



**SEAMEC LIMITED**  
A member of **MMB™**

SEAMEC/BSE/SMO/167/18

4<sup>th</sup> July, 2018

To,  
**Deputy General Manager - Listing**  
**BSE Limited**  
Corporate Relation Department,  
1<sup>st</sup> Floor, Rotunda Building,  
New Marine Lines,  
Phirojee Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001.

**Sub: Quarterly Report on Implementation of Provisions of Corporate Governance**

Dear Sir,

We furnish herewith the Quarterly Report on implementation of provisions of Corporate Governance for the Quarter ended 30<sup>th</sup> June, 2018.

Thanking you,

Yours faithfully,  
For **SEAMEC LIMITED**

**S. N. Mohanty**  
**PRESIDENT**  
Corporate Affairs, Legal and Company Secretary



Encl: As stated

| <b>MSEI Symbol</b>              |                |
|---------------------------------|----------------|
| Scrip code                      | 526807         |
| NSE Symbol                      | SEAMECLTD      |
| MSEI Symbol                     |                |
| ISIN                            | INE497B01018   |
| Name of the entity              | SEAMEC LIMITED |
| Date of start of financial year | 01-04-2018     |
| Date of end of financial year   | 31-03-2019     |
| Reporting Quarter               | Quarterly      |
| Date of Report                  | 30-06-2018     |
| Risk management committee       | Not Applicable |



| 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                 |                 |                      |            |          |                                      |                         |                         |   |                   |                                |  |   |  |                             |                             |
| Is there any change in information of board of directors compare to previous quarter |                 |                      |            |          |                                      |                         |                         |   |                   |                                |  |   |  |                             |                             |
| Sr   | Title (Mr / Ms) | Name of the Director | PAN        | DIN      | Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 25(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             |                         | 03-06-2014                              |                   |                                | 2  | 2   | 0  |                             |                             |
| 2  | Mr              | SURINDER SINGH KOHLI | AAWPK6879P | 00169907 | Non-Executive - Independent Director | Not Applicable          |                         | 03-06-2014                              |                   | 48                             | 5  | 3   | 1  |                             |                             |
| 3  | Mr              | AMARJIT SINGH SONI   | AABPS3588A | 03009390 | Non-Executive - Independent Director | Not Applicable          |                         | 03-06-2014                              |                   | 48                             | 1  | 1   | 0  |                             |                             |
| 4  | Ms              | SEEMA MODI           | AAGPM3853M | 05327073 | Non-Executive - Independent Director | Not Applicable          |                         | 01-04-2015                              |                   | 39                             | 1  | 1   | 1  |                             |                             |



## Annexure I

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

## I. Composition of Board of Directors

| Sr | Title (Mr / Ms) | Name of the Director   | PAN        | DIN      | Category 1 of directors                  | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 25(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              | MAHESH PRASAD MEHROTRA | AAAPM2948M | 00016768 | Non-Executive - Independent Director     | Not Applicable          |                         | 08-12-2016                              |                   | 19                             | 5  | 1   | 3  |                             |                             |
| 6  | Mr              | NAVEEN MOHTA           | AGGPM9393Q | 07027180 | Executive Director                       | Not Applicable          |                         | 14-11-2017                              |                   |                                | 1  | 1   | 0  |                             |                             |
| 7  | Mr              | SUBRAT DAS             | AHUPD5886C | 07105815 | Non-Executive - Non Independent Director | Not Applicable          |                         | 14-11-2017                              |                   |                                | 1  | 0   | 0  |                             |                             |



| Audit Committee Details |            |                           |                                      |                         |         |
|-------------------------|------------|---------------------------|--------------------------------------|-------------------------|---------|
| Sr                      | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Remarks |
| 1                       | 00016768   | MAHESH PRASAD MEHROTRA    | Non-Executive - Independent Director | Chairperson             |         |
| 2                       | 00169907   | SURINDER SINGH KOHLI      | Non-Executive - Independent Director | Member                  |         |
| 3                       | 03009390   | AMARJIT SINGH SONI        | Non-Executive - Independent Director | Member                  |         |
| 4                       | 05327073   | SEEMA MODI                | Non-Executive - Independent Director | Member                  |         |





| Nomination and remuneration committee |            |                           |                                      |                         |         |
|---------------------------------------|------------|---------------------------|--------------------------------------|-------------------------|---------|
| Sr                                    | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Remarks |
| 1                                     | 00169907   | SURINDER SINGH KOHLI      | Non-Executive - Independent Director | Chairperson             |         |
| 2                                     | 03009390   | AMARJIT SINGH SONI        | Non-Executive - Independent Director | Member                  |         |
| 3                                     | 05327073   | SEEMA MODI                | Non-Executive - Independent Director | Member                  |         |



