



Sea Blue Shipyard Ltd.

(CIN : U35111KL2003PLC016677)



NOTICE UNDER SECTION 115 AND SECTION 160 OF THE COMPANIES ACT, 2013

To
The Members of Sea Blue Shipyard Limited

The Company has already circulated the Notice dated 3rd August, 2023 convening 20th Annual General Meeting of the Company scheduled to be held on Saturday, 9th September, 2023 at 12.00 p.m. (IST) through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”).

The Company has received Notice of Candidature for directorship pursuant to Section 160 of the Companies Act, 2013 (‘Act’) read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Further the Company has also received Special Notice pursuant to Section 115 of the Companies Act, 2013 read with Rule 23 of the Companies (Management and Administration) Rules, 2014 for removal of Directors of the Company. The afore-mentioned notice of candidature for directorship and special notice has been received fourteen days before the proposed Annual General Meeting. Accordingly, the attached Special Business items are to be considered in the 20th Annual General Meeting of the Company scheduled to be held on Saturday, 9th September, 2023.

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of item Nos. 8, 9, 10, 11, 12, 13, 14, 15, 16 and 17 of the notice is annexed hereto. Disclosure as per Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at the AGM are provided as an annexure to this Notice. Members who wish to inspect the relevant documents referred to in the Notice can send an e-mail to cs@seablueshipyard.com by mentioning their Folio Number and Company shall make arrangements to verify the same at the Registered Office of the Company during working hours. All the processes, notes and instructions relating to remote e-voting and e-voting during the AGM set out in the Notice of the ensuing 20th AGM shall mutatis-mutandis apply to the attached Resolutions. This Original notice shall be read in conjunction with this notice.

For and on behalf of the Board of Directors
For Sea Blue Shipyard Limited

Sd/
O C JOHN
Chairman & Managing Director
DIN: 00918513

Place: Vypin
Date: 31/08/2023

Registered Office:

1/212, V. P. Road,
Azheekal P O,
Vypin, Kochi – 682 508, Kerala.
CIN: U35111KL2003PLC016677
E-mail Id: cs@seablueshipyard.com
Website address: www.seablueshipyard.com

SPECIAL BUSINESS:

8 To appoint Mr. R Jeyaraman (DIN: 07283849) as the Non-Executive Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. R Jeyaraman (DIN: 07283849), in respect of whom the Company has received a notice in writing on 25th August, 2023 from himself, who is also a member of the Company under Section 160 of the Act along with requisite deposit of Rs. 1,00,000/- (Rupees One Lakh only), proposing his candidature as a Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company from the date of this 20th Annual General Meeting, who shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

9 To appoint Mr. Nattakathu Rajasekharan Krishnan Unni (DIN: 07757139) as the Non-Executive Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Nattakathu Rajasekharan Krishnan Unni (DIN: 07757139), in respect of whom the Company has received a notice in writing on 25th August, 2023 from Mr. K B Gopalakrishnan, who is also a member of the Company under Section 160 of the Act along with requisite deposit of Rs. 1,00,000/- (Rupees One Lakh only), proposing his candidature as a Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company from the date of this 20th Annual General Meeting, who shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

10 To appoint Mr. Ummer Moyinkutty (DIN: 07282120) as the Non-Executive Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-

enactment(s) thereof for the time being in force), Mr. Ummer Moyinkutty (DIN: 07282120), in respect of whom the Company has received a notice in writing on 25th August, 2023 from himself, who is also a member of the Company under Section 160 of the Act along with requisite deposit of Rs. 1,00,000/- (Rupees One Lakh only), proposing his candidature as a Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company from the date of this 20th Annual General Meeting, who shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

11 To appoint Mr. Shoukathali Meledath (DIN: 10287504) as the Non-Executive Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Shoukathali Meledath (DIN: 10287504), in respect of whom the Company has received a notice in writing on 25th August, 2023 from himself, who is also a member of the Company under Section 160 of the Act along with requisite deposit of Rs. 1,00,000/- (Rupees One Lakh only), proposing his candidature as a Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company from the date of this 20th Annual General Meeting, who shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

