SEAMEC LIMITED
A member of MMG

SEAMEC/NSE/SMO/507/15

21st April, 2015

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

Sub: Declaration of result - 35B of Listing Agreement

Dear Sir,

We are furnishing herewith the statement of results of shareholders resolution passed through Postal Ballot / E-Voting declared today along with report of Mr. P.V.Subramanian, Scrutinizer, appointed for this purpose.

Thanking You,

Yours faithfully,

FOR SEAMEC LIMITED

S.N.Mohanty
Chief Legal Officer and Company Secretary

RESULTS OF SHAREHOLDERS RESOLUTION PASSED THROUGH POSTAL BALLOT / E-VOTING

Details of Business:

1. To authorize the Company to sell its vessel "SEAMEC PRINCESS" to Company's Wholly Owned Subsidiary, Seamec International FZE.

Resolution required : Special

Mode of voting : Postal Ballot / E-voting

Promoter/Public	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 – in 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	25,425,000	0	0	0	0	0	0
Public - Institutional holders	-	-	-	-	-	-	-
Public – others	84,75,000	694,177	8.19	693,972	205	99.97	0.03
Total	**33,900,000**	**694,177**	**2.04**	**693,972**	**205**	**99.97**	**0.03**

2. To approve Related Party Transaction with M/s. HAL Offshore Limited in respect of Charter Hire of Vessel Seamec II.

Resolution required : Special

Mode of voting : Postal Ballot / E-voting

Promoter/Public	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 – in 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	25,425,000	0	0	0	0	0	0
Public - Institutional holders	-	-	-	-	-	-	-
Public – others	84,75,000	693,537	8.18	693,332	205	99.97	0.03
Total	**33,900,000**	**693,537**	**2.04**	**693,972**	**205**	**99.97**	**0.03**

3. To approve Related Party Transaction with Mrs. Deepti Agrawal for leasing of Office Premises.

Resolution required : Special

Mode of voting : Postal Ballot / E-voting

Promoter/Public	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 – in 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	25,425,000	0	0	0	0	0	0
Public - Institutional holders	-	-	-	-	-	-	-
Public – others	84,75,000	693,537	8.18	692,680	857	99.88	0.12
Total	**33,900,000**	**693,537**	**2.05**	**692,680**	**857**	**99.88**	**0.12**

4. To approve appointment of Mr. Manu Chadha as an Independent Director of the Company.

Resolution required : Special

Mode of voting : Postal Ballot / E-voting

Promoter/Public	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 – in 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	25,425,000	0	0	0	0	0	0
Public - Institutional holders	-	-	-	-	-	-	-
Public – others	84,75,000	693,327	8.18	692,926	401	99.94	0.06
Total	**33,900,000**	**693,327**	**2.05**	**692,926**	**401**	**99.94**	**0.06**

5. To approve appointment of Capt.C.J.Rodricks as Managing Director of the Company.

Resolution required : Special

Mode of voting : Postal Ballot / E-voting

Promoter/Public	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 – in 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	25,425,000	0	0	0	0	0	0
Public - Institutional holders	-	-	-	-	-	-	-
Public – others	84,75,000	693,677	8.18	692,146	1531	99.77	0.22
Total	33,900,000	693,677	2.05	692,146	1531	99.77	0.22

For SEAMEC LIMITED

S. N. MOHANTY
CHIEF LEGAL OFFICER & COMPANY SECRETARY

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

To,

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

Dear Sir,

Scrutinizer's Report on voting by Postal Ballot

1. The Board of Directors of SEAMEC LIMITED ("the Company"), by resolution passed at its meeting held on 6th March, 2015, appointed me as Scrutinizer for conducting the Postal Ballot voting process seeking members' consent for transacting the following business by passing the **special resolutions** as set out in the Notice dated 6th March, 2015 issued by the Company pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014:-

   a. To authorise the Company to sell its vessel "SEAMEC PRINCESS" to Company's Wholly Owned Subsidiary, Seamec International FZE;

   b. To approve Related Party Transaction with M/s. HAL Offshore Limited in respect of Charter Hire of Vessel Seamec II;

   c. To approve Related Party Transaction with Mrs. Deepti Agrawal for leasing of Office Premises;

   d. To approve appointment of Mr. Manu Chadha as an Independent Director of the Company; and

   e. To approve appointment of Capt. C. J. Rodricks as Managing Director of the Company.

2. The Postal Ballot voting process has been completed and now I submit my report as under:-

2.1 The Company has completed on 17th March, 2015 the despatch of postal ballot notice, postal ballot forms and postage prepaid self addressed business reply envelopes to its Members, whose names appeared on the Register of Members / list of beneficiaries as on 6th March, 2015. The Members were given an option to exercise their votes either electronically or by way of physical Postal Ballot Form.

