

To,
The Manager
BSE Limited
P.J. Towers, Dalal Street,
Mumbai - 400001

Date: 07.09.2022

Dear Sir/ Madam,

Sub: Submission of 31st AGM notice which is dispatched to shareholders of the Company-reg.

In terms of Regulations of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 as amended we are forwarding the notice of 31st Annual General Meeting of the Company, which is being dispatched to our Shareholders on 7th September 2022. The 31st Annual General Meeting of the company is scheduled to be held on Friday, the 30th day of September, 2022 at 11.00 A.M. at through Video Conferencing / Other Audio-Visual Means (“OAVM”).

Please find the enclosed the Notice of the 31st AGM for fiscal year 2022. Same will be made available on the company’s website, at www.7seasent.com

This is for the information and records of the Exchange, please.

Thanking you.

Yours faithfully,
For 7Seas Entertainment Limited

L. Maruti Sanker
Managing Director
(DIN: 01095047)



31ST ANNUAL REPORT

— 2021-2022 —

AWARD-WINNING IP DEVELOPMENT COMPANY FOR GAMES

CONTACT US

+914049533636

info@7seasent.com

www.7seasent.com

7SEAS ENTERTAINMENT LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS:

Mr. L. Maruti Sanker	-	Managing Director (DIN: 01095047)
Mrs.L. Hemalatha	-	Whole-Time Director cum CFO (DIN: 02226943)
Mr.B. Mohan Rao	-	Non-Executive Director (DIN: 07233665)
Mr. K.Pradeep Kumar	-	Non-Executive Director (DIN: 07062498)
Mr.G.Srinivas Rao	-	Non-Executive Director (DIN: 03502650)
Mrs. Sita Visalakshi	-	Independent Director (DIN: 06380062)
Mr. Mahender Reddy	-	Independent Director (DIN: 09389493)
Mr.B. Kiran Kumar	-	Independent Director (DIN: 07499895)
Mr.D. Harikrishna	-	Independent Director (DIN: 09302531)
Mrs. Anupama	-	Independent Director (DIN:02328744)
Mrs. Surabhi Verma	-	Independent Director (DIN:09725877)

COMPANY SECRETARY :

Mr. Remo John

REGISTERED OFFICE :

5th Floor, Plot No.92, 93 & 94
Kavuri Hills, Madhapur,Hyderabad,
Telangana-500081

CORPORATE IDENTITY NUMBER: L72900TG1991PLC013074

STATUTORY AUDITORS:

M/s Sathuluri & Co.,
Chartered Accountants,
3-4-529/6, Gopamma Nilayam,
Narayanguda, Hyderabad, Telangana-500027

INTERNAL AUDITOR:

M/s. DVAK & Co.,
Hyderabad, Telangana

BANKERS:

Indian Overseas Bank
Rajbhavan Road,
Hyderabad – 500082.

AUDIT COMMITTEE

Mr. Harikrishna Duggineni	-	Chairman
Mrs. Anupama Govardhanagiri	-	Member
Mrs. Surabhi Verma	-	Member
Mrs. Sita Visalakshi Chimakurthy	-	Member

NOMINATION & REMUNERATION COMMITTEE:

Mr. Harikrishna Duggineni	-	Chairman
Mrs. Sita Visalakshi Chimakurthy	-	Member
Mr.Bommineni Mohan Rao	-	Member
Mr.G.Srinivas Rao	-	Member

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STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Harikrishna Duggineni	-	Chairman
Mrs. Sita Visalakshi Chimakurthy	-	Member
Mr. Bommineni Mohan Rao	-	Member
N. Mahender Reddy	-	Member

RISK MANAGEMENT COMMITTEE:

Mr. L. Maruti Sanker	-	Chairman
Mr. B. Mohan Rao	-	Member
Mrs. L. Hemalatha	-	Member

REGISTRAR & SHARE TRANSFER AGENTS:

M/s. Venture Capital and Corporate Investments Private Limited
12-10-167, Bharat Nagar, Hyderabad – 500018
Ph.Nos.040- 23818475/23818476/23868023
Fax: 040-23868024

