

DOLPHIN OFFSHORE ENTERPRISES (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
Phirozajeejeebhoy 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 : DOLPHINOFF

SYMBOL : 522261

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 37th 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 37th 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.SURENDRAN
VP (CORP & LEGAL) AND COMPANY SECRETARY

Encl.: As above



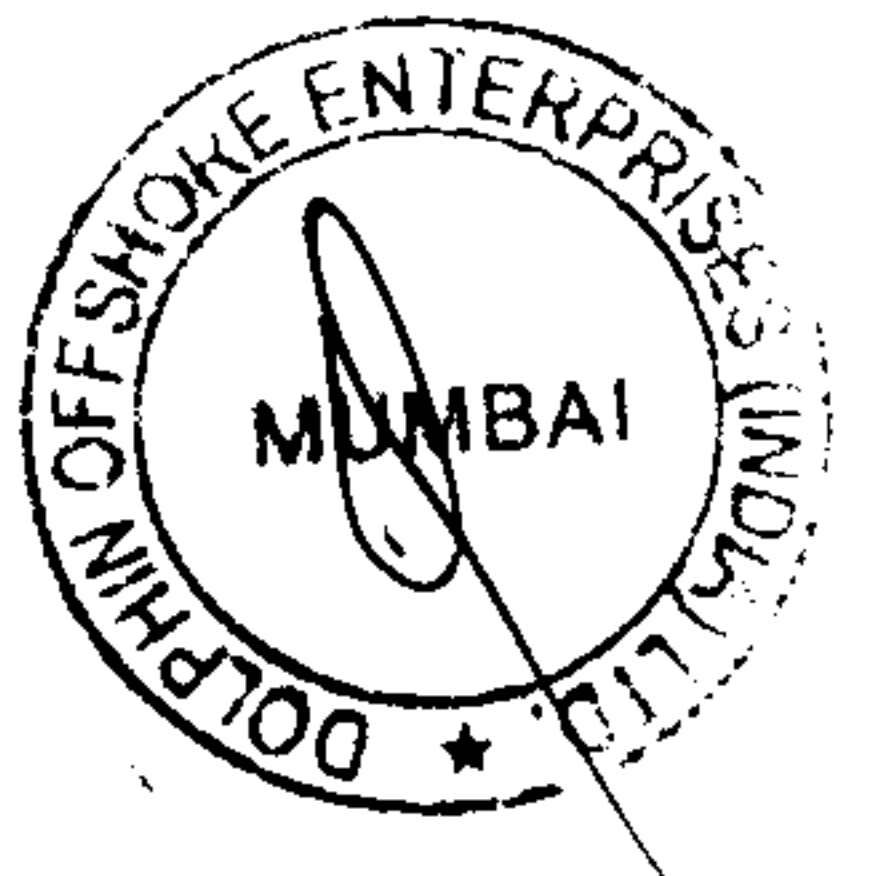
REGD. OFFICE : 1001 RAHEJA CENTRE, 214 NARIMAN POINT, MUMBAI-400 021.INDIA.
TEL.: 91-22-22832226/34/42 • Fax : 91-22-22875403 • Website : www.dolphinoffshore.com
CIN : L11101MH1979PLC021302
® REGISTERED TRADE MARK

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 shareholders 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: Promoters and Promoter Group:	NIL

