SEAMEC LIMITED
A member of MMG
MM AGRAWAL GROUP

Regd. Office: A-901-905, 9th Floor, 215 Atrium, Andheri Kurla Road, Andheri (East), Mumbai 400 093, India
Tel.: +91-22-6694 1800 • Fax : +91-22-6694 1818 • E-mail : contact@seamec.in • CIN : L63032MH1986PLC154910

SEAMEC/BSE&NSE/SMO/NOTICEPOSTALBALLOT/0906/2025

June 9, 2025

Corporate Relations Department **BSE Limited** **Phirojee Jeejeebhoy Towers,** **Dalal Street,** **Mumbai - 400001**	**The Manager Listing Department** **National Stock Exchange of India Limited** **Exchange Plaza, Plot No. C/1, G Block,** **Bandra-Kurla Complex, Bandra (East)** **Mumbai - 400051**
Scrip Code: 526807	**Trading Symbol: SEAMECLTD**

Sub: Notice of Postal Ballot under Section 110 of the Companies Act & disclosure under Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

Further to our letter no. SEAMEC/BSE&NSE/OUTCOMEOFBM/SMO/0306/2025 dated June 03, 2025, pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the copy of Notice of Postal Ballot.

The Notice of Postal Ballot is being sent by electronic means to all the Members of the Company, whose names appear in the Register of Members / List of Beneficial Owners as received from the Depositories i.e., National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on the cut-off date i.e. Friday, May 30, 2025 and whose email ID's are registered with the Company and Depositories.

The Company has engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing e-voting facility to all its members. The remote E-voting period will commence from Wednesday, June 11, 2025 (09:00 AM. IST) and shall end on Thursday, July 10, 2025 (5:00 P.M. IST).

The results of Postal Ballot shall be declared on or before Monday, July 14, 2025, and along with the Scrutinizer's report, be displayed at the Registered Office, communicated to the Stock Exchanges and will also be uploaded on the Company's website at www.seamec.in and on the website of NSDL at www.evoting.nsdl.com.

The Notice of the Postal Ballot is also available on the website of the Company at www.seamec.in and on the website of the evoting agency at NSDL at www.evoting.nsdl.com.

We request you to kindly take the above on your record and disseminate the same on your website.

Thanking you,

Yours Faithfully,
For SEAMEC LIMITED

SACHIDANAND A MOHANTY
Digitally signed by SACHIDANANDA MOHANTY
Date: 2025.06.09 11:26:39 +05'30'

S.N. Mohanty
President – Corporate Affairs, Legal and Company Secretary

MEMBER OF THE MMG™

Seamec Limited

Registered & Corporate Office: A-901-905, 9th Floor, 215 Atrium, Andheri Kurla Road, Andheri (East), Mumbai-400093
CIN: L63032MH1986PLC154910; **E-Mail**: contact@seamec.in; **Website:** www.seamec.in;
Fax: (022) 6694 1818; **Tel.:** (022) 6694 1800

NOTICE OF POSTAL BALLOT

Notice is hereby given pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 **('Act')** read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, **('Rules')**, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (collectively the **'MCA Circulars'**), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India **('SS-2')**, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **('SEBI Listing Regulations')**, and other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force, that the resolutions appended below are proposed for approval of the shareholders of the Company through postal ballot only by remote e-voting process **("remote e-voting"/ "e-voting")**:

Sr. No.	Particulars
1.	Approval for purchase of Vessel SEAMEC ANANT from HAL Offshore Limited, the Holding Company.
2.	Enhancement of monetary cap for transactions pertaining to Charter Hire of Vessels, diving and allied activities with HAL Offshore Limited

An Explanatory Statement setting out the material facts pertaining to the said resolution is annexed hereto.

The Board of Directors of the Company, at its meeting held on **Tuesday, June 3, 2025** appointed M/s. Satyajit Mishra & Co. (FCS 5759; C.P. No. - 4997), Company Secretary in Practice, as Scrutinizer for conducting the Postal Ballot through e-voting process in a fair and transparent manner.

