**SESHACHAL TECHNOLOGIES LIMITED**
**CIN**: L72200AP1994PLC063259
**Registered Office:**Plot No.57, Text Book Colony, Secunderabad, Hyderabad, Telangana-500009
**Email:** info@seshachal.com, Website: www.seshachal.com,Phone:0919885419877

Date: 07/09/2021

To
BSE Limited
Corporate office
Phiroze Jeejeebhoy towers,
Dalal Street
Mumbai-400001

Ref: SCRIP ID: SESHACHAL ISIN:INE331F01010 SECURITY CODE: 531794

Dear Sir

**Sub:**AGM Notice and Annual report of Flora Corporation Limited for the year 2020-21

With reference to the above captioned subject, please find enclosed herewith the Notice convening 27th Annual General Meeting along with 27th Annual Report of M/s. Seshachal Technologies Limited.

Thanking You
Yours Faithfully
For and on behalf of M/s. Seshachal Technologies Limited

Rajesh Gandhi
Director
DIN: 02120813

SESHACHAL TECHNOLOGIES LTD.




**27TH ANNUAL REPORT**

**2020-2021**

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## CORPORATE INFORMATION

**CIN**: L72200AP1994PLC063259

### BOARD OF DIRECTORS

1. Mrs. Anita Chitturi -- Managing Director
2. Mr. Prabhaker Reddy Aedla -- Executive Director*
3. Mr. Rajesh Gandhi -- Non- Executive Director*
4. Mr. Umasankar Mylapur Prakash Rao -- Non-Executive Director

*Mr. Rajesh Gandhi was appointed as Additional Director w.e.f. 17.12.2020
*Mr. Prabhaker Reddy Aedla was appointed as Additional Director w.e.f 31.03.2021

### KEY MANAGERIAL PERSONNEL

1. Mr. Prabhaker Reddy Aedla -- Chief Financial Officer
2. *Mr. AS Nageswar Rao -- Company Secretary
3. *Ms. Nidhi Bhaskar -- Company Secretary

* Mr. AS Nageswar Rao was resigned from the post of Company secretary w.e.f 08.06.2021.
* Ms. Nidhi Bhaskar was appointed as Company secretary w.e.f 14.08.2021

### COMMITTEES OF THE BOARD

#### A. AUDIT COMMITTEE

| S. No. | Name | Category of Director | Designation |
|---|---|---|---|
| 1. | Mr. Umasankar Mylapur Prakash Rao | Non-Executive, Independent Director | Chairperson |
| 2. | Mrs. Anita Chitturi | Managing Director | Member |
| 3. | Mr. Rajesh Gandhi | Non- Executive Director | Member |

#### B. NOMINATION & REMUNERATION COMMITTEE

| S. No. | Name | Category of Director | Designation |
|---|---|---|---|
| 1. | Mr. Umasankar Mylapur Prakash Rao | Non-Executive, Independent Director | Chairperson |
| 2. | Mrs. Anita Chitturi | Managing Director | Member |
| 3. | Mr. Rajesh Gandhi | Non- Executive Director | Member |

## C. STAKEHOLDERS RELATIONSHIP COMMITTEE

| S. No. | Name | Category of Director | Designation |
|---|---|---|---|
| 1. | Mr. Umasankar Mylapur Prakash Rao | Non-Executive, Independent Director | Chairperson |
| 2. | Mrs. Anita Chitturi | Managing Director | Member |
| 3. | Mr. Rajesh Gandhi | Non- Executive Director | Member |

**REGISTERED OFFICE ADDRESS**

*Plot No 57, Text Book Colony,
Secunderabad, Telangana- 500009

*The Company has obtained order of Regional Director dated 12th day of February for shifting of Registered office from the state of Andhra Pradesh to State of Telangana

**WEBSITE:** www.seshachal.com

**STATUTORY AUDITORS**

M/s. Sharad Chandra Toshniwal & Co.,
H.No:4-1-6/B/4, Street No.6
Tilak Road, Hyderabad-500 001,
Telangana, India

**SECRETARIAL AUDITOR**

M/s. Piyush Gandhi & Associates,
Company Secretaries,
5-6-322/14,
Uma Bagh, Nampally,
Hyderabad – 500 001,
Telangana, India

**INTERNAL AUDITOR**

V. Singhi & Associates
Chartered Accountants
109, SMR Sartaz Plaza, Jupiter colony
Sikh Road, Secunderabad
Telangana-500009

**BANKERS**

Axis Bank, Hyderabad

**LISTING**

BSE Limited

**REGISTRAR & SHARE TRANSFER AGENTS**

Aarthi Consultants Private Limited
1-2-285, Domalguda, Hyderabad
Telangana-500029

**SESHACHAL TECHNOLOGIES LIMITED**
**CIN**: L72200AP1994PLC063259
**Registered office:** Plot No 57, Text Book Colony, Secunderabad, Telangana- 500009
**Email:** info@seshachal.com, **Website:** www.seshachal.com, **Phone:** 0919885419877

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting (AGM) of the Shareholders of **SESHACHAL TECHNOLOGIES LIMITED** ("**the Company**") will be held on Wednesday**, 29th September, 2021 at 02PM IST** at the registered office of the company situated at Plot No 57, Text Book Colony, Secunderabad, Telangana- 500009 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited financial statements for the Financial Year ended March 31, 2021 and the reports of Board of Directors and Auditors thereon and in this regard, pass the following resolutions as Ordinary Resolution:

   **"RESOLVED THAT** the audited financial statements of the Company for the Financial Year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

2. To re-appoint Mrs. Anita Chitturi (DIN: 02873548), who retires by rotation as a Director at this Annual General Meeting and being eligible seeks re-appointment 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 152 of the Companies Act, 2013, ("the Act") Mrs. Anita Chitturi (DIN: 02873548), who retires by rotation at this AGM, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

**SPECIAL BUSINESS:**

**ITEM NO. 3 – APPOINTMENT OF MR. RAJESH GANDHI AS NON- EXECUTIVE DIRECTOR OF THE COMPANY**

To appoint Mr. Rajesh Gandhi (DIN: 02120813), who holds office upto the date of this Annual General Meeting and being eligible seeks appointment as Non-Executive Director 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 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ("the Act") and the rules made thereunder and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Rajesh Gandhi (DIN: 02120813), who was appointed as an Additional Director (Non-Executive) of the Company with effect from December 17, 2020, and who holds office upto the date of this Annual General Meeting pursuant to the provisions of Section 161(1) of the Act and being eligible, be and is hereby appointed as an Non-Executive Director of the

Company liable to retire by rotation."

**"RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby authorized to file Form No. DIR-12 with the Registrar of Companies and to do all such acts, deeds and things which are necessary to give effect to the above resolution."

**ITEM NO. 4 – APPOINTMENT OF MR. PRABHAKER REDDY ADELA AS DIRECTOR OF THE COMPANY**

To appoint Mr. Prabhaker Reddy Adela (DIN: 03627891), who holds office upto the date of this Annual General Meeting and being eligible seeks appointment as Director 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 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ("the Act") and the rules made thereunder and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Prabhaker Reddy Adela (DIN: 03627891), who was appointed as an Additional Director (Executive Director) of the Company with effect from March 31, 2021, and who holds office upto the date of this Annual General Meeting pursuant to the provisions of Section 161(1) of the Act and being eligible, be and is hereby appointed as Director of the Company liable to retire by rotation."

**"RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby authorized to file Form No. DIR-12 with the Registrar of Companies, Andhra Pradesh and to do all such acts, deeds and things which are necessary to give effect to the above resolution."

**For and on behalf of the Board**
**Seshachal Technologies Limited**

**Sd/-**
**Anita Chitturi**
**Managing Director**
**(DIN: 02873548)**

**Place: Hyderabad**
**Date: 06.09.2021**

**NOTES:**

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special business to be transacted at the Annual General Meeting is annexed hereto.

2. The statement of the particulars of Directors retiring by rotation / seeking appointment /re-appointment at the ensuing Meeting is annexed hereto, as required under sub regulation (3) of Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) 2015. The Directors have furnished the requisite declaration of their appointment / reappointment.

3. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the Company. The instrument appointing proxy in order to be effective should be deposited at the registered office of the Company, duly complete and signed, not less than 48 (Forty Eight) hours before the scheduled time of the meeting.

4. A person can act as proxy on behalf of members not exceeding 50 (Fifty) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A member holding more than ten percent (10%) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The holder of the proxy shall prove his identity at the time of attending the meeting.

5. Attendance slip, proxy form and route map of the venue of the meeting are annexed hereto.

6. Members are requested to bring their duly filled and signed Attendance Slip mentioning therein the details of their DPID and Client ID / Folio number, which is enclosed herewith and submit the same at the entrance of AGM venue.

7. Considering the present COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide it's with Circulars dated May 5, 2020, April 13, 2020 and April 8, 2020 (collectively referred to as "MCA Circulars") permitted to conduct the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company may be held through VC / OAVM. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the deemed venue for AGM shall be the Registered Office of the Company.

8. Any member opts to attend the meeting through VC/OAVM shall send a request on the company's mail id: info@seshachal.com. The detailed instructions and link shall be shared on requisition.

9. Members attending the AGM through VC / OAVM shall also be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

10. Members who hold shares in dematerialized form are requested to bring their depository account Number (Client ID and DPID No.) for easier identification and recording of the attendance at the meeting.

11. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized under the said board resolution to attend and vote on their behalf at the Meeting.

12. Members / Proxies /Authorized Representatives are requested to bring their copies of Annual Report to the meeting. As an austerity measure, copies of Annual Report will not be distributed at the AGM. Members may also note that the notice of the 27TH AGM and Annual Report for FY 2020-2021 will also be available on the Company's website www.seshachal.com for download.

13. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.

14. Members holding shares in multiple folios in identical names or in the same order of names are requested to consolidate their shareholdings into one folio.

15. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.

16. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the Registrar and Share Transfer Agent of the Company and correspond with them directly regarding share transfer / transmission / transposition, demat / remat, change of address, issue of duplicate shares certificates, ECS and nomination facility. Further they are required to submit old share certificates for exchange with split share certificates

17. The Securities and Exchange Board of India (SEBI) has mandated that securities of listed companies can be transferred only in dematerialized form w.e.f 1st April, 2019. Accordingly, the Company/ Aarthi Consultants Private Limited (RTA) has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to avail the facility of dematerialization.

18. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) and bank account details by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agent.

19. In terms of Section 72 of the Companies Act, 2013, a member of the Company may nominate a person on whom the shares held by him / her shall vest in the event of his / her death. Members desirous of availing this facility may submit nomination in prescribed Form SH - 13 to the Company / RTA, in case of shares held in physical form, and to their respective depository participant, if held in electronic form.

20. The Ministry of Corporate Affairs, Government of India (vide its circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively), has undertaken a 'Green Initiative in Corporate Governance' by allowing paperless compliances and recognizing delivery of Notices / Documents / Annual Reports, etc., to the shareholders through electronic medium. In view of the above the Company will send Notices / Documents / Annual Reports, etc., to the shareholders through email, wherever the email addresses are

available; and through other modes of services where email addresses have not been registered. Accordingly, members are requested to support this initiative by registering their email addresses in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company's RTA.

21. Any director himself or any member intending to propose any person as a director other than a retiring director, has to give a notice as to his intention to propose him / her as a candidate for that office, not less 14 (fourteen) days before the meeting along with deposit of Rs.1,00,000/- (Rupees One Lac only).

22. This AGM Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on 3rd September, 2021.

23. The Board of Directors of the Company (the "Board") has appointed Mr. Piyush Gandhi (Membership No. 54730), Proprietor of M/s. Piyush Gandhi & Associates, Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

24. Instructions for e-voting and joining the AGM are as follows:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, amended by the Companies (Management and Administration) Rules 2016 and all other applicable provisions, the Company is pleased to provide members the facility to exercise their right to vote at the 26th Annual General Meeting by electronic means and the business may be transacted through e-voting services provided by CDSL (Central Depository Services Limited), in respect of all resolutions set forth in this Notice.

The Company is also providing the facility for voting by way of physical ballot at the Annual General Meeting. Mr. Piyush Gandhi (Membership No. 54730), Proprietor of M/s. Piyush Gandhi & Associates, Practicing Company Secretary, has been appointed as the scrutinizer to scrutinize the remote e-voting process as well as the Ballot process at the Annual General Meeting in a fair and transparent manner.

The facility for voting through ballot paper shall also be made available at the meeting and members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

Members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the meeting but shall not be entitled to cast their vote again.

A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. September 22, 2020 shall only be entitled to avail the facility of remote e-voting.

**A. VOTING THROUGH ELECTRONIC MEANS:**

The instructions for e-voting are given herein below.

1. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date,

a person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, only shall be entitled to avail the facility of Remote e-voting / Poll.

2. Any person, who becomes members of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date, may obtain the User ID and password for Remote e-voting by sending email to CDSL intimating DP ID and Client ID / Folio No. at www.evotingindia.com.

3. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.seshachal.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM i.e. www.evotingindia.com.

