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Scrutinizer's Report

To,

The Chairman
27th Annual General Meeting of the Equity Shareholders
Of **SEAMEC LIMITED**, to be held on 11th August, 2014 at 4.30 p.m.
at Navinbhai Thakkar Auditorium, Shree Vile Parle Gujarati Mandal,
Shraddhanand Road, Vile Parle (East), Mumbai-400057.

Dear Sir,

Sub: Report on the process of polling through E-voting.

I, P. V. Subramanian, Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **SEAMEC Limited** vide resolution dated June 3, 2014 pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinize the process of polling conducted through electronic voting in respect of the below mentioned resolutions to be passed at the Twenty-seventh Annual General of the Company to be held on Monday, the 11th day of August, 2014.

The Notice dated 3rd June, 2014 convening the Annual General Meeting ("AGM") of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on 11th August, 2014.

The Company has availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting by the Shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date of 4th July, 2014 were entitled to vote through the e-voting facility on the proposed resolutions as set out at item nos. 1 to 7 in the Notice of the 27th AGM of SEAMEC Limited.

The e-voting period commenced on Monday, 4th August, 2014 at 09.00 a.m. and ended on Wednesday, 6th August, 2014 at 6.00 p.m. and the NSDL e-voting was disabled thereafter. The votes cast under the e-voting facility were then unblocked by me in the presence of two witnesses who were not in the employment of the Company.

I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the National Securities Depository Limited ("NSDL") e-voting system.

The result of the e-voting is as under:

ORDINARY BUSINESS:

Item No.1 – Ordinary Resolution:

Adoption of the Audited Balance Sheet as at 31st March, 2014, the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon.

(i) Voted in **favour** of the resolution:

Number of members voted through electronic voting system	Number of valid votes cast in favour of the resolution	% of total number of valid votes cast
29	25945511	100.00%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of valid votes cast against the resolution	% of total number of valid votes cast
0	0	0.00%

(iii) Invalid votes

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	Does not arise.

Item No.2 – Ordinary Resolution:

Re-appointment of Mr. Jagadish Persad Suri (DIN 00489974) as Director, who retires by rotation and, being eligible, offers himself for re-appointment .

(i) Voted in **favour** of the resolution:

Number of members voted through electronic voting system	Number of valid votes cast in favour of the resolution	% of total number of valid votes cast
27	25940491	99.98%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of valid votes cast against the resolution	% of total number of valid votes cast
1	5000	0.02%

(iii) Invalid votes

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	Does not arise.

Item No.3 – Ordinary Resolution:

Appointment of Messrs. SRBC & Co. LLP, Chartered Accountants (ICAI Registration No: 324982E), as Auditors of the Company and to fix their remuneration.

(i) Voted in **favour** of the resolution:

Number of members voted through electronic voting system	Number of valid votes cast in favour of the resolution	% of total number of valid votes cast
26	25940241	99.98%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of valid votes cast against the resolution	% of total number of valid votes cast
2	5250	0.02%

(iii) Invalid votes

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	Does not arise.

SPECIAL BUSINESS:

Item No.4 – Ordinary Resolution:

Appointment of Mr Sanjeev Agarwal (DIN 00282059) as Director.

(i) Voted in **favour** of the resolution:

Number of members voted through electronic voting system	Number of valid votes cast in favour of the resolution	% of total number of valid votes cast
26	25940391	99.98%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of valid votes cast against the resolution	% of total number of valid votes cast
1	5000	0.02%

(iii) Invalid votes

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	Does not arise.

Item No.5 – Ordinary Resolution:

Appointment of Ms. Bhavna Doshi (DIN 00400508) as an Independent Director.

(i) Voted in **favour** of the resolution:

Number of members voted through electronic voting system	Number of valid votes cast in favour of the resolution	% of total number of valid votes cast
28	25940511	99.98%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of valid votes cast against the resolution	% of total number of valid votes cast
1	5000	0.02%

(iii) Invalid votes

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	Does not arise.

Item No.6 – Ordinary Resolution:

Appointment of Mr. Surinder Singh Kohli (DIN 00169907) as an Independent Director.

(i) Voted in **favour** of the resolution:

Number of members voted through electronic voting system	Number of valid votes cast in favour of the resolution	% of total number of valid votes cast
27	25940486	99.98%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of valid votes cast against the resolution	% of total number of valid votes cast
1	5000	0.02%

(iii) Invalid votes

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	Does not arise.

Item No.7 – Ordinary Resolution:

Appointment of Mr. Amarjit Singh Soni (DIN 03009390) as an Independent Director.

(i) Voted in **favour** of the resolution:

Number of members voted through electronic voting system	Number of valid votes cast in favour of the resolution	% of total number of valid votes cast
25	25940216	99.98%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of valid votes cast against the resolution	% of total number of valid votes cast
2	5250	0.02%

(iii) Invalid votes

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	Does not arise.

Accordingly, all the resolutions stand passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Place : Kolkata .

Dated: 7th August, 2014.

P.V. Subramanian

(P V SUBRAMANIAN)

Company Secretary in Whole-time Practice

ACS:4585/C.P.No.: 2077