12 To appoint Mr. Pandippilly Pylie Antony (DIN: 10288144) as the Non-Executive Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Pandippilly Pylie Antony (DIN: 10288144), in respect of whom the Company has received a notice in writing on 25th August, 2023 from himself, who is also a member of the Company under Section 160 of the Act along with requisite deposit of Rs. 1,00,000/- (Rupees One Lakh only), proposing his candidature as a Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company from the date of this 20th Annual General Meeting, who shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

13 To appoint Mr. Vypukaran Abubaker Jamal (DIN: 10287523) as the Non-Executive Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Vypukaran Abubaker Jamal (DIN: 10287523), in respect of whom the Company has received a notice in writing on 25th August, 2023 from himself, who is also a member of the Company under Section 160 of the Act along with requisite deposit of Rs. 1,00,000/- (Rupees One Lakh only), proposing his candidature as a Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company from the date of this 20th Annual General Meeting, who shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

14 To appoint Mr. John Porinchu Tharayil (DIN: 02601759) as the Non-Executive Independent Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149,150,152,160,164 read with Schedule IV of the Companies Act,2013, and all other applicable provisions of the Companies Act,2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions including rules made there under if any, (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. John Porinchu Tharayil (DIN: 02601759), in respect of whom the Company has received a notice in writing on 25th August, 2023 from himself, who is also a member of the Company under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, is hereby appointed as an Independent Director of the Company to hold office for five(5) consecutive years with effect from the date of this 20th Annual General Meeting and he shall not be liable to retire by rotation.”

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any powers to any committee of directors with power to further delegate to any officer(s)/ authorized representative(s) of the Company to do all acts, deeds, and things and take all such steps as may be necessary, proper, expedient to give effect to this resolution.”

15 To approve the removal of Dr. Raju Varghese (DIN: 02830301) from the office of Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

RESOLVED THAT Dr. Raju Varghese (DIN: 02830301), Non-Executive Director of the company whose office is liable to determination by retirement by rotation of Directors be and is hereby removed from the directorship on the Board of Directors of the Company with effect from the date of this 20th Annual General Meeting.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to file necessary form with the Registrar of Companies, Ernakulam and to do all such necessary acts, deeds and things as may be necessary or incidental to give effect to the foregoing resolution.”

16 To approve the removal of Mr. Jroish G Kanippilly (DIN: 02830301) from the office of Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

RESOLVED THAT Mr. Jroish George Kanippilly (DIN:03623843), Non-Executive Director of the company whose office is liable to determination by retirement by rotation of Directors be and is hereby removed from the directorship on the Board of Directors of the Company with effect from the date of this 20th Annual General Meeting.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to file necessary form with the Registrar of Companies, Ernakulam and to do all such necessary acts, deeds and things as may be necessary or incidental to give effect to the foregoing resolution.”

17 To approve the removal of Mr. K B Gopalakrishnan (DIN: 00007974) from the office of Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Kozhikode Bhagavathypambil Gopalakrishnan (DIN: 00007974), Director of the Company, whose office is liable to determination by retirement by rotation of directors, be and is hereby removed from the directorship on the board of directors of the Company with effect from the date of this 20th Annual General Meeting.

RESOLVED FURTHER THAT any Director of the Company be and hereby authorized to file necessary forms with the Registrar of Companies, Ernakulam and to do all such acts, deeds and things as may be necessary or incidental to give effect to the foregoing resolution.”

For and on behalf of the Board of Directors
For Sea Blue Shipyard Limited

Sd/
O C JOHN
Chairman & Managing Director
DIN: 00918513

Place: Vypin
Date: 31/08/2023

Registered Office:
1/212, V. P. Road,
Azheekal P O,
Vypin, Kochi – 682 508, Kerala.
CIN: U35111KL2003PLC016677
E-mail Id: cs@seablueshipyard.com,
Website address: www.seablueshipyard.com



Sea Blue Shipyard Ltd.

(CIN : U35111KL2003PLC016677)



EXPLANATORY STATEMENT (Pursuant to Section 102 of the Companies Act, 2013)

Item No. 8

The Company had issued a Notice dated 3rd August, 2023 for convening the 20th Annual General Meeting (“AGM”) scheduled to be held on Saturday, 9th September, 2023 at 12:00 p.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) and the same has already been circulated to the Members of the Company in due compliance with the provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder.