**4.** The remote e-voting facility will be available during the following period:

| | |
|---|---|
| **Commencement of remote e-voting:** | **9:00 a.m. IST on Sunday ,September 26, 2021** |
| **End of remote e-voting:** | **5:00 p.m. IST on Tuesday, September 28, 2021** |

During this period, Members holding shares either in physical form or in dematerialized form, as on **September 20, 2021 i.e. cut-off date**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Those Members, who will be present in the AGM and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

5. The Remote e-voting will not be allowed beyond the aforesaid date and time and the Remote e-voting module shall be disabled by CDSL upon expiry of aforesaid period.

6. The Scrutinizer, after scrutinizing the votes cast at the meeting and through Remote e-voting, will, not later than 48 hours of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.seshachal.com and on the website of CDSL at www.evotingindia.com. The results shall simultaneously be communicated to the Stock Exchanges.

7. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. September 29, 2021.

**THE DETAILS OF THE PROCESS AND MANNER FOR REMOTE E-VOTING ARE EXPLAINED HEREIN BELOW:**

1. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

2. The shareholders should log on to the e-voting website www.evotingindia.com.

3. Click on "Shareholders" module.

4. 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

   or;

   Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at https://www.cdslindia.com from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

5. Next enter the Image Verification as displayed and Click on Login.

6. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

7. If you are a first time user follow the steps given below:

| | **For Shareholders 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)<br>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.<br>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. |
| Dividend Bank Details **OR** Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy form recorded in your demat account or in the company records in order to login.<br>• If both the details are not recorded with the depository or company please the member id / folio number in the Dividend Bank details field as mentio instruction (v). |

8. After entering these details appropriately, click on "SUBMIT" tab.

9. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.

10. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

11. Click on the EVSN for the relevant <Company Name> on which you choose to vote.

12. 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.

13. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

14. 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.

15. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

16. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

17. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

18. Shareholders can also cast their vote using CDSL's mobile app "**m-Voting".** The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account

statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to **Company/RTA email id**.

19. **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@seshachal.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

20. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection at the Meeting.

21. Relevant documents referred to in the accompanying Notice, as well as Annual Reports and Annual Accounts of the Company are open for inspection at the Registered Office of the Company, during the business hours on all working days up to the date of the Meeting.

**For and on behalf of the Board**
**Seshachal Technologies Limited**

**Sd/-**
**Anita Chitturi**
**Managing Director**
**(DIN: 02873548)**

**Place: Hyderabad**
**Date: 06.09.2021**

## EXPLANATORY STATEMENT
## (Pursuant to provisions of Section 102 of the Companies Act, 2013)

The following statement, as required under Section 102 of the Companies Act, 2013, sets out all material facts relating to the items of Special Business mentioned in the ac Companying Notice:

**ITEM No. 3:**

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors of the Company pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act'), had appointed Mr. Rajesh Gandhi (DIN: 02120813) as an Additional Director (Non-Executive) with effect from December 17, 2020.

As per the provisions of Section 161(1) of the Act, Mr. Rajesh Gandhi holds office as Additional Director up to the date of the ensuing Annual General Meeting of the Company and being eligible, seek himself for appointment as Non-Executive Director.

Mr. Rajesh Gandhi, is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Requisite notice under Section 160 of the Act proposing the appointment of Mr. Rajesh Gandhi has been received by the Company.

Except Mr. Rajesh Gandhi, none of the other Directors / Key Managerial Personnel of the Company and/or their relatives is in any way, concerned or interested, financially or otherwise, in the said resolution.

The members are requested to consider the appointment of Mr. Rajesh Gandhi as a Non-Executive Director of the Company and pass the proposed Ordinary Resolution as set in the Notice of the Annual General Meeting.

**ITEM No. 4:**

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors of the Company pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act'), had appointed Mr. Prabhaker Reddy Aedla (DIN: 03627891) as an Additional Director (Non-Executive) with effect from March 31, 2021.

As per the provisions of Section 161(1) of the Act, Mr. Prabhaker Reddy Aedla holds office as Additional Director up to the date of the ensuing Annual General Meeting of the Company and being eligible, seek himself for appointment as Director.

Mr. Prabhaker Reddy Aedla, is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Requisite notice under Section 160 of the Act proposing the appointment of Mr. Prabhaker Reddy Aedla has been received by the Company.

Except Mr. Prabhaker Reddy Aedla, none of the other Directors / Key Managerial Personnel of the Company and/or their relatives is in any way, concerned or interested, financially or otherwise, in the said resolution.

The members are requested to consider the appointment of Mr. Prabhaker Reddy Aedla as a Director of the Company and pass the proposed Ordinary Resolution as set in the Notice of the Annual General Meeting.

**For and on behalf of the Board**
**Seshachal Technologies Limited**

**Sd/-**
**Anita Chitturi**
**Managing Director**
**(DIN: 02873548)**

**Place: Hyderabad**
**Date: 06.09.2021**

**ANNEXURE - A**

**FORM FOR REGISTRATION OF EMAIL ADDRESS FOR RECEIVING DOCUMENTS / NOTICES BY ELECTRONIC MODE**

To
**Aarthi Consultants Private Limited**
Hyderabad.

**Company: Seshachal Technologies Limited**

I agree to receive all documents / notices including the Annual Report of the Company in electronic mode. Please register my email address given below in your records for sending communication through email.

Name of Sole / First Holder : _____

DP ID / Client ID / Regd. Folio No. : _____

PAN No. : _____

E-mail Address : _____

Date:
Place: (Signature of Member)

**ANNEXURE – B**

**(**Pursuant to the provisions of Section 152 of the Companies Act, 2013)

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING**

| **Particulars** | **Name of the Direct** | **Name of the Director** | **Name of the Director** |
|---|---|---|---|
| Name of the Director | **Mr. Rajesh Gandhi** | **Mr. Prabhaker Reddy Aedla** | **Mrs. Anitha Chitturi** |
| Director Identification Number | 02120813 | 03627891 | 02873548 |
| Date of Birth | 21/03/1975 | 11/04/1966 | 25/09/1968 |
| Nationality | Indian | Indian | Indian |
| Date of Appointment | 17/12/2020 | 31/03/2021 | 14/11/2011 |
| Qualifications | Graduation | Graduation | Graduation |
| Shareholding in the Company | NA | NA | NA |
| Expertise in specific functional areas | Finance, management, Marketing | Finance, management, Marketing | Finance, management |
| Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8 Companies) | Director in 3 Companies | Director in 1 Company | Director in 3 Companies |
| Chairmanships/ Memberships of Committees of other Public Companies (includes only Audit Committee; and Shareholders/ Investors Grievance Committee) | Memberships in committees in Public Companies - 2 | NIL | NIL |

*Directorships and Committee memberships in Seshachal Technologies Limited and its Committees are not included in the aforesaid disclosure. Also, alternate Directorship, Directorships in Private Limited Companies, Foreign Companies and Section 8 companies and their Committee memberships are excluded. Membership and Chairmanship of Audit Committees and Investor Grievance Committees of only public Companies have been included in the aforesaid table

**For and on behalf of the Board**
**Seshachal Technologies Limited**

**Sd/-**
**Anita Chitturi**
**Managing Director**
**(DIN: 02873548)**

**Place: Hyderabad**
**Date: 06.09.2021**

**ANNEXURE – C**
**CFO - CERTIFICATE**

To
The Board of Directors,
Seshachal Technologies Limited

I, **Prabhaker Reddy Aedla,** Chief Financial Officer of **Seshachal Technologies Limited** certify that:

A. I have reviewed Financial Statements and the Cash Flow Statement for the year ended March 31, 2021 and that to the best of our knowledge and belief:

   1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

C. I accept responsibility for establishing and maintaining internal controls for Financial Reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to Financial Reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. I have indicated to the Auditors and the Audit Committee
   1. Significant changes in internal control over Financial Reporting during the year;
   2. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the Financial Statements; and
   3. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over Financial Reporting.

**For and on behalf of the Board**
**Seshachal Technologies Limited**

**Sd/-**
**Prabhaker Reddy Aedla**
**Chief Financial Officer**
**PAN: AEDPA1112J**

**Place: Hyderabad**
**Date: 06.09.2021**

## BOARDS' REPORT

To
The Members
**Seshachal Technologies Limited**

Your Directors have pleasure in presenting the 27th Annual Report with Audited Statements of Accounts for the year ended March 31, 2021.

### FINANCIAL RESULTS:

The performance during the period ended March 31, 2021 has been as under:

**Rs. (Amount in Lakhs)**

| **Particulars** | **Current Year 2020-21** | **Previous Year 2019-20** |
|---|---|---|
| Revenue from Operations | 1505.09 | 361.16 |
| Other Income | 0 | 0 |
| **Total Revenue** | **1505.09** | **361.16** |
| **Total Expenditure** | **1482.94** | **360.06** |
| **Profit / (loss) Before exceptional and extraordinary and Tax** | **22.15** | **1.10** |
| Less: exceptional and extraordinary items | - | - |
| Prior Period Adjustment | - | - |
| **Profit/ (loss) Before Taxation** | **22.15** | **1.10** |
| Less: - Current Tax<br>- Tax adjustment relating to prior years<br>- Deferred Tax | 3.32<br>-<br>(0.08) | 0.16<br>-<br>(0.05) |
| **Profit / (loss) After Tax** | **18.75** | **0.99** |

### PERFORMANCE REVIEW:

During the year under review, overall performance of the Company was reasonable considering to the sector and market conditions. The revenue of the Company was Rs. 15,05,09,384/ compared to Rs. 36,15,713/- in the previous year and the profit after tax for the year increased to Rs. 18,75,261/- compared to profit of Rs. 98,873/- in the previous year. The Company had achieved a significant increase in the profit as compared to the previous year.

The Company is striving towards quality up-gradation and cost reduction plans for achieving greater stability and operation efficiency in the market.

### CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There is no change in the nature of business during Financial Year under review.

## MATERIAL CHANGES AND COMMITMENTS IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

Mr. A S Nageswar Rao resigned from the post of Whole Time Company Secretary of the Company w.e.f June 8, 2021.

Ms. Nidhi Bhaskar was appointed as the Whole Time Company Secretary of the Company w.e.f June 14, 2021.

Apart from the above mentioned changes, there were no material changes and commitments affecting the financial position of the Company which occurred between the end of the Financial Year to which the Financial Statements relate and the date of the report.

## PUBLIC DEPOSITS:

Your Company has not accepted any deposits falling within the meaning of Sec.73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 during the financial year under review and as such no amount of principal or interest on public deposits was outstanding as on the date of balance sheet.

## APPROPRIATIONS:

### Transfer to Reserves

The Company has transferred Rs. 18,75,261/- to Retained earnings during the Financial Year under review.

Apart from above, no amounts were transferred to the reserves.

### Dividend

The Company has not declared any dividend during the Financial Year under review.

## CAPITAL OF THE COMPANY:

During the year under review, the Authorized Share Capital of the Company is Rs.15,00,00,000/- (Rupees Fifteen Crore only) divided into 1,50,00,000 (One Crore and Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each.

The Issued, Subscribed and Paid up Capital of the Company as on March 31, 2021 is Rs.69,43,600/- (Sixty Nine Lakh Forty Three Thousand and Six Hundred only) divided into 6,94,360 (Six Lakh Ninety Four Thousand Three Hundred and Sixty) Equity Shares of Rs. 10/- (Rupees Ten only) each.

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a) (ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

**DIRECTORS AND KMP:**

Appropriate resolutions for the appointment/re-appointment of Directors are being placed before you for your approval at the ensuing Annual General Meeting. The brief resume of the Directors and other information have been detailed in the Notice. Your Directors recommend their appointment/re-appointment as Directors of your Company.

In accordance with the Companies Act, 2013 read with Articles of Association of the company the Director namely Mrs. Anita Chitturi, who retires by rotation at the forthcoming Annual General Meeting and being eligible, offers herself for re-appointment. Your Directors recommend her re-appointment at the ensuing Annual General Meeting.

Mr. Rajesh Gandhi was appointment as Additional Non-Executive Director of your Company w.e.f December 17, 2020 and shall hold the office upto the date of this AGM.

Mr. Sourav Jain resigned from the post of Whole Time Director of the company w.e.f December 17, 2020.

Mr. Prabhaker Reddy Aedla was appointed as Additional Director (Executive Director) of your Company w.e.f March, 31 2021

Mr. Prabhaker Reddy Aedla was appointed as Chief Financial Officer of your Company w.e.f March, 31 2021.

Mr. Umasankar Mylapur Prakash Rao was regularized as the Independent Director of the Company at the Annual General Meeting held for the Financial Year 2019-20 on September 30, 2020

Mr. A S Nageswar Rao ceased to be the Chief Finnacial Officer of the Company w.e.f March 31, 2021.

Further, there were no appointments and resignation of Directors and KMP during the Financial Year under review.

**MEETINGS:**

During the year under review, the Board of Directors duly met 9 (Nine) times on 28.07.2020, 08.09.2020, 14.09.2020, 15.10.2020, 13.11.2020, 16.11.2020, 17.12.2020, 02.02.2021 and 31.03.2021 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

**POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION:**

The Board has, on the recommendation of the Nomination & Remuneration committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

**BOARD EVALUATION:**

Your Company believes formal evaluation of the board and of the individual Directors, on an annual basis, is a potentially effective way to respond to the demand for greater board accountability and effectiveness. For the Company, evaluation provides an ongoing means for Directors to assess their individual and collective performance and effectiveness. In addition to greater board accountability, evaluation of board members helps in;

a. More effective board process
b. Better collaboration and communication
c. Greater clarity with regard to member's roles and responsibilities
d. Improved Chairman – Directors and Board relations

The evaluation process covers the following aspects:

- Self-evaluation of Directors
- Evaluation of the performance and effectiveness of the board
- Evaluation of the performance and effectiveness of the committees
- Feedback from the Non-Executive Directors to the chairman
- Feedback on management support to the board.