LISTED: BSE Limited

ISIN: INE454F01010

Investor E-Mail Id: investors@7seasent.com

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NOTICE

Notice is hereby given that the 31st Annual General Meeting of the members of M/s. 7Seas Entertainment Limited will be held on Friday, the 30th day of September, 2022 at 11.00 A.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheets as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Report of Auditors and Directors thereon.
2. To appoint a director in place of Mr.B. Mohan Rao (DIN: 07233665) who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

3. Appointment of Mr. K. Pradeep Kumar as Non-Executive Director of the Company:

To consider, and if thought fit, to pass with or without modification(s) the following resolutions as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Sections 149,152, 160 and any other applicable provisions of the Companies Act, 2013 ("the Act"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Articles of Association of the Company and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of members, Mr. K.Pradeep Kumar, who was appointed as an Additional Director (Category: Non-Executive, Non-Independent Director) of the Company with effect from 08.11.2022 by the Board and who holds office up to the date of this Annual General Meeting or the last date on which AGM should have been held, whichever is earlier, being so eligible, be and is hereby appointed as a Director (Non-Executive and Non-Independent) of the Company, liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. Appointment of Mr. G.Srinivas Rao as Non-Executive Director of the Company:

To consider, and if thought fit, to pass with or without modification(s) the following resolutions as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Sections 149,152, 160 and any other applicable provisions of the Companies Act, 2013 ("the Act"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Articles of Association of the Company and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of members, Mr.G.Srinivas Rao, who was appointed as an Additional Director (Category: Non-Executive, Non-Independent Director) of the Company with effect from 03.09.2022 by the Board and who holds office up to the date of this Annual General Meeting or the last date on which AGM should have been held, whichever is earlier, being so eligible, be and is hereby appointed as a Director (Non-Executive and Non-Independent) of the Company, liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. Appointment of Mrs. G. Anupama as a Non-Executive Independent Director of the Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 152, 160 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee, Mrs. G Anupama, who was appointed as additional Director of the Company in the Independent category in the board meeting held on 03.09.2022 and holds office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013, and the rules made thereunder, be and is hereby appointed as an Independent Director of the Company, for a term of five consecutive years with effect from 03.09.2022 to 02.09.2027 who shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. Appointment of Mrs. Surabhi Verma Anupama as a Non-Executive Independent Director of the Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 152, 160 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee, Mrs. Surabhi Verma, who was appointed as additional Director of the Company in the Independent category in the board meeting held on 03.09.2022 and holds office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013, and the rules made thereunder, be and is hereby appointed as an Independent Director of the Company, for a term of five consecutive years with effect from 03.09.2022 to 02.09.2027 who shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

7. Appointment of Mr.B. Kiran Kumar as a Non-Executive Independent Director of the Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 152, 160 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee, Mr.B. Kiran Kumar, who was appointed as additional Director of the Company in the Independent category in the board meeting held on 08.11.2021 and holds office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013, and the rules made thereunder, be and is hereby appointed as an Independent Director of the Company, for a term of five consecutive years with effect from 08.11.2021 to 07.11.2026 who shall not be liable to retire by rotation.”

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“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

8. Appointment of Mr. N. Mahender Reddy as a Non-Executive Independent Director of the Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 152, 160 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee, Mr. Mahender Reddy, who was appointed as additional Director of the Company in the Independent category in the board meeting held on 08.11.2021 and holds office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013, and the rules made thereunder, be and is hereby appointed as an Independent Director of the Company, for a term of five consecutive years with effect from 08.11.2021 to 07.11.2026 who shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**For and on behalf of the Board of
7Seas Entertainment Limited**

**Sd/-
L. Maruti Sanker
Managing Director
(DIN: 01095047)**

**Date:03.09.2022
Place: Hyderabad**

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NOTES:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid -19", General Circular no. 20/2020 dated May 5, 2020, General Circular nos. 02/2021 and 21/2021 dated January 13, 2021 and December 14, 2021 Circular No. 03/2022 dated 05.05.2022, Circular SEBI/HO/CFD/CMD2/ CIR/P/2022/ 62 dated May 13, 2022 issued by SEBI (hereinafter collectively referred to as "the Circulars"), in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC/OAVM.
2. The Deemed Venue of the 31st AGM of the Company shall be its Registered Office.
3. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL"), as the authorized agency for conducting the AGM and providing remote e-Voting and e-Voting facility for/during the AGM of the Company. The instructions for participation by Members are given in the subsequent notes.
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum of the AGM under Section 103 of the Act.
5. 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.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
7. Compliance with the MCA Circulars and SEBI Circular dated January 15, 2021 as aforesaid, Notice of the AGM along with the Annual Report (viz. Financial Statement) for Financial Year 2021-2022 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories/R&T Agent. Members may note that the Notice and Annual Report for Financial Year 2021-2022 will also be available on the Company's website www.7seasent.com, BSE Limited website i.e. www.bseindia.com.

