



(Certificate of Statutory Auditor in accordance with Clause 24(i) of the listing agreement)

To,

The Board of Directors,
Seshachal Technologies Limited
D.No 15-93/5, Aganampudi,
B C Colony, Gajuwaka,
Andhra Pradesh- 530046.

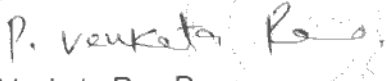
We, the statutory auditors of **M/s. Seshachal Technologies Limited** (hereinafter referred to as "the Company"), have examined the proposed accounting treatment specified in clause 7 of the Draft Scheme of Reduction of Capital of **Seshachal Technologies Limited** in terms of the provisions of section(s) 391 to 394 read with Sections 100 to 104 of the Companies Act, 1956/ Companies Act, 2013 with reference to its compliance with the applicable Accounting Standards notified under the Companies Act, 1956/ Companies Act, 2013 and Other Generally Accepted Accounting Principles.

The responsibility for the preparation of the Draft Scheme and its compliance with the relevant laws and regulations, including the applicable Accounting Standards as aforesaid, is that of the Board of Directors of the Companies involved. Our responsibility is only to examine and report whether the Draft Scheme complies with the applicable Accounting Standards and Other Generally Accepted Accounting Principles. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company. We carried out our examination in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India.

Based on our examination and according to the information and explanations given to us, we confirm that the accounting treatment contained in the aforesaid scheme is in compliance with Clause 24(i) of the Listing Agreement and all the applicable Accounting Standards notified by the Central Government under the Companies Act, 1956/ Companies Act, 2013 and/or the accounting treatment in respect of adjustment of accumulated losses against paid up share capital, as envisaged in the scheme. Accordingly, in our view, the Scheme is not in violation of the requirement of applicable provisions of the Companies Act, 1956/ Companies Act, 2013.

This Certificate is issued at the request of the **Seshachal Technologies Limited** (name of the Company) pursuant to the requirements of clause 24(i) of the Listing Agreement for onward submission to the **Bombay Stock Exchange**, (name of the Stock Exchange(s)). This Certificate should not be used for any other purpose without our prior written consent.

For
M/s L N P & Co.
Chartered Accountants
Firm No: 008918S


Venkata Rao P
Partner
Membership Number: 230081

Place: Hyderabad
Date: 12.12.2014