



29TH ANNUAL REPORT

FY- 2022-2023

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INFORMATION

CIN: L72200TG1994PLC154733

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 Independent Director |

KEY MANAGERIAL PERSONNEL

- | | |
|------------------------------|---|
| 1. Mr. Prabhaker Reddy Aedla | -- Chief Financial Officer |
| 2. Ms. Namratha | -- Company Secretary & Compliance Officer |

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

CORPORATE OFFICE:

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

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-500 029,
Telangana, India
Ph.No. 040-27638111/27634445,
Email id:
info@aarthiconsultants.com Website:
www.aarthiconsultants.com

SESHACHAL TECHNOLOGIES LIMITED

CIN: L72200TG1994PLC154733

Registered & Corporate Office: Plot No 57, Text Book Colony, Secunderabad, Telangana-500009

Email: info@seshachal.com, **Website:** www.seshachal.com, **Phone:** 040-32945858

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 29th Annual General Meeting (AGM) of the Shareholders of **SESHACHAL TECHNOLOGIES LIMITED** (“the Company”) will be held on **Friday, 29th September, 2023 at 12 Noon IST** through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements for the Financial Year ended March 31, 2023 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, 2023 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. Prabhaker Reddy Aedla (DIN: 03627891), 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. Prabhaker Reddy Aedla (DIN: 03627891), who retires by rotation at this AGM, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

3. To consider and appoint M/s Sharad Chandra Toshniwal & Co., Chartered Accountants as Statutory Auditors of the Company and in this regard pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions of Companies Act, 2013 and the Rules thereunder the Act (including any statutory modifications or re-enactment thereof for the time being in force) M/s Sharad Chandra Toshniwal & Co. Hyderabad (Firm Reg. No:015888S) be and are hereby re-appointed as the Statutory Auditors of the Company, for a period of 5(five) years commencing from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting to be held for the financial year 2027-28 on such remuneration as may be fixed by the Audit Committee of the Company and reimbursement of out of pocket and incidental expenses.”

SPECIAL BUSINESS:**4. TO CONSIDER AND APPROVE TRANSACTIONS WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013**

To consider and if thought fit to pass the following resolution with or without modification(s), as **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013, if any, consent of the members be and is hereby accorded for entering into related party transactions by the Company with effect from 1st April, 2023 upto the maximum per annum amounts as appended below:

Maximum value of contract / transaction (per annum) with effect from 01st April, 2023				
	Transactions defined u/s 188(1) of Companies Act, 2013			
Nature of transaction	Sales, purchase or supply of any goods, materials	Selling or otherwise disposing of, or buying, property of any kind	Leasing of property of any kind	Availing or rendering of any services, Appointment of any agent for purchase or sale of goods, materials, services or property
Name of Related Parties:-				
Companies: On actual basis, Exempted being in the ordinary course of business and on arm's length basis. (Subject to a maximum of amount p.a. as mentioned against the name of the company)				
Sipul Enterprises	20 Crores	NIL	NIL	NIL

Seshachal Technologies Limited

Limited				
Flora Corporation Limited	20 Crores	NIL	NIL	NIL
Virgo Global Limited	20 Crores	NIL	NIL	NIL
Namishree Jewels Private Limited (Formerly known as Namishree Jewels Private Limited)	20 Crores	NIL	10 Crores	NIL
Prakash Tradelinks Private Limited	20 Crores	NIL	NIL	10 Crores
Aptas Enterprises Private Limited	20 Crores	NIL	NIL	NIL

Directors / KMPs / Relatives of Directors and KMPs / Other Firms and Companies in which directors have interest as per the provisions of section 2(76) of the Companies Act, 2013

On actual basis, Exempted being in the ordinary course of business and on arm's length basis. (Subject to a maximum of amount p.a. as mentioned against the name of the company)

Shah Motilal Suresh Kumar	20 Crores	NIL	NIL	10 Crores
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“RESOLVED FURTHER THAT although all these transactions are based on ordinary course of business and at the arms’ length basis, the aforesaid consent is sought as an abundant caution, and thus the Board of Directors and/or any Committee thereof be and is hereby authorized to settle any question, difficulty or doubt that may arise with regard to giving effect to the above Resolution and to do all acts, deeds, things, as may be necessary in its absolute discretion deem necessary, proper desirable and to finalize any documents and writings related thereto.”

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

**Place: Hyderabad
Date: 04.09.2023**

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

NOTES:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No.14/2020 dated April 8,2020, Circular No.17/2020 dated April 13,2020, Circular No.20/2020 dated May 05,2020, Circular No.02/2021, Circular No.2/2022 dated 05.05.2022 and Circular No. 10/2022 dated 28.12.2022, the forthcoming AGM will thus be held through Video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM
2. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. **Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this AGM Notice.**

4. 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 30th August, 2022.
5. 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.
6. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting or voting during the AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to piyushgandhiandassociates@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com.
7. The Member’s log-in to the Video Conferencing platform using the remote e-voting credentials shall be considered for record of attendance at the AGM and such Member attending the Meeting will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. Since the AGM will be held through VC/OAVM, the route map is not annexed to this AGM Notice.
9. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to Remote e-voting are given in this Notice under Note No. 20. The Company will also send communication relating to Remote e-voting which inter alia would contain details about User ID and password along with a copy of this Notice to the members, separately.
10. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company’s Registrars and Transfer Agents, Aarthi Consultants Private Limited (“RTA”) for assistance