Subsequently, on 25th August, 2023, the Company received a notice in writing from Mr. R Jeyaraman, Member along with deposit of Rs. 1,00,000/- (Rupees One Lakh Only) proposing the candidature of himself as a Director in terms of Section 160 of the Companies Act, 2013 for the 20th AGM of the Company.

The Company has also received from Mr. R Jeyaraman, consent to act as a Director in Form DIR-2, intimation by Director in Form DIR-8 under Section 164(2) of the Act confirming that he is not disqualified from being appointed as Director and notice of interest in Form MBP-1 under section 184(1) of the Act.

Accordingly, the resolutions set out at Item No. 08 is placed before the Members as Ordinary Resolution.

None of the directors and Key Managerial Personnel and their relatives except for Mr. R Jeyaraman shall be concerned or interested, financially or otherwise, in the resolution set out in the item no. 08 of this Notice.

Item No. 9

The Company had issued a Notice dated 3rd August, 2023 for convening the 20th Annual General Meeting (“AGM”) scheduled to be held on Saturday, 9th September, 2023 at 12:00 p.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) and the same has already been circulated to the Members of the Company in due compliance with the provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder.

Subsequently, on 25th August, 2023, the Company received a notice in writing from Mr. K B Gopalakrishnan, who is also a member of the Company proposing Mr. Nattakathu Rajasekharan Krishnan Unni as his candidature as a Director in terms of Section 160 of the Companies Act, 2013 for the 20th AGM of the Company.

The Company has also received from Mr. Nattakathu Rajasekharan Krishnan Unni requisite deposit of Rs. 1,00,000/- (Rupees One Lakh only), consent to act as a Director in Form DIR-2, intimation by Director in Form DIR-8 under Section 164(2) of the Act confirming that he is not disqualified from being appointed as Director and notice of interest in Form MBP-1 under section 184(1) of the Act.

Accordingly, the resolutions set out at Item No. 09 is placed before the Members as Ordinary Resolution.

None of the directors and Key Managerial Personnel and their relatives except for Mr. Nattakathu Rajasekharan Krishnan Unni shall be concerned or interested, financially or otherwise, in the resolution set out in the item no. 09 of this Notice.

Item No. 10

The Company had issued a Notice dated 3rd August, 2023 for convening the 20th Annual General Meeting (“AGM”) scheduled to be held on Saturday, 9th September, 2023 at 12:00 p.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) and the same has already been circulated to the Members of the Company in due compliance with the provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder.

Subsequently, on 25th August, 2023, the Company received a notice in writing from Mr. Ummer Moyinkutty, Member along with deposit of Rs. 1,00,000/- (Rupees One Lakh Only) proposing the candidature of himself as a Director in terms of Section 160 of the Companies Act, 2013 for the 20th AGM of the Company.

The Company has also received from Mr. Ummer Moyinkutty, consent to act as a Director in Form DIR-2, intimation by Director in Form DIR-8 under Section 164(2) of the Act confirming that he is not disqualified from being appointed as Director and notice of interest in Form MBP-1 under section 184(1) of the Act.

Accordingly, the resolutions set out at Item No. 10 is placed before the Members as Ordinary Resolution.

None of the directors and Key Managerial Personnel and their relatives except for Mr. Ummer Moyinkutty shall be concerned or interested, financially or otherwise, in the resolution set out in the item no. 10 of this Notice.

Item No. 11

The Company had issued a Notice dated 3rd August, 2023 for convening the 20th Annual General Meeting (“AGM”) scheduled to be held on Saturday, 9th September, 2023 at 12:00 p.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) and the same has already been circulated to the Members of the Company in due compliance with the provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder.

Subsequently, on 25th August, 2023, the Company received a notice in writing from Mr. Shoukathali Meledath, Member along with deposit of Rs. 1,00,000/- (Rupees One Lakh Only) proposing the candidature of himself as a Director in terms of Section 160 of the Companies Act, 2013 for the 20th AGM of the Company.

The Company has also received from Mr. Shoukathali Meledath, consent to act as a Director in Form DIR-2, intimation by Director in Form DIR-8 under Section 164(2) of the Act confirming that he is not disqualified from being appointed as Director and notice of interest in Form MBP-1 under section 184(1) of the Act.