Pursuant to Section 178 of the Companies Act, 2013 the Nomination and Remuneration Committee has evaluated the performance of individual directors in its duly convened meeting.

Pursuant to Section 134 (3) (p) of the Companies Act, 2013 read with Regulation 4(2)(f)(ii)(9) of SEBI (LODR) Regulations, 2015, the Board carried out an annual performance evaluation of its own performance the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees.

**DECLARATION GIVEN BY INDEPENDENT DIRECTORS:**

The Company has received necessary declaration from each independent director under section 149(7) of the Companies Act, 2013 that he meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013, along with Rules framed thereunder and along with the criteria of independence laid down under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

There has been no change in the circumstances affecting their status as Independent Directors of the Company during the Financial Year under review.

## FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The Company shall through its Senior Managerial personnel familiarise the Independent Directors with the strategy, operations and functions of the Company. The Independent Directors will also be familiarised with their roles, rights and responsibilities and orientation on Statutory Compliances as a Board Member.

On appointment of the Independent Directors, they will be asked to get familiarised about the Company's operations and businesses. An Interaction with the key executives of the Company is also facilitated to make them more familiar with the operations carried by the Company. Detailed presentations on the business of the Company are also made to the Directors. Direct meetings with the Chairman and the Whole-time Director are further facilitated for the new appointee to familiarize him/her about the Company/its businesses and the group practices as the case may be.

## CONSTITUTION OF COMMITTEES:

### A. AUDIT COMMITTEE:

The Audit Committee of the Company is constituted as per Section 177 of the Companies Act, 2013.

The Committee comprises of ***Three*** (3) members. The Committee had met four times during the year and the necessary quorum was present for the meeting.

| S. No. | Name | Category of Director | Designation |
|---|---|---|---|
| 1. | Mr. Umasankar Mylapur Prakash Rao | Non-Executive, Independent Director | Chairperson |
| 2. | Mrs. Anita Chitturi | Managing Director | Member |
| 3. | Mr. Rajesh Gandhi | Non- Executive Director | Member |

*Due to resignation of Non-Executive Directors, the Company in the process of selecting the suitable candidates for appointment of Members as Non-Executive Directors.*

### B. NOMINATION & REMUNERATION COMMITTEE CUM COMPENSATION COMMITTEE:

The Nomination & Remuneration Committee cum Compensation Committee is duly constituted as per Section 178 of the Companies Act, 2013.

The Committee comprises of ***Three*** (3) members. During the year, the Committee had met T*wo* (2) times and the necessary quorum was present at the meeting.

| S. No. | Name | Category of Director | Designation |
|---|---|---|---|
| 1. | Mr. Umasankar Mylapur Prakash Rao | Non-Executive, Independent Director | Chairperson |
| 2. | Mrs. Anita Chitturi | Managing Director | Member |
| 3. | Mr. Rajesh Gandhi | Non- Executive Director | Member |

*Due to resignation of Non-Executive Directors, the Company in the process of selecting the suitable candidates for appointment of Members as Non-Executive Directors.*

**C. STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The Stakeholders Relationship Committee is duly constituted as per the provisions of the Companies Act, 2013.

The Committee comprises of ***Three*** (3) members and majority of the directors are Non-Executive Independent Directors. During the year, the Committee had met One (1) time and the necessary quorum was present at the meeting.

| S. No. | Name | Category of Director | Designation |
|---|---|---|---|
| 1. | Mr. Umasankar Mylapur Prakash Rao | Non-Executive, Independent Director | Chairperson |
| 2. | Mrs. Anita Chitturi | Managing Director | Member |
| 3. | Mr. Rajesh Gandhi | Non- Executive Director | Member |

**AUDITORS:**

**A. STATUTORY AUDITORS;**

M/s. Sharad Chandra Toshniwal & Co, Charted Accountant, Hyderabad (Firm Registration No. 015888S) were appointed as Satutory Auditors of the Company for a term of 5 (Five) consecutive years, at the Annual General Meeting held on 04.08.2018 to hold the office till the conclusion of Annual General Meeting of the Company to be held for the Financial Year 2022-23. They have confirmed that they are not disqualified from continuing as Auditors of the Company.

*The Auditors' Report does not contain any qualification. Auditors' observations are suitably explained in notes to the Accounts and are self-explanatory.*

***Details in Respect of Fraud reported by Auditors:*** *During the period under review, no fraud reported by Statutory Auditor's of the Company.*

**B. SECRETARIAL AUDITORS:**

According to the provision of section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed M/s. Piyush Gandhi & Associates, Practicing Company Secretary as the Secretarial Auditors of the Company and Secretarial Audit Report submitted is enclosed as Annexure to this report.

***Auditors' observations are suitably explained in the Secretarial Audit Report and are self-explanatory.***

**MAINTENANCE OF COST RECORDS:**

Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not required by the company and hence such accounts and records are not maintained.

**BUSINESS RESPONSIBILITY REPORT (BRR):**

Securities Exchange Board of India (SEBI) vide circular CIR/CFD/DIL/8/2012 dated August 13, 2012 has mandated the inclusion of BRR as part of the Annual Report for the top 100 listed entities based on their market capitalization on Bombay Stock Exchange Ltd and National Stock Exchange of India Ltd as at March 31, 2012. In view of the requirements specified, the Company is not mandated for the providing the BRR and hence do not form part of this Report.

**CORPORATE SOCIAL RESPONSIBILITY:**

The provision w.r.t. Corporate Social Responsibility is not applicable to the Company. Therefore, the Company has not constituted CSR committee during the year 2020-21.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**:

The Company has not given loans, Guarantees or made any investments during the year under review.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

Particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto shall be disclosed in **Form No. AOC-2** as **'Annexure'** to this report.

**DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES:**

The Company does not have any Subsidiary, Joint Venture or Associate Company as on March 31, 2021.

**DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS OF THE COMPANY AND COMPANYS' OPERTAION IN FUTURE:**

No significant and material orders have been passed by the Regulators or Courts or Tribunals impacting the going concern status and the Company's operations in future.

**DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY:**

The Risk Management Policy in place in the Company enables the Company to proactively take care of the internal and external risks of the Company and ensures smooth business operations.

The Company's risk management policy ensures that all its material risk exposures are properly covered, all compliance risks are covered and the Company's business growth and financial stability are assured. Board of Directors decide the policies and ensure their implementation to ensure protection of Company from any type of risks.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo required to be disclosed under Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are as follows:

**A. CONSERVATION OF ENERGY:**

Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

| | | |
|---|---|---|
| (i) | the steps taken or impact on conservation of energy | NIL |
| (ii) | the steps taken by the company for utilizing alternate sources of energy | NIL |
| (iii) | the capital investment on energy conservation equipment's | NIL |

**B. TECHNOLOGY ABSORPTION:**

| | | |
|---|---|---|
| (i) | the efforts made towards technology absorption | NIL |
| (ii) | the benefits derived like product improvement, cost reduction, product development or import substitution | NIL |
| (iii) | in case of imported technology (imported during the last three years reckoned from the beginning of the financial Year)- | NIL |

| | | |
|---|---|---|
| | (a) the details of technology imported | NIL |
| | (b) the year of import; | NIL |
| | (c) whether the technology been fully absorbed | NIL |
| | (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof | NIL |
| (iv) | the expenditure incurred on Research and Development | NIL |

**C. FOREIGN EXCHANGE EARNINGS AND OUT GO:**

The Company has Foreign Earnings of Rs.5,60,36,323/- during the FY 2020-21 as compared to NIL during the previous year. Further, there were no Foreign outgo during the current year as well as previous year.

**EXTRACT OF ANNUAL RETURN:**

The copy of Annual Return of the Company as on 31st March, 2021 pursuant to Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, is available on the website of the company and the same can be accessed at www.seshachal.com.

**DISCLOSURE OF INTERNAL FINANCIAL CONTROLS:**

The internal Financial Controls with reference to Financial Statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received from the internal auditors of the Company for inefficiency or inadequacy of such controls. The Company maintains appropriate system of internal control, including monitoring procedures, to ensure that all assets are safeguarded against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances and are meant to ensure that all transactions are authorized, recorded and reported correctly.

**VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

Pursuant to the provisions of Section 177 of the Companies Act, 2013 and the rules framed there under and pursuant to the applicable provision of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015, the Company has established a mechanism through which all stake holders can report the suspected frauds and genuine grievances to the appropriate authority. The Whistle blower policy which has been approved by the Board of Directors of the Company has been hosted on the website of the Company viz www.seshachal.com.

**RISK MANAGEMENT POLICY:**

The Risk Management Policy in place in the Company enables the Company to proactively take care of the internal and external risks of the Company and ensures smooth business operations.

## CORPORATE GOVERNANCE:

As per Regulation 15(2) of SEBI (LODR) Regulations, 2015, the compliance with the corporate governance provisions as specified in Regulations 17, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C , D and E of Schedule V of SEBI (LODR) Regulations, 2015, shall not apply, in respect of - the listed entity having paid up equity share capital not exceeding Rs. 10 Crore (Rupees Ten Crore only) and net worth not exceeding Rs. 25 Crore (Rupees Twenty Five Crore only), as on the last day of the previous financial year;

The Issued, Subscribed and Paid up Capital of the Company as on March 31, 2021 is Rs.69,43,600/- (Sixty Nine Lakh Forty Three Thousand and Six Hundred only) divided into 6,94,360 (Six Lakh Ninety Four Thousand Three Hundred and Sixty) Equity Shares of Rs. 10/- (Rupees Ten only) each.

i. As per the Audited Financial Statements of the Company as on 31/03/2021 (last day of previous Financial Year), the paid-up equity share capital of the Company is Rs. Rs.69,43,600/- (Sixty Nine Lakh Forty Three Thousand and Six Hundred only) and the net worth is Rs. 63,34,384/- (Rupees Sixty Three Lakhs Thirty Four Thousand Three Hundred and Eighty Four only).

ii. In view of the above, the Corporate Governance regulations are not applicable to the Company.

## MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis Report highlighting the industry structure and developments, opportunities and threats, future outlook, risks and concerns etc. is furnished separately and forms part of this report.

## LISTING ARRANGEMENTS:

Company's shares are presently listed on The Bombay Stock Exchange Limited & other details are listed below:

| | |
|---|---|
| **Stock Exchange Name** | The Bombay Stock Exchange Limited |
| **Scrip Code** | 531794 |
| **Scrip Name** | SESHACHAL |
| **ISIN** | INE331F01010 |

**LISTING FEES:**

The equity shares of your company are listed on BSE Limited. The company confirms that it has paid Annual Listing Fees due to BSE for the financial year 2020-21.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the requirement under section 134 (3) and (5) of the Companies Act 2013, with respect to Directors' Responsibility Statement, your board of Directors to the best of their knowledge and ability confirm that:

a. In the preparation of the annual accounts for the Financial Year ended March 31, 2021, 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 were 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 or loss of the Company for the year under review;

c. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. The Directors have prepared the accounts for the Financial Year ended March 31, 2021 on a 'going concern' basis;

e. The Directors laid down internal financial controls for the Company and such internal financial controls are adequate and operating effectively; and

f. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

.

**SECRETARIAL STANDARDS:**

The Directors state that applicable Secretarial Standards as issued by ICSI (Institute of Company Secretaries of India) and notified by Central Government have been duly followed by the Company.

**PARTICULARS OF EMPLOYEES:**

There are no employees who are in receipt of remuneration as specified in Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**RATIO OF REMUNERATION TO EACH DIRECTOR**:

The details or remuneration pursuant to the provisions of Section 197(12) of the Companies Act,2013 and Rule 5(1)(2) & (3) of the Companies ( Appointment & Remuneration Rules,2014 are provided in Annexure to this report.

**EVENT BASED DISCLOSURES:**

Issue of Equity Share: N.A
Issue of Shares with Differential Rights: N.A
Issue of Shares under Employee's Stock Option Scheme: N.A
Disclosure on Purchase by Company or giving of loans by it for purchase of its shares: N.A Buy Buy Back of shares: N.A
Disclosure about revision: N.A Change of Name: N.A
Preferential Allotment of Share: N.A

**IMPACT OF COVID-19**

The outbreak of corona virus (COVID-19) pandemic globally and in India and with strict lockdown imposed in the beginning of the Financial Year 2020-21,is causing significant disturbance and slowdown of economic activity. The Company's operations and revenue during the lockdown period were impacted due to COVID-19. The Company has taken into account the possible impact of COVID-19 in preparation of financial statements. The Company has put in place "Standard Operating Procedure" (SOP), as per the guidelines and directives of the Ministry of Home Affairs and the Ministry of Health, to safeguard against spread of COVID-19. The Company has organized campaigns to bring awareness amongst all employees and workers on safeguards against COVID-19. Thermal temperature measurements at the gates, mandatory use of face masks, hand washing and sanitizing facilities at entry and exit have been put in place along with strict ban on non-essential visitors. Safeguards for social distancing at work place are also being implemented. Meetings, gatherings, travelling etc. are being avoided with focus on videoconferencing and other digital modes.

