



SEAMEC LIMITED

A member of **MMG**
MARINE CONTRACTORS 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 : L63032MH1986 PLC 154910

SEAMEC/BSE/SMO/3005/1/2022

May 30, 2022

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

Trading Symbol: 526807

Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2022

Dear Sir / Madam,

Pursuant to Regulation 24A (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed the Annual Secretarial Compliance Report for the year ended March 31, 2022 issued by M/s. Satyajit Mishra & Co., Company Secretary in Practice.

Kindly take the above on record.

Thanking you,

Yours Faithfully,
For SEAMEC LIMITED

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

Please visit us at : www.seamec.in





Satyajit Mishra & Co.

Company Secretaries

May 30, 2022

To
The Board of Directors
SEAMEC LIMITED
9th Floor, A 901 - 905, 215 Atrium,
Andheri Kurla Road, Andheri East
Mumbai 400093

Sir/ Madam,

Annual Secretarial Compliance Report for the Financial Year 2021-22

I have been engaged by SEAMEC LIMITED (hereinafter referred to as the Company) bearing CIN: L63032MH1986PLC154910 whose Equity Shares are listed on National Stock Exchange of India Limited and/or BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI s Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

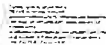
My responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

My audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.

Annual Secretarial Compliance Report is enclosed.

For Satyajit Mishra & Co.
Company Secretaries

Satyajit
Mishra



Satyajit Mishra

Proprietor

M No.: F5759

C P No.: 4997

PR No. 1769/2022

UDIN: F005759D000427444

Place: Mumbai

Date: May 30, 2022



Satyajit Mishra & Co.

Company Secretaries

SECRETARIAL COMPLIANCE REPORT OF SEAMEC LIMITED.

CIN: L63032MH1986PLC154910

FOR THE YEAR ENDED MARCH 31, 2022

**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, 2022 (“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;
- 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.

Digitally signed by Satyajit Mishra
DN: cn=Satyajit Mishra, o=Satyajit Mishra & Co., email=satya@satyajitmishra.com, c=IN
Date: 2022.03.31 17:22:45 +05:30

Unit 404, Kamlacharan Commercial Premises Co-op Soc. Ltd., Jawahar Nagar Phatak, Above SRV Hospital,
Goregaon (West), Mumbai 400 062

Tel.: 9820264847 Email:cs.smishra@gmail.com

- e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (up to August 12, 2021) and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (with effect from August 13, 2021);

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 (up to August 15, 2021);

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 (up to August 15, 2021) and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (with effect from August 16, 2021);

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

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

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

And Based on the above examination, 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 30(6) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 | Delay in disclosure regarding resignation of Mrs. Seema Modi as Independent Director to NSE and BSE. | As per the clarification received from Management there was unintentional and technical delay in disclosure regarding resignation of Mrs. Seema Modi as Independent Director to NSE and BSE. Further, it was not very sensitive matter and has no significant impact on the price of the shares of the Company. |
| 2. | Regulation 74(5) of Securities and Exchange Board of India (DP) Regulation | Timely submitted with covering letter of the Company, however, Certificate of Registrar and Share Transfer | As clarified by the Management, the Company has inadvertently and unintentionally missed out to attach Certificate received from Registrar and |

Satyajit Mishra

Digitally signed by Satyajit Mishra
DN: cn=Satyajit Mishra, o=Satyajit Mishra, ou=Satyajit Mishra, email=satyajit.mishra@satyajitmishra.com, c=IN
Date: 2021.08.13 11:11:10 +05'30'

| | | | |
|--|--|-----------------------------------|---|
| | | Agent as annexure was missed out. | Share Transfer Agent (RTA) with the covering letter submitted to BSE and NSE. But the same is hosted on the website of the Company. |
|--|--|-----------------------------------|---|

- (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.) | |
| - | - | - | - | - | - | - |
| | | | | | | |

The Company has duly re-constituted of Board of Directors within the statutory timeline of 3 months as given under Regulation 25 of the SEBI (LODR) Regulations, 2015 after resignation of Mrs. Seema Modi (DIN: 05327073) as Women Independent Director w.e.f. July 06, 2021. However, the NSE has observed that director on the Board of the company has ceased from the Board during the quarter ended September 30, 2021 rendering Composition of Board of Directors of your company not in line with requirements of SEBI (LODR) Regulations, 2015. Immediately, the Company has suitably replied to NSE and the current status of the same is stand closed.

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr | Observations of the Practicing Company Secretary in the previous reports | Observations made in the secretarial compliance report for the year ended 31/03/2021 | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|----|--|--|---|--|
| 1. | Delayed submission of the postal ballot | Regulation 44(3) of Securities | The Company had sent postal ballot notice dated February 6, 2020 to | National Stock Exchange of India Limited vide letter |

| | | | |
|---|--|--|--|
| <p>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.</p> | <p>and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> | <p>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 made suitable representation 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.</p> | <p>bearing reference No. NSE/ LIST/SOP/SEAME CLTD dated March 17, 2021 and BSE limited vide email communication dated September 24, 2021 had favourably considered Company's request and waived off the entire amount of fine.</p> |
|---|--|--|--|

For Satyajit Mishra & Co.
Company Secretaries

**Satyajit
Mishra**

Satyajit Mishra
Proprietor

Company Secretaries

M No.: F5759

C P No.: 4997

PR No. 1769/2022

UDIN: F005759D000427444

Place: Mumbai
Date: May 30, 2022