

**SEAMEC/BSE/SMO/1406/2021**

June 14, 2021

**BSE Limited**  
**Phirojee Jeejeebhoy Towers,**  
**Dalal Street,**  
**Mumbai - 400001**

**Trading Symbol: 526807**

**Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2021**

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Dear Sir / Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report for the year ended March 31, 2021 issued by M/s. Satyajit Mishra & Co., Company Secretaries.

Kindly take the above on record.

Thanking you,

Yours Faithfully,  
For **SEAMEC LIMITED**



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



**SECRETARIAL COMPLIANCE REPORT OF SEAMEC LTD.**

**CIN: L63032MH1986PLC154910**

**FOR THE YEAR ENDED MARCH 31, 2021**

**ISSUED UNDER REGULATION 24A OF SEBI (LISTING OBLIGATIONS AND  
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

I have examined:

- (a) all the documents and records made available to us and explanation provided by SEAMEC Limited (“the Listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the Company,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification.

for the year ended March 31, 2021 (“Review Period”) in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

During the year under review, the Company has not issued any security.

- c. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

During the year under review, the Company has received adequate disclosure/ communication under Regulation 29, 30 and 31 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

- d. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

During the year under review, the Company has not brought back any of its Securities.

- e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

During the year under review, the Company has not issued any shares/ securities to its employee.

- f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

During the year under review, the Company has not issued any debt securities.

- g. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;

During the year under review, the Company has not issued any Non-Convertible and Redeemable Preference Shares.

- h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

During the year under review, the Company has received declaration from the Promoters, Directors and Senior Managerial Personnel as required under the regulation regarding the holding of Company's securities and there was no trading in the securities of the Company by the Promoters, Directors and Senior Managerial Personnel except acquisition by Hal Offshore Limited, Promoter of the Company, aggregating to 1,14,500 equity shares accounting for 0.45% of the total paid up equity share capital of the Company in compliance with applicable regulatory requirements.

- i. Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018; and circulars/ guidelines issued thereunder;

Based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) warranted due to ongoing spread of the COVID-19 pandemic, I hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records except in respect of matters specified below: -

Sr.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in submission of voting results (pertaining to postal ballot) to NSE and BSE	Delayed submission of the postal ballot voting results to Stock Exchanges (NSE and BSE) due to nationwide lockdown announced by Union Government on March 24, 2020 due to outbreak of COVID-19 pandemic and imposition of curfew by State Government of Maharashtra. Detailed remark in this regard is provided below.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.

- (c) There were no actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination or verification of those records except in respect of matters specified below:

Sr.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.			Observations/ Remarks of the Practicing Company Secretary, if any
			Date of Penalty imposed	Penalty imposed by BSE (Rs.)	Penalty imposed by NSE (Rs.)	
1.	BSE Limited and National Stock Exchange of India Limited	Delay in compliance with the provisions of Regulation 44(3) of SEBI (LODR) Regulations, 2015 with regards to submission of voting results pertaining to postal ballot	26.06.2020	11,800 (Inclusive of GST)	11,800 (Inclusive of GST) and also waived off unconditionally during FY 2020-21.	As per following paragraph.
			TOTAL	11,800	11,800	

The Company had sent postal ballot notice dated February 6, 2020 to shareholders for seeking their approval in respect of 3 items of business. The submission of postal ballot results in pursuance of said postal ballot notice read with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 was to be made on or before March 29, 2020. However, owing to nationwide lockdown announced by Union Government on March 24, 2020 due to outbreak of COVID-19 pandemic and imposition of curfew by State Government of Maharashtra, the Company had promptly vide respective e-mails to National Stock Exchange of India Limited and BSE Limited dated March 24, 2020 sought extension in submission of postal ballot results due to unprecedented and sudden crisis as physical copies of postal ballot forms from shareholders could not be retrieved by the Company's Registrar and Share Transfer Agent.

The Company, subsequently, submitted postal ballot results on May 5, 2020.

The Company received communication from National Stock Exchange of India Limited and BSE Limited on June 26, 2020 imposing fine in pursuance of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2018/77 dated May 03, 2018, owing to delay in compliance.

Taking note of the above, the Company made suitable representation to both the Stock Exchanges citing exceptional circumstances caused due to nationwide lockdown which resulted in delay in compliance and therefore requested for waiver of fine imposed on the Company.

*National Stock Exchange of India Limited vide letter bearing reference no. NSE/LIST/SOP/SEAMECLTD dated March 17, 2021 had favorably considered Company's request and waived off the entire amount of fine. Response from BSE Limited is still awaited.*

(d) The listed entity has taken the following actions to comply with the observations made in previous reports: Not applicable

**Satyajit  
Mishra**

Digitally signed by Satyajit Mishra  
DN: c=IN, o=Personal, title=2649,  
pseudonym=F9040632ac9319974ef446  
3d6530b0727c45376d194ad1b919972a  
9653071, postalCode=401107,  
st=Maharashtra,  
serialNumber=85977b68ec8a19640289  
28bf910adff1cf9e2e3814227d991d0714  
04cafca60, cn=Satyajit Mishra  
Date: 2021.06.07 20:04:51 +05'30'

**Satyajit Mishra  
(Satyajit Mishra & Co.)  
Company Secretaries  
Peer Reviewed  
C P No.: 4997  
FCS: 5759  
P R No. 527/2017  
UDIN: F005759C000435144**

Place: Mumbai  
Date: June 7, 2021

SEAMEC/NSE/SMO/1406/2021

June 14, 2021

**National Stock Exchange of India Limited**  
Exchange Plaza  
Plot No. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (East)  
Mumbai - 400 051

Trading Symbol: "SEAMECLTD"

**Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2021**

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



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**Satyajit  
Mishra**

Digitally signed by Satyajit Mishra  
DN: c=IN, o=Personal, title=2649,  
pseudonym=F9040632ac9319974ef446  
3d6530b0727c4376d194ad1b919972a  
9653071, postalCode=401107,  
st=Maharashtra,  
serialNumber=85977b68ec8a19640289  
28bf910adff1cf9e2e3814227d991d0714  
04cafca60, cn=Satyajit Mishra  
Date: 2021.06.07 20:04:51 +05'30'

**Satyajit Mishra  
(Satyajit Mishra & Co.)  
Company Secretaries  
Peer Reviewed  
C P No.: 4997  
FCS: 5759  
P R No. 527/2017  
UDIN: F005759C000435144**

Place: Mumbai  
Date: June 7, 2021