Alternatively, Member may send signed copy of the request letter providing the e-mail address, mobile number, self-attested PAN copy, DP ID (in case of electronic mode shares), folio No (in case of physical mode shares) via e-mail at the Email: info@vccilindia.com for obtaining the Annual Report and Notice of e-AGM of the Company electronically.
8. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
9. The facility of joining the e-AGM through VC / OAVM will be opened 15 minutes before and will remain open upto 15 minutes after the scheduled start time of the e-AGM, and will be available for 1000 members on a first-come first-served basis. This rule would however not apply to participation in respect of large Shareholders (Shareholders holding 2% or more shares of the Company), Promoters, Institutional Investors, Auditors, Key Managerial Personnel and the Directors of the Company including Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.
10. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 24.09.2022 to Friday, 30.09.2022 (both days inclusive) for the purpose of AGM.
11. Mr. Basi Reddy Vinay Kumar Reddy, Practicing Chartered Accountant, has been appointed as the Scrutinizer to scrutinize the remote e-Voting/e-Voting process in a fair and transparent manner. The Scrutinizer will submit the report to the Chairman, or any person authorised by him after completion of the scrutiny and the results of voting will be announced after the AGM of the Company. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM. The result will also be displayed on the website of the Company at www.bseindia.com, and www.evotingindia.com (agency providing e-Voting facility).

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12. Members of the Company under the category of Institutional/Corporate Shareholders are encouraged to attend and vote at the AGM through VC. Corporate Members intending to authorize their representatives to participate and vote are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by email at corp7seasent@gmail.com and the same should also be uploaded on the VC portal / e-Voting portal of CDSL.
13. Members who have not yet registered their e-mail addresses are requested to register the same with their DP in case the shares are held by them in demat mode and with RTA in case the shares are held by them in physical mode.
14. To register e-mail address for all future correspondence and update the bank account details, please follow the below process:
 - a. Members holding shares in Demat mode can get their details registered/updated only by contacting their respective DP.
 - b. Members holding shares in physical mode may register their email address and mobile number with the RTA by sending an e-mail request to the email ID info@vccilindia.com along with signed scanned copy of the request letter providing the email address and mobile number, self-attested copy of Permanent Account Number Card ("PAN") and copy of a share certificate for registering their email address. Additional details like name and branch of Bank along with bank account type, bank account number, 9-digit MICR code, 11-digit IFSC code and scanned copy of cancelled cheque will be required for updating bank account details.
15. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in demat mode are, therefore, requested to submit their PAN to their DP. Members holding shares in physical mode are required to submit their PAN details to the RTA.
16. As per the provisions of Section 72 of the Companies Act, 2013 ("the Act"), the facility for submitting nomination is available for Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same with their DP in case the shares are held by them in demat mode, and to the RTA, in case the shares are held in physical mode.
17. 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 AGM.

18. INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM:

A. VOTING THROUGH ELECTRONIC MEANS

- i. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations and applicable circulars, the Members are provided with the facility to cast their vote electronically (through remote e-Voting as well as the e-Voting system on the date of the AGM), through the e-Voting services provided by CDSL, on all the resolutions set forth in this Notice.
- ii. The remote e-Voting period commences on Tuesday, September 27, 2022 (9.00 A.M. IST) and ends on Thursday, September 29, 2022 (5.00 P.M. IST). During this period, Members holding shares either in physical mode or in demat mode, as on Friday, September 23, 2022 i.e. cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter. A person who is not a member as on the Cut-off date should treat Notice of this Meeting for information purposes only.
- iii. The Members who have cast their vote by remote e-Voting prior to the AGM may attend/ participate in the AGM through VC but shall not be entitled to cast their vote again.
- iv. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e., Friday, September 23, 2022.
- v. Any person or non-individual Shareholders (in physical mode/ demat mode) who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow the steps mentioned below.

