



# SEAMEC LIMITED

A member of **MMG**  
MITSUBISHI GROUP

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SEAMEC/BSE/SMO/1008/2023

August 10, 2023

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

Trading Symbol: 526807

Dear Sir / Madam,

**Sub: Outcome of Board Meeting held on August 10, 2023**

In continuation to our letter bearing reference no. SEAMEC/BSE/BM/NOTICE/BMG/0090/2023 dated August 3, 2023, and pursuant to Regulation 30 and Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company in its meeting held today i.e. August 10, 2023, *inter-alia*, considered and approved the following:

1. Unaudited financial results (standalone and consolidated) for the quarter and three months ended June 30, 2023, as recommended by the Audit Committee and approved by the Board. The copies of the Standalone and Consolidated Financial Results along with limited review reports issued by M/s. T R Chadha & Co. LLP, Chartered Accountants, Statutory Auditors, are enclosed as **Annexure - I**.
2. Declaration of Interim Dividend at the rate of 10%, i.e. INR 1 per equity share of Rs. 10 each to be paid on or before September 1, 2023 to those Equity Shareholders holding shares as on Friday, August 25, 2023 (Record Date).
3. Update on sale of Vessel SEAMEC GALLANT - The revised loan agreement has been approved by the Board of Directors and the sale proceeds earlier held up due to delay in RBI approval by the Company, now to be processed following receipt of approval of Authorized Dealer Bank. The earlier intimation of sales proceeds received was a typographical error, which is now regularized through this declaration. Details pertaining to the loan agreement will be intimated upon signing and finalization of the loan agreement.
4. Step-down subsidiary in the name of Fountain House Combined Limited has been formed having Fountain House 74 Limited and Fountain House 84 Limited as the equity shareholders. The details required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are enclosed as **Annexure - II**.

Please visit us at : [www.seamec.in](http://www.seamec.in)





5. Approval for payment of management fees to MMG Advisors LLP - a related party transaction, exceeding material threshold limits prescribed under Regulation 30 (4)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. Salient features of the Management fee agreement will be provided upon entering into the said agreement.
6. Extension of Lease Rental Agreement with Ms. Deepti Agrawal for the office premises of the Company - a related party transaction, exceeding material threshold limits prescribed under Regulation 30 (4)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. Salient features of the Lease Rental agreement will be provided upon entering into the said agreement.
7. Re-appointment of M/s Satyajit Mishra & Co., Practicing Company Secretary, as Secretarial Auditor of the Company for a period of three years. The details required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed herewith as an **Annexure - III**.

The meeting of the Board of Directors commenced at 12:30 hours and concluded at 13:58 hours.

We request you to take the above on record and disseminate the same on your website.

Thanking you,

Yours Faithfully,  
For **SEAMEC LIMITED**

**S.N. Mohanty**  
**President - Corporate Affairs, Legal and Company Secretary**  
Enclosure: As above

# T R Chadha & Co LLP

## Chartered Accountants

E 2001-02, 20<sup>th</sup> Floor, Lotus Corporate Park,  
Off Western Express Highway,  
Ram Mandir Station Road,  
Goregaon East, Mumbai 400063  
Tel.: 022-49669000  
Email:mumbai@trchadha.com



### **Independent Auditor's Review Report on Standalone unaudited quarterly financial results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

#### **TO THE BOARD OF DIRECTORS OF SEAMEC LIMITED**

1. We have reviewed the accompanying statement of standalone unaudited financial results of Seamec Limited for the quarter ended 30<sup>th</sup> June 2023 (hereinafter referred to as "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these statements based on our review.
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

# T R Chadha & Co LLP

## Chartered Accountants

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4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standard ("Ind AS") and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For T R Chadha & Co LLP**  
**Chartered Accountants**  
**Firm Registration No. 006711N/N500028**

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KUMAR

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Date: 2023.08.10  
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**Date: 10<sup>th</sup> August 2023**  
**Place: Mumbai**

**Vikas Kumar**  
**Partner**  
**Membership No. 075363**  
**UDIN: 23075363BGYIDV3623**



Seamec Limited  
Registered office: A-901-905,9th Floor,215 Atrium  
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Website : [www.seamec.in](http://www.seamec.in)  
CIN : L63032MH1986PLC154910

**STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULT FOR THE QUARTER ENDED JUNE 30, 2023**

(₹ in lakhs except as stated)

Particulars	Standalone			
	Quarter ended			Year ended
	June 30, 2023	March 31, 2023 (Refer note 7)	June 30, 2022	March 31, 2023
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
<b>1 Income</b>				
(a) Revenue from operations	19,460	11,737	11,120	39,902
(b) Other income	1,205	(210)	452	1,547
<b>2 Total Income (a)+(b)</b>	<b>20,665</b>	<b>11,527</b>	<b>11,572</b>	<b>41,449</b>
<b>3 Expenses</b>				
(a) Operating Expenses	12,038	6,999	4,679	19,390
(b) Employee benefit expenses	1,706	1,726	1,685	6,592
(c) Finance costs	133	10	98	329
(d) Depreciation and amortisation expenses	2,597	2,698	2,003	9,267
(e) Other Expenses	953	403	1,354	2,351
<b>4 Total expenses (a to e)</b>	<b>17,427</b>	<b>11,836</b>	<b>9,819</b>	<b>37,929</b>
<b>5 Profit / (loss) before exceptional items and tax (2-4)</b>	<b>3,238</b>	<b>(309)</b>	<b>1,753</b>	<b>3,520</b>
<b>6 Exceptional Items gain / (loss) (Refer note 3)</b>	1,301	-	-	-
<b>7 Profit / (loss) before tax</b>	<b>4,539</b>	<b>(309)</b>	<b>1,753</b>	<b>3,520</b>
<b>Tax expense</b>				
(a) Current Tax	-	(13)	2	(13)
(b) Deferred Tax	-	(238)	(189)	(605)
<b>8 Total Tax expense (a+b)</b>	<b>-</b>	<b>(251)</b>	<b>(187)</b>	<b>(608)</b>
<b>9 Profit / (Loss) for the period / year ended after tax (7-8)</b>	<b>4,539</b>	<b>(58)</b>	<b>1,940</b>	<b>4,128</b>
<b>10 Other Comprehensive Income</b>				
Item that will be reclassified to statement of profit and loss	-	-	-	-
Item that will not be reclassified to statement of profit and loss	-	(25)	0	(25)
<b>11 Total comprehensive income for the period / year (9+10)</b>	<b>4,539</b>	<b>(83)</b>	<b>1,940</b>	<b>4,103</b>
<b>12 Paid up equity share capital (face value : ₹ 10/- each)</b>	<b>2,543</b>	<b>2,543</b>	<b>2,543</b>	<b>2,543</b>
<b>13 Other Equity</b>				<b>66,153</b>
<b>14 Earnings/(Loss) per share (of ₹ 10/- each) (Not annualised)</b>				
- Basic & Diluted (₹.)	17.85	(0.23)	7.63	16.23

\* Value in zero (0) represents amount below Rs. 1 lakhs



**NOTES**

**1 Segment Reporting**

Particular	Standalone			
	Quarter ended			Year ended
	June 30, 2023	March 31, 2023 (Refer note 7)	June 30, 2022	March 31, 2023
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
<b>A Segment Revenue</b>				
(a) Domestic	18,348	10,351	8,115	31,071
(b) Overseas	1,112	1,386	3,005	8,831
<b>Revenue from operations</b>	<b>19,460</b>	<b>11,737</b>	<b>11,120</b>	<b>39,902</b>
<b>B Segment results</b>				
(a) Domestic	2,460	1,244	1,583	3,424
(b) Overseas	(75)	(1,478)	773	(670)
<b>Total Segment results before exceptional items</b>	<b>2,385</b>	<b>(234)</b>	<b>2,356</b>	<b>2,754</b>
<b>C Exceptional Items gain / (loss)</b>	<b>1,301</b>	<b>-</b>	<b>-</b>	<b>-</b>
Less: (i) Finance Cost	133	10	98	329
Add : (ii) Other un-allocable income	986	(65)	(505)	1,095
<b>Profit / (loss) before tax</b>	<b>4,539</b>	<b>(309)</b>	<b>1,753</b>	<b>3,520</b>

\* Segment assets & segment liabilities have not been identified with any of the reportable segments, as the assets used in the Company's business and the liabilities contracted are used interchangeably between segments.

