# DOLDHIN OFFSHORE ENTERDRISES (INDIA) LTD.

LIC BUILDING, PLOT NO. 54, SECTOR-11, CBD BELAPUR (E), NAVI MUMBAI-400 614. TEL.: (BOARD) +91-22-66026602 • FAX: (BOARD) +91-22-66026603

E-mail: customers@dolphinoffshore.com

REF

CORP/SECT/B4

DATE

**SEPTEMBER 23, 2016** 

The General Manager,

The Corporate Relation Department

Bombay Stock Exchange Limited

Phirozaleejeebhoy Towers

14TH Floor, Dalal Street

Mumbai 400 023

The National Stock Exchange India Ltd.

Listing Department

Exchange Plaza

Bandra Kurla Complex

Bandra (East)

Mumbai 400 051

SYMBOL: 522261

**SYMBOL: DOLPHINOFF** 

Dear Sir / Madam,

Ref: Disclosure of voting results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sub: Details of Voting Results of the 37<sup>th</sup> Annual General Meeting of the Company held on September 21, 2016.

Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosures Requirements), 2015, we submit herewith the details regarding the voting results of the business transacted at the 37<sup>th</sup> Annual General meeting (AGM) of Members of the Company held on Wednesday, September 21, 2016, in the prescribed format.

We also enclose herewith the consolidated report of the scrutinizer on e-voting and voting through ballot paper at the AGM. A copy of the above is being uploaded on the website of the Company.

You are requested kindly to take the same on record and inform members accordingly.

Thanking you,

Yours faithfully,

For DOLPHIN OFFSHORE ENTERPRISES (INDIA) LTD.

V.SURENDAAN

VP (CORP & LEGAL) AND COMPANY SECRETARY

**Encl.:** As above

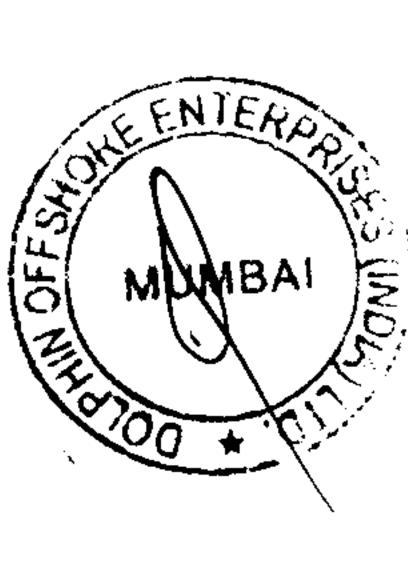


REGD. OFFICE: 1001 RAHEJA CENTRE, 214 NARIMAN POINT, MUMBAI-400 021.INDIA. TEL.: 91-22-22832226/34/42 ● Fax : 91-22-22875403 ● Website : www.dolphinoffshore.com CIN: L11101MH1979PLC021302 ® REGISTERED TRADE MARK

## Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	21.09.2016
Total number of shareholders on record date	13863
No. of shareholder's present in the meeting	
either in person or through proxy:	47
Promoters and Promoter Group:	7
Public:	40
No. of Shareholders attended the meeting	
through Video Conferencing:	NIL
Promoters and Promoter Group:	

Resolution required: (Ordinary/ Special)			Ordinary Resolution						
Whether promoter/ promoter group are			No						
interested in the agenda/ resolution?						·			
Category	Mode of Voting	e of No. of shares		% of Votes Polled on outstanding shares	No. of Votes – in favour		% 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	E-voting	9195954	9195954	100.00	9195954	0	100.000	0.000	
and	Poll	717779	C	0.00	C	0	0.000	0.000	
Promoter	Postal Ballot			0.00			0.000	0.000	
group	Total	9195954	9195954	100.00	9195954	0	100.000	0.000	
Public	E-voting	56921	Э	0.00	O		C.0CC	0.000	
Institutions	Poll	J 5 D 2. 1	9	0.00	0	0	0.000	0.000	
	Postal Ballot			0.00			.0.000	0.000	
	Total	56921	0	0.00	0	0	0.000	0.000	
Public Non-	E-voting	7009643	1657	9.02	1.657	6 A 5 D	100.000	0.000	
Institutions	Poll		3.5.4	0.00	334	7.7 7.7	100.000	0.000	
	Postal Ballot			0.00			0.000	0.000	
	Total	7519643	2011	0.03	2011	0	100.000	0.000	
Total		16772518	9197965	54.84	9197965	0	100.000	0.000	