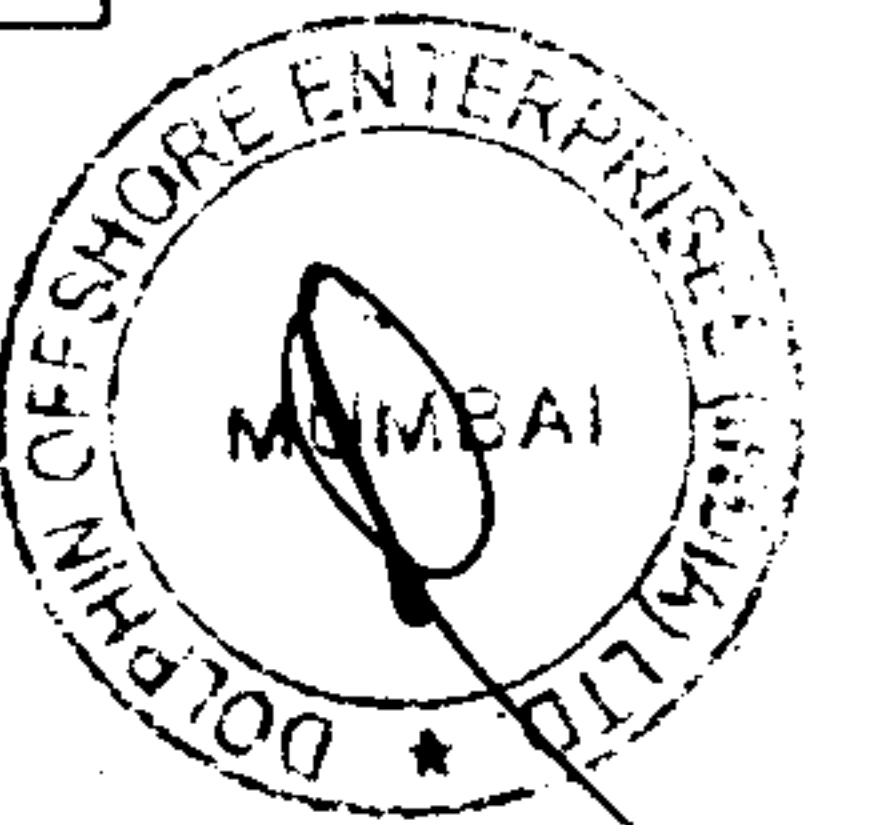
RESOLUTION - 1

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
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	9195954	9195954	100.00	9195954	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	9195954	9195954	100.00	9195954	0	100.000	0.000
Public Institutions	E-voting	56921	0	0.00	0	0	0.000	0.000
	Poll		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-Institutions	E-voting	7519643	1657	0.02	1657	0	100.000	0.000
	Poll		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	9197965	54.84	9197965	0	100.000	0.000



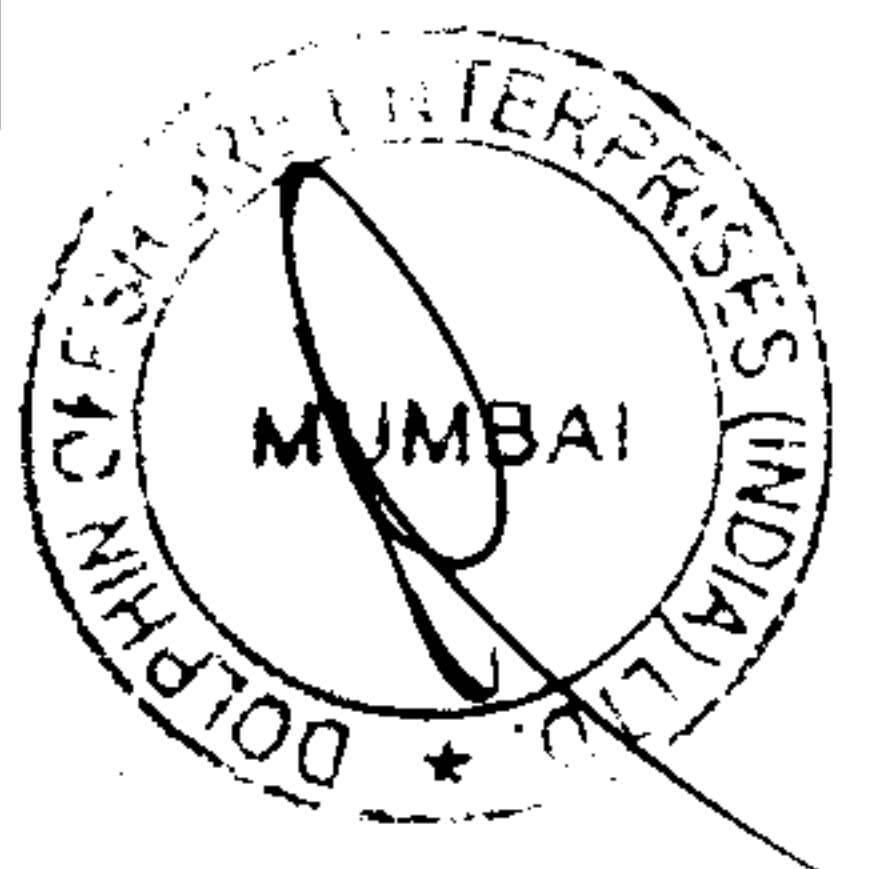
RESOLUTION - 2

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
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	9195954	8274031	89.97	8274031	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	9195954	8274031	89.97	8274031	0	100.000	0.000
Public Institutions	E-voting	56921	0	0.00	0	0	0.000	0.000
	Poll		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-Institutions	E-voting	7519643	1657	0.02	1657	0	100.000	0.000
	Poll		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



