



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 : L63032MH1986PLC154910

SEAMEC/BSE/AGM/PROCEEDINGS/SMO/1108/2022

August 11, 2022

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

Trading Symbol: 526807

Sub: Proceedings of the 35th Annual General Meeting of the Company

Dear Sir / Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 35th Annual General Meeting (AGM) of the Company, held today i.e., August 10, 2022 for FY 2021-22 through Video Conferencing.

The AGM commenced at 04:00 P.M. and concluded at 04:37 P.M.

You are requested to kindly take the same on record.

Thanking you,

Yours Faithfully,
For SEAMEC LIMITED

S. N. MOHANTY
PRESIDENT
Corporate Affairs, Legal & Company Secretary

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METALACRAWAL GROUP

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SUMMARY OF THE PROCEEDINGS OF THE 35TH ANNUAL GENERAL MEETING

The 35th Annual General Meeting (AGM) of the Members of SEAMEC LIMITED was held today i.e. Wednesday, August 10, 2022 at 04.00 p.m. (IST) via two-way Video Conferencing (VC). The Company, while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI), as amended.

The following Board of Directors and Key Managerial Personnel were virtually present at the meeting, viz;

1. Mr. Sanjeev Agrawal, Chairman
2. Mr. Surinder Singh Kohli, Independent Director
3. Mr. Deepak Shetty, Independent Director
4. Dr. Sangeeta Pandit, Independent Director
5. Mr. Naveen Mohta, Whole Time Director
6. Mr. Subrat Das, Director
7. Mr. S. N. Mohanty, President - Corporate Affairs, Legal & Company Secretary.
8. Mr. Vinay Kumar Agarwal, Chief Financial Officer

As per Section 103 of the Companies Act, 2013, the required quorum for convening the AGM was present and complete and accordingly, the Chairman called the meeting to order. Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA and SEBI, as amended, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

Mr. S.N. Mohanty, President - Corporate Affairs, Legal and Company Secretary, confirmed to the Chairman that the requisite quorum was present. The Chairman, thereafter, commenced the meeting advising Mr. Mohanty to inform about the presence of Directors and Key Managerial Personnel. Mr. Mohanty made announcement of Directors and Key Managerial Personnel present in the meeting.

With the permission of the Chairman, Mr. S.N. Mohanty, President - Corporate Affairs, Legal and Company Secretary commenced the proceedings of the Meeting and requested each Director and Key Managerial Personnel to introduce themselves.

Mr. Vikas Kumar, Partner at M/s T.R. Chadha & Co LLP, Chartered Accountants, the Statutory Auditors of the Company and Mr. Satyajit Mishra, Secretarial Auditor and Scrutinizer for AGM, were also present at the Meeting through VC.

The Chairman, thereafter, delivered his Speech. The speech, inter-alia, broadly covers matters relating to challenges faced arising out of looming of COVID-19 pandemic, scenario of global oil industry, investment and business strategy, financial status, segments of operations of the

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MHA AGRAWAL GROUP

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Company, diversification by venturing in infrastructure sector, demerger status and Notification of Award for vessel SEAMEC PALADIN through HAL Offshore Limited for ONGC contract.

Mr. S.N. Mohanty, President - Corporate Affairs, Legal and Company Secretary informed the members that the Register of Directors and Key Managerial Personnel and their Shareholding and Register of Contracts or Arrangements in which Directors are Interested are available. These will remain accessible to the members for inspection electronically if they so desire.

With the consent of the Members, the Notice of the Meeting was taken as read. The Members were informed that the Standalone and Consolidated Statutory Auditors' Report and Secretarial Audit Report for FY 2021-22 did not have any qualifications / adverse remarks / disclaimer / reservation.

The following items of business as set out in the notice convening 35th AGM conducted through e-voting were placed at the meeting.

Resolution(s):

Ordinary Business:

1. To receive, consider and adopt:
 - a) Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon
 - b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 together with the Report of Auditors thereon.
2. To appoint a Director in place of Mr. Sanjeev Agrawal (DIN: 00282059) who retires by rotation and being eligible, offers himself for re-appointment.
3. Re-appointment of M/s. T R Chadha & Co LLP, Chartered Accountants (ICAI Registration No.: 006711N/9500028) as Statutory Auditors of the Company for second term of period of five years.

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification(s) or re-enactment(s) thereof for the time being in force read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company, M/s. T. R. Chadha & Co. LLP, Chartered Accountants (ICAI Registration No. 006711N/9500028), be and are hereby re-appointed as the Statutory Auditors of the Company for a second term of five (5) consecutive years, from the conclusion of this Annual General Meeting (“AGM”) till the conclusion of the fortieth (40th) AGM of the Company to be held in the year 2027 on such remuneration as may be decided by the Board of Directors of the Company;

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RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

With the permission of the Chairman, Mr. S.N. Mohanty, President - Corporate Affairs, Legal and Company Secretary invited the Members, who had pre-registered with the Company as Speakers, to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and on the resolutions set out in the Notice. The Members were given an opportunity to speak in the order in which they had registered their names.

Generally, clarifications were sought by the shareholders with regards to operations, future outlook, deployment prospects, financial position, working of overseas subsidiaries, inception of new subsidiary, i.e., Seamec Nirman Infra Limited, demerger status, expansion and diversification strategies etc. The response to shareholders' queries was consolidated and suitably provided by Mr. S.N. Mohanty, President - Corporate Affairs, Legal and Company Secretary to the satisfaction of shareholders.

He also informed the members that the dividend declared by the Company for FY 2014-15 was due for transfer to IEPF on completion of 7 consecutive years on September 18, 2022 as per provisions of Section 124 of Companies Act, 2013 and requested the shareholders to en-cash the dividend, as entitled, to save their respective shares from transfer to IEPF authority.

Thereafter, it was informed that Mr. Satyajit Mishra, Practicing Company Secretary was the Scrutinizer appointed by the Board to scrutinize the votes cast during the Meeting and through remote e-voting, in a fair and transparent manner.

Mr. S.N. Mohanty, President-Corporate Affairs, Legal and Company Secretary informed the members that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited ('NSDL') system before the Meeting through remote e-voting. He further informed that the e-voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting. Time allotted for this purpose was 30 minutes from the closure of meeting.

The Chairman authorized Mr. S.N. Mohanty, President - Corporate Affairs, Legal and Company Secretary to carry out the voting process and conclude the Meeting. He also authorized the Company Secretary to accept and countersign the Scrutinizer's Report and declare the consolidated voting results. He informed the Members that the combined results of the remote e-voting before as well as remote e-voting during the AGM would be announced within two working days of the conclusion of the Meeting and the results alongwith the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and would be placed on the website of the Company and NSDL.

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On behalf of the Chairman, Mr. S.N. Mohanty, President -Corporate Affairs, Legal and Company Secretary thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually. The e-voting facility was kept open for the next 30 minutes to enable the Members to cast their vote.

The meeting concluded with a vote of thanks to the Chair at 04:37 P.M.

For SEAMEC LIMITED

S. N. MOHANTY

PRESIDENT

Corporate Affairs, Legal & Company Secretary

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