The Company ensured utmost safety of employees and business partners at factories by following safeguard measures such as usage of masks/gloves, regular temperature screening, setting up disinfectant tunnels, maintaining social distancing, allowing limited workforce and regularly conducting comprehensive factory sanitization. Your Company efficiently leveraged technology for seamless interactions.

Further the Company believes that it can manage the extreme event with its existing financial position.

**INDUSTRIAL RELATIONS:**

The Company enjoyed cordial relations with its employees during the year under review and the Board appreciates the employees across the cadres for their dedicated service to the Company, and looks forward to their continued support and higher level of productivity for achieving the targets set for the future.

**HUMAN RESOURCES:**

Your Company treats its "human resources" as one of its most important assets.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement

**DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The provision relating to constitution of Internal Complaints Committee is applicable to the Company and the company has constituted the same.

The following is a summary of sexual harassment complaints received and disposed off during the year 2020-21:

- No. of complaints received: - NIL
- No. of complaints disposed off: - NIL

**ACKNOWLEDGEMENTS:**

Your Directors wish to place on record their appreciation of the contribution made by the employees at all levels, to the continued growth and prosperity of your Company.

Your Directors also wish to place on record their appreciation of business constituents, banks and other financial institutions and shareholders, of the Company for their continued support.

**For and on behalf of the Board**
**Seshachal Technologies Limited**

| | |
|---|---|
| **Sd/-** | **Sd/-** |
| **Prabhaker Reddy Aedla** | **Anita Chitturi** |
| **Director cum CFO** | **Managing Director** |
| **(DIN: 03627891)** | **(DIN: 02873548)** |

**Place: Hyderabad**
**Date: 06.09.2021**

**ANNEXURE - D**

The details of remuneration during the year 2020-2021 as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 are as follows:

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the Financial Year:

| Name of the Director | Remuneration for FY 2020-21 | Remuneration for FY 2019-20 | Ratio of remuneration to MRE |
|---|---|---|---|
| Umasankar Mylapur Prakash Rao | 194100 | Nil | 0.58 |

2. Percentage increase/ decrease in the median remuneration of the employees in the Financial Year – Percentage increase in the median remuneration as compared to previous is 0.58.

3. Total employees on the rolls of the Company as on 31st March, 2021 – 139

4. Explanation on relationship between average increase in remuneration and Company performance:

   The average increase in employee remuneration effected during the Financial Year 2020-21 was 0.58. The Company has created employment opportunities for the FY 2020-21 and due to which the percentage has been increased as compared to previous year.

5. Affirmation that the remuneration is as per the remuneration policy of the Company.

   The Company is in Compliance with its remuneration policy.

6. Information under Section 197(12) of the Companies Act, 2013 read with the Rule 5(2) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of Directors Report for the year ended March 31, 2021 –

Names of top 10 Employees Employed throughout the Financial Year and in receipt of remuneration aggregating Rs. 1,02,00,000/- (Rupees One Crore and Two Lakh) or more.

| Name of the Employee | Designation | Remuneration (in Rs.) | Qualification | Experience (years) | Date of Commencement of Employment | Age | Last employment held before joining the Company | % of equity shares held in the Company |
|---|---|---|---|---|---|---|---|---|
| NA | | | | | | | | |

Names of top 10 Employees Employed throughout the Financial Year and in receipt of remuneration for a part of that year, at a rate which, in the aggregate, was not less than Rs. 8,50,000/- Per Month

| Name of the Employee | Designation | Remuneration (in Rs.) | Qualification | Experience (years) | Date of Commencement of Employment | Age | Last employment held before joining the Company | % of equity shares held in the Company |
|---|---|---|---|---|---|---|---|---|
| NA | | | | | | | | |

7. If employed throughout the Financial Year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company – Nil

**For and on behalf of the Board**
**Seshachal Technologies Limited**

| | |
|---|---|
| **Sd/-** | **Sd/-** |
| **Prabhaker Reddy Aedla** | **Anita Chitturi** |
| **Director cum CFO** | **Managing Director** |
| **(DIN: 03627891)** | **(DIN: 02873548)** |

**Place: Hyderabad**
**Date: 06.09.2021**

**ANNEXURE-E**
**FORM NO: MGT-9**
**EXTRACT OF ANNUAL RETURN**
As on financial year ended 31st March, 2021
[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

## I. REGISTRATION & OTHER DETAILS:

| | |
|---|---|
| CIN | L72200AP1994PLC063259 |
| Registration Date | 15.11.1994 |
| Name of the Company | SESHACHAL TECHNOLOGIES LIMITED |
| Category/Sub Category of the Company | Company Limited by Shares/Non-Govt Company |
| Address of the Registered office & Contact Details | Plot No 57, Text Book Colony Secunderabad Telangana - 500009<br><br>Email: info@seshachal.com<br>Website: www.seshachal.com<br>No:0919885419877 |
| Whether Listed Company | Yes |
| Name, Address and Contact Details of Registrar & Transfer Agent | Aarthi Consultants Private Limited<br>1-2-285, Domalguda, Hyderabad<br>Telangana-500029 |

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

| Sl. No | Name & Description of the main products/services | NIC Code of the Product/service | % of the total turnover of the company |
|---|---|---|---|
| 1 | IT Software Products | 99831326 | 96.54 |

## III. PARTICULARS OF HOLDING,SUBSIDIARY & ASSOCIATE COMPANIES

| S. No. | Name and Address of the Company | CIN/GLN | Holding/ subsidiary/ Associate | % of shares held | Applicable Section |
|---|---|---|---|---|---|
| | **NA** | | | | |

## IV. SHAREHOLDING PATTERN
**(Equity Share Capital Breakup as percentage of Total Equity)**

**i. *Category-wise Shareholding*:**

| 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 | 2352148 | - | 2352148 | 33.88 | 2352148 | - | 2352148 | 33.88 | - |
| b) Central Govt | - | - | - | - | - | - | - | - | -- |
| c) State Govt(s) | - | - | - | - | - | - | - | - | -- |
| d) Bodies Corp. | - | - | - | - | - | - | - | - | -- |
| e) Banks / FI | - | - | - | - | - | - | - | - | -- |
| f) Any other | - | - | - | - | - | - | - | - | -- |
| **Sub-total (A) (1)** | **2352148** | **-** | **2352148** | **33.88** | **2352148** | **-** | **2352148** | **33.88** | **--** |
| **(2) Foreign** | | | | | | | | | |
| a) NRIs – Individual | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| b) Other Individual | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| c) Bodies Corp | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| d) Banks / FI | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| e) Any Other | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| **Sub-total (A) (2)** | **--** | **--** | **--** | **--** | **--** | **--** | **--** | **--** | **--** |
| **Total shareholding of Promoter (A)= (A) (1) + (A) (2)** | **2352148** | **-** | **2352148** | **33.88** | **2352148** | **-** | **2352148** | **33.88** | **--** |
| **B. Public Shareholding** | | | | | | | | | |
| **1. Institutions** | | | | | | | | | |
| a) Mutual | -- | -- | -- | -- | -- | -- | -- | -- | -- |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| Funds | | | | | | | | | |
| b) Banks / FI | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| c) Central Govt | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| d) State Govt(s) | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| e) Venture Capital Funds | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| f) Insurance Companies | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| g) FIIs | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| h) Foreign Venture Capital Funds | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| i) Others (specify) | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| **Sub-total (B)(1):-** | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| **2. Central Government/ State Government(s)/President of India** | | | | | | | | | |
| a) Central Government/State Government(s)/ President of India | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| **Sub-Total(B)(2)** | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| **3. Non-Institutions** | | | | | | | | | |
| a.i) Individual shareholders holding nominal share capital up to Rs. 2 lakh | 1726854 | 49975 | 1776829 | 25.59 | 4392512 | 49975 | 4442487 | 63.98 | 38.39 |
| a.ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh | 2664830 | - | 2664830 | 38.38 | - | - | - | - | -38.38 |
| b.NBFCs Registered with RBI | | | | | - | - | - | - | - |
| c. Eployess Trusts | - | - | - | - | - | - | - | - | - |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| d.Overseas Depositories (holding DRs) (balancing figure) | - | - | - | - | - | - | - | - | - |
| e.i.Non-Resident Indian (NRI) | 61614 | -- | 61614 | 0.88 | 61614 | -- | 61614 | 0.88 | - |
| **e.ii.Corporate Bodies** | 88179 | - | 88179 | 1.27 | 78596 | -- | 78596 | 1.13 | -0.14 |
| **e.iii.Corporate Bodies - Foreign Bodies** | - | - | - | - | - | - | - | - | - |
| **e.v.Clearing Member** | - | - | - | - | 8755 | - | 8755 | 0.13 | 0.13 |
| **e.vi.Others** | - | - | - | - | - | - | - | - | - |
| **Sub-total (B)(3):-** | **4541477** | **49975** | **4591452** | **66.12** | **4541477** | **49975** | **4591452** | **66.12** | **-** |
| **Total Public Shareholding (B)=(B)(1)+ (B)(2)+(B)(3)** | **4541477** | **49975** | **4591452** | **66.12** | **4541477** | **49975** | **4591452** | **66.12** | **-** |
| **C. Shares held by Custodian for GDRs & ADRs** | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| **Grand Total (A+B+C)** | **6893625** | **49975** | **6943600** | **100** | **6893625** | **49975** | **6943600** | **100** | **--** |

**Note:** The Company has reduced its paid up share capital from Rs. 6,94,36,000 (Rupees Six Crores Ninety Four Lakhs Thirty Six Thousand only) divided into 69,43,600 (Sixty Nine Lakhs Forty Three Thousand Six Hundred only) equity shares of Rs.10/- each to Rs. 69,43,600 (Rupees Sixty Nine Lakhs Forty Three Lakhs Six Hundred only) divided into 6,94,360 Equity shares of Rs.10/- each. However the same has been not effected in the records of NSDL and the Company is in the process of rectifying the same.

ii. **Shareholding of Promoters**:

| Sl. No. | Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in shareholding 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. | Ch.Narendra | 19,29,003 | 27.78 | - | 19,29,003 | 27.78 | - | - |

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| 2. | Ch. Anita | 4,23,145 | 6.09 | - | 4,23,145 | 6.09 | - | - |
| | Total | 23,52,148 | 33.88 | - | 23,52,148 | 33.88 | - | - |

***iii.*** **Change in Promoters shareholding*:* No Change**

**iv. Shareholding Pattern of top ten Shareholders ( other than Directors, Promoters and holders of GDR's and ADR's):**

| Sl. No | Name of the Shareholder | Shareholding at the beginning of the year | | Shareholding at the end of the Year | |
|---|---|---|---|---|---|
| | | No. of Shares | % of total shares of the company | No. of Shares | % of total shares of the company |
| 1. | Parasuram Mannapara Raman | 296642 | 4.27 | 291642 | 4.20 |
| 2. | G Jagdeesh | 170000 | 2.45 | 170000 | 2.45 |
| 3. | Bethina Hanumantha Rao | 140000 | 2.02 | 140000 | 2.02 |
| 4. | Paricharla Nageswara Rao | 130117 | 1.87 | 130117 | 1.87 |
| 5. | Ashok Kumar R Patel | 129619 | 1.87 | 129619 | 1.87 |
| 6. | Alokam Prabhakara Rao | 111252 | 1.60 | 111127 | 1.60 |
| 7. | Jitendra K Parekh | 117547 | 1.69 | 96000 | 1.38 |
| 8. | Srinivas Bhasker Reddy Penumalli | 92273 | 1.33 | 92273 | 1.33 |
| 9. | Chetan Deepak Boghani | 129259 | 1.86 | 87100 | 1.25 |
| 10. | Snehalatha Singhi | 113517 | 1.64 | 113517 | 1.64 |

***v.*** **Shareholding of Directors and Key Managerial Personnel*:***

| S No | Shareholding of each Directors and each Key Managerial Personnel | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|---|---|---|
| | | No. of Shares | % of total shares of the company | No. of Shares | % of total shares of the company |
| 1 | **Ms. Anita Chitturi** | | | | |
| | At the beginning of the year | 4,23,145 | 6.09 | 4,23,145 | 6.09 |
| | Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc): **NIL** | No Change | | | |
| | **At the end of the year** | 4,23,145 | 6.09 | 4,23,145 | 6.09 |
| | | | | | |

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

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

a. **Remuneration to Managing Directors, Whole Directors and/or Manager**:

| S No | Particulars of remuneration | | Total Amount (in Rs.) |
|---|---|---|---|
| 1 | Gross salary | - | - |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | - | - |
| | (b) Value of perquisites u/s17(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: NIL**

| Sl. No. | Particulars of Remuneration | Name of the Directors | Total Amount |
|---|---|---|---|
| | | Umasankar<br>Mylapur Prakash Rao | |
| | Fee for attending board / committee meetings | Nil | Nil |
| | Commission | Nil | Nil |
| | Others, please specify: Directors Remunration | 1,94,100 | 1,94,100 |
| | Total (1) | Nil | Nil |
| | | | |
| | 2. Other Non-Executive Directors | | Nil |
| | Fee for attending board / committee meetings | Nil | Nil |
| | Commission | Nil | Nil |
| | Others, please specify | Nil | Nil |
| | Total (2) | Nil | Nil |
| | Total (1+2) | Nil | Nil |