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- vi. Login method for e-Voting and voting during the meeting for Individual Shareholders holding securities in demat mode.

In terms of the SEBI circular dated December 9, 2020 on the e-Voting facility provided by listed companies and as part of increasing the efficiency of the voting process, e-Voting process has been enabled to all individual Shareholders holding securities in demat mode to vote through their demat account maintained with depositories / websites of depositories / depository participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility. Login method for Individual Shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>a. Users who have opted for Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest is https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>b. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider ("ESP") i.e. CDSL, for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all ESP i.e. CDSL/NSDL, so that the user can visit the ESP website directly.</p> <p>c. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration.</p> <p>d. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/ Evoting Login. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP i.e. CDSL where the e-Voting is in progress.</p>
Individual Shareholders holding securities in Demat mode with NSDL	<p>a. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com.</p> <p>b. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services.</p> <p>c. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider- CDSL and you will be re-directed to the CDSL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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	<p>d. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp.</p> <p>e. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>f. A new screen will open. You will have to enter your User ID (i.e. your 16 digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>g. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider- CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
<p>Individual Shareholders (holding securities in Demat mode) login through their Depository Participants</p>	<p>a. You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</p> <p>b. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>c. Click on Company name or e-Voting service provider name - CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use “Forget User ID” and “Forget Password” option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cDSLindia.com or contact at 022- 23058738 and 22-23058542-43.</p>
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nSDL.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>

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- vii. Login method for e-Voting and voting during the meeting for Shareholders holding securities in physical mode and Shareholders other than Individual Shareholders holding securities in demat mode.
- a) The shareholders should log on to the e-voting website www.evotingindia.com.
 - b) Click on Shareholders tab/ module.
 - c) Now Enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - d) Next enter the Image Verification as displayed and Click on Login.
 - e) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - f) If you are a first time user follow the steps given below:

	For Shareholders holding securities in physical mode and Shareholders other than Individual Shareholders holding securities in demat mode.
PAN	Enter your 10-digit alpha-numeric “PAN” issued by Income Tax Department. Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by RTA or contact RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).

- g) After entering these details appropriately, click on “SUBMIT” tab.
- h) Shareholders holding shares in physical mode will then directly reach the Company selection screen. However, Shareholders holding shares in Demat mode 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 account 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.
- i) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- j) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- k) 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.
- l) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- m) 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.
- n) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

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- o) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- p) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- q) 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 and enter the details as prompted by the system.
- r) Additional Facility for Non – Individual Shareholders and Custodians –For Remote e-Voting only.
 - 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 at the email address viz; corp7seasent@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.

B. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC AND E-VOTING DURING THE AGM:

- i. The procedure for attending AGM and e-Voting on the day of AGM is same as the instructions mentioned above for e-Voting.
- ii. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- iii. The facility for joining the AGM shall open 15 minutes before the scheduled time for commencement of the AGM.
- iv. The link for VC to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-Voting.
- v. Shareholders who have voted through remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- vi. Shareholders are encouraged to join the Meeting through Laptops / iPad for better experience.
- vii. Further Shareholders will be required to allow Camera (in case of speakers) and use Internet with a good speed to avoid any disturbance during the AGM.
- viii. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- ix. Members (holding shares as on Cut-off date) who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request, on or before Friday, September 16, 2022, from their registered e-mail address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at corp7seasent@gmail.com. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

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- x. Only those Shareholders, who are present in the AGM through VC facility and have not casted 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 available during the AGM.
- xi. If any Votes are cast by the Shareholders through the e-Voting available during the AGM and if the same Shareholders have not participated in the meeting through VC facility, then the votes cast by such Shareholders shall be considered invalid as the facility of e-Voting during the meeting is available only to the Shareholders attending the AGM.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

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.