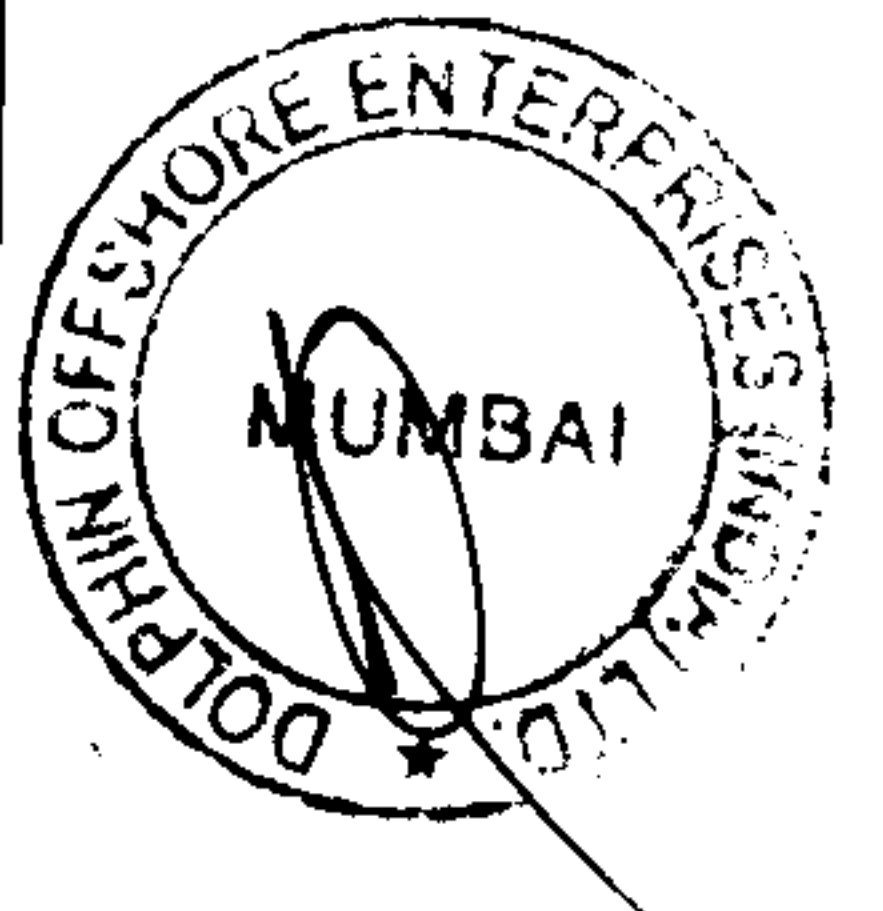
RESOLUTION - 3

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
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	9195954	9195954	100.00	9195954	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	9195954	9195954	100.00	9195954	0	100.000	0.000
Public Institutions	E-voting	56921	0	0.00	0	0	0.000	0.000
	Poll		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-Institutions	E-voting	7519643	1657	0.02	1657	0	100.000	0.000
	Poll		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	9197965	54.84	9197965	0	100.000	0.000



RESOLUTION - 4

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
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	9195954	8647097	94.03	8647097	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	9195954	8647097	94.03	8647097	0	100.000	0.000
Public Institutions	E-voting	56921	0	0.00	0	0	0.000	0.000
	Poll		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-Institutions	E-voting	7519643	1657	0.02	1657	0	100.000	0.000
	Poll		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 : vsundaramfcs1@hotmail.com

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]

