

**ANNEXURE V**
**INFORMATION MEMORANDUM**
**A. COMPANY PROFILE:**

Name and address of registered office of the company	Soma Papers And Industries Limited 3rd Floor, Indian Mercantile Chambers, Ramji Kamani Marg, Ballard Estate, Mumbai-400001 Maharashtra
Name and address of corporate office of the company.	Soma Papers And Industries Limited Plot No. 8-2-603/23/3 & 8-2-603/23, 15, 2nd Floor, HSR Summit, Banjara Hills, Road No. 10, Beside No. 1 News Channel office, Hyderabad - 500034
Names of regional stock exchange and other stock exchanges where listed – Years of listing and current status.	The Company is listed at BSE Limited. Year of listing – 11-10-1993 Current Status - Suspended
Signing with depositories – ISIN no.	The company is having demat connectivity with CDSL and NSDL and the ISIN is INE737E01011.
Name and contact details of compliance officer and Company Secretary	Ms. Komal Agarwal Ph. No – 8209028600 Email Id – somapapers.in@gmail.com
Email-id for Investor Grievances	somapapers.in@gmail.com
Date of Suspension and reason of suspension	Date of Suspension – 20.06.2017 Reason of Suspension – Penal reasons

**B. CAPITAL STRUCTURE OF THE COMPANY:**

Authorized, issued, subscribed and paid-up capital.	The Authorized Capital of the Company is Rs. 5,00,00,000 divided into 50,00,000 equity shares of Rs. 10/- each.  The Issued, Subscribed and Paid-up capital of the Company is Rs. 1,40,21,500 divided into 14,02,150 equity shares of Rs. 10/- each.
Listed Capital	The Listed Capital of the Company is Rs. 1,40,21,500/- divided into 14,02,150 equity shares of Rs. 10/- each.

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C. MANAGEMENT OF THE COMPANY:

<p>History and main objects and present business of the company.</p>	<p><b>A. <u>HISTORY OF THE COMPANY:</u></b></p> <p><b>Soma Papers And Industries Limited</b> was incorporated on 19.11.1991 under the Companies Act, 1956 with the Registrar of Companies, Maharashtra as <b>Soma Papers And Industries Limited</b> and obtained its certificate of commencement of business on 19/11/1991</p> <p>The registered office of the Company is situated at 3rd Floor, Indian Mercantile Chambers, Ramji Kamani Marg, Ballard Estate, Mumbai – 400001 Maharashtra.</p> <p><b>B. <u>MAIN OBJECTS OF THE COMPANY:</u></b></p> <ol style="list-style-type: none"><li>1. To carry on the business of manufacture of and dealing in export, import, trade: in all kinds, classes and varieties of writing, printing, packaging and other industrial papers, speciality papers, paper boards, card boards, general boards, playing cards, paper products and articles made therefrom whether coated or uncoated paper and cellulose (including rayon) pulp and all products and articles made therefrom.</li><li>2. To carry on in India and in any part of the world the business of manufacturing, processing, converting, formulating, using, buying, dealing, acquiring, storing, packaging, selling, transporting, distributing, importing, exporting, and disposing of all types of plastics, PYC, Polypropylene,</li></ol>
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	<p>Polyester, BOPP, Polyethylene, Nylon, PVDC, Polystyrene, Polyurethane, plastic films and other products, calendered Rigid and or sole PVC films and other products. from PVC Resin and all types of Petrochemicals, all types of resins, and derivatives thereof, whether liquid, solid or gaseous, dichloride, Ethylene Oxide, Ethylenaglycol, Polyglycols, Polyurethanes, Paraxylenes, Monomer, Styrenas and Polystyreneés, Polypropylenes, [sopropanols, Acetone, Propylene Oxide, Propyt-a glnyceol , Acrylonitrile, Acroleln, Acylicensters, Acrylic Fibres, alkyl Chlorides, Epichlorhydrin, aliphatic and aromatic alcohols, aldehydes, ketones, aromatic acid, analuphrides, vinyl chloride, acrylics, esters of ortho, meta and terepralic acids and all gases, Epoxy resins and all other petro-chemical products and polymers in all their firms.</p> <p><b><u>C. PRESENT BUSINESS OF THE COMPANY:</u></b></p> <p>The Company is looking for a partner to collaborate with. The promoter directors have the experience in Paper Industry. The company is actively looking for a financial partner to finance the manufacture / trading of various types of paper and paperboard.</p>
Subsidiary (ies) of the company, if any	The Company does not have any subsidiary companies.
Names of Promoters and their background.	Attached as <b>Annexure "A"</b>
Names and addresses of auditors, legal advisors of the company and details of KMP's along with their designations (with their DIN wherever applicable) and other directors including nominee- directors, and woman director (giving their directorships in other companies). Change, if any, in directors / management and auditors during the last one year, and reasons thereof. Further details on composition of Board are to be provided.	Attached as <b>Annexure "B"</b>

