shareholder	No. of Shareholders	Total No. of Shares	Total Shareholding as a % of Total No. of Shares
(A) Shareholding of Promoter and Promoter Group			
(1) Indian			
Individuals / Hindu Undivided Family	1	1596200	20.19
Central Government / State Government(s)	0	0	-
Sub Total	1	1596200	20.19
(2) Foreign	0	0	-
Total shareholding of Promoter and Promoter Group (A)	1	1596200	20.19
(B) Public Shareholding	0	0	-
(1) Institutions			
(a) Central Government / State Government(s)	1	799700	10.12
(b) Financial Institutions / Banks	1	47000	0.59
Sub Total	2	846700	10.71
(2) Non-Institutions			
Bodies Corporate	37	1977213	25.01
Individuals			
Individual shareholders holding nominal share capital up to Rs. 2 lakh	1031	1026662	12.99
Individual shareholders holding nominal share capital in excess of Rs.2 lakh	36	2412365	30.52
Any Others (Specify)	0	0	-
Clearing Members	2	16	0.00
Non Resident Indians	6	32802	0.41
Directors & their Relatives & Friends	1	12042	0.15
Sub Total	1113	5461100	69.09
Total Public shareholding (B)	1115	6307800	79.81
Total (A)+(B)	1116	7904000	100.00

14. Distribution of shareholding of the company as on 31st March, 2017, Category wise, is as below:

Shareholding of Nominal value Rs.	Shareholders		Shares	
	Number	% of total holders	Number	% of total capital
Upto 5000	715	64.0107	1832580	2.3185
5001 to 10000	163	14.5927	1424480	1.8022
10001 to 20000	81	7.2516	1305360	1.6515
20001 to 30000	31	2.7753	825500	1.0444
30001 to 40000	18	1.6115	634810	0.8032
40001 to 50000	20	1.7905	951310	1.2036
50001 to 100000	26	2.3277	1844350	2.3334
100000 and above	63	5.6401	70221610	88.8431
Total	1117	100.00%	7904000	100.00%

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN As on financial year ended on 31.03.2017 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: bigshare@bom7.vsnl.net.in

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) Bodies Corp.			-	0.00%			-	0.00%	0.00%
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									
<i>1. Institutions</i>									
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) FIs			-	0.00%			-	0.00%	0.00%
h) Foreign Venture Capital Funds			-	0.00%			-	0.00%	0.00%
i) Others (specify)			-	0.00%			-	0.00%	0.00%
Sub-total (B)(1):-	47,000	799,700	846,700	10.71%	47,000	799,700	846,700	10.71%	0.00%

<i>2. Non-Institutions</i>									
a) Bodies Corp.				0.00%					
i) Indian	1,863,149	148,500	2,011,649	25.45%	1,828,713	148,500	1,977,213	25.02%	1.71%
ii) Overseas				0.00%			-	0.00%	0.00%
b) Individuals				0.00%					
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	813277	260,620	1,073,897	13.59%	766042	260,620	1,026,662	12.99%	4.40%
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	1049470	1,277,200	2,326,670	29.44%	1135165	1,277,200	2,412,365	30.52%	3.68%
c) Others (specify)									
Non Resident Indians	33301		33,301	0.42%	32802		32,802	0.42%	-0.50%
Overseas Corporate Bodies			-	0.00%			-	0.00%	0.00%
Foreign Nationals			-	0.00%			-	0.00%	0.00%
Clearing Members	3,541		3,541	0.04%	16		16	0.00%	-99.55%
Directors Relatives	12,042		12,042	0.15%	12042		12,042	0.15%	0.00%

Trusts			-	0.00%			-	0.00%	0.00%
Foreign Bodies – D R			-	0.00%			-	0.00%	0.00%
Sub-total (B)(2):-	3,774,780	1,686,320	5,461,100	69.09%	3,774,780	1,686,320	5,461,100	69.09%	0.00%
Total Public (B)	3,821,780	2,486,020	6,307,800	79.81%	3,821,780	2,486,020	6,307,800	79.81%	0.00%
C. Shares held by Custodian for GDRs & ADRs			-	0.00%				0.00%	0.00%
Grand Total (A+B+C)	5,417,980	2,486,020	7,904,000	100.0%	5,417,980	2,486,020	7,904,000	100.0%	0.00%

(ii) Shareholding of Promoter

S N	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Nerella Venkata Ramamohana Rao	1,596,200	20.19%	-	1,596,200	20.19%	-	-
	Total	1,596,200	20.19%		1,596,200	20.19%		

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

S N	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%	
	At the end of the year			No change	0.00%	No change	0.00%