- 2 During the Quarter, the Company has acquired 100% equity shares of Aarey Organic Industries Private Limited at an aggregate amount of Rs. 17.40 Cr and further subscribed to 52,50,000 ordinary shares of GBP 1 each for an aggregate amount of Rs. 55.47 crores (GBP 5.25 million) in SEAMEC UK Investments Limited.

# T R Chadha & Co LLP

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### **Independent Auditor's Review Report on consolidated unaudited quarterly financial results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

#### **TO THE BOARD OF DIRECTORS OF SEAMEC LIMITED**

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of SEAMEC Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter ended 30<sup>th</sup> June 2023 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

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4. The Statement includes the results of the following subsidiaries:
  - a. Seamec International FZE
  - b. Seamate Shipping FZC
  - c. Seamec Nirman Infra Limited
  - d. SEAMEC UK Investments Limited
  - e. Fountain House 74 Limited
  - f. Fountain House 84 Limited
  - g. Fountain House Combined Limited
  - h. Aarey Organic Industries Private Limited
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We did not review the interim financial statements and other financial information of the three subsidiaries (including two located outside India), whose unaudited interim financial results and other financial information reflects total revenues of Rs. 1,779 Lakhs, total net loss after tax of Rs. 567 Lakhs, total comprehensive loss of Rs. 567 Lakhs for the quarter ended 30<sup>th</sup> June 2023, as considered in the consolidated unaudited financial results. Those financial statements, prepared in accordance with accounting principal generally accepted in the subsidiary's country of incorporation, have been reviewed by other auditor under generally accepted auditing standards applicable in that country. The Company's management has converted those financial statement accounting principles generally accepted in the country on incorporation of the subsidiary, to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Company's management. Our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of said subsidiary, is based solely on the reports of the other auditors, conversion adjustments made by the Company's management and reviewed by us and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of this matter.



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# T R Chadha & Co LLP

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7. The Statement includes the interim financial information of five subsidiaries which have not been reviewed, whose interim financial information reflects total revenues of Rs. 0.16 Lakh, total loss after tax of Rs. 5 Lakhs and total comprehensive loss of Rs. 5 Lakhs, for the quarter ended 30<sup>th</sup> June 2023, as considered in the Statement. According to the information and explanations given to us by the Parent's management, these interim financial information are not material to the Group.

Our conclusion on the Statement is not modified in respect of this matter.

**For T R Chadha & Co LLP**  
**Chartered Accountants**  
**Firm Registration No. 006711N/N500028**

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**Date: 10<sup>th</sup> August, 2023**  
**Place: Mumbai**

**Vikas Kumar**  
**Partner**  
**Membership No. 075363**  
**UDIN: 23075363BGYIDW7514**

**STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULT FOR THE QUARTER ENDED JUNE 30, 2023**

(₹ in lakhs except as stated)