Resolution required: (Ordinary/ Special)		Ordinary Resolution							
Whether pro	moter/ promote	er group are	No						
interested in	the agenda/ res	olution?							
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares  (3)=[(2)/(1)]* 100	in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		1	2			5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter	E-voting	9195954	8274031	89.97	8274031	0	100.000	0.00	
and	Poll		0	0.00	0	0	0.000	0.000	
Promoter	Postal Ballot			0.00			0.000	0.000	
group	Total	9195954	8274031	89.97	8274031	0	100.000	0.000	
Public	E-voting	56921	0	0.00	С	0	0.000	0.000	
Institutions	Poll		С	0.00	С	. 0	0.000	0.000	
	Postal Ballot			0.00			0.000	0.000	
	Total	56921	0	0.00	0	0	0.000	0.000	
Public Non-	E-voting	7519643	1657	0.02	1657	O,	100.000	0.000	
Institutions	Poll	, 0100	354	0.00	354	0	100.000	0.000	
	Postal Ballot			0.00			0.000	0.000	
	Total	7519643	2011	0.03	2011	0	100.000	0.000	
Total		16772518	8276042	49.34	8276042	0	100.000	0.000	

Resolution required: (Ordinary/ Special)			Ordinary Resolution							
Whether pro	Whether promoter/ promoter group are		No							
interested in the agenda/resolution?				<del></del>	T		· · · · · · · · · · · · · · · · · · ·	T		
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	Against	favour on votes	% of Votes against on votes polled		
		1	2	(3)=[(2)/(1)]* 100	4	. 5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter	E-voting	9195954	9195954	100.00	9195954	C	100.000	0.000		
and	Poll		0	0.00	0	C	0.00	0.000		
Promoter	Postal Ballot			0.00			0.000	0.000		
group	Total	9195954	9195954	100.00	9195954	0	100.000	0.000		
Public	E-voting	56921	0	0.00	9	0	0.000	0.000		
Institutions	Poll	<u> </u>	0	0.00	0	. С	0.000	0.000		
	Postal Ballot			0.00			0.000	0.000		
	Total	56921	0	0.00	0	0	0.000	0.000		
Public Non-	E-voting	7519643	1657	0.02	1657	C	100.000	0.000		
Institutions	Poll	7 7 7 7 9 9 9	354	0.00	354	C	100.000	0.000		
	Postal Ballot			0.00			0.000	0.000		
	Total	7519643	2011	0.03	2011	0	100.000	0.000		
Total		16772518	9197965	54.84	9197965	0	100.000	0.000		

Resolution required: (Ordinary/ Special)			Ordinary Resolution						
Whether promoter/ promoter group are		No							
interested in the agenda/ resolution?				T	1	1		<u></u>	
Category	Mode of Voting	No. of shares	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	E-voting	9195954	8647097	94.03	8647097	0	100.000	0.00	
and	Poll		0	0.00	0	0	0.000	0.000	
Promoter	Postal Ballot			0.00			0.00	0.000	
group	Total	9195954	8647097	94.03	8647097	0	100.000	0.000	
Public	E-voting	56001	0	0.00	0	C	0.000	0.00	
Institutions	Poll	56921	0	0.00	0	. 0	0.000	0.000	
	Postal Ballot			0.00			0.000	0.000	
	Total	56921	0	0.00	0	0	0.000	0.000	
Public Non-	E-voting	75106/3	1657	0.02	1657	0	100.000	0.000	
Institutions	Poll	7519643	354	0.00	354	0	100.000	0.000	
	Postal Ballot			0.00			0.000	0.000	
	Total	7519643	2011	0.03	2011	0	100.000	0.000	
Total		16772518	8649108	51.57	8649108	0	100.000	0.000	

