



## **19<sup>th</sup> Annual Report 2013-14**



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## Annual Report 2013-14

### Board of Directors

Mrs. Anita Chitturi : Managing Director

Mr. Narendra Chitturi : Director

Mr. Indrayya Chitturi : Director

Mr. Nalla Bulli Venkaiah : Director

Mr. Bethina Hanumantha Rao : Director

Mr. Sudhakar Devarapalli : Director

**Registered Office** : Door No: 15-93/5, Aganampudi,  
B C Colony, Gajuwaka, Visakhapatnam,  
Andhra Pradesh - 530046

**Auditors** : M/s. L N P & Co.  
H.No. 7-1-636/23, 2nd Floor, Sri Ganesh Nilayam,  
Near ESI, S.R. Nagar, Hyderabad - 500038

**Share Transfer Agents** : M/s Karvy Computershare Pvt Ltd,  
Plot No. 17-24, Vittal Rao Nagar, Madhapur,  
Hyderabad, AP 500081

**Corporate Office** : H.No. 8-2-120/110/115, G1, Vijaya Residency,  
Road No. 14, Banjara Hills,  
Hyderabad - 500 034.

**Bankers** : State Bank of India  
PBB Phase, Masab Tank Branch, Hyderabad

## NOTICE

Notice is hereby given that the Nineteenth Annual General Meeting of SESHACHAL TECHNOLOGIES LIMITED will be held at D.No. 15-93/5, Aganampudi, BC Colony, Gajuwaka, Visakhapatnam, Andhra Pradesh – 530046 on Tuesday, 30<sup>th</sup> September, 2014 at 11:00 A.M. to transact the following business:

### ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2014 and Balance Sheet as at that date together with Directors Report and Auditors Report thereon.
- 2) To appoint a director in place of Shri B. Hanumanth Rao who retires by rotation and being eligible offers himself for re-appointment.
- 3) To appoint M/s. LNP & Co, Chartered Accountants, Hyderabad to hold office until the conclusion of sixth Annual General Meeting to be held after this meeting, subject to ratification at every Annual General Meeting and to fix their remuneration for the financial year ending 31st March, 2015.

### SPECIAL BUSINESS:

- 4) To appoint Shri Chitturi Indrayya (DIN: 05143179) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions if any of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the rules made there under, Shri Chitturi Indrayya whose period of office is liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member along with the deposit of the requisite amount pursuant to Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director be appointed as Independent Director to hold office for 5 (five) consecutive years commencing from 01st October 2014.”

- 5) To appoint Shri Nalla Bulli Venkaiah (DIN: 02388981) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions if any of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the rules made there under, Shri Nalla Bulli Venkaiah whose period of office is liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member along with the deposit of the requisite amount pursuant to Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director be appointed as Independent Director to hold office for 5(five) consecutive years commencing from 01st October 2014.”

- 6) To appoint Shri Sudhakar Devarapalli (DIN: 05144698) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions if any of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the rules made there under, Shri Sudhakar Devarapalli whose period of office is liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member along with the deposit of the requisite amount pursuant to Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director be appointed as Independent Director to hold office for 5(five) consecutive years commencing from from 01st October 2014.”

By Order of the Board of Directors

Sd/-

**Ch. Anita**

Managing Director

DIN: 02873548

Place: Hyderabad

Date: 14.08.2014

**NOTES:**

- a. The Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, 24th September 2014 to Tuesday, 30th September 2014 (both days inclusive) in connection with the Annual General Meeting of the Company
- b. Explanatory Statement as required under Section 102(2) of the Companies Act, 2013 is annexed.
- c. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member.
- d. The instrument appointing a proxy must be deposited with the Company at its Registered Office not less than 48 hours before the time for holding the Meeting.
- e. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
- f. The Company's Registrar and Transfer Agents for its share registry work is done by the company, since all shares are in Physical form. and Electronic) are M/s. Karvy Computer Share Private Limited (RTA).
- g. Members can avail of the facility of nomination in respect of securities held by them in physical form pursuant to the provision of Section 72 of the Companies Act, 2013. Members desiring to avail of this facility may send their nomination in the prescribed duly filled-in to RTA. Members holding shares in electronic mode may contact their respective Depository Participant (DP) for availing this facility.
- h. Members are requested to
  - intimate to the DP, changes, if any, in their registered addresses and/or changes in their bank account details, if the shares are held in dematerialized form.
  - intimate to the Company's RTA, changes if any, in their registered addresses, in their bank account details, if the shares are held in physical form (share certificates).
  - consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names.
  - Dematerialize their Physical Shares to Electronic Form (Demat) to eliminate all risks associated with Physical Shares. Our Registrars and Transfer Agents viz., M/s. Karvy Computer Share Private Limited, may be contacted for assistance, if any, in this regard.
- i. The Securities and Exchange Board of India has made it mandatory for all companies to use the bank account details furnished by the Depositories for payment of dividend through Electronic Clearing Service (ECS) to investors wherever ECS and bank details

are available. In the absence of ECS facilities, the Company will print the bank account details, if available, on the payment instrument for distribution of dividend. The Company will not entertain any direct request from Members holding shares in electronic mode for deletion of/change in such bank details.

