SEAMEC LIMITED

SEAMEC/NSE/SMO/344/14

11th November, 2014

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

SEAMEC LIMITED

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

Details of Business:

Authorising Seamec International FZE, the Company's wholly owned subsidiary to sell its vessel ALLIANCE to a prospective buyer.

Resolution required : Special

Mode of voting : Postal Ballot / E-voting

In case of 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) =
Promoter and Promoter Group	25,423,803	25,423,803	100%	25,423,803	NIL	100%	-
Public - Institutional holders	-	-	-	-	-	-	-
Public – others	8,476,197	161,568	1.91	157,470	4,098	97.46	2.54
Total	33,900,000						

For SEAMEC LIMITED

S. N. MOHANTY
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") has, on 29th September, 2014, appointed me as Scrutinizer for conducting Postal Ballot voting process seeking its members' assent / dissent for passing the following resolution, as Special Resolution, pursuant to the Notice dated 29th September, 2014 issued under Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014:-

"RESOLVED THAT pursuant to the provisions of section 180(1)(a) read with Regulation 25(2) of SEBI (Acquisition of Shares and Takeovers) Regulations, 2011 and other applicable provisions, if any, of the Companies Act, 2013 and subject to such approval as may be necessary, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to authorize the Board of Directors of SEAMEC INTERNATIONAL FZE, Dubai, its wholly owned subsidiary (WOS) to sell, transfer and/or otherwise dispose of its vessel "ALLIANCE" to a prospective buyer, on such terms and conditions and in such form and in such manner as the Board of Directors of WOS may decide in its best interest and bonafide manner with full power and authority to the Board of Directors of WOS to do all such acts, deeds and things as may be necessary to implement this resolution."

2. I submit my report as under:-

2.1 The company has completed on 9th October, 2014 the despatch of postal ballot notice, postal ballot forms and postage prepaid self addressed business reply envelopes to its Members, whose name appeared on the Register of Members / list of beneficiaries as on 29th September, 2014. 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.

2.3 The date of Commencement of voting through Postal Ballot Forms and/or by electronic mode and the date of Conclusion of voting were 10th October, 2014 (9.00 a.m.) and 8th November, 2014 (5.30 p.m.) respectively.

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 5.30 p.m. on 8th November, 2014 in my presence and the votes cast through postal ballot forms received till 5.30 p.m. on that day, being the last date and time fixed by the Company for the purpose, were considered for my scrutiny.

2.6 NSDL e-voting was disabled after 5.30 p.m. on 8th November, 2014 and 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.

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

2.8 Envelopes containing postal ballot forms returned undelivered aggregated to 1143 (one thousand one hundred fortythree) nos. These envelopes were not opened and they are kept separately.

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

2.10 I have scrutinized the poll papers and e-voting and votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014.

3. I now submit my Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Special Resolution:-

Authorising Seamec International FZE, the Company's wholly owned subsidiary to sell its vessel ALLIANCE to a prospective buyer.

(i) Votes 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	53	25563362	
Physical	100	17911	
Total	153	25581273	99.98%

(ii) Votes 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	6	1410	
Physical	8	2688	
Total	14	4098	0.02%

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast
E-voting	0	0
Physical	21	5235
Total	21	5235

The special resolution stands passed with requisite majority and you may declare the result of voting by Postal Ballot accordingly.

The Register, all other papers and relevant records relating to electronic voting and physical mode 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

(P V SUBRAMANIAN)
Company Secretary in Whole-time Practice

Dated: 10th November, 2014.

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