- 19. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Act and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act, shall be available for inspection during the AGM at e-Voting portal.
- 20. Statement pursuant to Section 102(1) of the Act, in respect of the Special Business to be transacted at the AGM along with details pursuant to SEBI Regulations and other applicable laws are annexed hereto. All documents referred to in the accompanying Notice and the Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to corp7seasent@gmail.com.
- 21. The term 'Members' or 'Shareholders' has been used to denote Shareholders of 7Seas Entertainment Limited.
- 22. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.7seasent.com and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.

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23. Disclosure pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") with respect to Directors seeking appointments at the Meeting is given below:

Name of the Director	Mr. Gandra Srinivas Rao	Mr. Pradeep Kumar Kamiseti
Date of Birth	05/05/1982	01/07/1963
Qualification	MBA	B.com
Brief profile	Mr. G. Srinivas Rao MBA graduate, 15 years of experience in the entertainment industry. Founder and chairman of Shreyas group, Leading Media and entertainment company in India. Shreyas Media, the One Stop Solution for branding and promotional activities of a film. The sole aim of Shreyas Media is to provide an extensive helping hand to the movie makers in terms of promotion of the movie. The only agency in South India which deals with every aspect of a movie be it In film advertising, Press Release, Audio, Trailer Launch, Audio Function, Success Meet, 50 days, 100 days, Premiere shows, promotion through TV reality shows, Celebrity Endorsements. Our Corporate ethos revolves round delivering the most effective, customized and target-oriented solutions to our clients	Mr. Pradeep Kumar Kamiseti is Bachelor of Commerce (Hons.) and have 30 years of rich experience in the areas of Accounting and Financing and is well adept with Construction and Infrastructure business. He is also a partner associate with M/s K. Subba Rao & Associates and M/s Venkateswara Developers, Venkata Sai Builders.
Expertise in specific functional areas	Business Promotion and Brand Building	Finance & Risk Management
Names of Listed entities in which the person also holds the directorship and the membership of Committees of the board	NIL	NIL
No. of Equity Shares held in the Company	1,01,000	1,00,000
Disclosure of relationships between directors.	None	None

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Name of the Director	Mrs. Surabhi Verma	Mrs. Anupama Govardhanagiri
Date of Birth	03/11/1991	16/10/1977
Qualification	ACS	FCS
Brief profile	<p>Mrs. Surabhi Verma, A commerce graduate and company Secretary by Profession qualified in the year 2014 from the Institute of Company Secretaries of India (ICSI). After qualifying, she is Working in Touchstone Equities Limited.</p> <p>She has a vast experience and knowledge of secretarial compliances including compliance of Trust registered as AIF Category II regulated by SEBI (Presently handling 4 schemes in the AIF among which one scheme is having foreign Contributor). Actively involved in AIF formation and launching of schemes for the AIF and replying to all queries of SEBI, preparation of Contribution Agreements, Private Placement Memorandum, Term Sheets for investment and other agreements and documents required and Liaising with the trustees, custodians, bankers, investment bankers and other parties in the fund includes SEBI reporting and RBI reporting and Well versed in vetting the investment documents and handling the transaction.</p>	<p>Mrs. Anupama Govardhanagiri A commerce graduate in the year March 1998 and company Secretary by Profession qualified in the year 2022 from the Institute of Company Secretaries of India (ICSI). After qualifying, she has worked as a Company Secretary of listed companies for various listed companies (2002 - 2016) i.e.,</p> <ol style="list-style-type: none"> a. NCL Industries Limited b. Srinipharma Pharmaceuticals Limited c. Olectra Greentech Limited d. Southern Online Bio Technologies Limited <p>Presently Working at Prasaditya Group, as Company Secretary for the group from May, 2017</p> <p>She has a vast experience and knowledge of secretarial compliances including SEBI regulations and provisions of the Company Law applicable to listed and unlisted companies but she has completed a part of executing process revocation of a listed company under suspension on stock exchange, buy-back of shares in unlisted companies, fast track mergers and mergers through NCLT route, preferential allotment of shares and warrants in listed and unlisted companies.</p>
Expertise in specific functional areas	secretarial and legal compliances	secretarial compliances and corporate Law including SEBI provisions, mergers through NCLT
Names of Listed entities in which the person also holds the directorship and the membership of Committees of the board	NIL	NIL
No. of Equity Shares held in the Company	NIL	NIL
Disclosure of relationships between directors.	None	None

