



**SEAMEC LIMITED**

A member of **MMG™**

SEAMEC/BSE/SMO/454/17

9<sup>th</sup> October, 2017

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> September, 2017.

Thanking you,

Yours faithfully,  
For **SEAMEC LIMITED**

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

Encl: As stated

<b>General information about company</b>	
Scrip code	526807
Name of the entity	SEAMEC LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Half Yearly
Date of Report	30-09-2017
Risk management committee	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												Yes		
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
1	Mr	SANJEEV AGRAWAL	ABOPA4675N	00282059	Non-Executive - Nominee Director	Chairperson		03-06-2014			2	1	0	
2	Mr	SURINDER SINGH KOHLI	AAWPK6879P	00169907	Non-Executive - Independent Director	Not Applicable		03-06-2014		39	6	2	2	
3	Mr	AMARJIT SINGH SONI	AAVPS3588A	03009390	Non-Executive - Independent Director	Not Applicable		03-06-2014		39	1	1	0	
4	Ms	SEEMA MODI	AAGPM3853M	05327073	Non-Executive - Independent Director	Not Applicable		01-04-2015		30	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
5	Mr	MAHESH PRASAD MEHROTRA	AAAPM2948M	00016768	Non-Executive - Independent Director	Not Applicable		08-12-2016		10	6	2	3	



Annexure 1					
II. Composition of Committees					
Disclosure of notes on composition of committees explanatory					
Is there any change in information of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Mr. Mahesh Prasad Mehrotra	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Mr. Surinder Singh Kohli	Non-Executive - Independent Director	Member	
3	Audit Committee	Mr. Amarjit Singh Soni	Non-Executive - Independent Director	Member	
4	Audit Committee	Ms. Seema Modi	Non-Executive - Independent Director	Member	
5	Nomination and remuneration committee	Mr. Surinder Singh Kohli	Non-Executive - Independent Director	Chairperson	
6	Nomination and remuneration committee	Mr. Amarjit Singh Soni	Non-Executive - Independent Director	Member	
7	Nomination and remuneration committee	Ms. Seema Modi	Non-Executive - Independent Director	Member	
8	Stakeholders Relationship Committee	Ms. Seema Modi	Non-Executive - Independent Director	Chairperson	
9	Stakeholders Relationship Committee	Mr. Sanjeev Agrawal	Non-Executive - Nominee Director	Member	
10	Corporate Social Responsibility Committee	Mr. Sanjeev Agrawal	Non-Executive - Nominee Director	Chairperson	



<b>Annexure 1</b>					
<b>II. Composition of Committees</b>					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
11	Corporate Social Responsibility Committee	Ms. Seema Modi	Non-Executive - Independent Director	Member	
12	Risk Management Committee	Ms. Seema Modi	Non-Executive - Independent Director	Chairperson	
13	Risk Management Committee	Mr. Amarjit Singh Soni	Non-Executive - Independent Director	Member	
14	Risk Management Committee	Mr. Surinder Singh Kohli	Non-Executive - Independent Director	Member	
15	Risk Management Committee	Mr. Mahesh Prasad Mehrotra	Non-Executive - Independent Director	Member	



<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	30-05-2017		
2		11-08-2017	72



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 (details)	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	11-08-2017	Yes		30-05-2017	72	
2	Stakeholders Relationship Committee	11-08-2017	Yes				





Annexure 1			
V. Related Party Transactions			
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)	Yes
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 III</b>				
<b>Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year</b>				
<b>I. Affirmations</b>				
Sr	Broad heading	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)	No	Could not be present due to unavoidable personal reasons
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Could not be present due to unavoidable personal reasons
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	



<b>Signatory Details</b>	
Name of signatory	S N MOHANTY
Designation of person	Company Secretary
Place	MUMBAI
Date	30-09-2017



SEAMEC/NSE/SMO/455/17

9<sup>th</sup> October, 2017

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> September, 2017.

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-Sep-2017

I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive / Non-Executive / Independent/ Nominee )	Date of Appointment	Date of cessation	Tenure	No of Directors hip in listed entities including this listed entity	No of members hips in Audit/ Stakeholder Committee(s) including this listed entity.	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Sanjeev Agrawal	00282059	ABOPA4675N	C,NED, ND	03-Jun-2014			2	1	0
Mr.	Surinder Singh Kohli	00169907	AAWPK6879P	NED,ID	03-Jun-2014		3.3	6	2	2
Mr.	Amarjit Singh Soni	03009390	AABPS3588A	NED,ID	03-Jun-2014		3.3	1	1	0
Ms.	Seema Modi	05327073	AAGPM3853M	NED,ID	01-Apr-2015		2.6	1	1	1
Mr.	Mahesh Prasad Mehrotra	00016768	AAAPM2948M	NED,ID	08-Dec-2016		0.10	6	2	3



## II. 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	Surinder Singh Kohli	NED,ID	Member
2	Amarjit Singh Soni	NED,ID	Member
3	Seema Modi	NED,ID	Member
4	Mahesh Prasad Mehrotra	NED,ID	Chairperson

<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	NED,ID	Chairperson
2	Sanjeev Agrawal	C,NED,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	Surinder Singh Kohli	NED,ID	Member
2	Amarjit Singh Soni	NED,ID	Member
3	Seema Modi	NED,ID	Chairperson
4	Mahesh Prasad Mehrotra	NED,ID	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	NED,ID	Chairperson
2	Amarjit Singh Soni	NED,ID	Member
3	Seema Modi	NED,ID	Member

## III. Meeting of Board of Directors

<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>
30-May-2017	11-Aug-2017	72

## IV. Meeting of Committees

<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	11-Aug-2017	YES	30-May-2017	72
Stakeholders Relationship Committee	11-Aug-2017	YES		

## V. Related Party Transactions

<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



**VI. Affirmations**

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : S.N.Mohanty  
Designation : Company Secretary





### ANNEXURE III

#### Affirmations

<i>Broad Heading</i>	<i>Regulation Number</i>	<i>Compliance Status</i>
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here. The Chairman of Nomination and Remuneration Committee could not be present at the Annual General Meeting due to unavoidable personal reasons.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

Name : S N Mohanty  
 Designation : Company Secretary