2.2 The Company has availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting by the shareholders.

P. V. SUBRAMANIAN Company Secretary C.P.-2077 81/8, Regent Estate, Kolkata-92

2.3 The period of voting through Postal Ballot Forms & by electronic mode commenced on 18th March, 2015 (09.00 hours) and ended on 16th April, 2015 (18.00 hours).

2.4 The postal ballot forms received during this period were kept under my safe custody in a sealed and tamper proof ballot box.

2.5 The ballot box was opened after 18.00 hours on 16th April, 2015 in my presence and the votes cast through postal ballot forms received till 18.00 hours on that day, being the last date and time fixed by the Company for the purpose, were considered for my scrutiny.

2.6 The e-voting module was disabled by NSDL on 16th April, 2015 (18.00 hours). Thereafter, the data for e-voting was downloaded by me in the presence of two witnesses who were not in the employment of the Company.

2.7 I have scrutinized the Postal Ballot Forms and the e-voting data for verification of votes cast in favour and against the resolutions and have made necessary entries in the registers maintained for the purpose in accordance with the Companies (Management and Administration) Rules, 2014.

2.8 At the time of submitting this report, no further postal ballot forms were received after the last date and time fixed for receiving such forms.

2.9 Envelopes containing postal ballot forms returned undelivered aggregate to 1448 (one thousand four hundred forty-eight) nos. These envelopes were not opened and they are kept separately.

2.10 I did not find any defaced or mutilated ballot paper.

3. I now submit below my report on the results of voting through Postal Ballot Forms and electronic means in respect of the said Resolutions:-

Resolution No.1:

Special Resolution authorising the Company to sell its vessel "SEAMEC PRINCESS" to Company's Wholly Owned Subsidiary, Seamec International FZE.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of valid votes cast (shares)	% of total number of valid votes cast
E-voting	48	668743	
Physical	47	25229	
Total	95	693972	99.97%

P. V. SUBRAMANIAN Company Secretary C.P.-2077 8/1B, Regent Estate, Kolkata-92

(i) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of valid votes cast (shares)	% of total number of valid votes cast
E-voting	4	205	
Physical	0	0	
Total	4	205	0.03%

(ii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast
E-voting	0	0
Physical	9	1275
Total	9	1275

Resolution No.2:

Special Resolution approving Related Party Transaction with M/s. HAL Offshore Limited in respect of Charter Hire of Vessel Seamec II.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of valid votes cast (shares)	% of total number of valid votes cast
E-voting	49	668903	
Physical	45	24429	
Total	94	693332	99.97%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of valid votes cast (shares)	% of total number of valid votes cast
E-voting	2	5	
Physical	1	200	
Total	3	205	0.03%

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast
E-voting	0	0
Physical	10	1875
Total	10	1875

P. V. SUBRAMANIAN Company Secretary C.P.-2077 8/1B, Regent Estate, Kolkata-92

Resolution No.3:

Special Resolution approving Related Party Transaction with Mrs. Deepti Agrawal for leasing of Office Premises.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of valid votes cast (shares)	% of total number of valid votes cast
E-voting	44	668351	
Physical	45	24329	
Total	89	692680	99.88%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of valid votes cast (shares)	% of total number of valid votes cast
E-voting	7	557	
Physical	1	300	
Total	8	857	0.12%

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast
E-voting	0	0
Physical	10	1875
Total	10	1875

Resolution No.4:

Special Resolution approving appointment of Mr. Manu Chadha as an Independent Director of the Company.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of valid votes cast (shares)	% of total number of valid votes cast
E-voting	47	668398	
Physical	44	24528	
Total	91	692926	99.94%

P. V. SUBRAMANIAN Company Secretary C.P.-2077 8/8, Regent Estate, Kolkata-92

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of valid votes cast (shares)	% of total number of valid votes cast
E-voting	5	300	
Physical	2	101	
Total	7	401	0.06%

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast
E-voting	0	0
Physical	10	1875
Total	10	1875

Resolution No.5:

Special Resolution approving appointment of Capt. C. J. Rodricks as Managing Director of the Company.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of valid votes cast (shares)	% of total number of valid votes cast
E-voting	48	668268	
Physical	41	23878	
Total	89	692146	99.78%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of valid votes cast (shares)	% of total number of valid votes cast
E-voting	5	780	
Physical	5	751	
Total	10	1531	0.22%

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast
E-voting	0	0
Physical	10	1875
Total	10	1875

P. V. SUBRAMANIAN Company Secretary C.P.-2077 8/1B, Regent Estate, Kolkata-92

All the five special resolutions stand passed with requisite majority and you may declare the results of voting accordingly.

The Register, all other papers and relevant records relating to electronic voting as well as through postal ballot shall remain in my safe custody until the Chairman considers, approves and signs the minutes and the same are handed over to the Company Secretary for safe keeping.

P. V. Subramanian.

Place : Kolkata

Dated: 17th April, 2015.



(P V SUBRAMANIAN)
Company Secretary in Whole-time Practice
ACS: 4585/C.P.No.: 2077