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Name of the Director	Mr. Kiran Kumar Bodla	Mr. N.Mahender Reddy
Date of Birth	07/12/1981	05/09/1988
Qualification	FCS	B.com
Brief profile	CS Kiran Kumar Bodla, is a Bachelor of Business Administration and Masters of Law in Corporate & Financial Law from Jindal Global Law School (JGLS), and hold a Diploma in English from Ramakrishna Math, Hyderabad, and Professionally a Fellow Member (FCS) of The Institute of Company Secretaries of India (ICSI). Post enrollment as member of ICSI in a career span of over 10 years, has set up BK & Associates, Company Secretaries, a Legal & Corporate Consulting Services Proprietary Concern and thereby acquired expertise in Foreign Exchange Management Act (FEMA) related aspects such as Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and Compliances Management, Private Placements, Right Issues, Preferential Allotments, Takeovers & Acquisitions, advisory, Corporate Ethics & Governance and overall Corporate Compliances.	Mr. N. Mahender Reddy is a B. Com. and LLB, having 7 years of experience in Legal and Secretarial compliances with expertise in diverse fields including Mergers, Fast track Merger, Capital Reductions, Listing of Companies, Preferential Allotment etc., and is also proficient with compliances under various regulations of SEBI.
Expertise in specific functional areas	Legal & Corporate Consulting and Foreign Exchange Management Act (FEMA), Takeovers & Acquisitions, advisory.	Legal and Secretarial compliances with expertise in diverse fields including Mergers, Fast track Merger, Capital Reductions, Listing of Companies, Preferential Allotment.
Names of Listed entities in which the person also holds the directorship and the membership of Committees of the board	NIL	NIL
No. of Equity Shares held in the Company	NIL	NIL
Disclosure of relationships between directors.	None	None

**For and on behalf of the Board of
7Seas Entertainment Limited**

**Sd/-
L. Maruti Sanker
Managing Director
(DIN: 01095047)**

**Date:03.09.2022
Place: Hyderabad**

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EXPLANATORY STATEMENT

(Pursuant to section 102 of the Companies Act, 2013)

Item No. 3

Pursuant to provisions of Section 152 of the Companies Act, 2013 ("the Act") read with the applicable rules made thereunder, the Board of Directors of the Company ("Board") at its meeting held on 11th November, 2021, basis the recommendation of the Nomination and Remuneration Committee ("NRC"), had appointed Mr. K. Pradeep Kumar as an Additional Director (Non-Executive and Non-Independent) with effect from 11th November, 2021.

In accordance with the provisions of Section 161 of the Act read with the applicable rules made thereunder and the Article of Association of the Company Mr.K. Pradeep Kumar being an Additional Director, holds office up to the date of the 31st Annual General Meeting ("AGM") of the Company. The Company has received a notice in writing from a Member of the Company under Section 160 of the Act proposing the candidature of Mr.K. Pradeep Kumar for the office of a Director of the Company.

Mr.K. Pradeep Kumar 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. He is not debarred from holding the office of a director by virtue of any order of the Securities and Exchange Board of India or any other such authority.

Details pursuant to Reg. 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India is attached as Annexure- I.

The Board of Directors, therefore, recommends the Resolution as set out at Item No.3 to be passed as Special Resolution by the Members.

None of the other Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Ordinary Resolution.

Item No. 4

Pursuant to provisions of Section 152 of the Companies Act, 2013 ("the Act") read with the applicable rules made thereunder, the Board of Directors of the Company ("Board") at its meeting held on 3rd September, 2022, basis the recommendation of the Nomination and Remuneration Committee ("NRC"), had appointed Mr. G. Srinivas Rao as an Additional Director (Non-Executive and Non-Independent) with effect from 3rd September, 2022.

In accordance with the provisions of Section 161 of the Act read with the applicable rules made thereunder and the Article of Association of the Company Mr. G. Srinivas Rao being an Additional Director, holds office up to the date of the 31st Annual General Meeting ("AGM") of the Company. The Company has received a notice in writing from a Member of the Company under Section 160 of the Act proposing the candidature of Mr. G. Srinivas Rao for the office of a Director of the Company.

Mr. G. Srinivas Rao 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. He is not debarred from holding the office of a director by virtue of any order of the Securities and Exchange Board of India or any other such authority.

