



SEAMEC LIMITED
A member of **MMG™**

SEAMEC/NSE/SMO/340/17

11th August, 2017

To,
The Secretary,
National Stock Exchange of India Ltd.,
'EXCHANGE PLAZA',
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051.

Sub: Declaration of Voting Results - Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Further to our letter no. SEAMEC/NSE/SMO/268/17 dated 18th July, 2017, and in accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the voting results and Scrutinizer's Report on the resolutions passed at the Annual General Meeting held on 11th August, 2017.

Kindly take the above in your record.

Thanking You,

Yours faithfully,
FOR SEAMEC LIMITED

S.N. Mohanty
President
Corporate Affairs, Legal & Company Secretary



Encl: As above



RESULTS OF VOTING AS PER REGULATION 44 (3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

SEAMEC LIMITED	
Date of the AGM	11 th August, 2017
Total No. of Shareholders on record date / Cutt- off date	14506
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	77
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.: 1			Adoption of Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended on 31 st March, 2017 and the Report of the Board of Directors and the Auditors thereon					
Resolution Required: (Ordinary / Special)			ORDINARY					
Whether promoter/ promoter group are interested in the agenda/ resolution?			NO					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	17687475	0	0.00	0	0	0.00	0.00
	Poll		17687475	100.00	17687475	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		17687475	100.00	17687475	0	100.00	0.00
Public Institutions	E-Voting	162663	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	7574862	12465	0.16	12465	0	100.00	0.00
	Poll		902	0.01	898	4	99.56	0.44
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		13367	0.18	13363	4	99.97	0.03
TOTAL		25425000	17700842	69.62	17700838	4	100.00	0.00

The number of votes polled in favour of the Ordinary Resolution are 17700838 (100% of the total valid votes rounded off). Thus, the Ordinary Resolution has been approved by Shareholders with requisite majority.





Resolution No. : 2			Re-appointment of Mr. Sanjeev Agrawal (DIN No. 00282059) as Director, who retires by rotation.					
Resolution required: (Ordinary / Special)			ORDINARY					
Whether promoter / promoter group are interested in the agenda / resolution?			NO					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $\frac{[(2)/(1)] \times 100}{100}$	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = $\frac{[(4)/(2)] \times 100}{100}$	% of Votes against on votes polled (7) = $\frac{[(5)/(2)] \times 100}{100}$
Promoter and Promoter Group	E-Voting	17687475	0	0.00	0	0	0.00	0.00
	Poll		17687475	100.00	17687475	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		17687475	100.00	17687475	0	100.00	0.00
Public Institutions	E-Voting	162663	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		162663	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	7574862	12465	0.16	12465	0	100.00	0.00
	Poll		902	0.01	898	4	99.56	0.44
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		13367	0.18	13363	4	99.97	0.03
TOTAL		25425000	17700842	69.62	17700838	4	100.00	0.00

The number of votes polled in favour of the Ordinary Resolution are 17700838 (100.00% of the total valid votes rounded off). Thus, the Ordinary Resolution has been approved by Shareholders with requisite majority.





Resolution No. : 3			Appointment of M/s. T R Chadha & Co. LLP - Chartered Accountants (ICAI Registration No. 006711N/9500028) as Statutory Auditors of the Company for a period of five years and to fix their remuneration.					
Resolution required: (Ordinary / Special)			ORDINARY					
Whether promoter / promoter group are interested in the agenda / resolution?			NO					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	17687475	0	0.00	0	0	0.00	0.00
	Poll		17687475	100.00	17687475	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		17687475	100.00	17687475	0	100.00	0.00
Public Institutions	E-Voting	162663	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	7574862	12445	0.16	12445	0	100.00	0.00
	Poll		902	0.01	898	4	99.56	0.44
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		13347	0.18	13343	4	99.97	0.03
TOTAL		25425000	17700822	69.62	17700818	4	100.00	0.00

The number of votes polled in favour of the Ordinary Resolution are 17700818 (100.00% of the total valid votes rounded off). Thus, the Ordinary Resolution has been approved by Shareholders with requisite majority.





Resolution No. : 4			Appointment of Mr. Mahesh Prasad Mehrotra (DIN No. 00016768) as Independent Director of the Company for a period of 5 years w.e.f. 8th December, 2016.					
Resolution required: (Ordinary / Special)			ORDINARY					
Whether promoter / promoter group are interested in the agenda / resolution?			NO					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	17687475	0	0.00	0	0	0.00	0.00
	Poll		17687475	100.00	17687475	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		17687475	100.00	17687475	0	100.00	0.00
Public Institutions	E-Voting	162663	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	7574862	12465	0.16	12465	0	100.00	0.00
	Poll		802	0.01	798	4	99.50	0.50
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		7574862	0.18	13263	4	99.97	0.03
TOTAL		25425000	17700742	69.62	17700738	4	100.00	0.00

The number of votes polled in favour of the Ordinary Resolution are 17700738 (100.00% of the total valid votes rounded off). Thus, the Ordinary Resolution has been approved by Shareholders with requisite majority.