(iv) Shareholding Pattern of top ten Shareholders							
<i>(Other than Directors, Promoters and Holders of GDRs and ADRs):</i>							
SN	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	4/1/2016		799,700	10.12%	799,700	10.12%
	Changes during the year	-		-	0.00%	799,700	10.12%
	At the end of the year	3/31/2017		799,700	10.12%	799,700	10.12%
2	Name :KASINATH AGROTECH PRIVATE LIMITED						
	At the beginning of the year	4/1/2016		618,000	7.82%	618,000	7.82%
	Changes during the year	-		-	0.00%	618,000	7.82%
	At the end of the year	3/31/2017		618,000	7.82%	618,000	7.82%
3	Name :YVR TRADERS PRIVATE LIMITED						
	At the beginning of the year	4/1/2016		518,451	6.56%	518,451	6.56%
	Changes during the year	-	Transfer	-	0.00%	518,451	6.56%
	At the end of the year	3/31/2017		518,451	6.56%	518,451	6.56%
4	Name :YERRA AGENCIES PRIVATE LIMITED						
	At the beginning of the year	4/1/2016		495,000	6.26%	495,000	6.26%
	Changes during the year	-	Transfer	-	0.00%	495,000	6.26%
	At the end of the year	3/31/2017		495,000	6.26%	495,000	6.26%

5	Name :I PADMAJA RANI						
	At the beginning of the year	4/1/2016		164,356	2.08%	164,356	2.08%
	Changes during the year	-	Trans-fer	6,956	0.09%	157,400	1.99%
	At the end of the year	3/31/2017		157,400	1.99%	157,400	1.99%

6	Name :SERENITY FINANCE PRIVATE LIMITED						
	At the beginning of the year	4/1/2016		140,300	1.78%	140,300	1.78%
	Changes during the year	-		-	0.00%	140,300	1.78%
	At the end of the year	3/31/2017		140,300	1.78%	140,300	1.78%

7	Name :HITESH RAMJI JAVERI						
	At the beginning of the year	4/1/2016			0.00%		0.00%
	Changes during the year	-	Trans-fer	(134,919)	-1.71%	134,919	1.71%
	At the end of the year	3/31/2017		134,919	1.71%	134,919	1.71%

8	Name :MAHENDRA KUMAR JAIN						
	At the beginning of the year	4/1/2016		132,460	1.68%	132,460	1.68%
	Changes during the year	-	Trans-fer	1,000	0.01%	131,460	1.66%
	At the end of the year	3/31/2017		131,460	1.66%	131,460	1.66%

9	Name :SREEHARI KAGITHA						
	At the beginning of the year	4/1/2016		113,141	1.43%	113,141	1.43%
	Changes during the year	-	Trans-fer	-	0.00%	113,141	1.43%
	At the end of the year	3/31/2017		113,141	1.43%	113,141	1.43%

10	Name :RAMESH C DESAI						
	At the beginning of the year	4/1/2016		-	0.00%		0.00%
	Changes during the year	-		-	0.00%		0.00%
	At the end of the year	3/31/2017		101,953	1.29%	101,953	1.29%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	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: LAKSHMANARAO 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			22,525	0.28%	22,525	0.28%
	Changes during the year			10,483	0.13%	12,042	0.15%
	At the end of the year			12,042	0.15%	12,042	0.15%
					0.00%		
3	Name: Leena N Parekh						
	At the beginning of the year				0.00%	-	0.00%
	Changes during the year			526	0.01%	526	0.01%
	At the end of the year			526	0.01%	526	0.01%
4	Name:Muppavarapu Chowdary						
	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%

5	Name: Veera Venkata Satyanarayana Aakana						
	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%

6	Name: Bollina Chandra Subhash						
	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%

7	Name: Achuta Ramaiah Pavuluri						
	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
Indebtedness at the beginning of the financial year				
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		
SN	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
	Name			(Rs/Lac)
	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			
SN	Particulars of Remuneration	Name of Directors			Total Amount
					(Rs/Lac)
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	
SN	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		
Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)		

A. COMPANY

Penalty			NIL		
Punishment			NIL		
Compounding			NIL		

B. DIRECTORS

Penalty			NIL		
Punishment			NIL		
Compounding			NIL		

C. OTHER OFFICERS IN DEFAULT

Penalty			NIL		
Punishment			NIL		
Compounding			NIL		

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 31st March, 2017 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 : 14.08.2017

Sd/-
[K Lakshmanarao]
Managing Director
DIN: 07706939

Sd/-
[A V V Satyanarayana]
Chief Financial Officer &
Whole-time Director
DIN: 06962180

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, 2017. 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 Mudili Vijaya Krishna & Associates
Chartered Accountants
Firm Reg. No. 011211S

Sd/-
(Mudili Vijaya Krishna)
Proprietor
M.No. 211105

Date: 14.08.2017
Hyderabad (Camp)

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Omega AG Seeds Punjab Limited

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **Omega AG Seeds Punjab Limited** ('the Company'), which comprise the balance sheet as at 31 March 2017, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "standalone Ind AS financial statements").

Management's Responsibility for the Standalone 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 standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued there under.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the

reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the financial position of the Company as at 31 March, 2017, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

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 section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
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 balance sheet, the statement of profit and loss, the statement of cash flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act read with relevant rule issued there under;
 - (e) on the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - (g) 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) There are no matters to be reported under pending litigations, which will effect the financial position of the company.
 - ii) The company is not foreseeing any material losses, on long-term contracts including derivative contracts and therefore the provision for the same does not arise;
 - iii) The company has not holding any amounts such as Unclaimed dividends,

share application money etc, required to be transferred to the investor education and protection fund.