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Details of directors, whole-time directors, their remuneration, appointment and remuneration of managing directors, interests of directors, their borrowing powers and qualification shares.	Same as details mentioned in <b>Annexure “B”</b> .					
Rights of members regarding voting, dividend, lien on shares and the process for modification of such rights and forfeiture of shares.	Not Applicable					
Restrictions, if any, on transfer and transmission of shares/debentures and on their consolidation/splitting.	Not Applicable					
Revaluation of assets, if any (during last five years).	Not Applicable					
Material contracts and inspection of documents.	Not Applicable					
No. of Employees	1					
Latest Shareholding Pattern						
Shareholding pattern (latest as on 31.03.2023)	No. of shares	% of total share-holding	No of shares in demat	Whether 100% in demat for Promoter and 50% in demat for Public	No of Shares Pledged	% of pledged shares
Promoter and Promoter Group	6,94,130	49.50	6,94,130	Yes	-	-
Public Shareholding	7,08,020	50.50	5,95,997	Yes	-	-
Shares held by custodians against DRs issued by the company	-	-	-	--	-	-
TOTAL	14,02,150	100.00	12,90,127	--	-	-

#### **D. BUSINESS:**

Nature of the products - consumer/industrial and end-users	The Company is in the business of coated paper manufacturing in India. manufacture 10,000 MT of coated paper in a year. SOMA initially started with china clay coated paper and during the years has added on to its product range, carbonless (self-copy) papers, fluorescent (coloured) papers, and other speciality papers. All these products are marketed under the brand name Diamond Cote.
Plant and machinery, technology, process, etc.	It requires plant & machinery, technology, and process.
Collaboration, any performance guarantee or assistance in marketing by the collaborators	Not Applicable

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*V. Lakshmi Narayanan*  


Infrastructure facilities for raw materials and utilities like water, electricity, etc.	None
Approach to marketing and proposed marketing set up. Export possibilities and export obligations, if any (in case of a company providing any "service" particulars, as applicable, be furnished).	Not Applicable
Future prospects - expected capacity utilization during the first three years from the date of commencement of production, and the expected year when the company would be able to earn cash profits and net profits.	The Company will strive its best to turn the business of the Company into profit.

#### **E. LITIGATION:**

Outstanding pertaining to –  (i) matters likely to affect operation and finances of the company including disputed tax liabilities of any nature ; and  (ii) criminal prosecution launched against the company and the directors for alleged offences  Particulars of default, if any, in meeting statutory dues, institutional dues, and towards instrument holders like debentures, fixed deposits and arrears on cumulative preference shares, etc. (also give the same particulars about the companies promoted by the same private promoters and listed on stock exchanges).	Nil
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#### **G. FINANCIAL INFORMATION:**

Financials as per format given below:

AUDITED FINANCIALS		
Statement of Assets and Liabilities		(Amount in Rs.)
Particulars	For the Year Ended on March 31, 2023	For the year ended March 31,2022
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity Share Capital	1,40,21,500	1,40,21,500
Other Equity	(81,04,430)	(85,60,810)
Share Application money pending allotment	-	-
<b>Non-Current Liabilities</b>		
Long Term Borrowings	-	-
Long Term Provision	-	-
Long Term Liability	-	-
<b>Current Liabilities</b>		
Short term Borrowings	-	-
Short term Provisions	-	-
Trade Payables	-	-
Other Current Liabilities	-	-
<b>Total</b>	<b>59,17,070</b>	<b>54,60,690</b>

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*V. Lakshmi Narayanan*  
 V. Lakshmi Narayanan  
 SOMA PAPERS AND INDUSTRIES LIMITED  
 CHIEF EXECUTIVE OFFICER  
 COTE