Accordingly, the resolutions set out at Item No. 11 is placed before the Members as Ordinary Resolution.

None of the directors and Key Managerial Personnel and their relatives except for Mr. Shoukathali Meledath shall be concerned or interested, financially or otherwise, in the resolution set out in the item no. 11 of this Notice.

Item No. 12

The Company had issued a Notice dated 3rd August, 2023 for convening the 20th Annual General Meeting (“AGM”) scheduled to be held on Saturday, 9th September, 2023 at 12:00 p.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) and the same has already been circulated to the Members of the Company in due compliance with the provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder.

Subsequently, on 25th August, 2023, the Company received a notice in writing from Mr. Pandippilly Pylie Antony, Member along with deposit of Rs. 1,00,000/- (Rupees One Lakh Only) proposing the candidature of himself as a Director in terms of Section 160 of the Companies Act, 2013 for the 20th AGM of the Company.

The Company has also received from Mr. Pandippilly Pylie Antony, consent to act as a Director in Form DIR-2, intimation by Director in Form DIR-8 under Section 164(2) of the Act confirming that he is not disqualified from being appointed as Director and notice of interest in Form MBP-1 under section 184(1) of the Act.

Accordingly, the resolutions set out at Item No. 12 is placed before the Members as Ordinary Resolution.

None of the directors and Key Managerial Personnel and their relatives except for Mr. Pandippilly Pylie Antony shall be concerned or interested, financially or otherwise, in the resolution set out in the item no. 12 of this Notice.

Item No. 13

The Company had issued a Notice dated 3rd August, 2023 for convening the 20th Annual General Meeting (“AGM”) scheduled to be held on Saturday, 9th September, 2023 at 12:00 p.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) and the same has already been circulated to the Members of the Company in due compliance with the provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder.

Subsequently, on 25th August, 2023, the Company received a notice in writing from Mr. Pandippilly Pylie Antony, Member along with deposit of Rs. 1,00,000/- (Rupees One Lakh Only) proposing the candidature of himself as a Director in terms of Section 160 of the Companies Act, 2013 for the 20th AGM of the Company.

The Company has also received from Mr. Vypukaran Abubaker Jamal, consent to act as a Director in Form DIR-2, intimation by Director in Form DIR-8 under Section 164(2) of the Act confirming that he is not disqualified from being appointed as Director and notice of interest in Form MBP-1 under section 184(1) of the Act.

Accordingly, the resolutions set out at Item No. 13 is placed before the Members as Ordinary Resolution.

None of the directors and Key Managerial Personnel and their relatives except for Mr. Vypukaran Abubaker Jamal shall be concerned or interested, financially or otherwise, in the resolution set out in the item no. 13 of this Notice.

Item No. 14

The Company had issued a Notice dated 3rd August, 2023 for convening the 20th Annual General Meeting (“AGM”) scheduled to be held on Saturday, 9th September, 2023 at 12:00 p.m. through

Video Conferencing (VC) / Other Audio-Visual Means (OAVM) and the same has already been circulated to the Members of the Company in due compliance with the provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder.

Subsequently, on 25th August, 2023, the Company received a notice in writing from Mr. John Porinchu Tharayil, Member proposing the candidature of himself as a Independent Director in terms of Section 160 of the Companies Act, 2013 for the 20th AGM of the Company.

The Company has also received from Mr. John Porinchu Tharayil, consent to act as a Director in Form DIR-2, intimation by Director in Form DIR-8 under Section 164(2) of the Act confirming that he is not disqualified from being appointed as Director, notice of interest in Form MBP-1 under section 184(1) of the Act, Declaration of Independence under section 149(7) of the Act and Certificate from IICA qualifying the online proficiency self-assessment test for Independent Director’s Databank

Accordingly, the resolutions set out at Item No. 14 is placed before the Members as Ordinary Resolution.

None of the directors and Key Managerial Personnel and their relatives except for Mr. John Porinchu Tharayil shall be concerned or interested, financially or otherwise, in the resolution set out in the item no. 14 of this Notice.

