

To,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001

April 30, 2022

Scrip code: 542013

**Sub: Declaration of Voting Results of Postal Ballot pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report**

Dear Sir/Maam,

This is with reference to above subject; we hereby inform you that the Company had sought approval of the Shareholders by way of Special Resolution through Postal Ballot for the resolutions as mentioned in the Notice.

The resolutions are deemed to have been passed on the last date of voting on the Postal Ballot, i.e., 28<sup>th</sup> April, 2022. Mrs. Pooja Damir Miglani (M. No. 25988, CP No. 25003), Practicing Company Secretaries, Proprietor of PDM & Associates, Company Secretaries, Ludhiana the scrutinizer has submitted the Report to the Chairman on 29<sup>th</sup> April, 2022.

In this regard, please find enclosed herewith the following:

1. Voting Results of Postal Ballot through remote e-voting facility pursuant to Regulation 44(3) of the Securities Exchange and Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's Report dated 29<sup>th</sup> April, 2022 pursuant to Section 108 and 110 of the Companies Act 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014.

You are requested to take the same in your records.

Thanking You,

Yours truly,

For **Dolphin Rubbers Limited**



Ankita Sahu

Company Secretary & Compliance officer



**Agenda:**

Sr. No.	Details of Agenda.	Resolution Required (Ordinary or Special)	Mode of Voting	Remarks
1	Increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company.	Ordinary	e-Voting	Resolution Passed
2	Issue of Bonus Shares	Ordinary	e-Voting	Resolution Passed
3	Migration and Listing/Trading of Equity Shares of the Company From SME Platform of BSE Limited (BSE SME) to Main Board of BSE Limited and NSE Limited	Special	e-Voting	Resolution Passed
4	Re-Appointment of Mrs. Amandeep Kaur (DIN: 07728094) as an Independent Director of the Company	Special	e-Voting	Resolution Passed
5	Appointment of Ms. Gurpreet Kaur (DIN: 09499130) as an Independent Director of the Company	Special	e-Voting	Resolution Passed

**Annexure A**

**DOLFIN RUBBERS LIMITED**

Voting Results of the Resolution passed through Postal Ballot E-voting process

[Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

➤ Name of the Company	Dolphin Rubbers Limited
➤ Scrip Code	542013
➤ ISIN	INE666Y01010
➤ CIN	L25112PB1995PLC017160
➤ Record Date	25 <sup>th</sup> March, 2022
➤ Date of Postal Ballot Notice.	28 <sup>th</sup> March, 2022
➤ Voting Start Date	30 <sup>th</sup> March, 2022
➤ Voting End Date	28 <sup>th</sup> April, 2022
➤ Total Number of Members as on record date	257
➤ No. of members Voted	33
➤ Promoter & Promoter Group	4
➤ Public	29

\*As Per Regulation 277 voting of Promoters & Promoters Group is not counted for the passing of resolution (3).



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				1. Increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2675224	2196824	82.12%	2196824	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if app.)		0	0	0	0	0	0
	<b>Total</b>		<b>2675224</b>	<b>2196824</b>	<b>82.12%</b>	<b>2196824</b>	<b>0</b>	<b>100%</b>
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if app.)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	4847272	2192200	45.22%	2192200	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if app.)		0	0	0	0	0	0
	<b>Total</b>		<b>4847272</b>	<b>2192200</b>	<b>45.22%</b>	<b>2192200</b>	<b>0</b>	<b>100%</b>
<b>Total</b>	<b>Total</b>	<b>7522496</b>	<b>4389024</b>	<b>58.34%</b>	<b>4389024</b>	<b>0</b>	<b>100%</b>	<b>0</b>



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				2. Issue of Bonus Shares.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2675224	2196824	82.12%	2196824	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if app.)		0	0	0	0	0	0
	<b>Total</b>	<b>2675224</b>	<b>2196824</b>	<b>82.12%</b>	<b>2196824</b>	<b>0</b>	<b>100%</b>	<b>0</b>
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if app.)		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	4847272	2192200	45.22%	2192200	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if app.)		0	0	0	0	0	0
	<b>Total</b>	<b>4847272</b>	<b>2192200</b>	<b>45.22%</b>	<b>2192200</b>	<b>0</b>	<b>100%</b>	<b>0</b>
<b>Total</b>	<b>Total</b>	<b>7522496</b>	<b>4389024</b>	<b>58.34%</b>	<b>4389024</b>	<b>0</b>	<b>100%</b>	<b>0</b>



