



SEAMEC LIMITED

A member of **MMG™**

SEAMEC/NSE/SMO/2809/2020

September 28, 2020

National Stock Exchange of India Limited
Exchange Plaza
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East)
Mumbai - 400 051

Trading Symbol: "SEAMECLTD"

Sub: Proceedings of the 33rd Annual General Meeting of the Company

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 33rd Annual General Meeting (AGM) of the Company, held today i.e. September 28, 2020 through Video Conferencing.

The AGM commenced at 04:00 P.M. and concluded at 04:53 P.M.

Kindly take the same on record.

Thanking you,

Yours Faithfully,
For **SEAMEC LIMITED**

S.N. Mohanty
President - Corporate Affairs, Legal and Company Secretary



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SUMMARY OF THE PROCEEDINGS OF THE 33RD ANNUAL GENERAL MEETING

The 33rd Annual General Meeting (AGM) of the Members of SEAMEC LIMITED was held today i.e. Monday, September 28, 2020 at 04.00 p.m. (IST) via two-way Video Conferencing (VC). The Company, while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs (MCA), the Securities and Exchange Board of India (SEBI) and feasible measures in view of the outbreak of Covid-19 pandemic.

The following Board of Directors and Key Managerial Personnel were virtually present at the meeting, viz;

1. Mrs. Seema Modi, Independent Director – Chairperson
2. Mr. Surinder Singh Kohli, Independent Director
3. Mr. Deepak Shetty, Independent Director
4. Mr. Naveen Mohta, Whole Time Director
5. Mr. Subrat Das, Director
6. Mr. S.N. Mohanty, President – Corporate Affairs, Legal and Company Secretary
7. Mr. Vinay Kumar Agarwal, Chief Financial Officer

Mr. S.N. Mohanty, President – Corporate Affairs, Legal and Company Secretary informed that Mr. Sanjeev Agrawal, Chairman of the Board of Directors, is unwell and therefore would not be able to attend the meeting.

In accordance with the provisions of Companies Act, 2013 and Secretarial Standards – 2 on General Meetings, the Directors present at the meeting elected Mrs. Seema Modi as the Chairperson for the meeting to conduct the proceedings.

As per Section 103 of the Companies Act, 2013, the required quorum for convening the AGM was present and complete and accordingly, the Chairperson called the meeting to order. Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

The Chairperson commenced the proceedings of the Meeting and requested each Director and Key Managerial Personnel to introduce themselves.

The representatives of T.R. Chadha & Co., Statutory Auditors, Sudit K. Parekh & Co. LLP, Internal Auditors and Mr. Satyajit Mishra, Proprietor of M/s Satyajit Mishra & Co., Secretarial Auditor and Scrutinizer, were also present at the Meeting through VC.

The Chairperson, thereafter, delivered her Speech. The speech covered, inter-alia, synopsis of impact of COVID-19 pandemic and mitigation strategy, key differentiators, business opportunities and dynamics, strengths of the Company' operating module and financial insights for FY 2019-20, operations and expansion of the Company and Seamec International FZE, wholly owned subsidiary and formation of joint venture company in Ajman Freezone as step down subsidiary of the Company. The Chairperson also acknowledged the contribution of all the employees, other stakeholders and business partners / associates during the year.

The President – Corporate Affairs, Legal and Company Secretary informed the members that the Register of Directors and Key Managerial Personnel and their Shareholding and Register of Contracts or Arrangements in which Directors are Interested are available. These will remain accessible to the members for inspection electronically if they so desire.

With the consent of the Members, the Notice of the Meeting was taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report for FY 2019-20 did not have any qualifications.

The following items of business as set out in the notice convening 33rd AGM were placed for members' consideration and approval.



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Resolution(s):

Ordinary Business:

1. To receive, consider and adopt:
 - a) Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon;
 - b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the Report of Auditors thereon.
2. To declare dividend of Rs. 1 per equity share for the financial year ended March 31, 2020.
3. To appoint a Director in place of Mr. Sanjeev Agrawal (DIN: 00282059) who retires by rotation and being eligible, offers himself for re-appointment.

The Chairperson invited the Members, who had pre-registered with the Company as Speakers, to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and on the resolutions set out in the Notice. The Members were given an opportunity to speak in the order in which they had registered their names. After giving sufficient time to all Members who wished to speak, the questions of the members were compiled and responded suitably.

Thereafter, it was informed that Mr. Satyajit Mishra, Practicing Company Secretary was the Scrutinizer appointed by the Board to scrutinize the votes cast during the Meeting and through remote e-voting, in a fair and transparent manner.

The President – Corporate Affairs, Legal and Company Secretary informed the members that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited ('NSDL') system before the Meeting through remote e-voting. He further informed that the e-voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting. Time allotted for this purpose was 30 minutes from the closure of meeting.

The Chairperson authorized President – Corporate Affairs, Legal and Company Secretary to carry out the voting process and conclude the Meeting. He also authorized the Company Secretary to accept and countersign the Scrutinizer's Report and declare the consolidated voting results. He informed the Members that the combined results of the remote e-voting before as well as remote e-voting during the AGM would be announced within 48 hours of the conclusion of the Meeting and the results alongwith the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the websites of the Company and NSDL.

On behalf of the Chairperson, the President – Corporate Affairs, Legal and Company Secretary thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually. The e-voting facility was kept open for the next 30 minutes to enable the Members to cast their vote.

The meeting concluded with a vote of thanks to the Chair at 04:53 P.M.

For **SEAMEC LIMITED**

S.N. Mohanty

President – Corporate Affairs, Legal and Company Secretary