Item No. 15

Pursuant to Section 115 of the Companies Act, 2013 read with Rule 23 of the Companies (Management and Administration) Rules, 2014 (“Special Notice”), the Company has received special notice(s) dated 25th August, 2023 from its shareholder, Mr. Sebastian Maju for removal of Dr. Raju Varghese (DIN: 02830301) as Director of the Company.

Under Section 169 (4) of the Companies Act, 2013, the director being sought to be removed has a right to make a representation to the Members in the manner stated therein. The Company has not received any representation till date. If any representation in writing is received the Company shall take necessary steps in accordance with Section 169 of the Act.

Accordingly, the resolutions set out at Item No. 15 is placed before the Members as Ordinary Resolution.

None of the directors and Key Managerial Personnel and their relatives except for Dr. Raju Varghese (DIN: 02830301) shall be concerned or interested, financially or otherwise, in the resolution set out in the item no. 15 of this Notice.

Item No. 16

Pursuant to Section 115 of the Companies Act, 2013 read with Rule 23 of the Companies (Management and Administration) Rules, 2014 (“Special Notice”), the Company has received special notice(s) dated 25th August, 2023 from its shareholder, Dr. John Jessy for removal of Mr. Jroish G Kanippilly (DIN: 02830301) as Director of the Company.

Under Section 169 (4) of the Companies Act, 2013, the director being sought to be removed has a right to make a representation to the Members in the manner stated therein. The Company has not received any representation till date. If any representation in writing is received the Company shall take necessary steps in accordance with Section 169 of the Act.

Accordingly, the resolutions set out at Item No. 16 is placed before the Members as Ordinary

Resolution.

None of the directors and Key Managerial Personnel and their relatives except for Mr. Jroish G Kanippilly (DIN: 02830301) shall be concerned or interested, financially or otherwise, in the resolution set out in the item no. 16 of this Notice.

Item No. 17

Pursuant to Section 115 of the Companies Act, 2013 read with Rule 23 of the Companies (Management and Administration) Rules, 2014 (“Special Notice”), the Company has received special notice(s) dated 25th August, 2023 from its shareholder, Mr. Shiju Devassy for removal of Mr. Kozhikode Bhaghavathypambil Gopalakrishnan (DIN: 00007974) as Director of the Company.

Under Section 169 (4) of the Companies Act, 2013, the director being sought to be removed has a right to make a representation to the Members in the manner stated therein. The Company has not received any representation till date. If any representation in writing is received the Company shall take necessary steps in accordance with Section 169 of the Act.

Accordingly, the resolutions set out at Item No. 17 is placed before the Members as Ordinary Resolution.

None of the directors and Key Managerial Personnel and their relatives except for Mr. K B Gopalakrishnan shall be concerned or interested, financially or otherwise, in the resolution set out in the item no. 17 of this Notice.

For and on behalf of the Board of Directors
For Sea Blue Shipyard Limited

Sd/
O C JOHN
Chairman & Managing Director
DIN: 00918513

Place: Vypin
Date: 31/08/2023

Registered Office:

1/212, V. P. Road,
Azheekal P O,
Vypin, Kochi – 682 508, Kerala.
CIN: U35111KL2003PLC016677
E-mail Id: cs@seablueshipyard.com
Website address: www.seablueshipyard.com

ANNEXURE TO THE NOTICE

Details of Directors seeking Appointment/Re-appointment at the Twentieth Annual General Meeting

Name of the Director & DIN	Mr. R Jeyaraman (DIN: 07283849), Age: 51 years
Date of first Appointment	-
Qualifications, Experience and Areas of Specialization	Mr. R. Jeyaraman hailing from Tamil Nadu is one of the major investors of Sea Blue. He is an Engineer by profession and presently working as a Control System & Instrument Engineer in Advanced Petrochemical Company at Saudi Arabia.
Terms & Conditions of Appointment	Non-Executive Director, liable to retire by Rotation
Remuneration last drawn	NIL
No. of Shares Held in the company	10,60,500
No. of Board Meetings attended during Financial Year 2022-2023	N/A
List of Directorship held in other Companies	NIL
Chairman/ member of the Committee of the Board of Directors of other Companies	NIL
Relation with Key Managerial Personnel and Directors	NIL