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				3. Migration and Listing/Trading of Equity Shares of the Company From SME Platform of BSE Limited (BSE SME) to Main Board of BSE Limited and NSE Limited.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2675224	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if app.)		0	0	0	0	0	
	Total		2675224	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if app.)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	4847272	2192200	45.22%	2192200	0	100%	0
	Poll		0	0	0	0	0	
	Postal Ballot (if app.)		0	0	0	0	0	
	Total		4847272	2192200	45.22%	2192200	0	100%
Total	Total	7522496	2192200	45.22%	2192200	0	100%	0



Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				4. Re-Appointment of Mrs. Amandeep Kaur (DIN: 07728094) as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2675224	2196824	82.12%	2196824	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if app.)		0	0	0	0	0	0
	Total		2675224	2196824	82.12%	2196824	0	100%
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if app.)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	4847272	2192200	45.22%	2192200	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if app.)		0	0	0	0	0	0
	Total		4847272	2192200	45.22%	2192200	0	100%
Total	Total	7522496	4389024	58.34%	4389024	0	100%	0



Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				5. Appointment of Ms. Gurpreet Kaur (DIN: 09499130) as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2675224	2196824	82.12%	2196824	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if app.)		0	0	0	0	0	0
	<b>Total</b>		<b>2675224</b>	<b>2196824</b>	<b>82.12%</b>	<b>2196824</b>	<b>0</b>	<b>100%</b>
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if app.)	0	0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	4847272	2192200	45.22%	2192200	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if app.)		0	0	0	0	0	0
	<b>Total</b>		<b>4847272</b>	<b>2192200</b>	<b>45.22%</b>	<b>2192200</b>	<b>0</b>	<b>100%</b>
<b>Total</b>	<b>Total</b>	<b>7522496</b>	<b>4389024</b>	<b>58.34%</b>	<b>4389024</b>	<b>0</b>	<b>100%</b>	<b>0</b>





PDM & ASSOCIATES  
Company Secretaries

Email: ipcspdm@gmail.com  
Mob: 7888496109

PDM & ASSOCIATES  
COMPANY SECRETARIES  
PH: 7888496109; E-MAIL: ipcspdm@gmail.com  
ADDRESS: H.No. 83, NEW SANT FATEH SINGH NAGAR,  
DUGRI ROAD, LUDHIANA, PUNJAB - 141002

Scrutinizer's Report

29<sup>th</sup> April, 2022  
UDIN No. A025988D000244316

To,  
The Chairman  
Dolfin Rubbers Limited  
CIN: L25112PB1995PLC017160  
Regd. Off: 26A, Bhai Randhir Singh,  
Ludhiana, Punjab 141012.

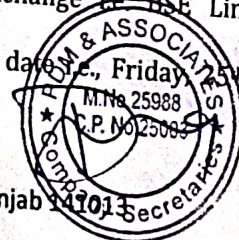
Subject: Report on Postal Ballot e-voting of Dolfin Rubbers Limited ("the Company").

Dear Sir,

I, Pooja Damir Miglani, Practicing Company Secretary (Membership No. A25988, COP No. 25003) Proprietor of PDM & Associates have been appointed as Scrutinizer by the Board of Directors of Dolfin Rubbers Limited, for the purpose of scrutinizing the Postal Ballot remote e-voting process carried out by the Company as per Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 in a fair and transparent manner and do hereby submit my report as under:

1. The Company had appointed NSDL as the service provider, for the facility of electronic voting to the Shareholders of the Company.
2. Notice of Postal Ballot was sent to the members of the Company on 29<sup>th</sup> March, 2022.
3. The Remote e-voting commenced on Wednesday, 30<sup>th</sup> March, 2022 at (09:00 a.m. IST) and ended on Thursday, 28<sup>th</sup> April, 2022 at (05:00 p.m. IST).
4. Pursuant to the MCA and SEBI Circulars, the Postal Ballot Notice was sent in electronic form only to those shareholders whose email address is registered with the Company/ Depositories. The Postal Ballot Notice had also been uploaded on the website of the Company at [www.dolfin.co.in](http://www.dolfin.co.in). The Notice can be accessed from the website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com).
5. The Members of the Company holding shares as on the "cut off" date i.e. Friday, 25<sup>th</sup> March, 2022 were entitled to vote on the proposed resolution.