# V. Sundaram & Co.

# PRACTICING COMPANY SECRETARIES

Residential Address:

704, Satyam Tower, 90 Ft. Road, Thakur Complex, Kandivli (E),

Mumbai - 400 101. Mobile : 9833159899

e-mail: vsundaramfcsl@hounail.com

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#### FORM No. MGT-13

#### Report of Scrutinizer

|Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014|

Chairman, Dolphin Offshore Enterprises (India) Limited Mumbai

Sub: Annual General Meeting of the Shareholders of Dolphin Offshore Enterprises (India) Limited held on Wednesday, 21st September, 2016 at Mumbai, Maharashtra.

Dear Sir,

- I, V.Sundaram, of V. Sundaram & Co, Practicing Company Secretary, was appointed by the Board of Directors of Dolphin Offshore Enterprises (India) Limited as Scrutinizer vide resolution dated 27th May, 2016 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the resolutions, at the Annual General Meeting of the Shareholders of Dolphin Offshore Enterprises (India) Limited, held on Wednesday, 21st September, 2016 at Mumbai, for which I submit my report as under:
  - 1. The remote e-Voting period remained open from Saturday, 17th September, 2016 (09.00 a.m) to Tuesday, 20th September, 2016 (5.00 p.m) both days inclusive.
  - 2. The shareholders holding shares as on cut-off date, i.e 14th September, 2016 were entitled to vote on the proposed resolutions.
  - 3. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the remote e-voting website of CDSL.
  - 4. After the closing of the poll as announced by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed.

5. The locked ballot box was subsequently opened by me in the presence of two witnesses, Ms. Rupa Shetty and Mr. Kaushal Doshi who are not in employment of the Company and ballot papers were diligently

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Tel.: +22 2885 0220 • E-mail : vsundaramfcs@vahoo.com

scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations / proxies lodged with the Company.

- 6. I did not find any ballot paper invalid/incomplete or defective.
- 7. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the annual general meeting is conducted in a fair and transparent manner and render a consolidated report of the total votes cast in favour and against to the Chairman on the resolutions, based on the reports generated from the remote e-Voting system provided by CDSL and voting by use of ballots at the meeting.
- 8. The results of voting by electronic means, physical ballot held at the aforesaid Annual General Meeting is as under:

#### Resolution No. 1:

4

Adoption of the Audited Financial Statements (including Audited Consolidated Financial Statement) of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and Auditors thereon.

(i) Votes in favour of the resolution:

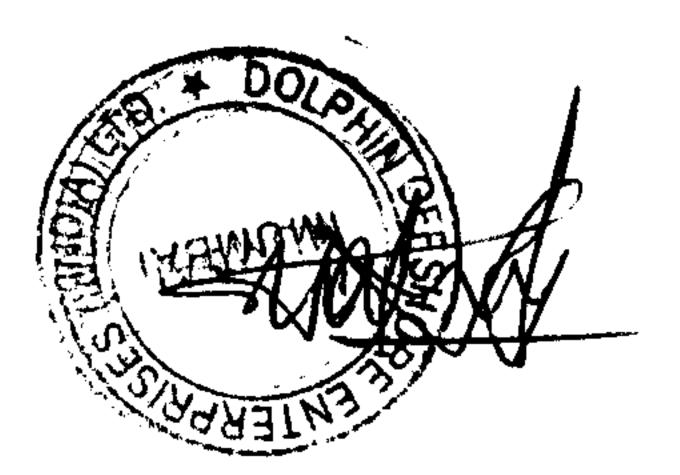
Mode of Voting	Number of members present and voting (in person or by proxy)	ł	number	otal of otes
E-voting	31	9197611		
Ballot	15	354	<del></del>	<del></del>
Total	46	9197965	100	0.00