Name of the Director & DIN	Mr. Nattakathu Rajasekharan Krishanan Unni (DIN: 077571239), Age: 38 years
Date of first Appointment	-
Qualifications, Experience and Areas of Specialization	He is a graduate in law and a qualified company secretary. He is an accomplished legal professional with over 15 years of experience across corporate legal affairs, litigation and compliances. He has worked with top tier law firms and BIG4 auditing firms in Bangalore. He has proven expertise in corporate governance & compliance frameworks for large multinational companies across the manufacturing and service sector.
Terms & Conditions of Appointment	Non-Executive Director, liable to retire by Rotation
Remuneration last drawn	NIL
No. of Shares Held in the company	NIL
No. of Board Meetings attended during Financial Year 2022-2023	N/A
List of Directorship held in other Companies	NIL
Chairman/ member of the Committee of the Board of Directors of other Companies	NIL
Relation with Key Managerial Personnel and Directors	NIL

Name of the Director & DIN	Mr. Ummer Moyinkutty (DIN: 07282120), Age: 63 years
Date of first Appointment	-
Qualifications, Experience and Areas of Specialization	Ummer Moyin Kutty completed his BSc Degree in Chemistry from Calicut University and holds post graduate diploma in computer applications. Ummer Moyin Kutty is the founder of Ernad Agro Food, a Snack Food Manufacturing company located

	at Malappuram D.T. Between 1986-2015 he was in Saudi Arabia, Riyadh holding various positions in banking Industry. He retired from Bank AlBilad as Admin Officer Investment Banking during 2015. He was instrumental & served in many key organizations to list a few Saudi French Bank, Saudi Arabian General Investment Authority (SAGIA), International Systems Engineering (Boeing Offset) During the tenure of his service in Saudi, he was involved with various activities of social cause as part of his social responsibility. His business interest includes, venture capital investments to list few, MIMS Calicut, AlSalama Eye hosopital, Karuna Medical College, & SeaBlue Shipyard.
Terms & Conditions of Appointment	Non-Executive Director, liable to retire by Rotation
Remuneration last drawn	NIL
No. of Shares Held in the company	4,00,000
No. of Board Meetings attended during Financial Year 2022-2023	N/A
List of Directorship held in other Companies	NIL
Chairman/ member of the Committee of the Board of Directors of other Companies	NIL
Relation with Key Managerial Personnel and Directors	NIL

Name of the Director & DIN	Shoukathali Meledath (DIN: 10287504), Age: 61 years
Date of first Appointment	-
Qualifications, Experience and Areas of Specialization	He is a Diploma holder in Automobile Engineering and has over 35 years of experience in Automobile Sales & Service Operations and Motor claims management in India and Middle East & North Africa (MENA) région. He was actively associated with automobile revolution in the MENA region. He posses functional expertise in managing service operations with a key focus on bottom line profitability by ensuring optimal utilization of resources and is experienced in Strategic Planning, Business Development and General Administration. His accomplishment includes Shop floor management, Loss Assessing, Diagnosing and Technical problem solving, Marketing & Sales, Organizational development & Training.
Terms & Conditions of Appointment	Non-Executive Director, liable to retire by Rotation
Remuneration last drawn	NIL
No. of Shares Held in the company	2,50,000
No. of Board Meetings attended during Financial Year 2022-2023	N/A
List of Directorship held in other Companies	NIL
Chairman/ member of the Committee of the Board of Directors of other Companies	NIL
Relation with Key Managerial Personnel and Directors	NIL