In accordance with the provisions of the MCA Circulars, shareholders can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer a remote e-voting facility to all its shareholders to cast their votes electronically through National Securities Depository Limited (NSDL). Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those members whose names appear in the Register of Members/ Register of Beneficial Owners as on the cut-off date of **Friday, May 30, 2025** and whose email addresses are registered with the Company / Depository Participant ("DP"). Shareholders are requested to read the instructions in the Notes under the section "General information and instructions relating to e-voting" in this postal ballot notice ("Postal Ballot Notice") to cast their vote electronically.

Shareholders can cast their votes online from **Wednesday, June 11, 2025 at 09:00 hours IST till Thursday, July 10, 2025 at 17:00 hours IST**. Shareholders are requested to cast their vote through the e-voting process not later than 17:00 hours IST on **Thursday, July 10, 2025** to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the shareholder.

The Company has made arrangements for the shareholders to register their e-mail addresses. Therefore, those shareholders who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice.

The Scrutinizer will submit his report to the Chairman of the Company or any other official authorized by him after completion of scrutiny of the votes received through the remote e-voting process. The results shall be declared on or before **Monday, July 14, 2025** and will be communicated to BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE"), the Depositories, Registrar and Share Transfer Agent and will also be displayed on the Company's website www.seamec.in.

The last date of remote e-voting, i.e. **Thursday, July 10, 2025**, shall be the date on which the resolutions are deemed to be passed, if approved by the requisite majority.

SPECIAL BUSINESS:

1. **To consider and, if thought fit, to pass the following resolution, with or without modification(s) as an Ordinary Resolution**.

   "RESOLVED THAT pursuant to the provisions of Sections 188 and other applicable provisions of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the Members of the Company be and is hereby accorded for purchase of the vessel 'SEAMEC ANANT' from HAL Offshore Limited, the holding company, for a total consideration of USD 70 million (United States Dollar Seventy Million Only).

   FURTHER RESOLVED THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters, things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution including execution of all such agreements, contracts, documents as may be required in connection therewith."

2. **To consider and, if thought fit, to pass the following resolution, with or without modification(s) as an Ordinary Resolution.**

   "RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act 2013, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, prior approval of the Members of the Company, be and is hereby granted to enhance the monetary limit for a period of 5 (five) consecutive years till the Annual General Meeting to be held in year 2030 for entering into contract(s) with HAL Offshore Limited, the holding company for the charter hire of the Company's vessels, provision of diving and related services connected with the charter, notwithstanding the fact that the value of such contracts are equal to or exceed the monetary threshold limits prescribed under the said section or Regulation, but subject to the ceilings specified in the Explanatory Statement of the Notice relating to this item.

   FURTHER RESOLVED THAT the Audit Committee and the Board of Directors be and are hereby authorised to scrutinise individual transactions/contracts covered by this Resolution keeping in view the viability of the contracts, practical commercial considerations and the best interests of the Company."

Registered Office:
A 901-905, 9th Floor,
215, Atrium,
Andheri – Kurla Road,
Andheri (East)
Mumbai – 400 093
June 3, 2025

By Order of the Board
For **Seamec Limited**

Sd/-
S. N. Mohanty
President – Corporate Affairs,
Legal and Company Secretary
Membership No.: F3434

NOTES:

1. Explanatory Statement pursuant to Section 102 read with Section 110 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out the material facts is annexed hereto and forms part of the Postal Ballot Notice.

2. In compliance with the provisions of Section 110 of the Act read with the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing facility to the members to exercise votes through electronic voting system ("E-voting") on the E-voting platform provided by National Securities and Depository Limited ("NSDL").

3. The voting rights of the members shall be reckoned on the equity shares held by them as on **Friday, May 30, 2025** being the **"cut-off date"** fixed for this purpose. The Postal Ballot Notice is being sent only electronically to all the members, whose names appear in the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on the close of working hours on the cut-off date and whose email IDs are registered with the Company/ Depositories. Any person who is not a member of the Company as on date specified above shall treat the Notice for information purposes only.

4. The Board of Directors in its meeting held on **Tuesday, June 3, 2025** has appointed M/s. Satyajit Mishra & Co., Company Secretary in Practice, as the scrutinizer ("Scrutinizer") for conducting the Postal Ballot only through E-voting process in a fair and transparent manner in compliance with MCA Circulars.