**c. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD: NIL**

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

**For and on behalf of the Board**
**Seshachal Technologies Limited**

| | |
|---|---|
| **Sd/-** | **Sd/-** |
| **Prabhaker Reddy Aedla** | **Anita Chitturi** |
| **Director cum CFO** | **Managing Director** |
| **(DIN: 03627891)** | **(DIN: 02873548)** |

**Place: Hyderabad**
**Date: 06.09.2021**

**ANNEXURE – F**
**FORM NO. AOC – 2**

**Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain armslength transactions under third proviso thereto (Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.**

1. Details of contracts or arrangements or transactions not at Arm's length basis.

| S. No. | Particulars | Details |
|---|---|---|
| 1. | Name (s) of the related party & nature of relationship | **NIL** |
| 2. | Nature of contracts/arrangements/transaction | |
| 3. | Duration of the contracts/ arrangements/ transaction | |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | |
| 5. | Justification for entering into such contracts or arrangements or transactions' | |
| 6. | Date of approval by the Board | |
| 7. | Amount paid as advances, if any | |
| 8. | Date on which the special resolution was passed in General meeting as required under first proviso to section 188 | |

2. Details of contracts or arrangements or transactions at Arm's length basis.

| S. No. | Particulars | Details | |
|---|---|---|---|
| 1. | Name (s) of the related party & nature of relationship | Sipul Enterprises Limited | Prakash Trade Link Private Limited |
| 2. | Nature of contracts/arrangements/transaction | Advance Received | Commission Paid |
| 3. | Duration of the contracts/ arrangements/ transaction | As per business agreement of the Company | As per the business requirements of the company |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | Rs. 68,34,220/- | Rs. 50,00,000/- |
| 5. | Date of approval by the Board | 28/07/2020 | 28/07/2020 |
| 6. | Amount paid as advances, | NIL | NIL |

| | | | |
|---|---|---|---|
| | if any | | |

| S. No. | Particulars | Details |
|---|---|---|
| 1. | Name (s) of the related party & nature of relationship | Triveni Dairy Private Limited |
| 2. | Nature of contracts/arrangements/transaction | Property taken on Rent |
| 3. | Duration of the contracts/ arrangements/ transaction | As per the business requirement of the company |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | Rs. 3,60,000/- |
| 5. | Date of approval by the Board | 28/07/2020 |
| 6. | Amount paid as advances, if any | NIL |

**For and on behalf of the Board**
**Seshachal Technologies Limited**

**Sd/-**
**Prabhaker Reddy Aedla**
**Director cum CFO**
**(DIN: 03627891)**

**Sd/-**
**Anita Chitturi**
**Managing Director**
**(DIN: 02873548)**

**Place: Hyderabad**
**Date: 06.09.2021**

**ANNEXURE - G**

Form No. MR-3

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31.03.2021**

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

To
The Members of
**SESHACHAL TECHNOLOGIES LIMITED**
Plot No.57, Text Book Colony
Hyderabad, Telangana-500009

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SESHACHAL TECHNOLOGIES LIMITED** (hereinafter called **"the Company"**). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company'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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2021**, complied with 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.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;

2. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;

3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; ***Not applicable to the Company during the Audit period;***

5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

    a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

    b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,

2015;

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009. ***Not applicable to the Company during the audit period;***

d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999. ***Not applicable to the Company during the audit period;***

e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ***Not applicable to the Company during the audit period;***

f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009. ***Not applicable to the Company during the audit period;***

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. ***Not applicable to the Company during the audit period;***

i. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014. ***Not applicable to the Company during the audit period;***

I further report that, having regard to the compliance system prevailing in the Company and based on the representations made by the Company and our examination of the relevant documents and records in pursuance thereof, there were no other laws applicable specifically to the Company.

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

(a) Secretarial Standards as issued by The Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.

(b) Listing Agreements entered into by the Company with BSE Ltd read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, etc. mentioned above, subject to the following observation:

1. The Company has not filed reconciliation of Share Capital Audit report as required under the provisions of Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended March 2020 and June 2020.

2. The Composition of Audit Committee and Nomination and Remuneration Committee is not as per Section 177 and Section 178 of the Companies Act, 2013. The Company is in process of selecting suitable candidates as Directors.

3. The Company has entered into related party transactions under the provisions of the Companies Act, 2013 read with rules made thereunder but however appropriate intimation as required under SEBI (Listing Obligations and Disclosure requirements) Regulations,

2015.

4. The Company has not filed annual disclosure as specified under SEBI (Prohibition of Insider Trading) Regulations, 2015 and SEBI (Substantial Acquisition of shares and takeovers) Regulations, 2011.

5. The Company has not provided e-voting facility to its members as required to be provided under Section 108 of the Companies Act 2013 read with rules made thereunder for Extra ordinary general meeting held on 11.11.2020 and Annual general meeting held on 30.09.2020.As per the information provided by the management, the Company is in the process registering with CDSL for the same.

**I further report that:**

a) The Board of Directors of the Company was duly constituted with balance of Executive Directors, Non-executive, Woman Director and the Independent Director. 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.

b) 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.

c) Majority decision is carried through, while the dissenting members' views, if any, are captured and recorded as part of the minutes.

**I further report that** 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

As per SEBI (LODR) Regulations, 2015, your company is required to report to the Stock Exchange the quarterly/half yearly/ annual compliances within the prescribed time limits. Your Company has delayed in reporting the same for certain quarters. As explained to me, due to non-availability of adequate staff to handle listing compliances and also difficulties in compilation of data resulted in delay for reporting. However since company has appointed adequate staff now, henceforth there will be no delay in reporting.

**I further report that** during the audit period, the Company has no events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.:-

*for* **M/s. Piyush Gandhi & Associates**
**Company Secretary**

**Sd/-**
**Piyush Gandhi**
**ACS: 54730**
**C.P. No.:20183**
**Date: 06.09.2021**
**Place: Hyderabad**
**UDIN: A054730C000905371**

** This report be read with our letter of even date which is annexed as **Annexure-'H'** and*

*forms an integral part of this report.*

**ANNEXURE "H"**

To
The Members
**SESHACHAL TECHNOLOGIES LIMITED**
Plot No.57, Text Book Colony
Hyderabad, Telangana-500009
**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. My responsibility is to express an opinion on these secretarial records based on my audit.

2. I have followed the audit practices and processes as are appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Wherever required, I 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. My 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.

7. During the course of my examination of the books and records of the Company, that has been carried out in accordance with generally accepted practices in India, I have neither come across any instance of fraud on or by the Company, nor the Company has noticed and reported any such case during the year and accordingly the Company has not informed me of any such case.

*for* **M/s. Piyush Gandhi & Associates**
**Company Secretary**

**Sd/-**
**Piyush Gandhi**
**ACS: 54730**
**C.P. No.:20183**
**Date: 06.09.2021**
**Place: Hyderabad**
**UDIN: A054730C000905371**

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### ❖ FORWARD-LOOKING STATEMENTS

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements can thus differ materially from those projected in any 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 developments, information or events.

### ❖ INDUSTRY STRUCTURE AND DEVELOPMENTS

Since the Company could not found any profitable business during the year under review, has operated in a very small scale. The Company is putting efforts in building up its network to play a significant role from time to time**.**

### ❖ BUSINESS OVERVIEW

The total revenue during the year 2020-21 was at Rs. 15,05,09,384/ compared to Rs. 3,61,15,713/- in the previous year. The company has been making a significant improvement in the turnovers of the company and increasing its profitability every year. The company is looking out for better alternatives to increase its market share in the industry.

### ❖ MARKETING

The Company is setting up a good marketing team to enter to increased turnover. In order to sustain and grown in the cut throat competition in the current scenario, the company is also focusing on brand building strategies and adopting modern marketing techniques which are cost effective for the company as well as help in achieving the desired results for the company.

### ❖ INTERNAL CONTROL

The Company has adequate internal control system, commensurate with the size of its operations. Adequate records and documents are maintained as required by laws. The Company's audit Committee reviewed the internal control system. All efforts are being made to make the internal control systems more effective**.**

### ❖ OUTLOOK

This has been discussed elsewhere in Director’s Report.

### ❖ MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLEEMPLOYED

The company recognizes the importance and contribution of the employees. Human Resources is viewed to be as one of the most important factor in the growth process with a view to cross further frontiers in business performance, the company strives to organize training modules for understanding and improving the core skills of the employees. It is the continuous effort by the

continuous effort by the company that helps to provide the right environment in order to maximize team efforts while exploiting individual growth of the company**.**

## ❖ OPPORTUNITIES, THREATS & OUTLOOK

In India we have been focusing on the increasing distribution network and product basket. With large population, increasing urbanization and disposable income, the industries in which we operate provide sustainable growth on a longer-term basis. Robust growth of emerging economies provides large opportunities to the Company. We are a well-established Company in these economies and will continue to focus on the growth, new product launches and increasing distribution strength. In other mature economies, the market trend is changing favorably. The strategy of the company is to get higher profitability and stable cash flow generations in these markets.

## ❖ RISKS, CONCERNS &THREATS:

The company is exposed to a variety of risks across its entire range of business operations. Any slowdown in these sectors can largely impact the demand for the company's products. In India, optimism is growing about the prospect of an economic recovery following a slowdown triggered by the global financial crisis. The company has taken best possible steps to protect itself from various risks to extent identifiable in advance in the best possible manner.

## ❖ CAUTIONARY STATEMENT

Statement in this Management's Discussion and Analysis detailing the Company's objectives,projections,estimates,estimates,expectationsorpredictionsare "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, finished goods prices, feeds to availability and prices, cyclicaldem and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which the Company conducts business and other factors such as litigation and labour negotiations.

**For and on behalf of the Board**
**Seshachal Technologies Limited**

| | |
|---|---|
| **Sd/-** | **Sd/-** |
| **Prabhaker Reddy Aedla** | **Anita Chitturi** |
| **Director cum CFO** | **Managing Director** |
| **(DIN: 03627891)** | **(DIN: 02873548)** |

**Place: Hyderabad**
**Date: 06.09.2021**

## INDEPENDENT AUDITORS REPORT

To
The Members of Seshachal Technologies Limited

**Report on the audit of the financial statements**

**Opinion**
We have audited the accompanying statement of quarterly and year to date standalone financial results of Seshachal Technologies Limited (the "Company") for the quarter ended March 31, 2021 and for the year ended March 31, 2021 ("Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information of the Company for the quarter ended March 31, 2021 and for the year ended March 31, 2021.

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

**Key audit matters**
In our opinion and based on the information and explanations given to us, there are no other key audit matters to be communicated in our report.

**Management's Responsibilities for the Standalone Financial Results**
The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive income of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

**Auditor's Responsibilities for the Audit of the Standalone Financial Results**

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

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

a. Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
d. Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
e. Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

**Report on other legal and regulatory requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A"** a statement on the matters specified in paragraphs 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

   d. In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   e. On the basis of written representations received from the directors, as on March 31st 2021, taken on record by the Board of Directors, none of the directors is disqualified as on March 31st 2021 from being appointed as a director in terms of Section 164(2) of the Act.

   f. With respect to the other matters to be included in Auditors 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 explanation given to us :

      i. The company does not have any pending litigation which would impact its financial position.

      ii. The Company did not have any long term-term contracts including derivative contracts for which there were any material foreseeable losses.

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**For Sharad Chandra Toshniwal & Co.**
Chartered Accountant
FRN : 015888S

**Sd/-**
Sharad Chandra Toshniwal
Proprietor
Membership No.216455
Place: Hyderabad
Date: 30.06.2021
UDIN No. 21216455AAAAIA9243

**Annexure A**

The Annexure referred to in paragraph 1 under the heading **Report on Other Legal and Regulatory Requirements** of our report of even date to the members of SESHACHAL TECHNOLOGIES LIMITED on the standalone financial statements of the Company for the year ended March 31, 2021. We report that

(i) In respect of its fixed assets :

a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;

b. A major portion of the fixed assets have been physically verified by the management, which in our opinion, provides for physical verification of all the fixed assets at reasonable intervals having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, the discrepancies noticed on such verification were not material and have been properly dealt with in the books of account.

(ii) The Company has not granted secured or unsecured loans to companies, firms, limited liability partnership or other parties, except business advances covered in the register maintained under Section 189 of the Companies Act, 2013 ("the Act"). Accordingly, the provisions of this clause (a) to (c) of the Order are not applicable to the Company and hence not commented upon.

*(iv)* In our opinion and according to the information and explanations given to us, during the year the company is not required to complied with the provisions of section 185 and I86 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.

(v) In our opinion and according to the information and explanations given to us the Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed thereunder with regard to the deposits accepted from the public are not applicable.

(vi) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company.

(vii) In respect of statutory dues :

a) According to the information and explanations given to us, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund dues, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues applicable to it with the appropriate authorities during the year. However, some of these are not yet applicable to the Company. According to the information and explanations given to us, there were no undisputed amounts payable in respect of statutory dues which were in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us as on March 31, 2021, there were no dues of Income Tax, GST, Sales Tax, Wealth Tax, Service Tax , Duty of Custom, Duty of Excise or Value added Tax or Cess which have not been deposited as on March 31, 2021 on account of any dispute.

(viii) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of this clause of the Order are not applicable to the Company and hence not commented upon.

