

| <b>General information about company</b>                       |                          |
|--|--------------------------|
| Scrip code   | 526807                   |
| NSE Symbol   | SEAMECLTD                |
| MSEI Symbol  |                          |
| ISIN   | INE497B01018             |
| Name of the entity   | SEAMEC LIMITED           |
| Date of start of financial year                                | 01-04-2019               |
| Date of end of financial year                                  | 31-03-2020               |
| Reporting Quarter  | Half Yearly              |
| Date of Report   | 30-09-2019               |
| Risk management committee                                      | Not Applicable           |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 listed entities |



## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

| Sr | Title (Mr / Ms) | Name of the Director | PAN        | DIN      | Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of Birth | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 1  | Mr              | SANJEEV AGRAWAL      | ABOPA4675N | 00282059 | Non-Executive - Nominee Director     | Chairperson             |                         | 05-12-1963    | 03-06-2014                  | 03-06-2014             |                   |                                | 2  | 0   | 2   | 0  |                             |                             |
| 2  | Mr              | SURINDER SINGH KOHLI | AAWPK6879P | 00169907 | Non-Executive - Independent Director | Not Applicable          |                         | 10-04-1945    | 03-06-2014                  | 09-08-2019             |                   | 60                             | 4  | 4   | 5   | 2  |                             |                             |
| 3  | Ms              | SEEMA MODI           | AAGPM3853M | 05327073 | Non-Executive - Independent Director | Not Applicable          |                         | 09-02-1965    | 01-04-2015                  | 01-04-2015             |                   | 54                             | 1  | 1   | 1   | 1  |                             |                             |
| 4  | Mr              | DEEPAK SHETTY        | ARVPS5113Q | 07089315 | Non-Executive - Independent Director | Not Applicable          |                         | 02-11-1956    | 15-05-2019                  | 15-05-2019             |                   | 5                              | 4  | 4   | 4   | 2  |                             |                             |



| <b>I. Composition of Board of Directors</b>                                 |                 |                      |            |          |  |                         |                         |               |                             |                        |                   |                                |  |   |   |  |                             |                             |
|---|-----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| <b>Disclosure of notes on composition of board of directors explanatory</b> |                 |                      |            |          |  |                         |                         |               |                             |                        |                   |                                |  |   |   |  |                             |                             |
| <b>Wether the listed entity has a Regular Chairperson</b>                   |                 |                      |            |          |  |                         |                         |               |                             |                        |                   |                                |  |   |   |  |                             |                             |
| Sr  | Title (Mr / Ms) | Name of the Director | PAN        | DIN      | Category 1 of directors                  | Category 2 of directors | Category 3 of directors | Date of Birth | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
| 5   | Mr              | NAVEEN MOHTA         | AGGPM9393Q | 07027180 | Executive Director                       | Not Applicable          |                         | 13-07-1973    | 14-11-2017                  | 14-11-2017             |                   |                                | 1  | 0   | 2   | 0  |                             |                             |
| 6   | Mr              | SUBRAT DAS           | AHUPD5886C | 07105815 | Non-Executive - Non Independent Director | Not Applicable          |                         | 18-05-1963    | 14-11-2017                  | 14-11-2017             |                   |                                | 1  | 0   | 1   | 0  |                             |                             |



| <b>Audit Committee Details</b>                        |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00169907   | SURINDER SINGH KOHLI      | Non-Executive - Independent Director     | Member                  | 03-06-2014          |                   |         |
| 2   | 05327073   | SEEMA MODI                | Non-Executive - Independent Director     | Member                  | 01-04-2015          |                   |         |
| 3   | 07089315   | DEEPAK SHETTY             | Non-Executive - Independent Director     | Chairperson             | 15-05-2019          |                   |         |
| 4   | 07105815   | SUBRAT DAS                | Non-Executive - Non Independent Director | Member                  | 14-11-2017          |                   |         |