Details pursuant to Reg. 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India is attached as Annexure- I.

The Board of Directors, therefore, recommends the Resolution as set out at Item No.4 to be passed as Special Resolution by the Members.

None of the other Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Ordinary Resolution.

Item 5 & 6:

Mrs. Anupama Govardhanagiri and Mrs. Surabhi Verma were appointed as an Additional Directors in the category Non-Executive Independent Director of the Company by the Board of Directors in their Meeting held on 03rd September, 2022 to hold office of Independent Director up to the ensuing Annual General Meeting.

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In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of Independent Directors requires approval of the members of the Company. Further, in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), effective January 1, 2022, a listed entity shall ensure that approval of shareholders by way of Special Resolution for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Mrs. Anupama Govardhanagiri and Mrs. Surabhi Verma would require the approval of the members of the Company by way of Special Resolution.

Based on recommendations of Nomination and Remuneration Committee, Board have approved the appointment of Mrs. Anupama Govardhanagiri and Mrs. Surabhi Verma as Non-Executive Independent Directors of the Company, not liable to retire by rotation to hold office for a First term of Five (5) consecutive years up to the conclusion of 36th Annual General Meeting to be held in the year 2027 subject to approval of the Shareholders.

Section 149 of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") inter alia prescribe that an Independent Director of a Company shall meet the criteria of independence as provided in Section 149(6) of the Act and regulation 16(1)(b) of the Listing Regulations.

Mrs. Anupama Govardhanagiri and Mrs. Surabhi Verma are not disqualified from being appointed as Directors in terms of Section 164 of the Act and has given their consent to act as a Director.

The Company has also received declarations from Mrs. Anupama Govardhanagiri and Mrs. Surabhi Verma that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

The details of Mrs. Anupama Govardhanagiri and Mrs. Surabhi Verma nature of their expertise in specific functional areas and names of company in which they hold directorships, shareholding and relationships between directors are provided in "Annexure" to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board of Directors, therefore, recommends the Resolution as set out at Item No.5 & 6 to be passed as Special Resolution by the Members.

Except the appointee Directors with regard to the resolution of their appointment, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution

Item 7 & 8:

Mr. B. Kiran Kumar and Mr. N. Mahender Reddy were appointed as an Additional Directors in the category Non-Executive Independent Director of the Company by the Board of Directors in their Meeting held on 08th November, 2021 to hold office of Independent Director up to the ensuing Annual General Meeting.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of Independent Directors requires approval of the members of the Company. Further, in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), effective January 1, 2022, a listed entity shall ensure that approval of shareholders by way of Special Resolution for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Mr. B. Kiran Kumar and Mr. N. Mahender Reddy would require the approval of the members of the Company by way of Special Resolution.

Based on recommendations of Nomination and Remuneration Committee, Board have approved the appointment of Mr. B. Kiran Kumar and Mr. N. Mahender Reddy as Non-Executive Independent Directors of the Company, not liable to retire by rotation to hold office for a First term of Five (5) consecutive years up to the conclusion of 35th Annual General Meeting to be held in the year 2026 subject to approval of the Shareholders.

Section 149 of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") inter alia prescribe that an Independent Director of a Company shall meet the criteria of independence as provided in Section 149(6) of the Act and regulation 16(1)(b) of the Listing Regulations.

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Mr. B. Kiran Kumar and Mr. N. Mahender Reddy are not disqualified from being appointed as Directors in terms of Section 164 of the Act and has given their consent to act as a Director.

The Company has also received declarations from Mr. B. Kiran Kumar and Mr. N. Mahender Reddy that they meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

The details of Mr. B. Kiran Kumar and Mr. N. Mahender Reddy Verma nature of they expertise in specific functional areas and names of company in which he hold directorships, shareholding and relationships between directors are provided in "Annexure" to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board of Directors, therefore, recommends the Resolution as set out at Item No.7 & 8 to be passed as Special Resolution by the Members.

Except the appointee Directors with regard to the resolution of their appointment, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution

**For and on behalf of the Board of
7Seas Entertainment Limited**

**Date:03.09.2022
Place: Hyderabad**

**Sd/-
L. Maruti Sanker
Managing Director
(DIN: 01095047)**