- j. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
- k. Members are requested to refer to the Corporate Governance Report for information in connection with the unpaid / unclaimed dividend liable to be transferred to Investor Education and Protection Fund (IEPF) administered by the Central Government.
- l. Brief resume of Directors including those proposed to be appointed / re-appointed, nature of their expertise in specified functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.
- m. In order to save the natural resources Members are requested to register their e-mail address/addresses with the Depository Participants, if the shares are held in dematerialized form and with the Company's Registrar & Transfer Agent if the shares are held in physical form, in case you have not registered your email ids till now.
- n. Electronic copy of the Notice of the 19<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 19<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
- o. Members may also note that the Notice of the 19<sup>th</sup> Annual General Meeting and the Annual Report for 2014 will also be available on the Company's website for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id:



## SESHACHAL TECHNOLOGIES LIMITED

D.No.15-93/5, Aganampudi, BC Colony, Gajuwaka, Visakhapatnam, Andhra Pradesh 530046

Website: [www.seshachal.com](http://www.seshachal.com)

CIN: L72200AP1994PLC063259

1. Name and Registered Address :  
of the sole/ first named Member
2. Name(s) of the Joint :  
Member(s), if any
3. Registered Folio No./ :  
DP ID No./Client ID No.
4. Number of shares held :

Dear Member(s),

### **Subject: Instructions for E-voting**

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 members can exercise their right to vote at the 19<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting facility made available by Company's Registrar & Share Transfer Agents, Karvy Computershare Private Limited ('KCPL' or 'Karvy'). The e-voting facility is available at the link <https://evoting.karvy.com>.

The Company has engaged services of Karvy Computershare Private Limited ('KCPL' or 'Karvy') as the Authorized Agency to provide e-voting facility. Your electronic voting (e-voting) particulars are set out below:

EVEN (E-voting Event Number)	USER ID	PASSWORD/ PIN

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
Tuesday, 23 <sup>rd</sup> September, 2014 (9:00 a.m. IST)	Thursday, 25 <sup>th</sup> September, 2014 (6:00 p.m. IST)

The Cut-off date for the purpose of e-voting is Thursday, 14<sup>th</sup> August, 2014.

Please read the instructions printed overleaf before exercising your vote.

These details and instructions form integral part of the Notice dated 14<sup>th</sup> August, 2014 for the 19<sup>th</sup> Annual General Meeting of the Company to be held on Tuesday, 30<sup>th</sup> September, 2014 at 11.00 a.m.

Yours faithfully,

For and on behalf of the Board of Directors

Sd/-

**Ch. Anita**

Managing Director

DIN: 02873548

Place: Hyderabad

Date: 14.08.2014



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## **INSTRUCTIONS FOR E-VOTING**

(a) The instructions for e-Voting are as under:

- (I) Launch internet browser by typing the following URL: <https://evoting.karvy.com>.
- (II) User ID and Password for e-voting is provided in the table given on the face of this document.
- (III) Click on Shareholder Login.
- (IV) Enter user ID and password as initial password /PIN. Click login.
- (V) The Password Change Menu will appear on your screen. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (VI) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.
- (VII) Select the “EVEN” (e-Voting Event Number) of SESHACHAL TECHNOLOGIES LIMITED.
- (VIII) Now you are ready for e-Voting as Cast Vote page opens.
- (IX) Cast your vote by selecting an appropriate option and click on “Submit” and also “Confirm” when prompted.
- (X) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (XI) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (XII) Corporate/ Institutional shareholders (i.e. other than individuals, HUFs, NRIs etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [chveeru@gmail.com](mailto:chveeru@gmail.com), with a copy marked to [evoting@karvy.com](mailto:evoting@karvy.com).
- (XIII) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of <https://evoting.karvy.com> alternatively you can also contact [evoting@karvy.com](mailto:evoting@karvy.com) for any queries or grievances connected with e-voting service.

(b) Other Instructions:

- (i) If you are already registered with Company's Registrar & Share Transfer Agents, Karvy Computershare Private Limited (Karvy) for e-Voting then you can use your existing user ID and password/PIN for casting your vote.
- (ii) You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).
- (iii) The E-voting shall commence on 9.00 A.M. on 23<sup>rd</sup> September 2014 and ends at 6.00 P.M. on 25<sup>th</sup> September, 2014. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of Thursday, 14<sup>th</sup> August, 2014 may cast their vote electronically. The e-voting module shall be disabled by M/s. Karvy Computershare private Limited for voting thereafter. Once the vote on a resolution is cast by the shareholder, he/she shall not be allowed to change it subsequently. Electronic voting shall not be beyond the said date and time.
- (iv) The voting rights of the Members shall be in proportion to their shares of the paid up equity shares capital of the Company as on the cut-off date of Thursday, 14<sup>th</sup> August, 2014 and as per the Register of Members of the Company.
- (v) Mr. Ch. Veeranjanyulu, Practicing Company Secretary (FCS: 6121 CP: 6392) and Partner M/s. VCSR & Associates, Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (vi) The scrutinizer shall, within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman & Managing Director of the Company.
- (vii) The results declared alongwith the Scrutinizer's Report shall be placed on the Company's website [www.seshachal.com](http://www.seshachal.com) and on the websites of Company's Registrar & Share Transfer Agents, Karvy Computershare Private Limited (Karvy) <https://evoting.karvy.com> within two working days of passing of the resolutions at the 19<sup>th</sup> Annual General Meeting of the Company on Tuesday, 30<sup>th</sup> September, 2014 and communicated to BSE Limited where the shares of the Company are listed.
- (viii) The resolution shall be deemed to be passed on the date of the AGM, subject to receipt of sufficient votes through a compilation of e-Voting results and voting held at AGM.