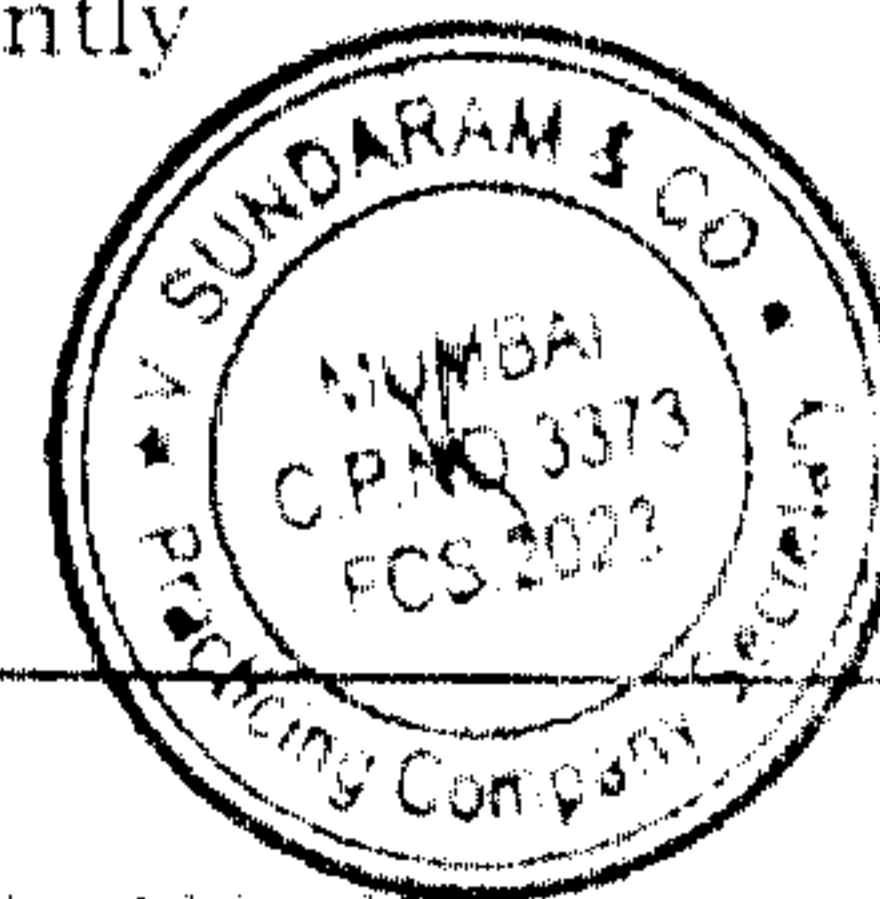
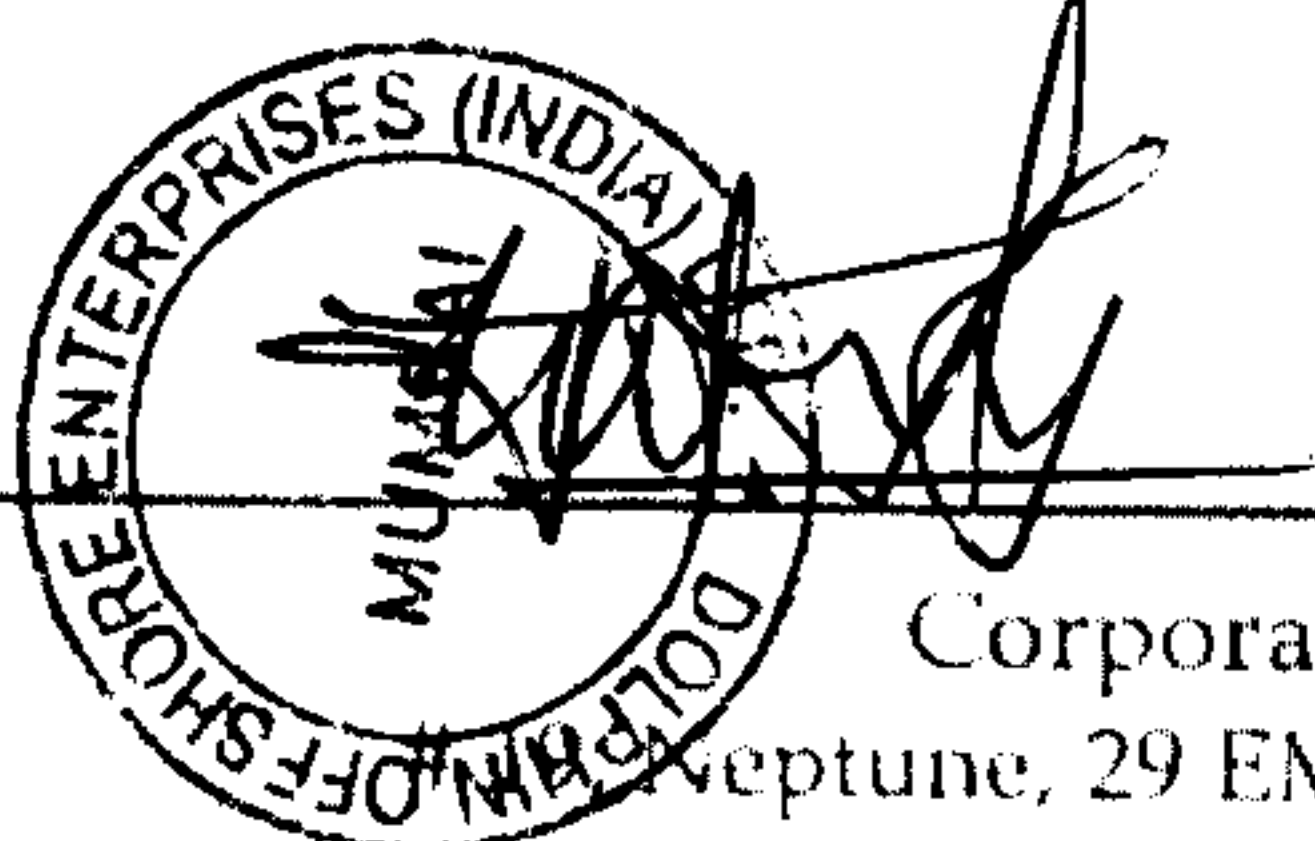
Chairman,
Dolphin Offshore Enterprises (India) Limited
Mumbai