5. The postal ballot notice is also being uploaded on the Company's website viz., www.seamec.in and on the website of NSDL viz., www.evoting.nsdl.com.

6. Members who have not yet registered their e-mail addresses are requested to register the same with their Depository Participants ("DP") in case the shares are held by them in electronic form and with Company's Registrar and Share Transfer Agent (RTA) by sending an e-mail at helpdeskmum@mcsregistrars.com in case the shares are held by them in physical form.

7. In accordance with the provisions of the MCA Circulars, members can vote only through the E-voting process. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to members for this Postal Ballot. Members whose names appear on the Register of Members/List of Beneficial Owners as on the cut-off date will be considered for the purpose of E-voting.

8. Resolutions passed by the members through postal ballot are deemed to have been passed as if they have been passed at a duly convened General Meeting of the members.

9. In compliance with Sections 108 and 110 of the Act and the rules made there under, the MCA Circulars and Regulation 44 of the Listing Regulations, the Company has provided the facility to the members to exercise their votes electronically and vote on the resolutions through the E-voting service facility provided by NSDL. The instructions for E-voting are provided as part of this Postal Ballot Notice.

10. Members desiring to exercise their vote through the E-voting process are requested to read the instructions in the Notes under the section "General information and instructions relating to E-voting" in this Postal Ballot Notice. Members are requested to cast their vote through the E-voting process not later than 17:00 Hours IST on **Thursday, July 10, 2025** to be eligible for being considered, failing which it will be considered that no vote has been received from the member.

11. The Scrutinizer will submit his report to the Chairman or such other official as may be authorized by him after the completion of scrutiny, and the result of the voting by postal ballot through the E-voting process will be announced by the Chairman or any person authorized by him, on or before **Monday, July 14, 2025** and will also be displayed on the website of the Company (www.seamec.in), besides being communicated to the Stock Exchanges, Depositories and Registrar and Share Transfer Agent.

12. Members can cast their vote online from **Wednesday, June 11, 2025 at 09:00 hours IST till Thursday, July 10, 2025 at 17:00 hours IST**. Voting beyond the said date shall not be allowed and the E-voting facility shall be blocked.

13. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on **Thursday, July 10, 2025** i.e., the last date specified for receipt of votes through the E-voting process.

14. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the E-voting process. Members seeking to inspect such documents can send an email to contact@seamec.in.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual members holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual members holding securities in demat mode is given below:

Type of Members	**Login Method**
Individual Members holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Individual Members holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing User id and password. Option will be made available to reach e-Voting page without any further authentication. The Users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Members (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Members holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000.
Individual Members holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for Members other than Individual members holding securities in demat mode and members holding securities in physical mode

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote *electronically.*

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for members other than Individual members are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?

  (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

  (ii) If your email ID is not registered, please follow steps mentioned below in **process for those members whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) **"Physical User Reset Password?"**(If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system. How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and

click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for members:

1. Institutional Investors (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs.smishra@gmail.com with a copy marked to evoting@nsdl.com. Institutional Investors (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members / Shareholders and e-voting user manual for Members / Shareholders available at the download section of www.evoting.nsdl.com or call on 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager-NSDL at evoting@nsdl.com.

Process for those members whose E-mail Ids are not registered with the depositories for procuring User Id and Password and registration of E-mail Ids for E-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to helpdeskmum@mcsregistrars.com / contact@seamec.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (helpdeskmum@mcsregistrars.com / contact@seamec.in). If you are Individual members / shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, members / shareholders may send a request to evoting@nsdl.com for procuring User Id and Password for E-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102, 110 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS AND REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Item No. 1:

Approval for purchase of Vessel SEAMEC ANANT from M/s HAL Offshore Limited, the Holding Company.

HAL Offshore Limited (HAL) is the Holding Company of SEAMEC LIMITED (the Company) based in Mumbai. HAL owns and operates Vessels which are primarily deployed in Indian waters, supporting operations in the offshore oil and gas sector.

