

SEAMEC LIMITED

Registered Office: 9th Floor, A 901 - 905, 215 Atrium, Andheri Kurla Road, Andheri East, Mumbai - 400 069.
Tel: +91-22-6694 1800; Fax: +91-22-6694 1818

Open Offer for Acquisition of up to 8,814,000 Equity Shares from Shareholders of Seamec Limited by HAL Offshore Limited

This Post-Offer advertisement ("Advertisement") is being issued by Equirus Capital Private Limited ("Manager to the Offer") for and on behalf of HAL Offshore Limited ("Acquirer") pursuant to and in compliance with Regulation 18(12) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended) ("SEBI (SAST) Regulations, 2011") in respect of the open offer made by the Acquirer ("Open Offer"). The detailed public statement ("DPS") with respect to the Open Offer was published on Tuesday, April 29, 2014 in all editions of Financial Express and Jansatta and Mumbai edition of Navshakti. Further a corrigendum to the detailed public statement with respect to the original and revised schedule of activities for the Open Offer was published on July 17, 2014 in all the editions where the DPS was published and subsequently the letter of offer dated Friday, July 18, 2014 (the "Letter of Offer") with respect to the Open Offer was dispatched to the shareholders of the Target Company by Wednesday, July 23, 2014. Capitalised terms used but not defined in this Advertisement shall have the meaning assigned to such terms in the DPS and Letter of Offer, as applicable.

1. **Name of the Target Company** : Seamec Limited
2. **Name of the Acquirer** : HAL Offshore Limited
3. **Name of the Manager to the Offer** : Equirus Capital Private Limited
4. **Name of the Registrar to the Offer** : Link Intime India Private Limited
5. **Offer Details:**
 - a) **Date of Opening of the Offer** : Thursday, July 31, 2014
 - b) **Date of Closure of the Offer** : Wednesday, August 13, 2014
6. **Date of Payment of Consideration** : Friday, August 22, 2014
7. **Details of Acquisition** :

Sr. No.	Particulars	Proposed in the Offer Document (Letter of Offer)		Actual	
7.1	Offer Price	₹ 97/-		₹ 97/-	
7.2	Aggregate number of shares tendered	88,14,000		2,556	
7.3	Aggregate number of shares accepted	88,14,000		1,824	
7.4	Size of the Offer (Number of shares multiplied by offer price per share)	₹ 85,49,58,000		₹ 1,76,928	
7.5	Shareholding of the Acquirer before Agreements/Public Announcement (No. & % of Fully Diluted Equity Share Capital)	Nil		Nil	
7.7	Shares Acquired by the Acquirer by way of the Agreements - Number of shares % of Fully Diluted Equity Share Capital	1,72,89,000*** 51.00%***		1,72,89,000*** 51.00%***	
7.8	Shares Acquired by the Acquirer by way of the Open Offer - Number % of Fully Diluted Equity Share Capital	88,14,000 26.00%		1,824 0.0054%	
7.9	Shares Acquired after Detailed Public Statement - Number of shares acquired - Price of the shares acquired % of the shares acquired (% of Fully Diluted Equity Share Capital)	1,72,89,000 ₹ 97/- 51.00%		1,72,89,000 ₹ 97/- 51.00%	
7.10	Post-offer shareholding of the Acquirer - Number of shares % of Fully Diluted Equity Share Capital	Between 17,289,000 and 25,764,000** Between 51.00% and 76.00%**		1,72,90,824*** 51.0054%***	
		Pre-Offer	Post-Offer	Pre-Offer	Post-Offer
7.12	Pre & Post Offer shareholding of Public Shareholders - Number of shares % of Fully Diluted Equity Share Capital	1,66,11,000* 49.00%	81,36,000** 24.00%	1,66,11,000* 49.00%	1,66,09,176* 48.995%

*Post-sale of 17,289,000 Equity Shares by the erstwhile promoter of the Target Company after the draft letter of offer, it ceased to be promoter of the Company.

**Assuming full acceptance by the Public Shareholders (excluding erstwhile promoter) in the Open Offer. As on the date of the Letter of Offer, the Public Shareholders (excluding erstwhile promoter) hold 8,475,000 Equity Shares i.e. 25.00% of the Equity Share Capital.

***In terms of the SPA, the Acquirer proposes to acquire upto 25,425,000 Equity Shares representing upto 75.00% of the Equity Share Capital in two tranches, subject to the number of Equity Shares acquired in the Open Offer. In the first tranche, the Acquirer on June 03, 2014 has acquired 17,289,000 Equity Shares representing 51.00% of the Equity Share Capital. Thereafter, subject to the number of Equity Shares acquired in the Open Offer, the Acquirer shall acquire such number of Equity Shares in the second tranche, to bring the Acquirer's aggregate shareholding to 75.00% of the Equity Share Capital.

8. The Acquirer along with its directors severally and jointly accept full responsibility for the information contained in this Advertisement and also accept responsibility for the obligations laid down under the SEBI (SAST) Regulations, 2011.
9. A copy of this Advertisement will be available on the website of SEBI (<http://www.sebi.gov.in/>), BSE Limited, National Stock Exchange of India Limited and at the registered office of the Target Company.

ISSUED FOR AND ON BEHALF OF THE ACQUIRER BY THE MANAGER TO THE OFFER



EQUIRUS CAPITAL PRIVATE LIMITED
SEBI Registration Number: INM000011286

Address: Fortune 2000 'A' Wing, 4th Floor, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051

Contact Person: Mr. Munish Aggarwal/Mr. Ashwin Ramakrishnan

Tel: +91-22-2653 0600, **Faxes:** +91-22-2653 0601

E-mail: seamec.openoffer@equirus.com

Website: www.equirus.com

Place : Mumbai

Date : August 26, 2014

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