- iv) The Company has provided requisite disclosures in its standalone Ind AS financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 2.27 to the standalone Ind AS financial statements.

Place: Hyderabad (Camp)
Date: 30/05/2017

For Mudili Vijayakrishna & Co
Chartered Accountants

Sd/-
(Mudili Vijaya krishna)
Partner
ICAI M.No: 211105
FRN: 011211S

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone Ind AS financial statements for the year ended 31 March 2017, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) The Company is a trading company, primarily engaged in trading activity. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable to the Company.
- (iii) The Company has not granted loans to bodies corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income-tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31 March 2017 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no dues of duty of customs which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

Place: Hyderabad (Camp)
Date: 30/05/2017

**For Mudili Vijayakrishna & Co
Chartered Accountants**

Sd/-
(Mudili Vijaya krishna)
Partner
ICAI M.No: 211105
FRN: 011211S

Annexure - B to the Auditors' Report**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **Omega AG Seeds Punjab Limited** ("the Company") as of 31 March 2017 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
3. provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Hyderabad (Camp)
Date: 30/05/2017

**For Mudili Vijaykrishna & Co
Chartered Accountants**

**Sd/-
(Mudili Vijaya krishna)**
Partner
ICAI M.No: 211105
FRN: 011211S

BALANCE SHEET AS AT 31.3.2017

Particulars	NOTES	AS AT 31.3.2017	AS AT 31.3.2016
EQUITY AND LIABILITIES			
A) Shareholders Funds			
Share Capital	2	79,040,000	79,040,000
Reserves & Surplus	3	1,439,799	1,139,177
	(A)	86,479,799	80,179,177
B) Non-Current Liabilities			
Deferred Tax Liabilities(net)	4	119,580	112,152
	(B)	119,580	112,152
C) Current Liabilities			
Short Term Borrowings		-----	-----
Trade Payable		10,722,815	10,333,500
Current Liabilities	5	3,262,355	2,813,859
Short Term Provisions	6	127,003	188,236
		14,112,173	13,335,595
TOTAL (A+b+c)		94,711,552	93,626,924
ASSETS			
D) Non-Current Assets			
a) Fixed Assets	7		
Tangible Assets		3,277,785	3,317,854
Capital Work in Progress		-----	-----
b) Non-Current Investments	8	67,426,803	65,903,444
c) Long Term Loans & Advances	12	7,234,916	7,234,916
	(D)	77,939,504	76,456,214
E) Current Assets			
d) Trade Receivables	9	15,014,921	15,110,127
e) Cash & Bank Balances	10	173,483	482,966
f) Short Term Loans & Advances		-----	-----
g) Other Current Assets	11	1,583,644	1,577,618
	(E)	16,772,048	17,170,710
TOTAL (D+E)		94,711,552	93,626,924

Significant Accounting Policies:

The accompanying notes are an integral part of the Financial Statements

AUDITOR'S REPORT

As per our separate report of even date

For Mudili Vijaya Krishna & Co.

Chartered Accountants

Firm Reg.No.0112115

Sd/-
(Mudili Vijaya Krishna)
Partner
M.No.211105

On behalf of the Board
For Omega AG Seeds (Punjab) Limited
Sd/-
K.Lakshmana Rao
Mg. Director
DIN: 07706939

Sd/-
A.V.V.Satyanarayana
Director & CFO
DIN: 06962180

Place: Hyderabad (Camp)

Date : 30.05.2017

STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31.3.2017

Particulars	NOTES	31.3.2017 Amount Rs.	31.3.2016 Amount Rs.
INCOME			
REVENUE FROM OPERATIONS			
SALES		5,135,110	4,935,110
OTHER INCOMES	13	1,692,621	1,894,882
	Total Rs.	6,827,731	6,829,992
EXPENDITURE			
PURCHASE OF STOCK IN TRADE		4,908,195	4,714,095
OPERATING EXPENSES	14	1,189,274	1,168,016
EMPLOYEE BENEFIT EXPENSES	15	255,140	350,110
FINANCIAL COST		-----	-----
DEPRECIATION AND AMORTISATION	7	40,069	70,013
	Total Rs.	6,392,678	6,302,234
Profit before Tax		435,053	527,758
Provision for Tax (MAT)		127,003	(-) 163,236
Less: Deferred Tax Liability (DTA)		7,428	157
Profit/Loss after Tax		300,622	364,679
Income Tax Adjustment of earlier Years		--	(-) 101,039
Net Profit/Loss to be carried to Balance Sheet		300,622	263,640
EARNINGS PER EQUITY SHARE			
- Basic		0.04	0.03
- Diluted		0.04	0.03

Significant Accounting Policies:

