SEAMEC LIMITED
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SEAMEC/NSE/SMO/263/18

27th September, 2018

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

Sub: Disclosure of Combined Voting Results of the Business transacted at the National Company Law Tribunal Meeting of the Equity Shareholders of SEAMEC Limited ("the Company") held on Wednesday, 26th September, 2018.
Ref: Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to Order dated 20th July, 2018, passed by National Company Law Tribunal, a meeting of the Equity Shareholders of the Company was held on Wednesday, 26th September, 2018 at 1500 hrs at Mirage Hotel, International Airport Approach Road, Marol, Andheri (East), Mumbai 400059 for approving the Scheme of Arrangement between Hal Offshore Limited and SEAMEC Limited and their respective Shareholders and Creditors (the "Scheme").

Further, pursuant to the provisions of Sections 230(4), 232(1) of the Companies Act, 2013 read with Rules 5 and 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules 2016 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rule, 2014, the Company has provided facility of E-voting to its Equity Shareholders for the approval of the Scheme.

Accordingly, voting by Equity Shareholders of the Company for approval of the scheme has been carried out through (i) E-voting and (ii) physical voting (ballot paper) at the venue of the meeting held on 26th September, 2018.

As per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Companies Act, 2013 and NCLT Order - voting results of the business transacted through (i) E-voting and (ii) physical voting (ballot paper) at the venue of the meeting along with the Scrutinizer's Report are enclosed herewith.

The Proposed resolution approving the scheme was passed with requisite majority by Equity Shareholders of the Company as required by NCLT order and the SEBI Circular.

The meeting concluded at 1545 hrs.

Kindly take the same on 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 NCLT Convened Meeting	26th September, 2018
Total No. of Shareholders on record date / Cutt- off date	19.09.2018
No. of shareholders present in the meeting either in person or through proxy:	10668
Promoters and Promoter Group:	1
Public:	46
No. of shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoter Group:	
Public:	

Resolution No.: 1			Approval of the Scheme of Arrangement between HAL Offshore Limited and SEAMEC Limited.					
Resolution Required: (Ordinary / Special)			ORDINARY					
Whether promoter / promoter group are interested in the agenda / resolution?			YES					
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	17687475	100.00	17687475	0	100.00	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		17687475	100.00	17687475	0	100.00	0.00
Public Institutions	E-Voting	903085	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	903085	0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	6834440	1891	0.03	1881	10	99.47	0.53
	Poll		509	0.01	509	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	6834440	2400	0.04	2390	10	99.58	0.42
TOTAL		25425000	17689875	69.58	17689865	10	100.00	0.00

The number of votes polled in favour of the Ordinary Resolution are 17689865(100%). Thus, the Ordinary Resolution has been approved by Shareholders with requisite majority.

SEAMEC LIMITED MUMBAI

Report of Scrutinizer

To,
Ms Seema Jayesh Modi
Chairperson of the meeting of Shareholders
of Seamec Ltd

Respected Madam

I, Satyajit Mishra, Company Secretary in practice, appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Mumbai Bench, Mumbai vide its order dated 20th July, 2018, for the meeting of Shareholders of Seamec Ltd (the Resulting Company/the Company) held on Wednesday, 26th September, 2018, at 3:00 P.M. at Mirage Hotel, International Airport Approach Road, Marol, Andheri (East), Mumbai-400 059, under the supervision of the Hon'ble National Company Law Tribunal, Mumbai Bench, Mumbai, to consider and, if thought fit, approve, with or without modification, the Scheme of Arrangement between HAL Offshore Ltd and Seamec Ltd, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one locked ballot box kept for polling was placed before me with due identification marks placed by me.

2. On conclusion of the voting, the locked ballot box was opened in my presence and poll paper(s) were diligently scrutinized. The poll papers were reconciled with the records maintained by the SEBI Registered Registrar and Transfer Agents of the Company- C B Management Services Pvt Ltd and the authorizations/proxies lodged with the Company.

3. The Shareholders of the Resulting Company were also provided facility of remote e-voting, in addition to the facility of voting in the meeting of Shareholders. Remote e-voting period commenced on 23rd September, 2018 (9.00 A.M.) and ended on 25th September, 2018 (5.00 P.M.). Complete detail of the e-voting conducted by the Shareholders of the Company was provided to me by NSDL. As per the report furnished by the NSDL, 36 shareholders aggregating 1,76,89,366 votes have voted through remote e-voting process.

4. The result of the Poll and e-voting process is given as under:



	No. of Ballot Papers	Value of Votes
Votes Cast in the meeting	**13**	**509**
Votes Cast through e-voting process	**36**	**1,76,89,366**
Total Votes Cast in the meeting and through e-voting process	**49**	**1,76,89,875**
Invalid Votes	**Nil**	**Nil**
Valid Votes	**49**	**1,76,89,875**
Votes Against	**1**	**10**
Votes Against as % of total valid votes cast	2.04%	0.0001%
Votes in Favour	**48**	**1,76,89,865**
Votes in Favour as % of total valid votes cast	97.96%	99.999%

5. Separate lists of **Shareholders** of the Company who voted "FOR" and "AGAINST" the Resolution, are enclosed herewith.

6. None of the Ballot Papers was found to be invalid.

7. The poll papers, detail of e-voting provided by NSDL and all other relevant records are enclosed herewith for doing needful in the matter.

Thanking you

Yours Sincerely

SATYAJIT MISHRA & CO. FCS 5759 CP-4997 Mumbai. Company Secretaries

Satyajit Mishra
FCS: 5759; CP No.: 4997
Company Secretary
Scrutinizer for the meeting of Shareholders of Seamec Ltd

Counter signed by:

S N Mohanty
Alternate Chairperson of the meeting

Dated: 26th September, 2018
Place: Mumbai

List of Shareholders of Seamec Limited who voted in favour of the Scheme of Arrangement

Sl_No.	Name of Shareholders	No. of Shares of Rs. 10 each fully Paid	No. Of Votes
1	VENEY MASCARENHAS	45	45
2	MANOHAR SUNDER KARKERA	10	10
3	SATISH JAYANTILAL SHAH	11	11
4	LEKHA SATISH SHAH	1	1
5	ANIL CHAMPAKLAL PAREKH	1	1
6	BALA S BANDLA	11	11
7	LEENA BHARAT DOSHI	300	300
8	MEDHA KHALE	65	65
9	CELESTINE ELIZABETH MASCARENHAS	10	10
10	Aloysius Mascarenhas	5	5
11	RAJESH SHARMA	20	20
12	NALINI MANOHAR KARKERA	25	25
13	NIMESH MANOHAR KARKERA	5	5
		509	**509**

SATYAJIT MISHRA & CO. FCS 5755 CP-4997 Mumbai. Company Secretaries

List of Shareholders of Seamec Limited <u>who voted against</u> the Scheme of Arrangement.

S.No	Name	No. of Shares	No. of Votes
1	GOWRISH MALLYA P	10	10
	Total	**10**	**10**