Particulars	Consolidated			
	Quarter ended			Year ended
	June 30, 2023	March 31, 2023 (Refer note 5)	June 30, 2022	March 31, 2023
	Unaudited	Audited	Unaudited	Audited
<b>1 Income</b>				
(a) Revenue from operations	21,157	12,584	12,540	43,724
(b) Other income	1,280	(128)	460	1,998
<b>2 Total Income (a)+(b)</b>	<b>22,437</b>	<b>12,456</b>	<b>13,000</b>	<b>45,722</b>
<b>3 Expenses</b>				
(a) Operating Expenses	13,062	7,036	4,987	20,457
(b) Employee benefit expenses	2,132	1,992	1,891	7,606
(c) Finance costs	248	120	170	680
(d) Depreciation and amortisation expenses	3,222	3,144	2,461	11,198
(e) Other Expenses	1,163	870	1,400	3,020
<b>4 Total expenses (a to e)</b>	<b>19,826</b>	<b>13,162</b>	<b>10,909</b>	<b>42,961</b>
<b>5 Profit / (loss) before tax (2-4)</b>	<b>2,611</b>	<b>(706)</b>	<b>2,091</b>	<b>2,761</b>
<b>6 Tax expense</b>				
(a) Current Tax	21	(4)	2	(3)
(b) Deferred Tax	(0)	(237)	(190)	(592)
<b>Total Tax expense (a+b)</b>	<b>21</b>	<b>(241)</b>	<b>(188)</b>	<b>(595)</b>
<b>7 Profit / (Loss) for the period / year ended after tax (5-6)</b>	<b>2,590</b>	<b>(465)</b>	<b>2,279</b>	<b>3,356</b>
<b>8 Other Comprehensive Income</b>				
Item that will be reclassified to statement of profit and loss	59	(49)	450	911
Item that will not be reclassified to statement of profit and loss	-	(25)	(0)	(25)
<b>9 Total comprehensive Income for the period / year (7+8)</b>	<b>2,649</b>	<b>(539)</b>	<b>2,729</b>	<b>4,242</b>
<b>Net Profit Attributable to:</b>				
Owners of the company	2,560	(482)	2,265	3,300
Non-Controlling interest	30	18	14	56
<b>Other Comprehensive Income Attributable to:</b>				
Owners of the company	59	(75)	450	886
Non-Controlling interest	-	-	-	-
<b>Total Comprehensive Income Attributable to:</b>				
Owners of the company	2,619	(557)	2,715	4,186
Non-Controlling interest	30	18	14	56
	<b>2,649</b>	<b>(539)</b>	<b>2,729</b>	<b>4,242</b>
<b>10 Paid up equity share capital (face value : ₹ 10/- each)</b>	<b>2,543</b>	<b>2,543</b>	<b>2,543</b>	<b>2,543</b>
<b>11 Other Equity</b>				<b>76,491</b>
<b>12 Earnings/(Loss) per share (of ₹ 10/- each) (Not annualised)</b>				
- Basic & Diluted (₹.)	10.19	(1.83)	8.96	13.20

\* Value in zero (0) represents amount below Rs. 1 lakhs







### Details as per Annexure - II

S. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Name: Fountain House Combined Limited Turnover: Nil (it is yet to commence operations)  "Fountain House Combined Limited" is hereinafter referred to as the "New Subsidiary".
2.	Whether the acquisition would fall within related party transactions(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length"	The above incorporation does not fall within the scope of related party transaction(s).
3.	Industry to which the entity being acquired belongs	In the same line of business. To expand its global operations.
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity.	The New Subsidiary is incorporated for setting up a global office in London, UK.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable.
6.	Indicative time period for completion of the acquisition	As soon as possible
7.	Nature of consideration - whether cash consideration or share swap and details of the same	The Company does not directly hold any shares in the new subsidiary.  The share capital in the new subsidiary will be subscribed to by Fountain House 74 Limited and Fountain House 84 Limited, step down subsidiaries of the Company.
8.	Cost of acquisition or the price at which the shares are acquired	The shares of the new subsidiary are of GBP 1 each, which will be subscribed to by Fountain House 74 Limited and Fountain House 84 Limited.
9.	Percentage of shareholding/ control acquired and / or number of shares acquired	Fountain House 74 Limited and Fountain House 84 Limited, step-down subsidiaries of the Company based in London, UK, own 100% of the shareholding in the new subsidiary.  The Company does not directly own any shares in the new subsidiary.
10.	Brief background about the entity acquired in terms of products/ line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	Fountain House Combined Limited is a newly incorporated subsidiary and is yet to commence business.



Details as per Annexure - III

S. No.	Particulars	Details
1.	Reason for change, viz. <del>appointment, re-appointment, resignation, removal, death or otherwise.</del>	Re-appointment
2.	Date of <del>appointment/</del> re-appointment/ <del>cessation</del> (as applicable) & term of <del>appointment/</del> re-appointment	Date of re-appointment: August 10, 2023 Term of re-appointment: for 3 years from FY 2023-24
3.	Brief profile (in case of appointment)	M/s Satyajit Mishra & Co., Company Secretaries (C.P. No.: 4997) are appointed as Secretarial Auditors of the Company.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not applicable

*Van*