The accompanying notes are an integral part of the Financial Statements

AUDITOR'S REPORT

As per our separate report of even date
For Mudili Vijaya Krishna & Co.
Chartered Accountants
Firm Reg.No.0112115

Sd/-
(Mudili Vijaya Krishna)
Partner
M.No.211105

On behalf of the Board
For Omega AG Seeds (Punjab) Limited
Sd/-
K.Lakshmana Rao
Mg. Director
DIN: 07706939

Sd/-
A.V.V.Satyanarayana
Director & CFO
DIN: 06962180

Place: Hyderabad (Camp)
Date : 30.05.2017

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

2.SHARE CAPITAL

PARTICULARS	AS AT 31.3.2017	AS AT 31.3.2016
<u>Authorised Share Capital</u>		
25000000 Equity Shares of Rs. 10/- each	250,000,000	250,000,000
<u>Issued,Subscribed & Paid up Capital</u>		
7904000 Equity Share of Rs.10/- each	79,040,000	79,040,000
	79,040,000	79,040,000

Details of Shareholders holding more than 5% shares:

Particulars	AS AT 31.3.2017	AS AT 31.3.2016
	No. of Shares held	No. of Shares held
NVR Mohan Rao	1,596,200	1,596,200
PUNJAB AGRO INDUSTRIES CORP LTD	799,700	799,700
KASINATH AGROTECH PRIVATE LIMITED	618,000	618,000
YVR TRADERS PRIVATE LIMITED	518,451	518,451
YERRA AGENCIES PRIVATE LIMITED	495,000	495,000

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

Particulars	In Rs.	
	AS AT 31.3.2017	AS AT 31.3.2016
Equity Shares at the beginning of the year	7,904,000	7,904,000
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	7,904,000	7,904,000

3.RESERVES & SURPLUS

In Rs.

PARTICULARS	AS AT	AS AT
	31.3.2017	31.3.2016
<u>General Reserves</u>	-	-
Balance from last year	19,188,823	19,452,463
Add: Transfer from Profit And Loss A/C	300,622	263,640
<u>Share Premium</u>	20,328,000	20,328,000
	1,439,799	1,139,177

4.DEFERRED TAX LIABILITY/ASSET

In Rs.

PARTICULARS	AS AT	AS AT
	31.3.2017	31.3.2016
Depreciation as per Income Tax Act	64,108	69,506
Less: Depreciation as per Companies Act	40,069	70,013
Timing Difference	24,039	-507
Deferred Tax Liability/(Asset)	7,428	-157
Rounded off	7,428	-157
<u>Deferred Tax Liability of Previous years</u>	112,152	112,309
TOTAL DEFERRED TAX LIABILITY	119,580	112,152

5.OTHER CURRENT LIABILITIES

In Rs.

PARTICULARS	AS AT	AS AT
	31.3.2017	31.3.2016
M/S Mauve & Crimson Adv. Agency (P) Ltd.	1,182,500	1,182,500
TDS Payable	24,259	24,559
NVR Mohan Rao	1,920,000	1,520,000
Big Share Services Pvt.Ltd	-	-
Outstanding Expenses	135,596	86,800
	3,262,355	2,813,859

6.SHORT TERM PROVISIONS		in Rs.	
PARTICULARS	AS AT 31.3.2017	AS AT 31.3.2016	
PROVISION FOR TAX			
Salaries Payable	-	25,000	
Profit Before tax	435,053	527,758	
Add: Depreciation Dr in P/L	40,069	70,013	
Add: ROC Fees being capital expenditure	-	-	
Less: Depreciation allowable as per IT	64,108	-69,506	
Add Interest on TDS disallowed 20%		-	
	411,014	528,265	
Less: Brought forward losses set off			
Taxable Income	411,014	528,265	
Book profit as per profit and loss a/c	435,053	527,759	
MAT/Tax	127,003	163,236	
	127,003	188,236	

8.NON CURRENT INVESTMENTS		in Rs.	
PARTICULARS	AS AT 31.3.2017	AS AT 31.3.2016	
Investment in Gold	621,049	621,049	
Other Investments	47,265	47,265	
FDR with Indian Overseas Bank, Chandigarh	26,758,489	25,235,130	
Gayatri Bio Solutions (India) Pvt Ltd.	8,170,000	8,170,000	
Gayatri Sea Food and Feeds Pvt Ltd.	31,830,000	31,830,000	
	67,426,803	65,903,444	