Resolution No. : 5			Entering into Related Party Transactions with HAL Offshore Limited for a period of 3 years which would exceed the materiality threshold limit prescribed under Act and Regulations					
Resolution required: (Ordinary / Special)			ORDINARY					
Whether promoter / promoter group are interested in the agenda / resolution?			NO					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	17687475	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Institutions	E-Voting	162663	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	7574862	12465	0.16	12455	10	99.92	0.08
	Poll		802	0.01	798	4	99.50	0.50
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		13267	0.18	13253	14	99.89	0.11
TOTAL		25425000	13267	0.05	13253	14	99.89	0.11

The number of votes polled in favour of the Ordinary Resolution are 13253 (99.89% of the total valid votes).
Thus, the Ordinary Resolution has been approved by Shareholders with requisite majority.





Resolution No. : 6			Modification of relevant explanatory statement to the Postal Ballot Notice dated 6th March,2015 pertaining to appointment of and remuneration payable to Captain C J Rodricks.					
Resolution required: (Ordinary / Special)			SPECIAL					
Whether promoter / promoter group are interested in the agenda / resolution?			NO					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	17687475	0	0.00	0	0	0.00	0.00
	Poll		17687475	100.00	17687475	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		17687475	100.00	17687475	0	100.00	0.00
Public Institutions	E-Voting	162663	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		162663	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	7574862	12465	0.16	12455	10	99.92	0.08
	Poll		802	0.01	798	4	99.50	0.50
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		13267	0.18	13253	14	99.89	0.11
TOTAL		25425000	17700742	69.62	17700728	14	100.00	0.00

The number of votes polled in favour of the Special Resolution are 17700728 (100.00% of the total valid votes).
Thus, the Ordinary Resolution has been approved by Shareholders with requisite majority.



P. V. Subramanian
B.Com., LL.B., ACS.
Company Secretary in Whole-time Practice

81/8, Regent Estate,
Kolkata-700 092, India.
Mobile: 98300 26425
Email: pvsm17@rediffmail.com

Scrutinizer's Report

To,

Chairman
SEAMEC Limited
A-901-905, 9th Floor, 215 Atrium,
Andheri Kurla Road, Andheri (East),
Mumbai - 400093.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, as amended to date, and voting through ballot paper at the 30th Annual General Meeting of SEAMEC Limited held on Friday, August 11, 2017 at 04.00 p.m.

I, P. V. Subramanian, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **SEAMEC Limited** ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the e-voting process in respect of the below mentioned resolutions passed at the 30th Annual General Meeting of the Company held on Friday, August 11, 2017 at 04.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on August 11, 2017.

The Notice dated July 10, 2017 was sent to the shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their votes earlier through e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date of August 04, 2017 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.



The voting period for e-voting commenced on Tuesday, August 8, 2017 at 09.00 a.m. (IST) and ended on Thursday, August 10, 2017 at 05.00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under e-voting facility were thereafter unblocked by me in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and voting through ballot paper at the AGM.

I now submit my consolidated Report as under on the result of the e-voting and voting through ballot paper at the AGM in respect of the said Resolutions.

ORDINARY BUSINESS:

Resolution 1: Ordinary Resolution:

Adoption of:-

- (i) **Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2017 together with the Auditors' Report and Directors' Report thereon; and**
- (ii) **Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2017 together with the Auditors' Report thereon.**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
59	17700838	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
2	4	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	Not Applicable



Resolution 2: Ordinary Resolution:**Re-appointment of Mr. Sanjeev Agrawal (DIN No. 00282059) as Director, who retires by rotation and is eligible for re-appointment.**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
59	17700838	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
2	4	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	Not Applicable

Resolution 3: Ordinary Resolution:**Appointment of M/s. T R Chadha & Co. LLP – Chartered Accountants (ICAI Registration No. 006711N/9500028) as Statutory Auditors of the Company for a period of five years and to fix their remuneration.**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
58	17700818	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
2	4	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	Not Applicable



Resolution 4: Ordinary Resolution:

Appointment of Mr. Mahesh Prasad Mehrotra (DIN No. 00016768) as Independent Director of the Company for a period of 5 years w.e.f. 8th December, 2016.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
58	17700738	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
2	4	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	Not Applicable

Resolution 5: Ordinary Resolution:

Authority to Board of Directors for entering into Related Party Transactions with HAL Offshore Limited.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
56	13253	99.89

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
3	14	0.11

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	Not Applicable



Resolution 6: Special Resolution:

Modification of relevant explanatory statement to the Postal Ballot Notice dated 6th March, 2015 pertaining to appointment of and remuneration payable to captain C J Rodricks.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
57	17700728	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
3	14	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	Not Applicable

Accordingly, all the resolutions stand passed with requisite majority.

Place : Mumbai

Dated: August 11, 2017.



P. V. Subramanian

(P V SUBRAMANIAN)

Company Secretary in Whole-time Practice

ACS:4585/C.P.No.: 2077

For SEAMEC LIMITED

S N Mohanty

**S N MOHANTY
PRESIDENT**

Corporate Affairs, Legal & Company Secretary