| Nomination and remuneration committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00169907   | SURINDER SINGH KOHLI      | Non-Executive - Independent Director | Chairperson             | 03-06-2014          |                   |         |
| 2   | 05327073   | SEEMA MODI                | Non-Executive - Independent Director | Member                  | 01-04-2015          |                   |         |
| 3   | 00282059   | SANJEEV AGRAWAL           | Non-Executive - Nominee Director     | Member                  | 03-06-2014          |                   |         |



| Stakeholders Relationship Committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson |            |                           |                                      |                         |                     | Yes               |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 05327073   | SEEMA MODI                | Non-Executive - Independent Director | Chairperson             | 01-04-2015          |                   |         |
| 2   | 00282059   | SANJEEV AGRAWAL           | Non-Executive - Nominee Director     | Member                  | 03-06-2014          |                   |         |
| 3   | 07027180   | NAVEEN MOHTA              | Executive Director                   | Member                  | 14-11-2017          |                   |         |



| Risk Management Committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 07089315   | DEEPAK SHETTY             | Non-Executive - Independent Director | Chairperson             | 15-05-2019          |                   |         |
| 2   | 00282059   | SANJEEV AGRAWAL           | Non-Executive - Nominee Director     | Member                  | 03-06-2014          |                   |         |
| 3   | 00169907   | SURINDER SINGH KOHLI      | Non-Executive - Independent Director | Member                  | 03-06-2014          |                   |         |
| 4   | 05327073   | SEEMA MODI                | Non-Executive - Independent Director | Member                  | 01-04-2015          |                   |         |
| 5   | 07027180   | NAVEEN MOHTA              | Executive Director                   | Member                  | 14-11-2017          |                   |         |
| 6   | 99999999   | SACHIDANANDA MOHANTY      | Member                               | Member                  | 16-10-2000          |                   |         |
| 7   | 99999999   | Vinay Kumar Agarwal       | Member                               | Member                  | 09-08-2019          |                   |         |



| <b>Corporate Social Responsibility Committee</b>                                |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson |            |                           |                                      |                         |                     | Yes               |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00282059   | SANJEEV AGRAWAL           | Non-Executive - Nominee Director     | Chairperson             | 03-06-2014          |                   |         |
| 2   | 05327073   | SEEMA MODI                | Non-Executive - Independent Director | Member                  | 01-04-2015          |                   |         |
| 3   | 07089315   | DEEPAK SHETTY             | Non-Executive - Independent Director | Member                  | 15-05-2019          |                   |         |





| Other Committee |            |                           |                         |                         |                         |         |
|-----------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr              | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

*1/1*

*1/1*

| Annexure 1   |   |  |   |                              |  |                              |   |
|--|---|--|---|------------------------------|--|------------------------------|---|
| Annexure 1   |   |  |   |                              |  |                              |   |
| III. Meeting of Board of Directors                               |   |  |   |                              |  |                              |   |
| Disclosure of notes on meeting of board of directors explanatory |   |  |   |                              |  |                              |   |
| Sr   | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1  | 15-05-2019  |  |   |                              | Yes  | 4                            | 2   |
| 2  |   | 09-08-2019   | 85  |                              | Yes  | 6                            | 3   |



| Annexure 1   |                                       |   |   |                         |                               |  |                              |   |
|--|---------------------------------------|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| IV. Meeting of Committees                                |                                       |   |   |                         |                               |  |                              |   |
| Disclosure of notes on meeting of committees explanatory |                                       |   |   |                         |                               |  |                              | No. of Independent Directors attending the meeting* |
| Sr   | Name of Committee                     | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* |   |
| 1  | Audit Committee                       | 15-05-2019  |   |                         |                               | Yes  | 3                            | 2   |
| 2  | Audit Committee                       | 09-08-2019  | 85  |                         |                               | Yes  | 4                            | 3   |
| 3  | Stakeholders Relationship Committee   | 15-05-2019  |   |                         |                               | Yes  | 2                            | 1   |
| 4  | Stakeholders Relationship Committee   | 12-07-2019  | 57  |                         |                               | Yes  | 2                            | 1   |
| 5  | Stakeholders Relationship Committee   | 09-08-2019  | 27  |                         |                               | Yes  | 3                            | 1   |
| 6  | Nomination and remuneration committee | 15-05-2019  |   |                         |                               | Yes  | 3                            | 2   |