Method of Depreciation: SLM

Sl No	Asset Category	Cost of the Asset	Date of Acquisition	Additions	Depreciation end date	Amount of Depreciation to charged to P&L (2016)	Net carrying value of the Asset as at 31/3/2016	Remaining Useful Life as on 01.04.2016	Amount of Depreciation to charged to P&L (2017)	Net carrying value of the Asset as at 31/3/2017
1	Land	1,888,854	24-Nov-92	No	24-Nov-92	-	1,888,854	-	-	1,888,854
2	Vehicles	833,692	24-Nov-92	No	22-Nov-00	-	1	-	-	1
3	Furniture and fittings	65473	24-Nov-92	No	22-Nov-02	-	1	-	-	1
4	Furniture and fittings	104699	24-Nov-92	No	22-Nov-02	-	1	-	-	1
5	Furniture and fittings	3286	7-Apr-11	No	4-Apr-21	356	1,950	5.02	356	1,594
6	Furniture and fittings	3060	10-Apr-11	No	7-Apr-21	331	1,818	5.02	331	1,487
7	Furniture and fittings	2500	9-May-11	No	6-May-21	269	1,501	5.10	269	1,232
8	Furniture and fittings	7026	10-May-11	No	7-May-21	757	4,218	5.11	757	3,461
9	Furniture and fittings	12410	30-Jun-11	No	27-Jun-21	1,327	7,583	5.25	1,327	6,256
10	Furniture and fittings	19000	14-Jul-11	No	11-Jul-21	2,015	11,597	5.28	2,015	9,582
11	Furniture and fittings	17537	19-Jul-11	No	16-Jul-21	1,870	10,784	5.30	1,870	8,914
12	Furniture and fittings	8500	21-Jul-11	No	18-Jul-21	906	5,231	5.30	906	4,325
13	Furniture and fittings	17500	7-Aug-11	No	4-Aug-21	1,861	10,830	5.35	1,861	8,969
14	Furniture and fittings	5150	20-Dec-11	No	17-Dec-21	537	3,331	5.72	537	2,794
15	Furniture and fittings	18000	4-Nov-12	No	2-Nov-22	1,802	12,788	6.60	1,802	10,986
16	Office equipment	6750	24-Nov-92	No	22-Nov-02	-	1	-	-	1
17	Office equipment	7600	24-Nov-92	No	22-Nov-02	-	1	-	-	1
18	Office equipment	196223	24-Nov-92	No	22-Nov-02	-	1	-	-	1
19	Office equipment	2000	24-Nov-92	No	23-Nov-97	-	1	-	-	1
20	Office equipment	26352	5-Jul-07	No	3-Jul-12	-	1	-	-	1
21	Office equipment	22000	7-May-11	No	5-May-16	7,806	1,870	0.10	770	1,100
22	Office equipment	22000	9-Jun-11	No	7-Jun-16	7,548	2,527	0.19	1,427	1,100
23	Office equipment	39700	23-Feb-11	No	22-Feb-16	16,788	283	-	-	283
24	Office equipment	12000	25-May-09	No	24-May-14	-	1	-	-	1
25	Computers and data_processing_units	96100	24-Nov-92	No	24-Nov-95	-	1	-	-	1
26	Computers and data_processing_units	64386	24-Nov-92	No	24-Nov-95	-	1	-	-	1
27	Computers and data_processing_units	21100	7-Apr-11	No	6-Apr-14	-	1	-	-	1
28	Computers and data_processing_units	2350	14-Sep-11	No	13-Sep-14	-	1	-	-	1
29	Computers and data_processing_units	14800	30-Jun-11	No	29-Jun-14	-	740	-	-	740
30	Computers and data_processing_units	76266	24-Nov-92	No	24-Nov-95	-	1	-	-	1
31	Buildings	1425982	18-Feb-05	No	3-Feb-65	22,459	1,169,139	48.88	22,459	1,146,680
32	Buildings	107600	23-Feb-07	No	8-Feb-67	1,697	91,748	50.90	1,697	90,049
33	Buildings	106775	23-Feb-07	No	8-Feb-67	1,684	91,048	50.90	1,684	89,364
34	Plant_and_Machinery	7940	24-Nov-92	No	21-Nov-07	-	1	-	-	1
						70,013	3,317,854		40,069	3,277,785

9. TRADE RECEIVABLES		in Rs.	
PARTICULARS	AS AT 31.3.2017	AS AT 31.3.2016	
(Unsecured and considered good)			
(a) Debts outstanding for more than six months:			
<u>MORE THAN SIX MONTHS (Considered Doubtful)</u>	-	-	
M/s Mahalakshmi Dyes & Chem	583,261	583,261	
M/s Vatsa Finance Ltd.	76,851	76,851	
Punjab Agro & Industry Corp. Limited	1,047,790	1,047,790	
<u>MORE THAN SIX MONTHS(Considered Good)</u>	-		
Omega Ag Seeds (India) Ltd	146,277	146,277	
Dula Ram Kaith (TDS)	4,500	4,500	
Nitin M Parekh (HUF) (TDS)	23,700	23,700	
Other Debts	13,132,541	13,227,747	
	15,014,921	15,110,127	

10. CASH AND BANK BALANCES		in Rs.	
PARTICULARS	AS AT 31.3.2017	AS AT 31.3.2016	
Cash in hand	127,305	383,546	
Allahabad Bank	2,953	2,953	
Bank of Maharashtra, 1489	1,352	1,352	
Canara Bank A/c no 2600	299	299	
Indian Overseas Bank, Mahim	2	2	
Indian Overseas Bank, New Delhi	2,074	2,074	
Oriental Bank of Commerce - 0023011002527	1,824	1,824	
Karur Vysya Bank	21,620	41,459	
ING VYSYA CA	16,054	49,457	
	173,483	482,966	