<b>Assets</b>		
<b>Non-current Assets</b>	-	-
Property, plant and equipment	-	-
Non-current tax asset	3,300	2,940
Long term Loan and Advances	-	-
<b>Current Assets</b>		
Inventories	-	-
Investment	-	-
Trade Receivables	-	-
Cash and Cash Equivalents	4,48,390	21,290
Short term Loan and advances	-	-
Other Financial assets	54,49,170	54,09,890
Other current- assets	16,210	26,570
<b>Total</b>	<b>59,17,070</b>	<b>54,60,690</b>

**SUMMARY STATEMENT OF PROFIT AND LOSS ACCOUNT:**

Particulars	For the Year Ended on March 31, 2023	For the year ended March 31,2022
<b>INCOME</b>		
Revenue from Operation	-	-
Other Income	(1,15,040)	5,95,760
<b>TOTAL</b>	<b>(1,15,040)</b>	<b>5,95,760</b>
<b>EXPENDITURE</b>		
Employee benefit expenses	52,500	1,92,500
Depreciation and amortization	-	-
Finance Cost	-	-
Other expenses	52,500	7,88,450
<b>Total</b>	<b>1,05,000</b>	<b>9,80,950</b>
Profit Before tax	(2,20,040)	(3,85,190)
Less: Tax expenses	-	-
-current Tax	-	-
-Deferred Tax	-	-
-Excess provision for Tax of earlier periods written back	32,420	5,900
Profit/ Loss after tax	(2,52,460)	(3,91,090)
Earning per Equity shares (in Rs.)		
-Basic	(0.18)	(0.28)
-Diluted	(0.18)	(0.28)

V. Jalshir prasad  


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**DECLARATION:**

No statement made under this Information Memorandum contravenes any of the provisions of Companies Act, 1956 / Companies Act 2013, as may be applicable and the rules made thereunder. All the legal requirement connected with the listing /revocation of suspension of trading in equity of shares of our company and also the guidelines, instructions etc. issued by SEBI, Government and any other competent authority in this behalf have been duly complied with. All information contained in this document is true and correct.

Yours faithfully,

For Soma Papers and Industries Limited

*V. Jaiswami Priya Darshini*

Vanguru Priya Darshini Lakshmi  
Whole time Director and CFO  
DIN: 07803502

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**ANNEXURE "A"**

**DETAILS OF THE PROMOTERS AND THEIR BACKGROUND**

1. **VIKRAM SOMANI** – He has acquired ample top management exposure in the entire business operation with deep insight in global business dynamics. Creative aptitude and an eye for detail have always proved handy in contributing strategic inputs to impart solidity to business while generating reasonable value for stakeholders. He holds strong credentials in setting up, steering and stabilizing start-up operations. He has led by personal example, the multi-functional/multi-cultural teams and inspired them to exceed performance benchmarks with constant monitoring and motivational inputs.  
  
He is a MBA with specialization in Finance.
2. **BHARAT KRISHNAKUMAR SOMANI** – He holds a Bachelor Degree of Commerce and has over 35 years of experience in the Paper Industry. From manufacturing to converting paper suitable for packaging and printing has been his forte.
3. **SOMANI VIKRAM HUF** – Vikram Somani is the Karta of this entity. Vikram Somani HUF is having PAN AABHS0897N from the Income Tax Department. The main source of Income of the HUF is Dividend.
4. **ASHA SOMANI** – is wife of Mr. Bharat Somani, Director of our Company. She is a Jewellery designer by profession having more than 2 decades of experience in jewellery designing business.
5. **RAKHI SOMANI** – is wife of Vikram Somani, Director of our Company. She holds a Bachelor degree of Arts (Hons.) and having good experience the food business.
6. **SARASWATI SOMANI** – She is 84 years old and passed SSC. She is CFO and Chairperson of the company. She is having more than 20 years of industrial, functional and administrative experience.

V. J. Somani  


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**ANNEXURE “B”**

**DETAILS OF THE AUDITORS, LEGAL ADVISORS AND COMPOSITION OF DIRECTORS AND KMP**

**A. DETAILS OF THE AUDITORS:**

Name of the Auditor Firm & Auditor	Address, Contact No. and Email Id	Membersh ip No.	Firm Reg. No.
GMJ & Co  CA Sonia Didwania	3rd & 4th Floor, Vaastu Darshan, 'B' Wing, Above Central Bank of India, Azad Road, Andheri (East), Mumbai 400069 Email: <a href="mailto:admin@gmj.co.in">admin@gmj.co.in</a>	410461	103429W