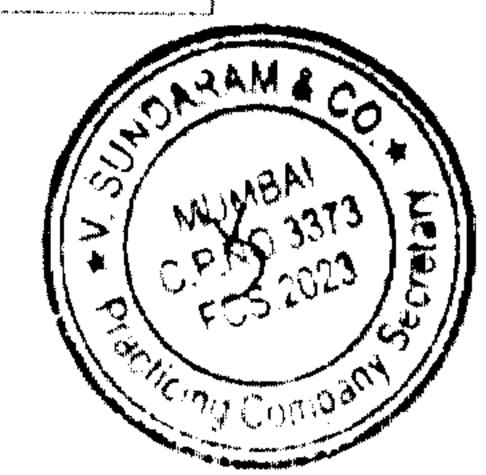
(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	į	% of total number of valid votes cast
E-voting	0	0	
Ballot	0	O	
Total	O	O	pa.

(iii) Abstained from Voting:

Mode of Voting	Number of members present and voting (in person or by proxy)		of	% of number valid votes	total of cast
E-voting	O		0		
Ballot	O		O	n tripin (nyingin) - mingin -	'n de le de la description description de la des
Total	O	······································	0	<u>- A tabel ( a marita anggapapa) papaga</u> balab <u>ahabaha kababaha an</u> a kan <del>ggapapaga</del> ( - ) - ) - b <del>alabah</del> abaha kan a - a	





#### Resolution No. 2:

Re-appointment of Rear Admiral Kirpal Singh (DIN:00006062), who retires by rotation and, being eligible, offers himself for reappointment.

#### (i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	30*	8275688	
Ballot	15	354	Personal Communication of the
Total	45	8276042	100.00

<sup>\*</sup>Interested Director did not vote.

## (ii) Votes against the resolution:

Mode of Voting	Number of	Number of votes	9% of	total
	members present	cast	number	of
	and voting (in		valid v	otes
 	person or by proxy)		cast	
E-voting	O	O	<del></del>	nt tal
Ballot	O	O		**************************************
Total	O	0		

#### (iii) Abstained from Voting:

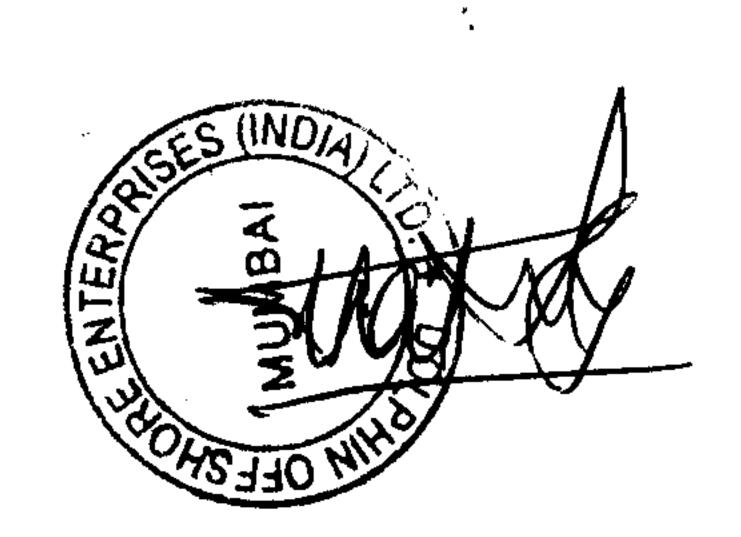
Mode of Voting	Number of	Number of votes	19% of	total
	members present	cast	number	of
! !	and voting (in		valid v	otes
 	person or by proxy)		cast	
E-voting	O	O	Mikippi (sikiki lida da marangan maran manusan si	
Ballot	O	en amanda a a a a a a a a a a a a a a a a a a	<u> </u>	mhnaidheardannapadguai, iig
Total	O	0	Protest and the second of the	+ +

#### Resolution No. 3:

Re-appointment of M/s. Haribhakti & Co. LLP, Chartered Accountants as. Auditors of the Company and fixing their remuneration.