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



Corporate Office : BALAJI STAR COMPUTERS (Certified Filing Centre)
Neptune, 29 EMP, Near Gundecha High School, Thakur Village, Kandivli (E), Mumbai - 400 101.
Tel.: +22 2885 0220 • E-mail : vsundaramfcs@yahoo.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:

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:

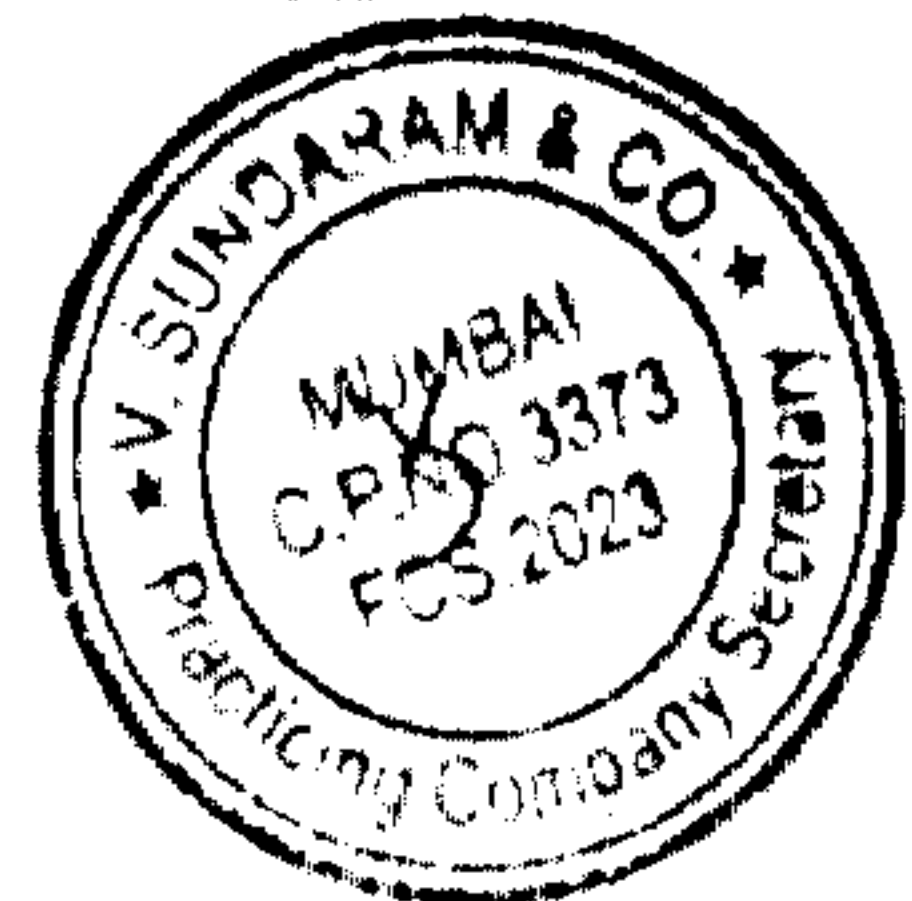
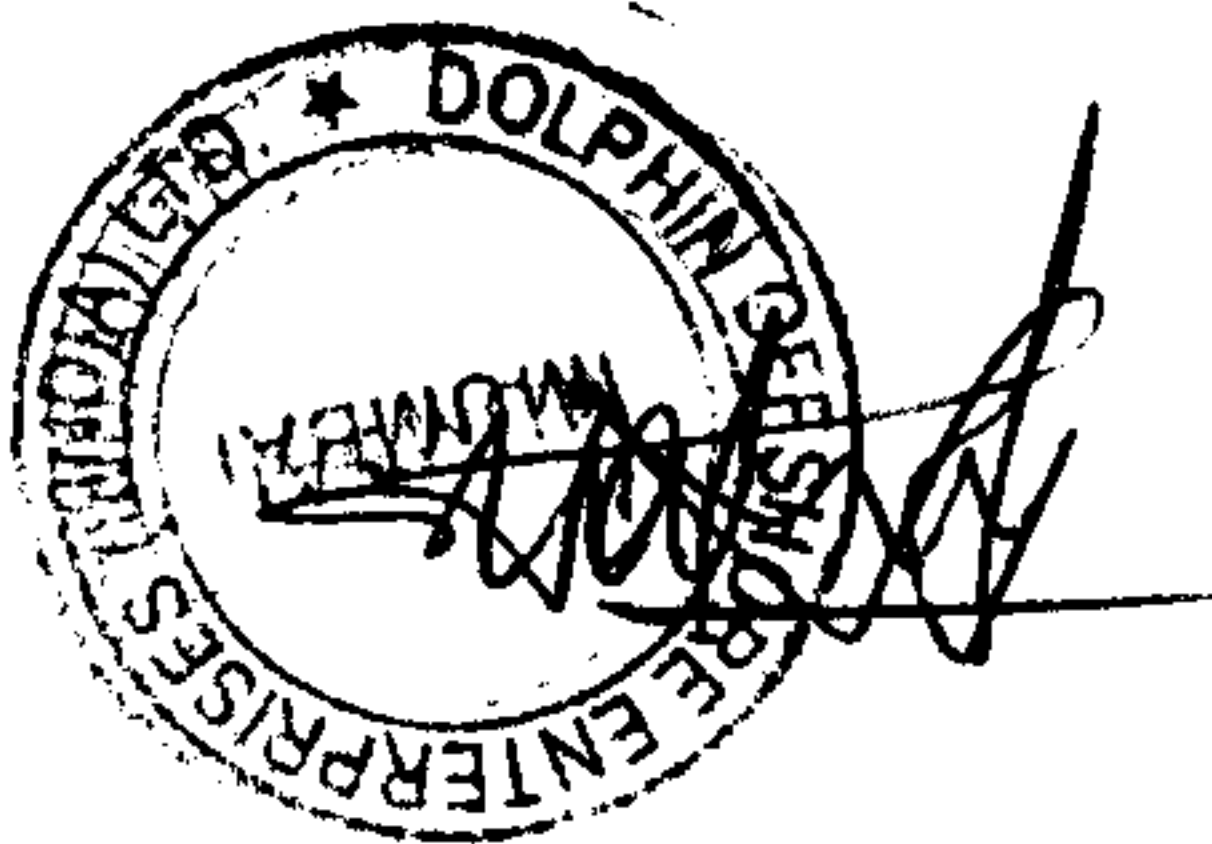
Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	31	9197611	--
Ballot	15	354	--
Total	46	9197965	100.00

- (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	0	0	--
Total	0	0	--

- (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:

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	--
Total	45	8276042	100.00

*Interested Director did not vote.

(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	0	0	--
Total	0	0	--

(iii) Abstained from Voting:

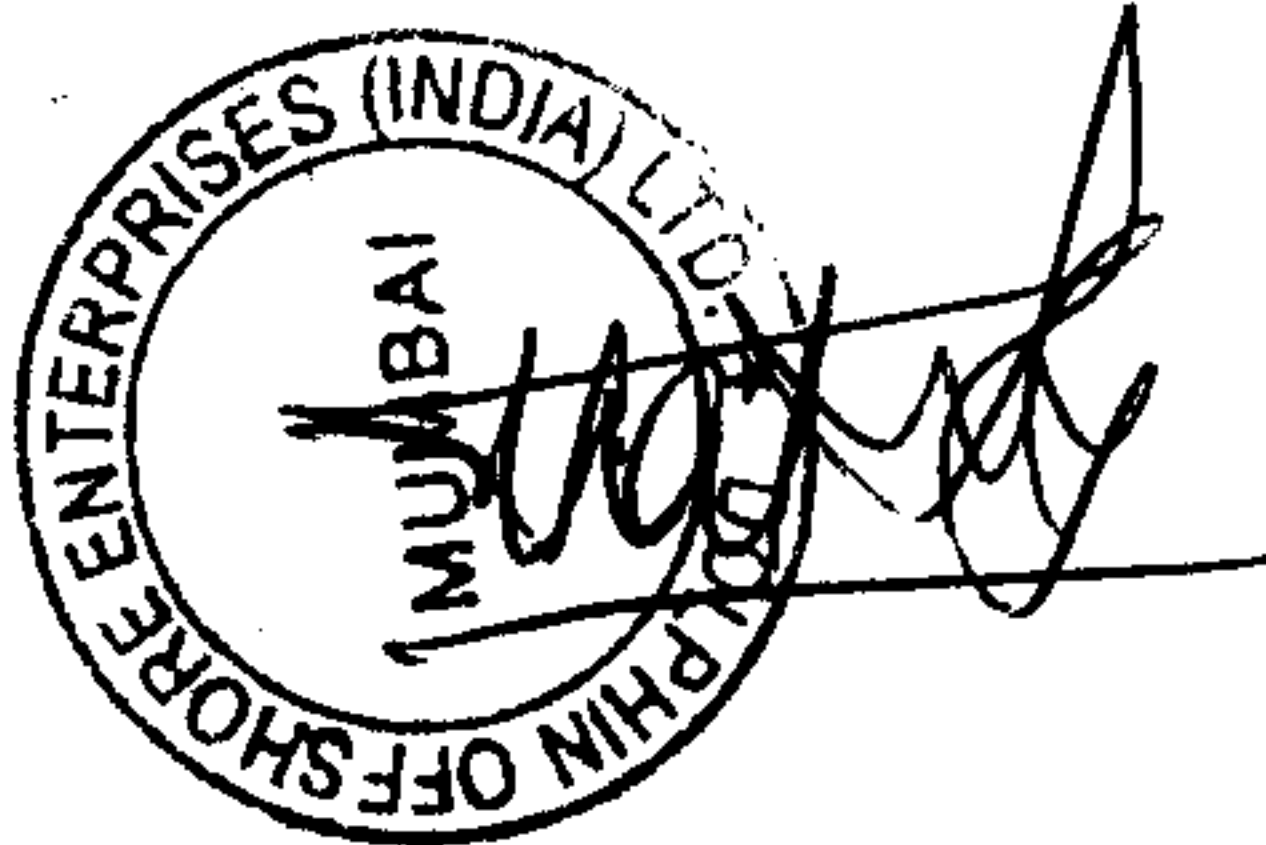
Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	--
Total	0	0	--

Resolution No. 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 members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	31	9197611	--
Ballot	15	354	--
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	0	0	--
Total	0	0	--

(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. 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.