Name of the Director & DIN	Mr. Pandippilly Pylie Antony (DIN: 10288144), Age: 58 years
Date of first Appointment	-
Qualifications, Experience and Areas of Specialization	<p>He is LLB (Labour Law) from Kerala University, MBA (Marketing and Finance) from IGNOU, New Delhi, M. Com (General Management) from Kerala University and PGDCA from Kerala Board of Technical Education.</p> <p>Presently he is practicing as an advocate in Kochi, Kerala and has a total career span of over 30 years in manufacturing, contracting and service sectors in KSA such as Al-Masloup Corp, Jubail, Saudi Chevron Phillips, Jubail, Fuji Saudi Arabia (Gulf Elevator & Escalators Co. Ltd.), Jeddah, Alissa Group, Riyadh, Jeraisy Group, Riyadh and Aptech Computer Education, Universal Group of Institutions and Popular Vehicles and Services Ltd in India.</p> <p>His key competencies are in Quality System Management and HSE Management, Contract Administration and Legal Risk Management, Enterprise Business Risk Management & Internal Audit, IT Security and Governance, Business Excellence, ERP Implementation, Leadership and People Management, General Management and is passionate of continuous learning to enhance skills and knowledge of latest developments through internationally recognized continuing education and certifications.</p>
Terms & Conditions of Appointment	Non-Executive Director, liable to retire by Rotation
Remuneration last drawn	NIL
No. of Shares Held in the company	50,000
No. of Board Meetings attended during Financial Year 2022-2023	N/A
List of Directorship held in other Companies	NIL
Chairman/ member of the Committee of the Board of Directors of other Companies	NIL
Relation with Key Managerial Personnel and Directors	NIL

Name of the Director & DIN	Mr. Vypukaran Abubaker Jamal (DIN: 10287523), Age: 66 years
Date of first Appointment	-
Qualifications, Experience and Areas of Specialization	<p>He is B Tech in Mechanical Engineering and Diploma in Mechanical Engineering with area of expertise in Heavy Fabrication, Procurement and maintenance of Heavy construction Equipment's and heavy lifting equipment's, Heavy lifting and Heavy Transportation Engineering, Project Planning & Execution, Installation of Heavy machineries by Jacking & Skidding method</p> <p>His professional work experience includes working with companies in Kerala for 16 years such as Transformers & Electricals Kerala Ltd. and Kerala State Electricity Board. Also has 29 years of experience in working with middle east companies such as Galfar Engineering & Contracting LLC, Sultanate of Oman, Alatas Mammoet Company, Saudi Arabia, International Oil & Gas Services Co,</p>

	Sultanate of Oman, Al Suwaidi Equipment & Transport Co, Saudi Arabia, Teamlifting Est. For General Contracting
Terms & Conditions of Appointment	Non-Executive Director, liable to retire by Rotation
Remuneration last drawn	NIL
No. of Shares Held in the company	15,000
No. of Board Meetings attended during Financial Year 2022-2023	N/A
List of Directorship held in other Companies	NIL
Chairman/ member of the Committee of the Board of Directors of other Companies	NIL
Relation with Key Managerial Personnel and Directors	NIL

Name of the Director & DIN	Mr. John Porinchu Tharayil (DIN: 02601759) Age: 58 years
Date of first Appointment	-
Qualifications, Experience and Areas of Specialization	<p>He is an Electrical & Electronics Engineer with Expertise on Power Distribution, Solar Power Plants, Automation, Digital metering, Power Factor, Harmonic Filtering, Power Quality, VFD, Soft Starter, UPS, Stabilizers, DC systems, PLC, Automation and SCADA". A professional with over 30 years of rich overseas & domestic experience in Profit Centre Operations, Strategic Planning & Management, Sales & Service, Business Development, Administration, Client Relationship Management and Team Management. He is well versed in Solar Power Plants, Power Distribution, Power Quality Analysis, Power Quality Solutions, Energy Savings, Advanced Digital Metering, PLC, Automation & SCADA systems, he is an Ex Schneider-Electric, Advanced Modular Power Systems, Saudi Arabia, Al-Khobar as Sales Manager-Projects. Previous services in the same company in Al-Khobar & Bahrain as BDM/Technical/ Sales Manager. An effective communicator with excellent relationship building & interpersonal skills. Strong analytical, problem solving & organizational abilities. Possess a flexible & detail-oriented attitude. He is also A class" High Tension Supervisory License holder from Kerala state Electrical Inspectorate as well as from Maharashtra state and is also Accredited Solar Power plant Inspector by ANERT, Kerala & National Skill Development Corporation.</p>
Terms & Conditions of Appointment	Non-Executive Independent Director, Not liable to retire by Rotation
Remuneration last drawn	NIL
No. of Shares Held in the company	2,65,000
No. of Board Meetings attended during Financial Year 2022-2023	N/A
List of Directorship held in other Companies	NIL
Chairman/ member of the Committee of the Board of Directors of other Companies	NIL
Relation with Key Managerial Personnel and Directors	NIL