(ix) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

(x) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the Companies Act.

(xi) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of this clause of the Order are not applicable to the Company.

(xii) In our opinion, all transactions with the related parties are in compliance with 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

(xiii) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of this clause of the Order are not applicable to the Company and hence not commented upon.

(xiv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of this clause of the Order are not applicable to the Company and hence not commented upon.

(xv) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of this clause of the Order are not applicable to the Company and hence not commented upon.

**For Sharad Chandra Toshniwal & Co.**
Chartered Accountant
FRN : 015888S

**Sd/-**
Sharad Chandra Toshniwal
Proprietor
Membership No.216455
Place: Hyderabad
Date: 30.06.2021
UDIN No. 21216455AAAAIA9243

**ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT**

We have audited the internal financial controls over financial reporting of Seshachal Technologies Limited ("the Company") as at March 31, 2021, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's responsibility for internal financial controls**

The board of directors of the Company 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. 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, 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 internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 were 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 judgement, including the assessment of the risks of material misstatement in the 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 control 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 (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) 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 (iii) 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.

**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 of 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 and according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, 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.

**For Sharad Chandra Toshniwal & Co.**
Chartered Accountant
FRN : 015888S

**Sd/-**
Sharad Chandra Toshniwal
Proprietor
Membership No.216455
Place: Hyderabad
Date: 30.06.2021
UDIN No. 21216455AAAAIA9243

**SESHACHAL TECHNOLOGIES LIMITED**
**CIN : L72200AP1994PLC063259**
**Balance Sheet As at 31st March, 2021**

**( Amount in Rs.)**

| | Particulars | Note no | | As at March 31, 2021 | As at March 31, 2020 |
|---|---|---|---|---|---|
| | | | | | |
| I | **ASSETS** | | | | |
| 1 | **Non-Current Assets** | | | | |
| | (a) Property, Plant and Equipment | 2 | | 17,777 | 48,255 |
| | (b) Financial Assets | | | | |
| | (i) Investments | | | - | - |
| | (ii) Loans & Advances | | | - | - |
| 2 | **Current Assets** | | | | |
| | (a) Inventories | 3 | | - | - |
| | (b) Financial Assets | | | | |
| | (i) Trade receivables | 4 | | 5,16,27,025 | 3,47,69,741 |
| | (ii) Cash & Cash Equivalents | 5 | | 1,68,196 | 4,52,650 |
| | (iii) Loans & Advances | 6 | | - | - |
| | (c) Other Current Assets | 7 | | 17,89,997 | 9,22,871 |
| | Deferred tax | | | 4,076 | 11,613 |
| | **TOTAL ASSETS** | | | **5,36,07,071** | **3,62,05,129** |
| | | | | | |
| | **EQUITY AND LIABILITIES** | | | | |
| | **EQUITY** | | | | |
| | (a) Equity Share Capital | 8 | | 69,43,600 | 69,43,600 |
| | (b) Other Equity | 9 | | (6,09,216) | (24,84,476) |
| | | | | | |
| 1 | **Liabilities** | | | | |
| | Non-Current Liabilities | | | | |
| | (a) Financial Liabilities | | | - | - |
| | (i) Borrowings | | | | |

| | | | | | |
|---|---|---|---|---|---|
| | | | | - | - |
| 2 | **Current Liabilities** | | | | |
| | Short Term Borrowings | 10 | | - | - |
| | Trade Payables | 11 | | 3,87,18,721 | 3,12,94,443 |
| | Other Current Liabilities | 12 | | 1,00,000 | 95,000 |
| | Provisions | 13 | | 84,53,966 | 3,56,562 |
| | | | | | |
| | **TOTAL EQUITY AND LIABILITIES** | | | **5,36,07,071** | **3,62,05,129** |
| **Significant accounting policies and notes to accounts** | | 1 to 28 | | | |

As per our report annexed herewith
**For Sharad Chandra Toshniwal & Co.**

**Chartered Accountants**

**Firm Registration No.015888S**

**For Seshachal Technologies Limited**

**Sd/-**

**Sharad Chandra Toshniwal**
**Proprietor**

**M No. 216455**

**Sd/-**

**UmasankarMylapur Prakash Rao**

**Director**

**DIN:08445123**

Place : Hyderabad

Date : 30.06.2021
UDIN : 21216455AAAAIA9243

**Sd/-**
**Adela Prabhakar Reddy**
**Director**
**DIN: 07226264**

**SESHACHAL TECHNOLOGIES LIMITED**
**CIN :L72200AP1994PLC063259**
**Profit and loss account for the year ended 31st March,2021**

**(Amount in Rs.)**

| | **Particulars** | **Note No** | **Year Ended March 31, 2021** | **Year Ended March 31, 2020** |
|---|---|---|---|---|
| | | | | |
| I | Revenue from Operations | 14 | 15,05,09,384 | 3,61,15,713 |
| II | Other Income | | - | - |
| **III** | **Total Income(I+II)** | | **15,05,09,384** | **3,61,15,713** |
| | | | | |
| IV | **EXPENSES** | | | |
| | Cost of materials consumed | 15 | 10,00,01,214 | 3,51,25,959 |
| | Purchases of Stock in trade | | | |
| | Changes in Inventories of finished goods, Stock-in-trade and work in progress | | | |
| | Employee benefits expense | 16 | 4,54,80,150 | 2,62,000 |
| | Finance Costs | 17 | 4,890 | 7,797 |
| | Depreciation and amortization expenses | 2 | 30,478 | 82,730 |
| | Administrative Charges | 18 | 27,77,597 | 5,27,332 |
| | Other expenses | | | |
| | **Total Expenses** | | **14,82,94,328** | **3,60,05,818** |
| | | | | |
| **V** | **Profit/(loss) before exceptional items and tax(I-IV)** | | **22,15,056** | **1,09,895** |
| VI | Exceptional Items | | | |
| **VII** | **Profit/(loss) before tax(V-VI)** | | **22,15,056** | **1,09,895** |
| VIII | Tax Expense | | | |
| | (1) Current Tax | | 3,32,258 | 16,484 |
| | (2) Deferred Tax | | (7,537) | 5,462 |
| **IX** | **Profit/(Loss) for the period from continuing operations( VII-VIII)** | | **18,75,261** | **98,873** |
| X | Profit/(Loss) from discontinued operations | | | |
| XI | Tax Expense of discontinued operations | | | |
| XII | Profit/(loss)from Discontinued operations( After Tax) (X-XI) | | | |

| | | | | |
|---|---|---|---|---|
| **XIII** | **Profit/(loss) for the period (IX+XII)** | | **18,75,261** | **98,873** |
| XIV | Other Comprehensive Income | | | |
| | A (i) items that will not be classified to profit or loss | | | |
| | (ii) Income tax relating to items that will not be reclassified to profit or loss | | | |
| | B (i) Items that will be reclassifed to profit or loss | | | |
| | (ii) Income tax relating to items that will be reclassified to profit or loss | | | |
| **XV** | **Total Comprehensive Income for the period (XIII+XIV) [ Comprising Profit (Loss) and Other Comprehensive Income for the period]** | | **18,75,261** | **98,873** |
| XVI | Earnings per Equity Share (for continuing operation) | | | |
| | (1) Basic | | 2.70 | 0.14 |
| | (2) Diluted | | 2.70 | 0.14 |
| XVII | Earnings per Equity Share (for discontinued operation) | | | |
| | (1) Basic | | | |
| | (2) Diluted | | | |
| XVIII | Earnings per Equity Share (for continuing & discontinued operation) | | | |
| | (1) Basic | | 2.70 | 0.14 |
| | (2) Diluted | | 2.70 | 0.14 |
| **Significant accounting policies and notes to accounts** | | 1 to 28 | | |

**As per our report annexed herewith**
**For Sharad Chandra Toshniwal & Co.**
**Chartered Accountants**
**Firm Registration No.015888S**

**For Seshachal Technologies Limited**

**Sd/-**
**Sharad Chandra Toshniwal**
**Proprietor**
**M No. 216455**

**Sd/-**
**Umasankar Mylapur Prakash Rao**
**Director**
**DIN:08445123**

**Sd/-**
**Adela Prabhakar Reddy**
**Director**
**DIN: 07226264**

**Place : Hyderabad**
**Date : 30.06.2021**
**UDIN : 21216455AAAAIA9243**

**SESHACHAL TECHNOLOGIES LIMITED**
**CIN :L72200AP1994PLC063259**
**STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2021**

**(Amount in Rs.)**

| PARTICULARS | Year ended 31-03-2021 Amount in Rs | Year ended 31-03-2020 Amount in Rs. |
|---|---|---|
| **A. CASH FLOW FROM OPERATING ACTIVITIES :** | | |
| Net profit before tax | 22,15,056 | 1,09,894 |
| **Adjustment for:** | | |
| Depreciation and Amortisation | 30,478 | 82,730 |
| Preliminary Expenses Written off | - | - |
| Interest Earned | | |
| Cash Flows from Operations before changes in assets and liabilities | 22,45,534 | 1,92,624 |
| **Movements in Working Capital::** | | |
| (Increase)/ Decrease in trade receivables | (1,68,57,284) | (1,17,67,147) |
| (Increase)/Decrease in other Current Assets | (8,67,126) | (6,87,745) |
| (Increase)/Decrease in Loans and advances | - | 6,07,100 |
| (Increase) / Decrease in Inventories | - | 10,60,332 |
| (Increase) / Decrease in Short Term Borrowing | 0 | -3,50,868 |
| Increase / (Decrease) in Trade Payables | 74,24,278 | 1,04,70,807 |
| Increase / (Decrease) in Short Term Provision | 80,97,404 | 3,32,457 |
| Increase/(Decrease) in Other current liabilities | 5,000 | 75,000 |
| **Change in Working Capital** | **(21,97,728)** | **(2,60,063)** |
| **Changes in non current assets and liabilities** | | |
| Decrease/(Increase) in loans & advances | | |
| (Decrease) / Increase in Long Term Provisions | **-** | **-** |
| Decrease / (Increase) in Other non Current Assets | **-** | **-** |
| **Changes in non current assets and liabilities** | **-** | **-** |
| Cash Generated From Operations | 47,805 | (67,439) |
| Less: Taxes paid | 3,32,258 | 16,484 |
| **Net Cash from operating activities(A)** | **(2,84,453)** | **(83,923)** |
| **B. CASH FLOW FROM INVESTING ACTIVITIES** | | |
| (Increase) / Decrease in Fixed assets and Capital Work In progress | - | 1,853 |
| Bank Balances not considered as Cash and Cash equivalents | - | - |
| Investment made / sale of investment | | |

| | | |
|---|---|---|
| **Net cash used in Investing activities (B)** | **-** | **1,853** |
| **C.CASH FLOW FROM FINANCING ACTIVITIES** | | |
| Increase / (Decrease) in Share Capital | - | - |
| Increase / (Decrease) in Borrowings | | |
| Interest paid | - | - |
| **Net cash Flow from Financing Activities ( C )** | **-** | **-** |
| **D. Effect of exchange differences on translation of foreign currency cash and cash equivalents** | - | - |
| **Net Increase/(Decrease) in cash & cash equivalents [A+B+C]** | (2,84,453) | (82,070) |
| CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR | 4,52,650 | 5,34,720 |
| CASH & CASH EQUIVALENTS AT THE END OF THE YEAR | **1,68,197** | **4,52,650** |

As per our report of even date
for and on behalf of the Board

**For Sharad Chandra Toshniwal & Co.**
**Chartered Accountants**
**Firm Registration No.015888S**

**Sharad Chandra Toshniwal**
**Proprietor**
**M No. 216455**
Place : Hyderabad
Date :30.06.2021
UDIN :-21216455AAAAIA9243

**For Seshachal Technologies Limited**

**Umasankar Mylapur Prakash Rao**
**Director**
**DIN:08445123**

**Adela Prabhakar reddy**
**Director**
**DIN:-03627891**

**SESHACHAL TECHNOLOGIES LIMITED**

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Note 2

**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

**CORPORATE INFORMATION**

Seshachal Technologies Limited, is a public limited company incorporated on 22/03/1988 having its registered office at Plot No.57, Text Book Colony, Hyderabad, Telangana-500009.

The Shares of the Company is listed on Bombay Stock Exchange Limited.

**BASIS OF PREPARATION**

**(a) ACCOUNTING CONVENTION**

These standalone Ind AS financial statements of the company have been prepared in accordance with Indian Accounting standard (Hereinafter referred to as the "Ind AS") as noticed by the Ministry of corporate Affairs pursuant to the section 133 of the Companies Act, 2013 ("the Act") read along with the companies (Indian Accounting standard) Rules, 2015 and the companies (Indian Accounting standard) amendment rules, 2016 and other relevant provisions of the companies act as applicable in India. For all the periods up to and including the year ending march 31, 2019, the company had prepared and presented its financial statements in accordance with the Accounting standards notified under section 133 of companies Act, 2013, read together with the rule 7 of the companies (Accounts) Rules, 214 ("Indian GAAP") and other relevant provisions of the companies act as applicable in India. This Ind AS financial statement for the year ended March 31, 2018 is the first financial statement that the company has prepared in accordance with the Ind AS. For the detailed explanations on how the transition from Indian GAAP to Ind AS has affected the Company's balance Sheet, Statement of Profit and loss and the Statement of Cash Flows is mentioned under the "Note no.22"

This Ind AS financial statement have been prepared and presented under the Historical cost Convention, on accrual basis of accounting except for certain financial assets and financial liabilities that are measured at the fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies, have been applied consistently over all the periods presented in these Ind AS financial statements, including the preparation of Opening Ind AS balance Sheet as at April 01, 2016 being the date of transition to the Ind AS.

