



26TH ANNUAL REPORT

2019-2020

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CORPORATE INFORMATION**CIN:** L72200AP1994PLC063259**BOARD OF DIRECTORS**

- | | |
|--------------------------------------|----------------------------|
| 1. Ms. Anita Chitturi | -- Executive Director |
| 2. Mr. Sourav Jain | -- Executive Director |
| 3. Mr. Umasankar Mylapur Prakash Rao | -- Non-Executive Director* |

*Appointed as Additional Director w.e.f. 18.03.2020

KEY MANAGERIAL PERSONNEL

- | | |
|--|----------------------------|
| 1. Mr. Sourav Jain | -- Whole- Time Director |
| 2. Mr. Amudala Sreeramulu Nageswar Rao | -- Chief Financial Officer |
| 3. Mr. Amudala Sreeramulu Nageswar Rao | -- Company Secretary |

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.	Ms. Anita Chitturi	Executive Director	Member
3.	Mr. Sourav Jain	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.	Ms. Anita Chitturi	Executive Director	Member
3.	Mr. Sourav Jain	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.	Ms. Anita Chitturi	Executive Director	Member
3.	Mr. Sourav Jain	Executive Director	Member

REGISTERED OFFICE ADDRESS

D. No 15-93/5, Aganampudi,
B C Colony, Gajuwaka,
Andhra Pradesh –530046

CORPORATE OFFICE:

G1, Vijaya Residency,
Road No. 14, Banjara Hills,
Hyderabad-500034,
Telangana, India

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

Karvy Computershare Private Limited
Plot No.17-24, Vittal Rao Nagar,
Madhapur, Hyderabad 500081,
Telangana, India.

SESHACHAL TECHNOLOGIES LIMITED

CIN: L72200AP1994PLC063259

Registered Office: D.No 15-93/5, Aganampudi, B C Colony, Gajuwaka, Andhra Pradesh – 530046, India

Corporate Office: G1, Vijaya Residency, Road No. 14, Banjara Hills, Hyderabad-500034, Telangana, India

Email: info@seshachal.com, **Website:** www.seshachal.com, **Phone:** 04032945858

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, 30th September, 2020 at 3.00 P.M. IST** at its Registered office of the Company situated at D.No 15-93/5, Aganampudi, B C Colony, Gajuwaka, Andhra Pradesh –530046, India to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements for the Financial Year ended March 31, 2020 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, 2020 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 Mr. Sourav Jain (DIN: 07226264), 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”) Mr. Sourav Jain (DIN: 07226264), 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. UMASANKAR MYLAPUR PRAKASH RAO AS INDEPENDENT DIRECTOR OF THE COMPANY

To appoint Mr. Umasankar Mylapur Prakash Rao (DIN: 08445123), who holds office upto the date of this Annual General Meeting and being eligible seeks appointment as Non-Executive

Independent 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. Umasankar Mylapur Prakash Rao (DIN: 08445123), who was appointed as an Additional Director (Non-Executive Independent) of the Company with effect from March 18, 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 Independent Director of the Company not liable to retire by rotation, to hold office for a term of five (5) consecutive years commencing from March 18, 2020.”

"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.”

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

**Sd/-
Sourav Jain
Whole-Time Director
(DIN: 07226264)**

**Place: Hyderabad
Date: 08.09.2020**

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 26th AGM and Annual Report for FY 2019-2020 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/ Karvy Computershare 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 4th September, 2020.
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.