

<b>General information about company</b>	
Scrip code	526807
NSE Symbol	SEAMECLTD
MSEI Symbol	NOTLISTED
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	Yearly
Date of Report	31-03-2020
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														Textual Information(1)						
Wether 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	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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 related to Promoter		05-12-1963	NA		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	Yes	09-08-2019	03-06-2014	11-08-2019		69	3	3	5	2		
3	Mr	Deepak Shetty	ARVPS5113Q	07089315	Non-Executive - Independent Director	Not Applicable		02-11-1956	NA		15-05-2019	15-05-2019		11	3	3	5	2		
4	Mrs	Seema Modi	AAGPM3853M	05327073	Non-Executive - Independent Director	Not Applicable		09-02-1965	NA		01-04-2015	01-04-2020		60	2	2	2	1		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

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	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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	NA		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	NA		14-11-2017	14-11-2017			1	0	1	0		

<b>Text Block</b>	
Textual Information(1)	<p>Mr. Surinder Singh Kohli had been appointed as an Independent Director of the Company by passing special resolution at the Annual General Meeting of the Company held on August 9, 2019 to hold office for a second term of five consecutive years commencing with effect from August 11, 2019.</p> <p>Mrs. Seema Modi had been appointed as an Independent Director of the Company by passing special resolution through postal ballot to hold office for a second term of five consecutive years commencing with effect from April 1, 2020. The postal ballot resolution was deemed to be passed with requisite majority on March 27, 2020 being the last date of e-voting and postal ballot.</p>

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

<b>Annexure 1 Text Block</b>	
Textual Information(1)	The provisions of Regulation 21 of SEBI (LODR) Regulations, 2015 are not mandatorily applicable to the Company. However, the Company voluntarily complies with Regulation pro-tanto.

Audit Committee Details							
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	07089315	Deepak Shetty	Non-Executive - Independent Director	Chairperson	15-05-2019		
2	00169907	Surinder Singh Kohli	Non-Executive - Independent Director	Member	03-06-2014		
3	05327073	Seema Modi	Non-Executive - Independent Director	Member	01-04-2015		
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	07089315	Deepak Shetty	Non-Executive - Independent Director	Member	13-11-2019		
4	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	00169907	Surinder Singh Kohli	Non-Executive - Independent Director	Member	03-06-2014		
3	05327073	Seema Modi	Non-Executive - Independent Director	Member	01-04-2015		
4	00282059	Sanjeev Agrawal	Non-Executive - Nominee Director	Member	03-06-2014		
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		

Corporate Social Responsibility Committee							
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	07089315	Deepak Shetty	Non-Executive - Independent Director	Member	15-05-2019		
3	05327073	Seema Modi	Non-Executive - Independent Director	Member	01-04-2015		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

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	13-11-2019				Yes	4	3
2		06-02-2020	84		Yes	5	2

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Number of Directors present*	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)		
1	Audit Committee	13-11-2019				Yes	3	3
2	Audit Committee	06-02-2020	84			Yes	3	2
3	Nomination and remuneration committee	06-02-2020				Yes	3	2
4	Stakeholders Relationship Committee	13-11-2019				Yes	2	1
5	Stakeholders Relationship Committee	04-02-2020	82			Yes	2	1

<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	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes of material transaction with related party			Textual Information(1)

<b>Text Block</b>	
Textual Information(1)	<p>On the recommendation of the Audit Committee and Board of Directors, the Company vide postal ballot notice dated February 6, 2020 sought approval of the members for entering into Related Party Transactions for Arrangement / Contract(s) between the Company and HAL Offshore Limited for Charter hire of Companys vessel, providing allied services and all other activities within the normal course of business. This transaction is construed as material Related Party Transaction pursuant to Regulation 23 of the SEBI (LODR) Regulations, 2015. All applicable disclosures for the same have been provided in the explanatory statement annexed to the said postal ballot notice.</p> <p>The said resolution was passed by the shareholders of the Company with requisite majority on March 27, 2020 being the last date for e-voting and receipt of postal ballot in accordance with Section 110 of the Companies Act, 2013 read with the Rules made thereunder.</p>



<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Sachidananda Mohanty
2	Designation	Company Secretary and Compliance Officer

**Text Block**

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="http://seamec.in/Marine%20services%20&amp;%20management.htm">http://seamec.in/Marine%20services%20&amp;%20management.htm</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
3	Composition of various committees of board of directors	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
7	Policy on dealing with related party transactions	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
12	Financial results	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
13	Shareholding pattern	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
17	Advertisements as per regulation 47 (1)	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		<a href="http://seamec.in/SEAMEC%20history.htm">http://seamec.in/SEAMEC%20history.htm</a>

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	



<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

<b>Annexure II</b>		
1	Name of signatory	Sachidananda Mohanty
2	Designation	Company Secretary and Compliance Officer

<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

<b>Annexure II</b>		
1	Name of signatory	Sachidananda Mohanty
2	Designation	Company Secretary and Compliance Officer

<b>Signatory Details</b>	
Name of signatory	Sachidananda Mohanty
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	15-05-2020