11. OTHER CURRENT ASSETS		in Rs.	
PARTICULARS	AS AT 31.3.2017	AS AT 31.3.2016	
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	1,498,519	1,492,493	
	1,583,644	1,577,618	

12. LONG TERM LOANS AND ADVANCES		In Rs.	
PARTICULARS	AS AT 31.3.2017	AS AT 31.3.2016	
Mag Multi Trade Pvt Ltd	5,182,905	5,182,905	
Mahesh Bhyani	1,500,000	1,500,000	
M/s Mauve & Crimson Advance Agency Pvt Ltd	100,000	100,000	
Punjab and Sindh Bank	75,000	75,000	
Shresth Colonisers Pvt Ltd	100,000	100,000	
Loan to Shiv Shanker	50,011	50,011	
Vikas Didwania	227,000	227,000	
	7,234,916	7,234,916	

13. OTHER INCOME		In Rs.	
PARTICULARS	AS AT 31.3.2017	AS AT 31.3.2016	
Interest on FDRs	1,692,621	1,894,882	
	1,692,621	1,894,882	

14.OPERATING EXPENSES		in Rs.	
PARTICULARS	AS AT 31.3.2017	AS AT 31.3.2016	
Audit Fee	60,000	60,000	
Advertisement	6,871	6,943	
Computer Expenses	19,850	39,015	
Conveyance	44,180	88,500	
Electricity and Water Charges	9,590	-	
Fees and Taxes	320,062	363,774	
Legal & Professional Exp	41,000	87,000	
Meeting Expenses	24,500	-	
Office Expenses	108,120	110,512	
Postage & Courier Charges	33,069	46,065	
Printing & Stationery and Xerox	80,180	74,650	
RTA Fees and Expenses	82,907	-	
Rent,Rates & Taxes	240,000	192,000	
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2017			
Travelling Expenses	68,950	62,590	
Website Development and renewal	2,467	12,063	
Telephone and Internet	42,940	-	
AGM Expenses	-	24,555	
Bank Charges	4,588	349	
	1,189,274	1,168,016	

15.EMPLOYEE BENEFIT EXPENSES		in Rs.	
	AS AT 31.3.2017	AS AT 31.3.2016	
Staff Salaries	232,000	320,000	
Staff Welfare Expenses	23,140	30,110	
	255,140	350,110	

PARTICULARS	Year ended 31.3.2017	Year ended 31.03.2016
<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
Profit/Loss before Tax	435053	527758
<u>Adjustments to reconcile profit before tax to cash provided by operating activities</u>		
Depreciation and amortization	40,069	70,013
Interest and dividend income	1,692,621	1,894,882
Interest on Borrowings	-	-
<u>Changes in current assets and liabilities</u>		
Sundry Debtors	95206	1,094,353
Short Term Advances and Other Current Assets	-	251,354
Other Current Assets	(6,026)	-
Trade Payables	389315	-
Other Current Liabilities	448496	(13,717)
Short term Provisions	(188236)	(357,254)
NET CASH GENERATED BY OPERATING ACTIVITIES	(478,745)	(322,374)
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>		
Purchases of Fixed Assets	-	-
Interest on Fixed Deposit received	(1,692,621)	(1894882)
Increase in Bank Deposit	1523359	1,930,172
NET CASH USED IN INVESTING ACTIVITIES	(169,262)	35,290
<u>CASH FLOW FROM FINANCING ACTIVITIES</u>		
Share Capital	-	-
Other Long term Liabilities	-	-
NET CASH GENERATED FROM FINANCING ACTIVITIES	-	-
Net (decrease)/increase in cash and cash equivalents during the year	(309,483)	(357,664)
CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD/YEAR	482966	840,630
CASH & CASH EQUIVALENTS AT THE END OF THE YEAR	173,483	482,966

As per our separate report of even date
For Mudili Vijaya Krishna & Co.
Chartered Accountants
Firm Reg.No.0112115

Sd/-
(Mudili Vijaya Krishna)
Partner
M.No.211105

On behalf of the Board
For Omega AG Seeds (Punjab) Limited
Sd/- Sd/-
K.Lakshmana Rao A.V.V.Satyanarayana
Mg. Director Ddirector & CFO
DIN: 07706939 DIN: 06962180

Place: Hyderabad (Camp)
Date : 30.05.2017

NOTES FORMING PART OF FINANCIAL STATEMENTS:**NOTE No. 1: CORPORATE INFORMATION:**

Omega Ag Seeds Punjab Limited (“The Company”) was incorporated on 24.11.1992 and the CIN being L01119TG1992PLC082816. The company is engaged in the business of dealing in agricultural products.