| Annexure 1                |                                       |   |   |                         |                               |  |                              |   |
|---------------------------|---------------------------------------|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| IV. Meeting of Committees |                                       |   |   |                         |                               |  |                              |   |
| Sr                        | Name of Committee                     | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 7                         | Nomination and remuneration committee | 09-08-2019  | 85  |                         |                               | Yes  | 3                            | 2   |



| <b>Annexure 1</b>                    |  |                                  |  |
|--------------------------------------|--|----------------------------------|--|
| <b>V. Related Party Transactions</b> |  |                                  |  |
| Sr                                   | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1                                    | Whether prior approval of audit committee obtained   | Yes                              |  |
| 2                                    | Whether shareholder approval obtained for material RPT   | NA                               |  |
| 3                                    | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA                               |  |



| Annexure 1       |  |                            |
|------------------|--|----------------------------|
| VI. Affirmations |  |                            |
| Sr               | Subject  | Compliance status (Yes/No) |
| 1                | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015  | Yes                        |
| 2                | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee  | Yes                        |
| 3                | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                   | Yes                        |
| 4                | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                   | Yes                        |
| 5                | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) | NA                         |
| 6                | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                              | Yes                        |
| 7                | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                  | Yes                        |
| 8                | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.   | Yes                        |
| 9                | Any comments/observations/advice of Board of Directors may be mentioned here:  | Textual Information(1)     |



| <b>Text Block</b>      |   |
|------------------------|---|
| Textual Information(1) | <p>In accordance with Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2019, the said regulation is not applicable to the Company for the quarter and six months ended on September 30, 2019, as the Company is not listed amongst the top 500 listed entities on the basis of market capitalisation as at the end of the immediately previous financial year.</p> <p>However, as a practice for ensuring better Corporate Governance, the Company has voluntarily constituted Risk Management Committee and reported its details in this Report.</p> |



| Annexure 1 |                   |  |
|------------|-------------------|--|
| Sr         | Subject           | Compliance status                        |
| 1          | Name of signatory | S N MOHANTY                              |
| 2          | Designation       | Company Secretary and Compliance Officer |



*[Handwritten signature]*



| <b>Annexure III</b>                  |  |                                      |                               |  |
|--------------------------------------|--|--------------------------------------|-------------------------------|--|
| <b>III. Affirmations</b>             |  |                                      |                               |  |
| Sr                                   | Particulars  | Regulation Number                    | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here.   |
| 1                                    | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2)                                | Yes                           |  |
| 2                                    | Presence of Chairperson of Audit Committee at the Annual General Meeting   | 18(1)(d)                             | Yes                           |  |
| 3                                    | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting   | 19(3)                                | No                            | Mr. Surinder Singh Kohli, Chairman of the Nomination and Remuneration Committee could not attend the Annual General Meeting due to personal unavoidable reasons. Mr. Kohli, authorised Mr. Sanjeev Agrawal, Member of the Committee, to attend Annual General Meeting on his behalf. |
| 4                                    | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting  | 20(3)                                | Yes                           |  |
| 5                                    | Whether "Corporate Governance Report" disclosed in Annual Report   | 34(3) read with para C of Schedule V | Yes                           |  |
| Any other information to be provided |  |                                      |                               |  |



| <b>Annexure III</b> |                   |  |
|---------------------|-------------------|--|
| 1                   | Name of signatory | S N MOHANTY                              |
| 2                   | Designation       | Company Secretary and Compliance Officer |



| <b>Signatory Details</b> |  |
|--------------------------|--|
| Name of signatory        | S N MOHANTY                              |
| Designation of person    | Company Secretary and Compliance Officer |
| Place                    | Mumbai                                   |
| Date                     | 09-10-2019                               |

