

OMNITECH PETROLEUM LIMITED
(Formerly Sharp Trading & Finance Limited)

Notice pursuant to Section 192A of the Companies Act, 1956, (Section 2(65) of Companies Act 2013),

Notice is hereby given, pursuant to section 192A of the Companies Act, 1956, (Section 2(65) of Companies Act, 2013), read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2011, to transact the following special business by the members of M/s Omnitech Petroleum Limited (Formerly Sharp Trading & Finance Limited) (the "Company") by passing resolutions through Postal Ballot:

Special Business:

Item 1:

To consider, and if thought fit, to pass with or without modifications, the following Resolution as an Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 94 and other applicable provisions, if any, of the Companies Act, 1956 and of Memorandum and Articles of the Company and subject to the approval/consent/permissions/sanctions as may be necessary from the concerned regulatory/statutory authority (ies), each equity share of the face value of Rs.10/- each fully paid up be sub-divided into 10 (TEN) equity shares of face value of Re.1/- each fully paid up."

"RESOLVED FURTHER THAT the subdivision of equity share as aforesaid, the Company shall issue new certificate to the members whose name appears in the Register of Members on the record date and share certificate issued earlier will stand cancelled from the record date and in case of share held in dematerialized form the number of subdivided equity shares be credited to the respective beneficiaries account of the share holders with the depositaries participant in lieu of the existing credits representing the equity shares of the Company before subdivision."

"RESOLVED FURTHER THAT Mr. Vikrant Kayan, Managing Director and / or Mr. Sukumar Das, Director of the Company be and are hereby severally authorized to give effect to the changes and take appropriate steps to intimate the CDSL/NSDL, BSE, NSE and other statutory authorities and call back the existing share certificates from the share holders or give effect to the changes in the shares and shares held with the custodial (CDSL/NSDL Etc) in the aforesaid proportion subject to the rules as laid down in the Companies (Issue of share Certificates) Rules, 1960 and the Articles of Association of the Company."

"AND RESOLVED FURTHER THAT the Register of Members of the Company at the Close of Business on 30th May, 2014 (herein after referred to as "the Record Date") or such other dates as approved by the Stock Exchange be taken as the record date for the purpose of sub-division of shares."

2. To Consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED FURTHER THAT pursuant to section 16 of Companies Act, 1956, Clause V of the Memorandum of Association be and is hereby substituted by the following:

V. The Authorized share capital of the Company is Rs. 50,00,00,000 (Rupees Fifty Crores only) divided into 50,00,00,000 equity shares of Re. 1/- each.

The Company has power from time to time to increase or reduce its capital and to divide the shares in such capital for the time being into secured classes and to attach thereto respectively such preferential, deferred, qualified or other special rights, privileges, conditions or restrictions, as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such right, privileges or conditions or restrictions in such manner as may for the time being be permitted by the Articles of Association of the Company or the legislative provision for the time being in force in that behalf.”

By Order of the Board of Directors

Sd/-

**Mumbai
13th March, 2014**

**Vikrant Kayan
Managing Director**

NOTES:

1. Members holding physical shares are requested to notify promptly any change in their addresses to our Registrars & Share Transfer Agents, viz Adroit Corporate Services Private Limited and those who have shares in electronic mode to communicate to their depository participants.
2. Explanatory Statement in terms of Section 102 (1) of the Companies Act, 2013 (corresponding to section 173 (2) of the Companies Act, 1956), in respect of special business is annexed here to.

Explanatory statement pursuant to Section 102(1) of Companies Act, 2013 (corresponding to section 173 (2) of the Companies Act, 1956).

Item No.1:

The Equity shares of the Company are listed and are tradeded at Bombay Stock Exchange. The equity shares of the Company are being quoted at BSE at around Rs.990/- per share (approx). Such high price keeps the investors away from trading in Company's shares. In order to improve the liquidity of the Company's shares in the stock market and to make it affordable to the investors, it is proposed to sub-divide the nominal value of the equity shares from the present Rs.10/- to Re.1/- per share.

The sub-divided shares shall be distributed to the members of your Company, whose name shall appear in its Register of Members on the Record Date determined by the Board of Directors of your Company in consultation with BSE.

The resolution is recommended for the approval of the Members.

As per section 102 (1) of the Companies Act, 2013

None of the Directors and Key Managerial Personnel of the company and their relatives is, in any way interested or concerned financially or otherwise in the resolution except to the extent of their shareholding, if any, in the Company.

Item No. 2 :

As a resultant development of the proposed sub-division of equity shares, it is proposed to alter its Authorised Share capital from the existing Rs.50,00,00,000 [Rupees Fifty Crores] divided into 5,00,00,000 equity shares of Rs.10/- each to Rs.50,00,00,000 [Rupees Fifty Crores] divided into 50,00,00,000 equity shares of Re.1/- each by amending the MOA

The resolution is recommended for the approval of the Members.

As per section 102 (1) of the Companies Act, 2013

None of the Directors and Key Managerial Personnel of the company and their relatives is, in any way interested or concerned financially or otherwise in the resolution except to the extent of their shareholding, if any, in the Company.

By Order of the Board of Directors

Sd/-

**Mumbai
13th March, 2014**

**Vikrant Kayan
(Managing Director)**