SEAMEC Limited proposes to acquire the Vessel SEAMEC ANANT (IMO No. 9412206), currently owned by HAL for a consideration of USD 70 million (United States Dollar Seventy Million Only). The vessel is an Indian flagged, Diving support vessel (DSV) (SAT Surface), Fire Fighter (I, II), DK (+), Dynpos (AUTR) E0 HELDK SFSPS, built in the year 2023.

The vessel is on charter hire with Oil and Natural Gas Corporation Limited (ONGC) through HAL for a period of 5 years. Upon acquisition, it will continue to remain on Charter hire and the Company will earn Charter Hire rate of USD 45,000/day for marine activities. After acquisition, under the present contract, the Vessel will be engaged for a firm period of more than 4 years. Being of younger tonnage, it has a potentiality to be utilized for further minimum period of 30 years.

The Board of Directors of the Company has approved this transaction in its Board Meeting held on June 3, 2025. The transaction is in ordinary course of business and on Arms' Length.

The proposed acquisition aligns with the Company's strategic objectives of enhancing its fleet capabilities, expanding its operational assets, and strengthening its presence in the offshore oil and gas support services sector. The vessel acquisition will augment the Company's operational readiness and support future business opportunities.

Since HAL Offshore Limited is the holding company of the Company, the transaction qualifies as a Related Party Transaction under the provisions of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and exceeding the materiality threshold limits requires approval of the Members.

The Board recommends the transaction in the interest of the Company and its stakeholders.

Messer Sanjeev Agrawal, Naveen Mohta and Rajeev Goel, Directors may be treated as interested in the Resolution.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

In pursuance of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, no related party shall approve the resolution set out at Item No. 1, whether such entity is a related party to this resolution or otherwise.

The Board of Directors recommend the Ordinary Resolution set out in item no. 1 of this Notice for approval by the Members.

Item No. 2:

Enhancement of monetary cap for transactions pertaining to Charter Hire of Vessels, diving and allied activities with HAL Offshore Limited.

The Members of the Company had earlier approved the proposal for the charter hire of the Company's Vessels and availing allied services including diving, to HAL Offshore Limited (HAL), the parent company. Being the parent company, HAL is a related party under Section 2(76)(viii) of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the SBEI (LODR) Regulations, 2015, the Members had, at the Annual General Meeting held on August 10, 2023, accorded their approval to the Company to enter into contract(s) with HAL for charter hire of the Company's Vessels, provision of diving and related services connected with the charter, for an amount not exceeding USD 30 million p.a. for a period up to AGM to be held in year 2030. The existing arrangement is within the aforesaid limit.

The Company has entered into various transactions with HAL, including but not limited to for charter hire of the Company's Vessels and diving and other services. In addition to the proposed purchase of the vessel SEAMEC ANANT and NPP Nusantara, the Company envisages multiple transactions with HAL in the near future.

In view of the above, the Audit Committee and Board of Directors, at its meeting held on May 27, 2025, considered, approved and recommended to the Members for their approval, the proposal for enhancement of threshold monetary limits from USD 30 million p.a. to USD 60 million p.a. for entering into contracts with HAL till the AGM to be held in 2030.

The capping limit of USD 60 million p.a., as proposed, will exceed the threshold limit of 10% of the annual consolidated turnover prescribed in the Companies Act 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, becoming a material related party transaction and hence will require prior approval of the Members by way of an Ordinary Resolution.

The proposed Resolution seeks your prior approval for continuation of such services to and with HAL for the same time period, i.e till the AGM to be held in the year 2030, subject to the authorization to the Audit Committee and Board of Directors of the Company to scrutinize individual transactions/contracts covered by this Resolution, keeping in view the viability of the contracts, practical commercial considerations and the best interests of the Company.