**B. DETAILS OF SECRETARIAL CONSULTANT CUM LEGAL ADVISOR:**

Name of the Firm & Proprietor	Address, Contact No. and Email Id	Membersh ip No.	Firm Reg. No.
GMJ & Associates  Mr. Prabhat Maheshwari	3rd & 4th Floor, Vaastu Darshan, 'B' Wing, Above Central Bank of India, Azad Road, Andheri (East), Mumbai 400069 Ph. No. – Email ID – <a href="mailto:cs@gmj.co.in">cs@gmj.co.in</a>	2405	

*V. Lakshmi Priya*



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**C. COMPOSITION OF THE BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

The following are the details of details of KMP's along with their designations (with their DIN wherever applicable) and other directors including nominee- directors, and woman director including the overall composition of Board after considering the changes in the management/Board during the last one year.

Name & DIN	Father's/ Spouse's Name	Designation In Board	Date of Appointment	Age, Nationality Occupation	Residence Address
Mr. Vikram Somani (DIN 00054310)	Krishnakumar Gajadhar Somani	<b>Executive Director and CFO</b>	19/11/1991	54	B-23 Kapur Mahal, 65 Marine Drive, Mumbai, Maharasht ra, -400020
Mr. Bharat Somani (DIN 00286793)	Krishna Kumar Somani	<b>Executive Director</b>	19/11/1991	61	B-24 Kapur Mahal, Marine Drive, Mumbai, Maharasht ra- 400020
Mr. Dharmesh Shantilal Shah (DIN 01000335)	Shantilal Sanghraj Shah	<b>Non- Executive Independent Director</b>	22/03/2019	58	31-B, Bhagwati Bhavan, 5th Floor Carmichael Road, Behind Jaslok Hospital, Mumbai Maharashtra – 400026
Mrs. Vanguru Priya Darshini Lakshmi (DIN: 07803502)	Chinna Vanguru Moulali Reddy	<b>Executive Director and CFO</b>	09/01/2024	39	H. No. 15-21- 95/1/101, Aditya Enclave Balaji Nagar, Kukatpally Hyderabad-72 Telangana
Mr. Prabhakar Reddy Palakolanu (DIN: 10326142)	Rosi Reddy Palakolanu	<b>Non- Executive Independent Director</b>	09/01/2024	46	Flat no. 408, block -1, my home avatar, narsing nanakramguda, service rd, puppalaguda Rangareddy, Telangana 500089
Shivashankar Reddy Gopavarapu (DIN: 10039853)	Satyanarayana Reddy Gopavarapu	<b>Non- Executive Independent Director</b>	09/01/2024	24	208-Maruthi Sadan, Nishatbagh Somajiguda, Begu mpet, Secunderabad Hyderabad-500016 Telangana

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Komal Agarwal	Arvind Kumar Agarwal	Company Secretary	09/01/2024	27	Flat no. 101, Shree Krishnam Residency, Jaipur, Rajasthan-302039
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V. Jaiswal / Proprietor



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**D. INTEREST IN OTHER ENTITIES:**

Name & DIN	Interest in other entities
Mr. Vikram Somani (DIN 00054310)	1.Electrowater Technologies Private Limited 2.Trimurti Glass Containers Limited 3.Raajita Audio Video Company Private Limited 4.S R S Trading And Agencies Pvt Ltd 5.Knop Trading Co. Pvt.Ltd. 6.Gazelle Travels Private Limited 7.Vibhuti Investments Company Limited 8.Alcon Finance And Investments Limited 9.D G P Capital Management Limited 10. Rajeeta Determined Traders Private Limited 11. Paradis Hitech Industries Private Limited
Mr. Bharat Somani (DIN 00286793)	1.G D Trading And Agencies Limited 2.Arihant Superstructures Limited 3.Raajita Audio Video Company Private Limited 4.Mascot Constructions Private Limited 5.Ceres Company Private Limited 6.S R S Trading And Agencies Pvt Ltd 7.Jaychandra Leasing& Investments Ltd 8.Rajshree Trade & Development Private Limited 9.Kejriwal Newsprints Paper Private Limited
Mr. Dharmesh Shantilal Shah (DIN 01000335)	1.Dharmesh Services Private Limited 2.Vulcan Products Private Limited
Mrs. Vanguru Priya Darshini Lakshmi (DIN: 07803502)	Nil
Mr. Prabhakar Reddy Palakolanu (DIN: 10326142)	Nil
Shivashankar Reddy Gopavarapu (DIN: 10039853)	Nil
Komal Agarwal	Nil

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