**B) Use of Estimates**

The preparation of these Ind AS financial statements in conformity with Ind AS requires the management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amount of assets and liabilities, the disclosures of contingent assets and liabilities at the date of Ind AS financial statements and reported amount of revenues and expenses during the periods. The application of the accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these Ind AS financial statement have been disclosed in "Notes to Ind As Financial Statements.".

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates. Change in estimates and reflected in the Ind AS financial statements".

**c) Current/ Non- Current Classification**

Any assets or liabilities are classified as Current if it satisfies any of the following conditions:

i)The assets/liabilities are expected to be realized/ settled in the company's normal operating cycle;

ii)The assets is intend for sales or consumptions;

iii)The assets/liabilities are held primarily for the purpose of trading;

iv)The assets/ liabilities are expected to be realized/ settled within a 12 month of period after the end if the reporting period.

v)The assets is considered as currents when it is as cash or cash Equivalents unless it is restricted from being exchanged or used to settle a liability for at least 12 month after the reporting periods.

vi)In the case of liabilities, the Company does not have and unconditional right to defer the settlement of the liabilities for at least 12 month after the end of the reporting period. All other assets and liabilities are classified as Non – current.

For the purpose of liabilities classification, the Company has ascertained, the Company has ascertained its normal operating cycles as 12 months. This bases on the nature of services and the time between the acquisition of assets or inventories for processing and their realization in cash Equivalents.

**(d)Property, plants and Equipments**

**(i) Measurement at recognition:**

An Item of property, plants and Equipments that qualifies as an asset is measured on initial recognition at cost, net of recoverable taxes, if any less accumulated depreciation/amortization and impairment losses, if any.

The Company identifies and determines cost of each part of an item of property, plants and Equipment separately. If the part has a cost which is significant to the total cost of that item of property, plant and equipment and has a useful life that is materially different from that of remaining items.

The cost comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable to the cost of bringing the asset to its present location and working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discount and rebates are deducted in arriving at the purchase prices of such property, plants and Equipments.

Such cost also includes the cost of replacing a part of the plants and Equipments and the borrowing cost of the long term construction projects, if the recognition criteria are met. When the significant parts of property, plants and Equipment are required to be replaced at periodical intervals, the Company recognizes such part as individual assets with specific useful lives and depreciates them accordingly. Likewise, When a major inspection is performed, its cost is recognized in the carrying amount of the plants and Equipments as a replacement as a replacement if the recognition criteria are satisfied.

All other repair and maintenance costs are recognized in the statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of assets after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

All costs, including administrative, financing and general overhead expenses, as are specifically attributable to construction of a project or to the acquisition of a property, plants and Equipments or bringing it to its present location and working condition, is included as a part of the cost of construction of a project or as a part of the cost of property, plants and Equipments, till the commencement of the property, plants and Equipments are capitalized as aforementioned. borrowing cost relating to the acquisition / construction of property, plants and Equipments are ready to be put to use. Any subsequent expenditure related to an item of property plants and Equipments is added to its book value only if it increases the future economic benefits from the existing property, plants and Equipments beyond its previously assessed standard of performance. Any items such as spare parts, stand by equipment are servicing equipment that meet the definitions of the property, plants and equipments are capitalized at cost and depreciated over the useful life of the respective property, plants and Equipments. Cost is in the nature of repair and maintance are recognised in the statement of profit and loss as and when incurred

**(ii) Capital work-in-progress and capital advances**

Cost of any property, plants and equipments not ready for intended use, as on the balance sheet date, is shown as a Capital work-in-progress. Any advance given towards acquisition of property, plants and equipments outstanding at each balance sheet date are disclosed as "Other Non- current Asset".

**(iii) Depreciation**

Depreciation on each part of property, plants and equipment is provided to the extent of the depreciable amount of the assets on the basis of "Written Down value method (WDV)" on the useful life the property, plants and Equipments as estimated by the management and is changed to the statement of profit and loss as per the requirements of schedule-II to the companies Act, 2013. The estimated useful life of the property, plants Equipments has been assessed based on the technical advice which is considered in the property, plants and equipments, the usage of the property,, plants and equipments, expected physical wear and tear of the property, plants and equipments, the operating conditions, anticipated technological changes, manufactured warranties and maintenance support of the property and Equipment etc.

When the parts of an item of the property, plants and Equipments have different useful life, they are accounted for as a separate item (major components) and are depreciated over their useful life of the principal property, plants and Equipments whichever is less.

**(e) Inventories**

Inventories of the raw material, work-in-progress, finished goods, packing material, stores and spares, components, consumable and trading stock are carried at lower of cost and net realizable value. However, raw material and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item by item basis. Cost of inventories included the cost incurred in bringing the each product to its present location and conditions are accounted as follows:

a)Raw material: - cost includes the purchase price and other direct or indirect costs incurred to bring the inventories into their present location and conditions. Cost is determined on first in first out basis (FIFO).

b)Finished goods and work-in-progress:- cost included cost of direct materials and the labour cost and a proportion of manufacturing overhead based on the normal operating capacity, but excluding the borrowing costs. Cost is determined on first out basis (FIFO).

c)Trading stock: - cost includes the purchase price and other direct or indirect costs incurred in bringing the inventories to their present location and conditions. Cost is determined on weighted average basis.

All other inventories of stores and spares, consumable, project material at site are valued at cost. The stock of waste or scrap is valued at net realizable value. Excise duty wherever applicable is provided on the finished goods lying within the factory and bonded warehouse at the end of the reporting period.

**(f) Revenue recognitions**

Revenue is recognised when it is probable that economic benefit associated with the transaction flows to the company in ordinary course of its activities and the amount of revenue can be measured reliable, regardless of when the payment is being made. Revenue is measured at the fair values of consideration received or receivable taking into the account contractually defined terms of payments, net of its returns, trade discounts and volume rebates allowed.

Revenue includes only the gross inflows of economic benefits, including the Excise duty received and receivable by the company, on its own account. Amount collected on behalf of third parties such as goods and service tax (GST) value added tax (VAT) and sales tax are excluded from revenue.

Sales of products

Revenue from sale of products is recognized when the company transfer all significant risks and rewards of ownership to the buyer, while the company retains neither continuing managerial involvement nor effective control over the products sold, which generally coincide with dispatch. Revenue from export sales is recognized on shipment basis based on the bill of lading.

**(g)Cash and cash equivalents**

cash and cash equivalents in the balance sheet comprises cash at banks cash in hand and also the short term deposits with maturity of three month or less, which are subject to an in significant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consists of cash and short term deposits, as defined above.

**(h)Provisions and contingencies**

The company recognizes the provisions when there is present obligation (legal or constructive ) as a results of a past events exists and it is probable that outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance costs.

A disclosure of contingent liability is made there is possible obligation or a present obligation that may, but probably will not require an out flow of resources embodying the economic benefits is remote, no provision or disclosure is made.

**(i) Measurement of EBITDA**

The company has opted to present earnings before interest (finance cost), tax, depreciation and amortization (EBITDA) as a separate line item on the face of statement of profit and loss for the period ended. The company measure EBITDA on the basis of profit / loss from continuing operations.

**(j) Employee benefits**

All the employee benefits payable wholly within 12 months of rendering the services are classified as short term employee benefits and they are recognized in the period in which the employee renders the related device. The company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expenses) after deducting any amount already paid.

**(k) Cash flow statements**

Cash flows are reported using the “Indirect methods”, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature any deferral or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flow from operating investing and financing activities of the company is segregated.

(l) The Company is not liable for Corporate Social Responsibility(CSR) expenses as requried under section 135 of the companies act 2013.

**SESHACHAL TECHNOLOGIES LIMITED**

**Statement of Changes in Equity**

**For the year ended 31 March 2021**

**a. Equity share capital**

(Amount in Rs.)

| | | Amount |
|---|---|---|
| | **Balance as at the 1 April 2019** | **69,43,600** |
| | Changes in equity share capital during 2019-20 | - |
| | **Balance as at the 31 March 2020** | **69,43,600** |
| | Changes in equity share capital during 2020-21 | - |
| | **Balance as at the 31 March 2021** | **69,43,600** |

**b. Other equity**

| | Reserves and surplus | | | | Items of Other comprehensive income (OCI) | Total |
|---|---|---|---|---|---|---|
| | General Reserve | Capital Reserve | Securities Premium Reserve | Retained earnings | Others | |
| **Balance at 1 April 2019** | **-** | **-** | **-** | **(25,83,349)** | **-** | **(25,83,349)** |
| Profit or loss | | | | 98,873 | - | **98,873** |
| **Amount transferred for writing off losses** | | | | | | |
| Other comprehensive income(net of tax) | | | | **-** | - | **-** |
| **Total comprehensive income as on 31st March,2020** | **-** | **-** | **-** | **(24,84,476)** | **-** | **(24,84,476)** |
| **Transactions with owners in their capacity as owners directly in equity** | **-** | | - | - | - | - |
| **Balance at 31 March 2020** | **-** | **-** | **-** | **(24,84,476)** | **-** | **(24,84,476)** |

| | | | | | | |
|---|---|---|---|---|---|---|
| **Total comprehensive income for the year ended 31 March 2021** | | | | **-** | | |
| Profit or loss | - | - | **-** | 18,75,261 | - | **18,75,261** |
| Other comprehensive income(net of tax) | - | - | **-** | **-** | - | **-** |
| **Total comprehensive income** | **-** | **-** | **-** | **(6,09,216)** | **-** | **(6,09,216)** |
| **Transactions with owners in their capacity as owners** | - | - | - | - | - | - |
| **Balance at 31 March 2021** | **-** | **-** | **-** | **(6,09,216)** | **-** | **(6,09,216)** |

**SESHACHAL TECHNOLOGIES LIMITED**
**NOTES TO ACCOUNTS**

**Note 2: Property, Plant and Equipment**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|
| Tangible Assets | | |
| Gross Block | 2,59,322 | 2,59,322 |
| Less: Accumulated Depreciation | 2,41,545 | 2,11,067 |
| **Total** | **17,777** | **48,255** |

**Note 3: Inventories**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|
| **Inventory** | | |
| Closing Stock | - | - |
| | | |
| **Total** | **-** | **-** |

**Note 4 : Trade Receivables**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|
| **Trade Receivables** | | |
| a) Outstanding for a period exceeding six months from the date they are due for payment | | |
| Unsecured, considered good | 5,16,27,025 | 3,47,69,741 |
| (b) Outstanding for a period not exceeding six months | | |
| **Total** | **5,16,27,025** | **3,47,69,741** |

**Note 5: Cash & Cash Equivalents**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|
| **Cash and Cash Equivalents** | | |
| Cash in hand | 44,144 | 2,97,064 |
| Cash at Bank | 1,24,052 | 1,55,586 |
| **Total** | **1,68,196** | **4,52,650** |

**Note 6: Loans & Advances**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|
| **Short term Loans & Advances** | | |
| Other Amount receivable | - | - |
| Advances recoverable in cash or kind | - | - |
| **Total** | **-** | **-** |

**Note 7: Other current assets**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|
| GST Receivable | 5,19,886 | - |
| TDS receivable | 12,70,111 | 9,22,871 |
| **Total** | **17,89,997** | **9,22,871** |

**Note 9: Other Equity**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|
| **Reserves and Surplus** | | |
| | | |
| **General reserve** | | |
| Opening balance(Profit/Loss) | -24,84,476 | -25,83,349 |
| **Add: Net Profit/(Loss) for the current period** | **18,75,261** | **98,873** |
| Add:Amount Transferred for writing off losses | 18,75,261 | 98,873 |
| Amount available for appropriation | | |
| **Appropriations:** | | |
| Closing Balance | **-6,09,216** | **-24,84,476** |
| Total | **-6,09,216** | **-24,84,476** |

**Note 10: Short Term Borrowings**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|
| Sri Indra Power Energies Limited | - | - |
| **Total** | **-** | **-** |

**Note 11: Trade Payables**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|
| Trade Payables | 3,87,18,721 | 3,12,94,443 |
| **Total** | **3,87,18,721** | **3,12,94,443** |

**Note 12: Current Liabilities**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|
| **Current Liabilities and Provisions** | | |
| **Other Current Liabilites** | | |
| Audit Fee Payable | 1,00,000 | 95,000 |
| | | |
| Total | **1,00,000** | **95,000** |

**Note 13: Provisions**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|
| TDS Payable | 3,59,568 | 3,24,086 |
| Provision for Income tax | 3,32,258 | 16,484 |
| Salaries Payable | 77,62,140 | |
| GST Payable | - | 15,992 |
| **Total** | **84,53,966** | **3,56,562** |

**Note 14: Revenue from Operations**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|
| **Revenue from operations** | | |
| Sales | - | 40,36,560 |
| Software support services | 14,53,09,384 | 3,20,79,153 |
| Other Services | 52,00,000 | |
| **Total** | **15,05,09,384** | **3,61,15,713** |