The information required by Rule 15 of the Companies (Meetings of the Board and its Power) Rules, 2014 is furnished as under:

(a)	Name of the Related Party	HAL Offshore Limited
(b)	Name of the director or key managerial personnel, who is related, if any;	Messers Sanjeev Agrawal, Chairman, Naveen Mohta, Whole Time Director and Rajeev Goel, Director
(c)	Nature of Relationship	Holding Company and nominees of HAL appointed as Directors on the Board of the Company
(d)	i. Nature of contract	Charter Hire of Vessels, diving and related services
	ii. Monetary value	Annual Value not exceeding USD 60 million or its equivalent INR including charter hire and other related services.
	iii. Particulars of the Contract	Long term and short term vessel deployment and outsourcing of vessel for diving and other allied services.
(e)	Other relevant information, if any	Time period till the AGM of 2030

Messers Sanjeev Agrawal, Chairman, Naveen Mohta, Whole Time Director and Rajeev Goel, Director may be treated as interested in the Resolution.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

In pursuance of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, no related party shall approve the resolution set out at Item No. 2, whether such entity is a related party to this resolution or otherwise.

Your Directors feel that the experience with the similar arrangements has proved to be beneficial to the Company and considering the recommendation of Audit Committee of the Company, the Board of Directors recommend the Ordinary Resolution set out in item no. 2 of this Notice for approval by the Members

Registered Office:
A 901-905, 9th Floor,
215, Atrium,
Andheri – Kurla Road,
Andheri (East)
Mumbai – 400 093
June 3, 2025

By Order of the Board
For **Seamec Limited**

Sd/-
S. N. Mohanty
President – Corporate Affairs,
Legal and Company Secretary
Membership No.: F3434

General Information	
BSE Scrip Code*	526807
Name of the Company*	SEAMEC LIMITED
NSE Symbol*	SEAMECLTD
MSEI Symbol*	NOTLISTED
ISIN*	INE497B01018
Type of announcement*	New
Date of occurrence of event*	09-06-2025
Time of occurrence of event*	11:05
Remarks (website dissemination)	
Remarks for exchange (not for website dissemination)	
Date of Report	09-06-2025

Notice of Shareholders Meeting		
Event*		Postal Ballot
If others, please specify		
Mode of meeting*	1	Postal Ballot
Number of Shareholders Meeting*		1
Details of shareholders meeting		
Day*		Wednesday
Date*		11-06-2025
Meeting Commencement Time		09:00
Place		Mumbai
End date of Postal Ballot Voting		10-07-2025
Number of agenda/business to be transacted*		2
Any other information		
Remarks (website dissemination)		
Remarks for exchange (not for website dissemination)		

Details of Resolution/Agenda			
Sr.	**Type of Resolution***	**Resolution Category***	**Brief details of resolution***
1	Ordinary Resolution	Related Party Transaction	Approval for purchase of Vessel SEAMEC ANANT from HAL Offshore Limited, the Holding Company
2	Ordinary Resolution	Related Party Transaction	Enhancement of monetary cap for transactions pertaining to Charter Hire of Vessels, diving and allied activities with HAL Offshore Limited

Details of Related Party Transaction										
Sr.	**Name of the party***	**PAN of the party***	**Name of the counterparty***	**PAN of the counterparty***	**Relationship with the counterparty***	**Type of Related Party Transactions***	**Value of the transaction (In Rs.)***	**Tenure (Start Date)***	**Tenure (End Date)***	**Remarks for Tenure, if any**
1	SEAMEC LIMITED	AABCP8214H	HAL OFFSHORE LIMITED	AAACH3144B	HAL Offshore Limited is the Holding Company of SEAMEC LIMITED	Purchase of goods or services	5995850000	10-07-2025	31-10-2025	Since the transaction pertains to purchase of Vessel, tenure is not applicable. However, considering the mandatory field, the tenure is considered as the expected period of completion of the proposed transaction, i.e. between August 2025 to October 2025. The value of the transaction is USD 70 million, which has been converted at rate of INR 85.66
2	SEAMEC LIMITED	AABCP8214H	HAL OFFSHORE LIMITED	AAACH3144B	HAL Offshore Limited is the Holding Company of SEAMEC LIMITED	Sale of goods or services	5139300000	10-07-2025	10-08-2030	The tenure for enhancement of monetary limits from USD 30 million p.a. to USD 60 million p.a. for transactions pertaining to Charter Hire of Vessels, diving and allied activities with HAL Offshore Limited is till the Annual General Meeting to be held in the year 2030. The end date has been mentioned tenatatively, since the date of the AGM to be held in 2030 will be fixed at that point in time. The maximum value of the

										transaction is USD 60 million p.a., converted at the rate of INR 85.66