NOTE No. 2:**SIGNIFICANT ACCOUNTING POLICIES:****A) SYSTEM OF ACCOUNTING**

Financial statements are based on Historical cost in accordance with applicable accounting principles in India, mandatory accounting standards issued by ICAI and the relevant provisions of the companies act,1956.The company follows mercantile systems of accounting and recognized income and expenditure on accrual basis except those with significant uncertainties.

B) FIXED ASSETS

Fixed assets are stated at cost including freight, duties and other incidental expenses relating to cost of acquisition. Capital work in progress includes expenses for project appraisal fee and salary paid for project. The same will be capitalized to respective fixed assets on commissioning of plant

C) DEPRECIATION

Depreciation on all assets has been provided in the manner and at the rates specified as per the companies Act, 2013.

D) REVENUE /EXPENSES RECOGNITION

The revenues have been accounted for on Accrual basis and expenses related to the year have been accounted for on accrual basis

E) TAXATION**a) Accounting for Taxes on Income:**

Current Tax: Provision for Current Income Tax is made on the basis of the taxable income for the year as determined in accordance with the provisions of Income Tax Act, 1961.

Deferred Tax: Deferred income tax is recognized, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. The tax effect is calculated on the accumulated timing differences at the year end based on tax rates and laws. Enacted or substantially enacted as of the Balance Sheet date.

F) Employee Stock Option Scheme:

The company has not granted any Employee Stock Option Scheme.

G) CONTINGENT LIABILITIES

Provisions in respect of present obligations arising out of past events are made in the accounts when reliable estimate can be made of the amount of obligations and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but if material, are disclosed in the notes to accounts. Contingent assets are not recognized or disclosed in the financial statements.

Liabilities may arise if any, on account of pending litigations matters as stated by the management and reported as above.

G) PENDING LITIGATION:**a) PENDING LITIGATION MATTERS CASES FILED BY THE COMPANY**

- M/S Vatsa Finance Ltd. and others on account of restraining them from disassociating as LEAD MANAGER to the public issue of the company and for damages for contempt of court. And SEBI for withdrawing the Acknowledgement card No.3042 dated 08.04.1994 for the public issue of the company.
- Suit No.4488/1996 for recovery of Rs.4.00 lakh from M/s Mahalaxmi Dyes & Chemical, Mumbai.
- Criminal Complaint no 217 of 2002 filed by the company before chief judicial Magistrate 1st Class at Distt. Courts Chandigarh against Indian Overseas Bank, officials u/s 409 of IPC for not releasing the deposit of the company.
- Civil suit No 472 of 2003 filed against Indian Overseas Bank & others in the Distt Court Chandigarh. Suit for declaration of the effect that Public Issue of Indian Overseas Bank being opened w.e.f 06.09.2003 is illegal being issued in violation of provisions of Companies Act as well as concealment of facts . The suit was dismissed, and appeal filed by company is pending with the court.
- Suit No.3584 of 1994 filed by the company against Vatsa Finance Ltd for recovery of damages in High Court, Bombay.
- Suit No.1319 of 1995 filed by the company against Punjab & Sind Bank for recovery of Rs.5.00 Crore pending before High Court, Bombay.
- Suit filed against Punjab & Sind Bank for recovery of Rs.75,000/- paid on account of Appraisal Fee.
- Criminal Complaint No. 288 of 2016 filed by the company against Sampada Agricoltd Tech Private Limited under Section 138 of NI Act for dishonor of cheque filed in XVIII ACMM court, Hyderabad.

a. CASES FILED AGAINST THE COMPANY

- Punjab Agro Industries Corporation has filed a suit for alterations in the Articles of Association of the company and restricting the company to hold the EGM on 29th December, 1995 in view of the financial collaboration agreement executed with them by OASIL.
- RSA 833/2003 filed by PAIC against company for permanent injunction restraining the company from holding or modifying the Articles of Association of the company and further restrain the company holding Extraordinary Annual General Meeting held on 29.12.1995.
- M/s. Mauve & Crimision Advertising Pvt Ltd., New Delhi has filed a case for passing a decree of permanent injunction thereby restraining Omega Ag-Seeds (Punjab) Limited and Omega Agro Limited from taking forcible and illegal possession of flat at 7/18, Kalkaji Extension, New Delhi against recovery of Rs 11.82 lacs from the Company.
- 764/2010 is pending in 47th Court, Killa Court, CST and filed by SEBI for Public Issue of 1994.
- The property of associate company of Omega Ag. Seeds (Punjab) Ltd. was trespassed by M/S Mauve & Crimision Advertising Pvt. Ltd. in the year 1995 after the Public issue and in 1996, the Tishazari Court, Delhi dismissed the case filed by M/S. Mauve & Crimision Advertising Pvt. Ltd. The said company appeal against the said order in High Court, Delhi. The Court ordered the occupant, Rakesh Singh to deposit Rs.25,000/- per month as mesne profit from 23.01.2003 till further order. In return, he has deposited Rs.5,87,500/- in the High Court, Delhi in compliance with directions of court.

H) LICENSED/INSTALLED CAPACITY

The Company has carried out only trading activity and has not commenced any farming/grading activities hence the license, installed capacity are not applicable.