**Note 15: Cost of materials consumed**

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---|---|

| | | |
|---|---|---|
| **Cost of Goods Sold/Services** | | |
| Purchases | - | 27,67,050 |
| Software support services | 9,50,01,214 | 3,12,98,577 |
| Commission on Sale | 50,00,000 | |
| Software Development Salaries | | |
| **Add:** Opening Stock | - | 10,60,332 |
| **Direct expenses:** | | |
| Transport Charges ( taxable purchase) | - | - |
| Sub – Total | **10,00,01,214** | **3,51,25,959** |
| Less: Closing Stock | - | - |
| **Total** | **10,00,01,214** | **3,51,25,959** |

**Note 16: Employee Benefit Expense**

| **Particulars** | **As at 31 st March, 2021** | **As at 31 st March, 2020** |
|---|---|---|
| **Employee benefit expense** | | |
| Salaries and wages | 4,54,80,150 | 2,62,000 |
| **Total** | **4,54,80,150** | **2,62,000** |

**Note 17 : Finance Cost**

| **Particulars** | **As at 31 st March, 2021** | **As at 31 st March, 2020** |
|---|---|---|
| **Finance Cost** | | |
| Bank Charges | 4,890 | 7,797 |
| **Total** | **4,890** | **7,797** |

**Note 18: Administrative Expenses**

| **Particulars** | **As at 31 st March, 2021** | **As at 31 st March, 2020** |
|---|---|---|
| **Administrative Expenses** | | |
| Audit fees | 4,70,000 | 75,000 |
| Accounting charges | 5,30,000 | 20,000 |
| Advertisement Charges | 75,346 | 51,026 |
| Bse Listing Fee | 6,33,000 | - |
| Custodian Fees | | |

| | | |
|---|---|---|
| | 1,20,400 | 67,619 |
| Brokerage charges | | 68,000 |
| Conveyance Charges | 3,41,705 | - |
| Foreign Exchange Loss/(Gain) | (42,505) | |
| Electricity expenses | 31,971 | 17,829 |
| Interest on tax payment | | 2,373 |
| Miscellaneous expenses | 90,603 | 2,292 |
| Professional fees | 1,73,000 | 1,61,000 |
| Rates and taxes | 30,400 | 4,190 |
| Rent | 3,00,000 | |
| Website charges | 7,500 | - |
| Water Charges | 7,120 | 20,835 |
| Travelling charges | | 27,220 |
| Telephone Charges | 9,057 | 9,948 |
| **Total** | **27,77,597** | **5,27,332** |
| | | |

**SESHACHAL TECHNOLOGIES LIMITED**
**Notes to accounts**
**NOTE NO: 8 EQUITY SHARE CAPITAL:**

| PARTICULARS | As At March 31,2021 | | As At March 31,2020 | |
|---|---|---|---|---|
| | Number | Amount in Rs. | Number | Amount in Rs. |
| - **Authorised** Equity Shares of Rs. 10/- each | 1,50,00,000 | 15,00,00,000 | 1,50,00,000 | 15,00,00,000 |
| **Issued, Subscribed and Paid up** Equity Shares of Rs. 10/- each fully paid up (Refer foot note (a) to ( d ) below) | 6,94,360 | 69,43,600 | 6,94,360 | 69,43,600 |
| **Total** | **6,94,360** | **69,43,600** | **6,94,360** | **69,43,600** |

**Foot note:**

**(a) Reconciliation of the number of shares outstanding as at March 31, 2021 and March 31, 2020 :**

| PARTICULARS | As At March 31,2021 | | As At March 31,2020 | |
|---|---|---|---|---|
| | Number | Amount in Rs. | Number | Amount in Rs. |
| Equity Shares outstanding at the beginning of the year | 6,94,360 | 69,43,600 | 6,94,360 | 69,43,600 |
| Additions/deductions in the number of shares | - | | - | |
| **Equity Shares outstanding at the end of the year** | **6,94,360** | **69,43,600** | **6,94,360** | **69,43,600** |

**(b) Details of Shareholders holding more than 5 % shares:**

| PARTICULARS | | As At March 31,2021 | | As At March 31,2020 | |
|---|---|---|---|---|---|
| | | No. of Shares | % of Holding | No. of Shares | % of Holding |
| 1 | Ch.Anitha | 42,287 | 6.09% | 42,287 | 6.09% |
| 2 | Ch Narendra | 1,92,893 | 27.78% | 1,92,893 | 27.78% |

**(c) Terms and rights attached to the equity shares:**

The Company has only one class of equity shares having par value of Rs.10/- each. Each holder of equity shares is entitled for one vote per share. Distribution of dividends and repayment of capital, if any, by the company, shall be subject to the provisions of applicable laws.

**Note 19** Contingent Liabilities and commitments — NIL

**Note 20** **Related Parties**

| | |
|---|---|
| A.) List of related parties: | |
| Subsidiary companies | NIL |
| Associates Companies controlled by key management personnel / relatives who are substantially interested | 1.Sipul Enterprises Limited 2. Prakash Trade Link Private Limited 3. Flora Corporation Limited 4. RAJYALAKSHMI MINERALS PRIVATE LIMITED 5.PAMPA AQUA FARMS PVT LTD, 6.CHITTURI PROJECTS PRIVATE LIMITED 7.CHITTURI FARMS PRIVATE LIMITED 8.APTAS ENTERPRISES PRIVATE LIMITED 9. KISAN FOOD PRODUCTS PRIVATE LIMITED 10.NITYA DAIRY PRODUCTS PRIVATE LIMITED 11. TRIVENI DAIRY PRIVATE LIMITED 12.THINK BIG EXIM PRIVATE LIMITED |
| | |
| Key managerial personnel : | 1. PRABHAKER REDDY AEDLA 2. UMASANKAR MYLAPUR PRAKASH RAO 3. RAJESH GANDHI 4. ANITA CHITTURI |

B.) Transactions with related parties

| Details | Associate Concerns | KMP | Associate Concerns | KMP |
|---|---|---|---|---|
| | 2020-21 | | 2019-20 | |
| Sipul Enterprises Limited- Advance received | 68,34,220 | | | |
| Prakash Trade Link Private Limited-Commission paid | 50,00,000 | | | |
| Triveni Dairy Private Limited-Rent Paid | 3,60,000 | | | |
| Rajesh Gandhi-Accounting and GST Charges | | 6,25,400 | | |
| Umashankar-Salary | | 1,94,100 | | |
| Sale to Virgo Global LTD. | | | 14,38,656 | NIL |

**Note 21** Value of imports and exports — Exports Rs. 5,60,36,323/-

**Note 22** Auditor's remuneration

| Particulars | 2020-21 | 2019-20 |
|---|---|---|
| Auditor's remuneration | 1,00,000 | 75,000 |

**Note 23** **Earnings per share**

| Particulars | For the year ended 31 March , 2021 | For the year ended 31 March , 2020 |
|---|---|---|
| Net Profit available for Equity Shareholders | 18,75,261 | 98,873 |
| Weighted Average Number of Equity Shares (Nos) | 6,94,360 | 6,94,360 |
| Earnings Per Share – Basic and Diluted | 2.70 | 0.14 |

**Note 24** **Dues to Micro and Small Enterprises**

There are no delays in payments to Micro and Small enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act,2006. The information regarding Micro and Small Enterprises has been determined to the extent such parties have been identified on the basis of information available with the company.

**Note 25**

Registered office of the Company: D.No 15-93/5, Aganampudi B C Colony, Gajuwaka AP 530046 IN

Address other than R/o where all or any books of account and papers are maintained : Plot No 57, AP TEXT book Press Colony, Kharkhana, Secunderabad

**Note 26** The accounts of certain Trade Receivables, Short Term Loans and Advances, Current Liabilities
and are subject to confirmation / reconciliation and adjustment, if any. The Management does not expect any material difference affecting the current year's financial statements. In the opinion of
the management, the current assets, loans and advances are expected to realize at least the amount
at which they are stated, if realized in the ordinary course of business and provision for all known
liabilities have been adequately made in the books of accounts

**Note 27** The Company has prepared these financial statements as per the format prescribed by Schedule IIIto the Companies Act, 2013 ('the schedule') issued by Ministry of Corporate Affairs.

**Note 28** Previous year figures have been regrouped / reclassified wherever considered necessary to conform to this years classification.

**as per our report annexed herewith**

**For Sharad Chandra Toshniwal & Co.**
**Chartered Accountant**
**Firm Registration No.015888S**

**Sharad Chandra Toshniwal**
**Proprietor**
**Place : Hyderabad**
**Date :30.06.2021**
**UDIN :-21216455AAAAIA9243**

For and on behalf of board of directors of
**Seshachal Technologies Limited**

**Umasankar Mylapur Prakash Rao**
**Director**
**DIN:08445123**

**Adela Prabhakar reddy**
**Director**
**DIN:-03627891**

**SESHACHAL TECHNOLOGIES LIMITED**
**CIN: L72200AP1994PLC063259**
**D.No 15-93/5, Aganampudi B C Colony, Gajuwaka AP 530046 IN**

**Depreciation Statement As At 31st March, 2021 as per Companies Act 2013**

| Particulars | Rate | Gross Block | | | | Depreciation | | | Net Block | |
|---|---|---|---|---|---|---|---|---|---|---|
| | | 01.04.2020 | Additions | Sale/ Adj. | 31.03.2021 | 01.04.2020 | For the Year | 31.03.2021 | 31.03.2021 | 31.03.2020 |
| | | Rupees | Rupees | Rupees | Rupees | Rupees | Rupees | Rupees | Rupees | Rupees |
| HDD | 63.16 % | 2,59,322 | | - | 2,59,322 | 2,11,067 | 30,478 | 2,41,545 | 17,777 | 48,255 |
| **TOTAL** | | **2,59,322** | **-** | **-** | **2,59,322** | **2,11,067** | **30,478** | **2,41,545** | **17,777** | **48,255** |

**SESHACHAL TECHNOLOGIES LIMITED**
**CIN**: L72200AP1994PLC063259
**Registered Office:** Plot No.57, Text Book Colony, Hyderabad, Telangana-500009
**Email:** info@seshachal.com, **Website:** www.seshachal.com, **Phone:** 0919885419877

**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 No.: L72200AP1994PLC063259

Registered Folio No./Client ID:

Name of the Company: Seshachal Technologies Limited

Registered Office Address: Plot No.57, Text Book Colony, Hyderabad, Telangana-500009

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:
   Email Id:
   Signature:

2. Name:
   Address:
   Email Id:
   Signature:

3. Name:
   Address:
   Email Id:
   Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 27th Annual General Meeting of the Company, to be held on Wednesday**, 29th September, 2021 at 02:00 PM IST** at its Registered office of the Company situated at Plot No.57, Text Book Colony, Hyderabad, Telangana-500009, India and at any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution | Resolution | Vote | |
|---|---|---|---|
| | | For | Against |
| **Ordinary Business** | | | |
| 1. | To receive, consider and adopt the audited financial statements for the Financial Year ended March 31, 2021 and the reports of Board of Directors and Auditors thereon and in this regard, pass the resolution as Ordinary Resolution | | |
| 2. | To re-appoint Mrs. Anita Chitturi (DIN: 02873548), who retires by rotation as a Director at this Annual General Meeting and being eligible seeks re-appointment and if thought fit, to pass, with or without modification(s), the resolution as an Ordinary Resolution | | |
| **Special Business** | | | |
| 3. | To appoint Mr. Rajesh Gandhi (DIN: 02120813), who holds office up date of this Annual General Meeting and being eligible appointment as Non-Executive Director and if thought fit, to pass, v without modification(s), the resolution as an Ordinary Resolution | | |
| 4. | To appoint Mr. Prabhaker Reddy Adela (DIN: 03627891), who holds office upto the date of this Annual General Meeting and being eligib seeks appointment as Director and if thought fit, to pass, with or with modification(s), the following resolution as an Ordinary Resolution: | | |

Signed this day of 2021

Affix 15 paisa

Revenue stamp

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.

**SESHACHAL TECHNOLOGIES LIMITED**
**CIN**: L72200AP1994PLC063259
**Registered Office:** Plot No.57, Text Book Colony, Hyderabad, Telangana-500009
**Email:** info@seshachal.com, **Website:** www.seshachal.com, **Phone:** 0919885419877

## ATTENDANCE SLIP

Registered Folio No. /DP ID*/ Client ID*:

Number of equity shares held _____

Name of the Member/Proxy _____

I/We hereby accord my/our presence at the as my proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company, to be held on Wednesday**, 29th September, 2021 at 02:00 PM IST** at its Registered office of the Company situated at Plot No.57, Text Book Colony, Hyderabad, Telangana-500009

_____
Signature of the Member/Proxy attending the Meeting

**Note:**

1. **Only Members/Proxy holder can attend the Meeting**
2. **Please fill up this attendance slip and hand it over at the entrance of the meeting hall.**
3. **Members/Proxy holder are requested to bring their copies of the Annual Report to the meeting.**

**applicable for members holding shares in demat form*

**SESHACHAL TECHNOLOGIES LIMITED**
**CIN**: L72200AP1994PLC063259
**Registered Office:** Plot No.57, Text Book Colony, Hyderabad, Telangana-500009
**Email:** info@seshachal.com, **Website:** www.seshachal.com, **Phone:** 0919885419877

## ROUTE MAP