| Stakeholders Relationship Committee |            |                           |                                      |                         |         |
|-------------------------------------|------------|---------------------------|--------------------------------------|-------------------------|---------|
| Sr                                  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Remarks |
| 1                                   | 05327073   | SEEMA MODI                | Non-Executive - Independent Director | Chairperson             |         |
| 2                                   | 00282059   | SANJEEV AGRAWAL           | Non-Executive - Nominee Director     | Member                  |         |
| 3                                   | 07027180   | NAVEEN MOHTA              | Executive Director                   | Member                  |         |



| Risk Management Committee |            |                           |                         |                         |         |
|---------------------------|------------|---------------------------|-------------------------|-------------------------|---------|
| Sr                        | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks |





| Corporate Social Responsibility Committee |            |                           |                                      |                         |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------|
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Remarks |
| 1   | 00282059   | SANJEEV AGRAWAL           | Non-Executive - Nominee Director     | Chairperson             |         |
| 2   | 05327073   | SEEMA MODI                | Non-Executive - Independent Director | Member                  |         |



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



| <b>Annexure 1</b>  |   |  |   |
|--|---|--|---|
| <b>Annexure 1</b>  |   |  |   |
| <b>III. Meeting of Board of Directors</b>                        |   |  |   |
| 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) |
| 1  | 14-02-2018  |  |   |
| 2  |   | 25-05-2018   | 99  |



## Annexure 1

## IV. Meeting of Committees

## Disclosure of notes on meeting of committees explanatory

| Sr | Name of Committee                     | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement of Quorum met | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) | Name of other committee |
|----|---------------------------------------|---|--|---------------------------|---|--|-------------------------|
| 1  | Audit Committee                       | 25-05-2018  | Yes  |                           | 14-02-2018  | 99   |                         |
| 2  | Stakeholders Relationship Committee   | 25-05-2018  | Yes  |                           | 14-02-2018  | 99   |                         |
| 3  | Nomination and remuneration committee | 25-05-2018  | Yes  |                           |   |  |                         |
| 4  | Risk Management Committee             | 25-05-2018  | Yes  |                           | 14-02-2018  | 99   |                         |



| <b>Annexure 1</b>                    |  |                               |  |
|--------------------------------------|--|-------------------------------|--|
| <b>V. Related Party Transactions</b> |  |                               |  |
| Sr                                   | Subject  | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1                                    | Whether prior approval of audit committee obtained   | NA                            |  |
| 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 100 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                        |



| <b>Annexure 1</b> |                   |   |
|-------------------|-------------------|---|
| Sr                | Subject           | Compliance status                       |
| 1                 | Name of signatory | S N MOHANTY                             |
| 2                 | Designation       | Company Secretary and Compliance Office |



| <b>Signatory Details</b> |   |
|--------------------------|---|
| Name of signatory        | S N MOHANTY                             |
| Designation of person    | Company Secretary and Compliance Office |
| Place                    | MUMBAI                                  |
| Date                     | 04-07-2018                              |





**SEAMEC LIMITED**  
A member of **MMG™**

SEAMEC/NSE/SMO/168/18

4<sup>th</sup> July, 2018

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

**Sub: Quarterly Report on Implementation of Provisions of Corporate Governance**

Dear Sir,

We furnish herewith the Quarterly Report on implementation of provisions of Corporate Governance for the Quarter ended 30<sup>th</sup> June, 2018.

Thanking you,

Yours faithfully,  
For SEAMEC LIMITED

  
S. N. Mohanty  
PRESIDENT  
Corporate Affairs, Legal and Company Secretary



Encl: As stated

## ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Seamec Limited
2. Quarter ending - 30-Jun-2018

| I. Composition of Board of Directors |                              |          |            |   |                        |                      |        |  |   |   |
|--------------------------------------|------------------------------|----------|------------|---|------------------------|----------------------|--------|--|---|---|
| Title<br>(Mr./Ms)                    | Name<br>of the<br>Director   | DIN      | PAN        | Category<br>(Chairperson<br>/Executive/Non-Executive/<br>Independent/<br>Nominee) | Date of<br>Appointment | Date of<br>cessation | Tenure | No of<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity | No of<br>memberships<br>in<br>Audit/<br>Stakeholder<br>Committee(s)<br>including<br>this listed<br>entity | No of post<br>of<br>Chairpersons<br>on in<br>Audit/<br>Stakeholder<br>Committee held in<br>listed<br>entities<br>including<br>this listed<br>entity |
| Mr.                                  | Sanjeev<br>Agrawal           | 00282059 | ABOPA4675N | C,NED,ND  | 03-Jun-2014            |                      |        | 2  | 2   | 0   |
| Mr.                                  | Surinder<br>Singh<br>Kohli   | 00169907 | AAWPK6879P | ID  | 03-Jun-2014            |                      | 48     | 5  | 3   | 1   |
| Mr.                                  | Amarjit<br>Singh<br>Soni     | 03009390 | AABPS3588A | ID  | 03-Jun-2014            |                      | 48     | 1  | 1   | 0   |
| Ms.                                  | Seema<br>Modi                | 05327073 | AAGPM3853M | ID  | 01-Apr-2015            |                      | 39     | 1  | 1   | 1   |
| Mr.                                  | Mahesh<br>Prasad<br>Mehrotra | 00016768 | AAAPM2948M | ID  | 08-Dec-2016            |                      | 19     | 5  | 1   | 3   |
| Mr.                                  | Subrat<br>Das                | 07105815 | AHUPD5886C | NED,ND  | 14-Nov-2017            |                      |        | 1  | 0   | 0   |
| Mr.                                  | Naveen<br>Mohta              | 07027180 | AGGPM9393Q | ED,ND   | 14-Nov-2017            |                      |        | 1  | 1   | 0   |





