

DOLPHIN OFFSHORE ENTERPRISES (INDIA) LIMITED

UNIT NO.301, A - WING, KANAKIA ZILLION, JUNCTION OF LBS MARG & CST ROAD, KURLA (W), MUMBAI 400070.

Email : info@dolphinoffshore.com



March 18, 2024

To,
Corporate Relations Department
BSE Limited
2nd Floor, P.J. Towers,
Dalal Street,
Mumbai - 400001
SCRIP CODE: 522261

To,
Corporate Relations Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G-Block,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400051.
SYMBOL: DOLPHIN

Sub.: Voting results of the Postal Ballot through remote E-voting process along with Scrutinizer's report.

Respected Sir/Ma'am,

Pursuant to the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed details of voting results in the format prescribed under Regulation 44 of SEBI (LODR) Regulation, 2015 along with the Scrutinizer's report dated March 18, 2024 as per Section 108, 110 of the Companies Act, 2013, and the Rules framed thereunder read with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

Based on the Scrutinizer's report, it is hereby informed that all the Resolutions mentioned in the Notice of the Postal Ballot dated February 03, 2024 have been passed with requisite majority on Sunday March 17, 2024, being the last date of remote E-voting.

The said reports are also available on the website of the Company www.dolphinoffshore.com and on the website of Central Depository Services (India) Limited www.cdslindia.com.

You are requested to consider the same for your reference and record.

Thanking you,
Yours faithfully,

For, Dolphin Offshore Enterprises (India) Limited

K. B. Khamar

Krena Khamar
Company Secretary & Compliance Officer
M. No.: A62436



Encl: as above



Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies
(Management and Administration) Rules, 2014]

To,

Chairman

DOLPHIN OFFSHORE ENTERPRISES INDIA LIMITED

Unit No. 301, Zillion Junction of LBS Marg, C

ST Road, Kurla (W), Kurla,

Mumbai, Maharashtra, India, 400070

Subject: Scrutinizer's Report on Postal Ballot by Remote E-voting/Voting by Electronic Means ("E-Voting) conducted in terms of Section 108 and 110 of the Companies act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time in respect of passing of the resolutions contained in the Notice dated February 03, 2024.

I, Rutesh Choksi, Proprietor of R.K Choksi & Co., Practicing Company Secretary have been appointed by the Board of Directors of DOLPHIN OFFSHORE ENTERPRISES INDIA LIMITED (hereinafter referred to as "Company"), as Scrutinizer to ensure that the process of Postal Ballot as prescribed under Section 110 of the Companies Act, 2013 (hereinafter referred to as "Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "Rules"), is complied with.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India, relating to the E-voting facility to the shareholders. My responsibilities as a Scrutinizer is restricted to give a report on the Votes cast by the members for the resolution (Business) contained in the Postal Ballot Notice dated February 03, 2024, through E-Voting.



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Ahmedabad Office: 406, Shikhar Complex,
Opp. Navneet House, Gurukul Road,
Ahmedabad- 380 052, Gujarat, India.



Pursuant to Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws and regulations (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the item of special business as set out in the Notice was placed for approval of the members of the Company through remote e-voting only.

The Company has accordingly sent Postal Ballot Notice only through Electronic mode by email to all its shareholders for passing 2 (Two) Resolutions for the special businesses as mentioned in the notice of postal ballot dated February 03, 2024 who have registered their email addresses with the Company or depository/ depository participants/ Registrar and Share Transfer Agent (RTA) and the communication of assent / dissent of the members are taken place through the remote e-voting system. This Postal Ballot is accordingly being initiated by the Company in compliance with the MCA Circulars & SEBI Circulars.

In this regard, I submit herewith my report as under:

1. The Company had provided facility of casting vote to the members of the Company through the process of e-voting only in compliance with the MCA General Circulars.
2. MCA vide its General Circular, has permitted to conduct the Postal Ballot by sending the notices in electronic mode. Therefore, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope were not sent to the Members for this Postal Ballot. The communication of assent / dissent of the members are taken place through the remote e-voting system.
3. The Company has availed E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by members of the Company and as permissible under the Act, notice to the shareholders were sent through e-mail whose email id were registered with the Company / Depository Participant/ Registrar and Transfer Agent.

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R K Choksi & Co.

