

DOLPHIN OFFSHORE ENTERPRISES (INDIA) LTD.

LIC BUILDING, PLOT NO. 54, SECTOR-11, CBD BELAPUR (E), NEW 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, 2017

Mr. A. Y. Robert
Relationship Manager
The Corporate Relation Department
Bombay Stock Exchange Limited
PhirozaJeejeebhoy Towers
14th Floor, Dalal Street
Mumbai 400 023

Scrip Code: 522261

SUB: REPORTS OF SCRUTINIZERS ON E-VOTING, BALLOT AND POLL AT THE 38TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 22, 2017

Dear Sirs,

Further, to our letter dated September 23, 2017 captioning subject as "Outcome of the Annual General Meeting held on September 22, 2017", please find below scrutinizer report on e-voting.

- (1) Pursuant to Section 108 of the Companies Act, 2013 and rules made thereunder the Company has provided e-voting facility to shareholders of the Company. Mr. Prashant Mehta, Practising Company Secretaries, appointed as Scrutinizer for scrutinizing e-voting. The e-voting period commenced on 19th day of September, 2017 (9.00 a.m. IST) and ends on 21st day of September, 2017 (5.00 p.m. IST). Further, Members who do not have access to e-voting facility the Company has sent ballot form for their voting.
- (2) The Chairman appointed Mr. Prashant Mehta, Practising Company Secretary as Scrutinizer of Poll conducted at the AGM.

In view of the above, please find attached herewith following reports of Scrutinizers i.e. Mr. Prashant Mehta and Ms. Dhara Solanki, Practising Company Secretaries.

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The Resolutions for the Ordinary business as set out in item No. 01 to 03 in the Notice of 38th Annual General Meeting duly approved by the members with requisite majority.
You are requested to take the above on record and oblige.

Thanking you,

Yours faithfully,

For **DOLPHIN OFFSHORE ENTERPRISES (INDIA) LTD.**

V.SURENDRAN
VP (CORP & LEGAL) AND COMPANY SECRETARY

Encl.: As above

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]

To,
The Chairman
Dolphin Offshore Enterprises (India) Limited
Mumbai

Sub: Annual General Meeting of the Shareholders of Dolphin Offshore
Enterprises (India) Limited (the "Company") held on Friday,
September 22, 2017 at Mumbai, Maharashtra.

Dear Sir,

I, Prashant Mehta, Practicing Company Secretary, was appointed by the Board of Directors of the Company as Scrutinizer vide resolution dated May 17, 2017 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 below mentioned resolutions, at the Annual General Meeting of the Shareholders of the Company, to be held on Friday, September 22, 2017 at Mumbai, for which I submit my report as under:

1. The remote e-Voting period remained open from Tuesday, September 19, 2017 (09.00 a.m) to Thursday, September 21, 2017 (5.00 p.m).
2. The shareholders holding shares as on "cut off" date, i.e. Friday, September 15, 2017, 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 Central Depository Services Limited (CDSL), the authorized agency to provide remote e-Voting facility to its members.
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. Dhara Shah and Ms. Hinal Mehta who are not in employment of the Company and ballot papers were diligently 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. We did not find any ballot paper as invalid, incomplete and/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 Company Secretary 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:

To receive, consider and adopt:

- a) The audited standalone financial statements of the Company for the financial year ended March 31, 2017 together with the Reports of the Board of Directors and Auditors thereon; and
- b) The audited consolidated financial statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.

(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	29	8042654	-
Ballot	16	607581	-
Total	45	8650235	99.9544

(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	01	3947	-
Ballot	0	0	-
Total	01	3947	0.0456



(iii) Abstained from Voting:

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	0	0	-
Total	0	0	-

Resolution No. 2:

To appoint a Director in place of Navpreet Kirpal Singh (DIN 00006085), who retires by rotation, and being eligible, offers himself for re-appointment.

(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	26	7050569	-
Ballot	16	607581	-
Total	42	7658150	99.9485

(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	02	3948	
Ballot	0	0	
Total	02	3948	0.0515

(iii) Abstained from Voting:

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	02	992084	-
Ballot	0	0	-
Total	02	992084	-



Resolution No. 3:

To appoint M/s Sharp & Tannan, Chartered Accountants as Auditors of the Company for a period of 5 years and fixing their remuneration.

(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	29	8042654	-
Ballot	15	607580	-
Total	44	8650234	99.9544

(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	01	3947	-
Ballot	01	01	-
Total	02	3948	0.0456

(iii) Abstained from Voting:

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	0	0	--
Total	0	0	--


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: September 22, 2017.

Yours faithfully,

Witness 1: 

Witness 2: 


PRASHANT S. MEHTA
COMPANY SECRETARY
M. NO. 5814 CP. NO. 17341

PRASHANT S MEHTA
Practicing Company Secretary

Office Address: 12A-09 & 12A-09A

Parinee Cresenzo, Plot No.
C/38/39, G Block, behind MCA
Club, BKC, Bandra (E), Mumbai
400051.

Mobile: 09821231387

email: prashant.m@legacs.com

To,
The Chairman
Dolphin Offshore Enterprises (India) Limited
Mumbai

Sub: Summary of the Results of the Voting on the resolutions (including remote e-Voting and Ballot at AGM) passed at the Annual General Meeting of Dolphin Offshore Enterprises (India) Limited held on Friday, September 22, 2017.

Item no. of Notice	Votes in favour of the resolution			Votes against the resolution		
	Numbers		% of total votes cast	Numbers		% of total votes cast
	Persons	Votes		Persons	Votes	
1	45	8650235	99.9544	01	3947	0.0456
2	42	7658150	99.9485	02	3948	0.0515
3	44	8650234	99.9544	02	3948	0.0456

Yours faithfully,

Place: Mumbai
Date: September 22, 2017.


PRASHANT S. MEHTA
COMPANY SECRETARY
M. NO. 5814 CP. NO. 17341