## I. Composition of Committees

| <b>Audit Committee</b> |                             |                 |                               |
|------------------------|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i>         | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1                      | Mahesh Prasad Mehrotra      | ID              | Chairperson                   |
| 2                      | Surinder Singh Kohli        | ID              | Member                        |
| 3                      | Amarjit Singh Soni          | ID              | Member                        |
| 4                      | Seema Modi                  | ID              | Member                        |

| <b>Stakeholders Relationship Committee</b> |                             |                 |                               |
|--|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i>                             | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1  | Seema Modi                  | ID              | Chairperson                   |
| 2  | Sanjeev Agrawal             | C,NED,ND        | Member                        |
| 3  | Naveen Mohta                | ED,ND           | Member                        |

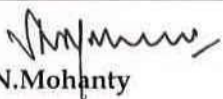

| <b>Risk Management Committee</b> |                             |                 |                               |
|----------------------------------|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i>                   | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1                                | Seema Modi                  | ID              | Chairperson                   |
| 2                                | Amarjit Singh Soni          | ID              | Member                        |
| 4                                | Surinder Singh Kohli        | ID              | Member                        |
| 5                                | Mahesh Prasad Mehrotra      | ID              | Member                        |
| 6                                | Sanjeev Agrawal             | C,NED,ND        | Member                        |

| <b>Nomination and Remuneration Committee</b> |                             |                 |                               |
|--|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i>                               | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1  | Surinder Singh Kohli        | ID              | Chairperson                   |
| 2  | Amarjit Singh Soni          | ID              | Member                        |
| 3  | Seema Modi                  | ID              | Member                        |

| <b>III. Meeting of Board of Directors</b>                  |  |  |
|--|--|--|
| <i>Date(s) of Meeting (if any) in the previous quarter</i> | <i>Date(s) of Meeting (if any) in the relevant quarter</i> | <i>Maximum gap between any two consecutive (in number of days)</i> |
| 14-Feb-2018  | 25-May-2018  | 99   |

| <b>IV. Meeting of Committees</b>    |  |  |  |  |
|-------------------------------------|--|--|--|--|
| <i>Name of the committee</i>        | <i>Date(s) of meeting of the committee in the relevant quarter</i> | <i>Whether requirement of Quorum met (details)</i> | <i>Date(s) of meeting of the committee in the previous quarter</i> | <i>Maximum gap between any two consecutive (in number of days)</i> |
| Audit Committee                     | 25-May-2018  | YES  | 14-Feb-2018  | 99   |
| Stakeholders Relationship Committee | 25-May-2018  | YES  | 14-Feb-2018  |  |
| Nomination & Remuneration Committee | 25-May-2018  | YES  |  |  |
| Risk Management Committee           | 25-May-2018  | YES  | 14-Feb-2018  |  |



| <b>V. Related Party Transactions</b>  |  |
|---|--|
| <i>Subject</i>  | <i>Compliance status (Yes/No/NA)</i>   |
| Whether prior approval of audit committee obtained  | Not Applicable   |
| Whether shareholder approval obtained for material RPT  | Not Applicable   |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee  | Not Applicable   |
| <b>VI. Affirmations</b>   |  |
| <p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - <b>Yes</b></p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p style="padding-left: 20px;">a. Audit Committee - <b>Yes</b></p> <p style="padding-left: 20px;">b. Nomination &amp; remuneration committee - <b>Yes</b></p> <p style="padding-left: 20px;">c. Stakeholders relationship committee - <b>Yes</b></p> <p style="padding-left: 20px;">d. Risk management committee (applicable to the top 100 listed entities) - <b>Not Applicable</b></p> <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - <b>Yes</b></p> <p>4. 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. - <b>Yes</b></p> <p>5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - <b>Yes</b></p> <p style="padding-left: 20px;">b. Any comments/observations/advice of Board of Directors may be mentioned here:</p> |  |
| Name :  | <br>S.N. Mohanty                            |
| Designation :   | <br>Company Secretary & Compliance Officer |