Company Secretaries

4. The shareholders of the Company holding shares as on the cutoff date i.e. Friday, February 09, 2024 were entitled to vote on the resolutions (item no. 1 to 2 as set out in notice of postal ballot dated February 03, 2024). A public notice in newspaper informing the members about dispatch of notice and commencement of postal ballot was published on Friday, February 16, 2024.
5. Members have been informed that those shareholders who were members of the Company as on cut-off date, i.e. Friday, February 09, 2024, and Members holding shares in physical form and have not registered their e-mail address can now register the same by clicking the link: www.linkintime.co.in under Investor Services > E-mail/Bank detail Registration - fill in the details, upload the required documents and submit. Members holding shares in demat form were requested to register their, e-mail addresses with their Depository Participant(s) only. Members of the Company who have registered their e-mail addresses are also entitled to receive such communication in physical form, upon request.
6. The e-voting period was remained open from Saturday, February 17, 2024 at 09:00 Hours IST and ended on Sunday, March 17, 2024 at 17:00 Hours IST both days inclusive. The remote e-voting module was disabled thereafter for voting by CDSL.
7. The e-voting facility provided by CDSL was unlocked on 17th, March, 2023, at 18.32 Hours IST in the presence of two witnesses who were not in employment of the Company.
8. As per Section 110(2) of the Companies Act, 2013 read with Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, if a resolution is assented to by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed on the last date specified for remote e-voting.

Remote e-voting register was kept bearing particulars of names, address, folio nos. of shares along with assent and dissent was recorded herein. Summary of the remote e-voting with their pattern of voting is as per **Annexure-A**.

As per Section 110(2) of the Companies Act, 2013 read with Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, if a resolution is assented

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R K Choksi & Co. Company Secretaries

to by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed on the last date specified for remote e-voting.

The term "requisite majority" which refers to the context of ordinary resolution and special resolution as defined under section 114 of the Act, means:

- a) Intention to propose the resolution as ordinary / special resolution duly specified in the notice as the case may be
- b) Notice required under the Act was duly given
- c) The votes cast in favour of the resolution is more than the votes cast against in case of ordinary resolution and in case of special resolution the votes cast in favour is three times more than the votes cast against.

As the conditions prescribed under section 114 of the Act are complied with, the resolution is considered to have been approved by the shareholders as on last date specified for remote e-voting i.e. on Sunday, March 17, 2024 at 17.00 hours IST.

You are requested to take note of the above and oblige. We are enclosing report generated from the website of CDSL, with regard to electronic voting for your records.

Thanking you

Yours faithfully,

For R. K. Choksi & Co.



Rakesh Choksi

Practicing Company Secretary

Proprietor - Scrutinizer

FCS- 11694 CP- 17315

Peer Review no.: 3393/2023

UDIN: F011694E003595428



Date: March 18, 2024

Place: Ahmedabad

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RESULT OF THE E-VOTING

(a) Resolution No. 1

TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) TO BE ENTERED INTO
BY THE COMPANY:

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
28	2738	98.21

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
3	50	1.79

(b) Resolution No. 2

TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) PROPOSED TO BE
ENTERED INTO BY THE SUBSIDIARIES OF THE COMPANY:

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
28	2738	98.21



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(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
3	50	1.79

For R. K. Choksi & Co.

RK Choksi

Rutesh Choksi

Practicing Company Secretary

Proprietor - Scrutinizer

FCS- 11694 CP- 17315

Peer Review no.: 3393/2023

UDIN: F011694E003595428



Date: March 18, 2024

Place: Ahmedabad

General information about company

Scrip code	522261
NSE Symbol	DOLPHIN
MSEI Symbol	NOTLISTED
ISIN	INE920A01037
Name of the company	DOLPHIN OFFSHORE ENTERPRISES (INDIA) LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	17-03-2024
Start time of the meeting	
End time of the meeting	

Scrutinizer Details

Name of the Scrutinizer	Rutesh Choksi
Firms Name	R K Choksi & Co.
Qualification	CS
Membership Number	11694
Date of Board Meeting in which appointed	03-02-2024
Date of Issuance of Report to the company	18-03-2024

Voting results	
Record date	09-02-2024
Total number of shareholders on record date	10999
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) TO BE ENTERED INTO BY 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	30000000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		30000000	0	0	0	0	0
Public- Institutions	E-Voting	5769320	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5769320	0	0	0	0	0
Public- Non Institutions	E-Voting	4235260	2788	0.0658	2738	50	98.2066	1.7934
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4235260	2788	0.0658	2738	50	98.2066
Total		40004580	2788	0.007	2738	50	98.2066	1.7934
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block

Textual Information(1)

Promoter and Promoter group and other related parties have not voted in accordance with the provisions of Regulation 23 of SEBI LODR Regulation, 2015.

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) PROPOSED TO BE ENTERED INTO BY THE SUBSIDIARIES 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	30000000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	30000000	0	0	0	0	0	0
Public- Institutions	E-Voting	5769320	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5769320	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4235260	2788	0.0658	2738	50	98.2066	1.7934
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4235260	2788	0.0658	2738	50	98.2066	1.7934
Total		40004580	2788	0.007	2738	50	98.2066	1.7934
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block

Textual Information(1)

Promoter and Promoter group and other related parties have not voted in accordance with the provisions of Regulation 23 of SEBI LODR Regulation, 2015.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