#### (i) Votes in favour of the resolution:

Mode of Voting	Number of	Number of votes	% of total
	members present	cast	number of
	and voting (in		valid votes
	person or by proxy)		cast
E-voting	31	9197611	
Ballot	15	354	# 1 1 1 1 1
Total	46	9197965	100.00





## (ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	
Ballot	O	ыныныны — — — — — — — — — — — — — — — —	· <del></del>
Total	0	0	, AM :-

## (iii) Abstained from Voting:

Mode of Voting		Number of votes	% of total
 	members present	cast	number of
	and voting (in		valid votes
to and the control of	person or by proxy)		cast
E-voting	0	Ö	### HE
Ballot	0	0	ea بهر بهرون بالمنظمة المنظمة
Total	0	——————————————————————————————————————	stu -up

## Resolution No. 4:

To consider and approve re-appointment of Mrs. Manjit Kirpal Singh (DIN: 00143430), as Director of the Company who is liable to retire by rotation.

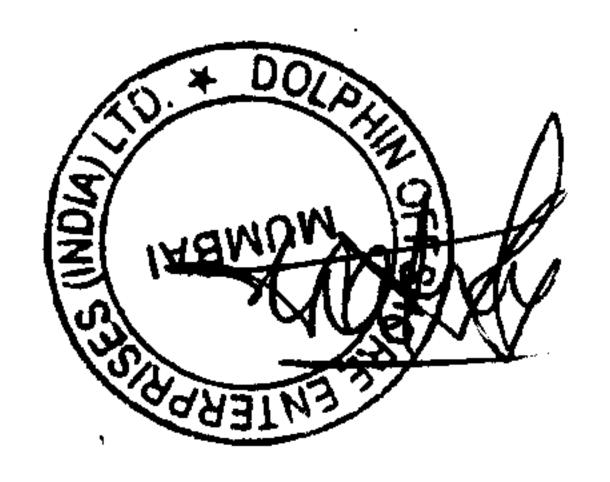
# (i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	30*	8648754	The first C. I. I.,  And the description of the control of the con
Ballot	15	354	
Total	45	8649108	100.00

<sup>\*</sup>Interested Director did not vote.

# (ii) Votes against the resolution:

processes entrem diliterationes made a compression in relativistic processes.	entrial de la companya del companya de la companya della companya		•	
Mode	· .	of Number of votes	% of	total
Voting	members preser	it cast	number	of
***************************************	and voting (i		valid	votes
o — o cocos alphinidad <del>a mandant ann t-t-t-t-t-t-t-t-t-t-t-t-t-t-t-t-t-t-t</del>	person or by proxy		cast	
E-Voting	-	0		
Ballot		0 0		<u>нарија на трен па по </u>
Total	- Charles to the design of the construction of	0		





(iii) Abstained from Voting:

Mode of Voting	Number of	Number of votes.	% of total
	members present and voting (in	: ·	number of .  valid votes cast
	person or by proxy)		
E-Voting	0		den and a second text (destated destate and a manufacture) (destated described and a second second described a described and a second described destate and a manufacture) (described described des
Ballot	O	O :	eleccoso <del>ses estas o</del> ele <del>cción</del> de consideres consideres de contrate de contr
Total	0		And the second s

9. The ballot papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Place: Mumbai

Dated: 22nd September, 2016.

Witness 1: Allian

Witness 2: ( ) cyhi

FOR DOLPHIN OFFSHORE ENTERPRISES (INDIA) LTD.

SATPAL SINGH MANAGING DIRECTOR & CEO For V, Sundaram & Co.

Company Secretary M.No. 2023-CP No. 3373