I) STOCK RECEIPT/ TURNOVER

The company has dealt with items of stock of goods by the way of trading during the year.

J) MANAGERIAL REMUNERATION & FEE (IF ANY)

The directors have not claimed any remuneration from the company.

K) RELATED PARTY DISCLOSURES (AS-18)

The related party Disclosures as required as per Accounting Standard (AS-18) on Related party Disclosures Issued by Institute of Chartered Accountants of India are as below:-

PARTY	RELATION
Omega Ag-Seeds (India) Limited	Promoter Company
Punjab Agro Ind. Corporation (PAIC)	Promoter Company

Key Managerial Personnel

Mr.K. Lakshmana Rao	Managing Director
Mr. AVV Sataynarayana	Whole Time Director and CFO

Disclosure required for related parties transactions.

The Amounts outstanding at Balance sheet Date.

Amount Recoverable from Promoter Company Omega Ag-Seeds (India) Ltd	Rs. 1,46,277/-
Amount Payable to Managerial Personnel Mr. Nerella Venkatrama Mohan Rao	Rs. 19,20,000/-

- L)** Expenses /Revenue in Foreign currency - NIL
- M)** Balance of Sundry Debtors, Sundry Creditors and growers and loans & Advances are subject to confirmation.
- N)** The company has calculated Deferred Tax liability as at 31.03.2017 in accordance with the Accounting Standards (AS-22) issued by The Institute of Chartered Accountants of India.
- O)** In the opinion of the management the value realization of current assets and loans & Advances in the ordinary course of business will not be less than the amount at which they are stated in the Balance Sheet.
- P) Segment reporting:**
The company has operated in only one segment ie., trading in agricultural products, during the year.

- Q) Earnings per share:**
Basic earnings per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basis earning per share and also the weighted average number of equity shares, which may be issued on the conversion of all dilutive potential shares, unless the results would be anti dilutive.

R) CONTINGENT LIABILITIES:

- a) There were no contingent liabilities as on 31st March 2017.
- b) Estimated amount of contracts remaining to be executed on Capital Accounts and not provided for – NIL.

S) EARNINGS PER SHARE:

- (A) BASIC EARNING PER SHARE

i.	Number of equity shares outstanding as per Point No. iii above.	7904000
ii.	Weighted average number of potential equity shares outstanding	NIL
iii.	Weighted average number of shares outstanding (used for denominator for calculating EPS)	7904000
iv.	Profit available to share holders	300622
v.	Diluted Earning per Share (face value Rs. 10/-)	0.04

DILUTED EARNING PER SHARE

ADDITIONAL INFORMATION PURSUANT TO PARAGRAPHS 3 & 4 OF PART II OF SCHEDULE III TO THE COMPANIES ACT 2013, (AS CERTIFIED BY A DIRECTOR): NIL

T) The main objectives of the company are to carry on the business in agriculture and related products.

U) **REMUNERATION TO AUDITORS:**

	31 March 2017 Rupees	31 March 2016 Rupees
Audit Fee	60000	60000
TOTAL	60000	60000

V) Figures for the previous year have been regrouped or rearranged wherever necessary.

W) Paise have been rounded to nearest rupee.

As per our report annexed.

For Mudili Vijaya Krishna & Co
Chartered Accountants
Firm Reg. No. 011211S

On Behalf of the Board
For Omega AG Seeds (Punjab)Limited

Sd/-
(Mudili Vijaya Krishna)
Partner
M.No: 211105

Sd/-
K. Lakshmana Rao
Managing Director

Sd/-
AVV Satyanarayana
Whole Time Director & CFO

Hyderabad (Camp)
14.08.2017

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:....., or failing him

3. Name:Address:.....

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

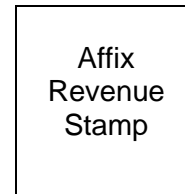
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual general meeting of the company, to be held on Friday, the 29th day of September, 2017 At 10.00 a.m. at Hotel Meghacity situated at 3-6-335 to 339, Basheerbagh Cross Roads, Hyderabad - 500029, Telangana and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.		Optional *	
		For	Against
Ordinary Business			
1	Adoption of financial statements for the year ended March 31, 2017		
2	Appoint a Director in place of Mr. Veera Venkata Satyanarayana Aakana, who retires by rotation and being eligible, offers herself for reappointment		
3	Ratify the appointment of M/s. Mudili Vijaya Krishna & Associates., Chartered Accountants as Auditors for the FY 2017-18		
Special Business			
4	Regularization of additional Director		
5	Ratification of appointment of Mr. Lakshmanarao Kondaveti as Managing director		
6	Ratification of appointment of Mr. Veera Venkata Satyanarayana Aakana as Chief Financial Officer (CFO) cum Whole-time Director		

Signed this..... day of... 2017

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.

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.**

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 Fifth Annual General Meeting of the **OMEGA AG SEEDS PUNJAB LIMITED** held on Friday, September 29, 2017 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.