Address: H. No. 83 New Sant Fateh Singh Nagar, Dugri Road, Ludhiana, Punjab 141012



6. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL.

7. The result of the scrutiny of the above postal ballot through remote e-voting in respect of passing of the resolution as set out in the notice dated 28<sup>th</sup> March, 2022 is as under:

**Special Business:**

**Resolution No. 1- Ordinary Resolution**

**1. Increase In Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company.**

(I) Voted in favour of the resolution:

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	33	4389024	100%
Total	33	4389024	100%

(II) Voted against the Resolution:

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
Total	0	0	0

(III) Invalid Votes:

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
Total	0	0	0

**Resolution No. 2- Ordinary Resolution**

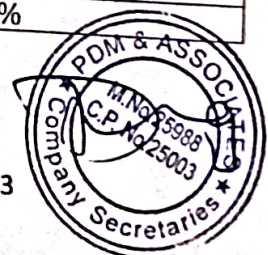
**2. Issue of Bonus Shares.**

(I) Voted in favour of the resolution:

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	33	4389024	100%
Total	33	4389024	100%

(II) Voted against the Resolution:

Address: H. No. 83 New Sant Fateh Singh Nagar, Dugri Road, Ludhiana, Punjab 141013



Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
Total	0	0	0

**(III) Invalid Votes:**

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
Total	0	0	0

**Resolution No. 3- Special Resolution**

[Kindly note that as per Regulation 277 of SEBI (issue of Capital and Disclosure Requirements) Regulations, 2018, votes of the Promoters (Including Promoters group) cannot be counted for purpose of passing of this Resolution. The Details of only Public Shareholding is provided as under.]

**3. Migration and Listing/Trading of Equity Shares of the Company From SME Platform of BSE Limited (BSE SME) to Main Board of BSE Limited and NSE Limited.**

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

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	29	2192200	100%
Total	29	2192200	100%

**(II) Voted against the Resolution:**

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
Total	0	0	0

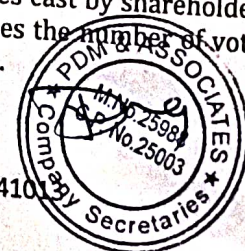
**(III) Invalid Votes:**

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-Voting	4	2196824	0
Total	0	0	0

**Note:**

In accordance with Regulation 277 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, this Resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the proposal, amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

Address: H. No. 83 New Sant Fateh Singh Nagar, Dugri Road, Ludhiana, Punjab 141011



**Resolution No. 4- Special Resolution**

**4. Re-Appointment of Mrs. Amandeep Kaur (DIN: 07728094) as an Independent Director of the Company.**

(I) Voted in favour of the resolution:

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	33	4389024	100%
Total	33	4389024	100%

(II) Voted against the Resolution:

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
Total	0	0	0

(III) Invalid Votes:

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
Total	0	0	0

**Resolution No. 5- Special Resolution**

**5. Appointment of Ms. Gurpreet Kaur (DIN: 09499130) as an Independent Director of the Company.**

(I) Voted in favour of the resolution:

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	33	4389024	100%
Total	33	4389024	100%

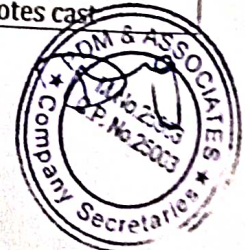
(II) Voted against the Resolution:

Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
Total	0	0	0

(III) Invalid Votes:

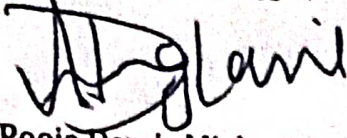
Type of Voting	Number of Members who voted	Number of Votes cast by them	% of total number of valid votes cast
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Address: H. No. 83 New Sant Fateh Singh Nagar, Dugri Road, Ludhiana, Punjab 141013



Remote E-Voting	0	0	0
Total	0	0	0

For PDM & Associates  
Company Secretaries



(Pooja Damir Miglani)

Prop.

M. No. : 25988

CP No. : 25003

UDIN NO. A025988D000244316