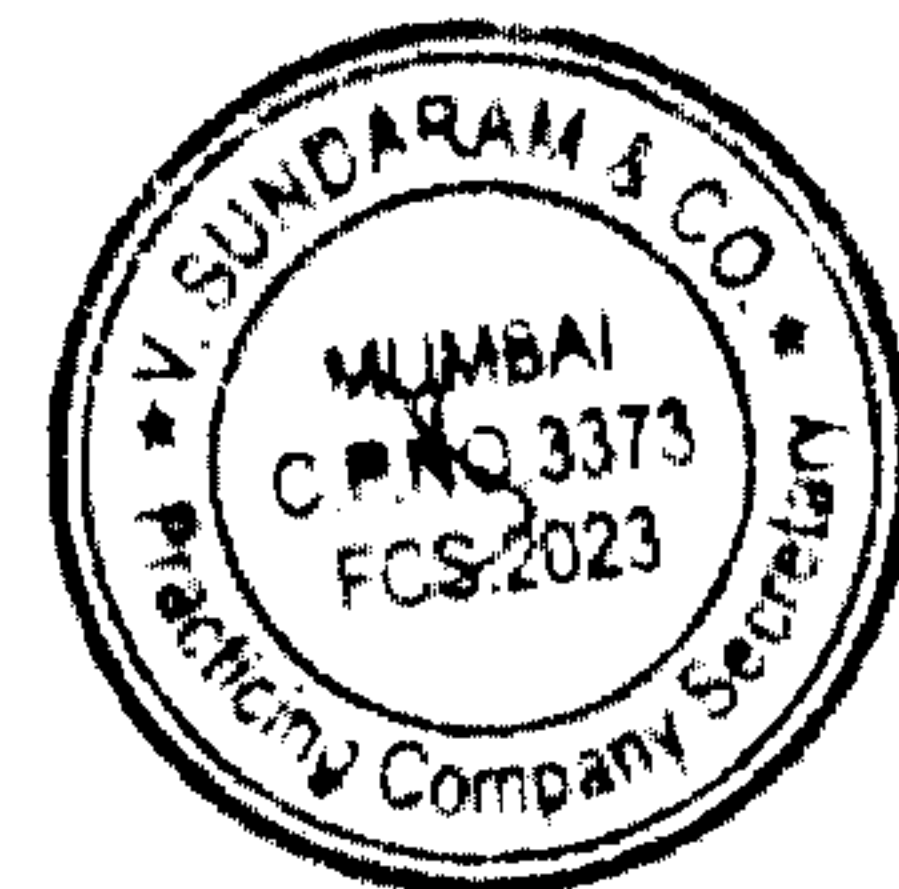
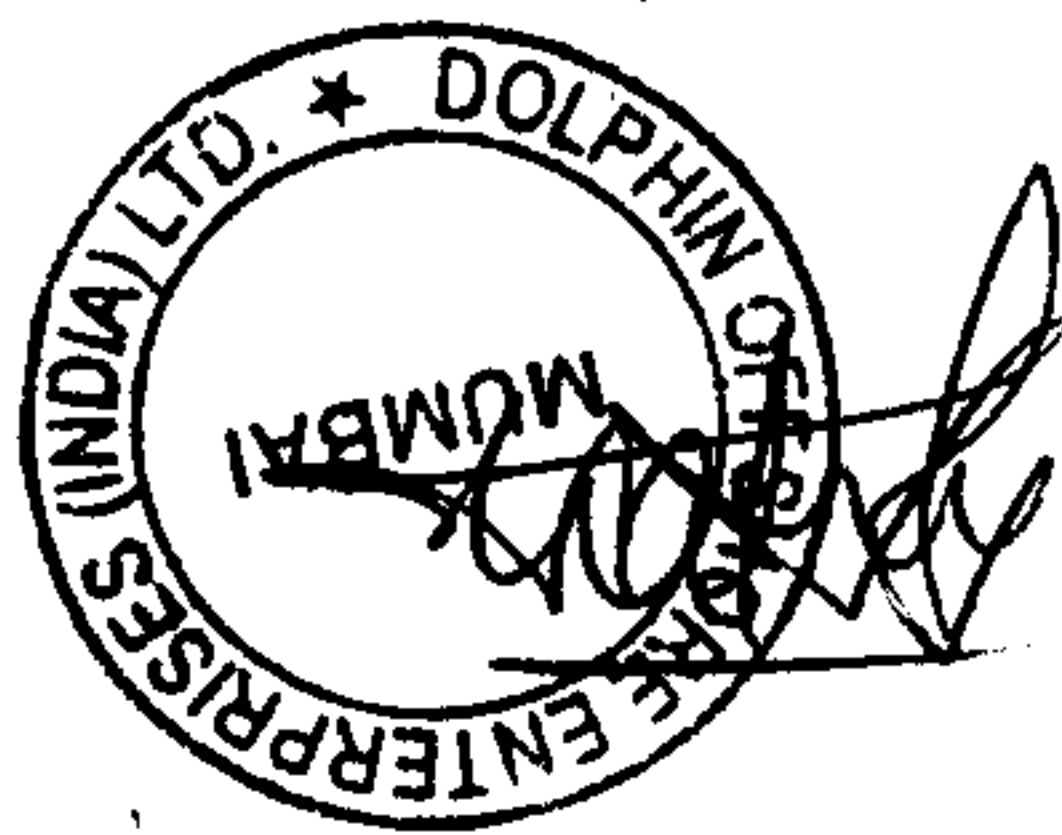
(i) Votes in favour of the resolution:

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	--
Ballot	15	354	--
Total	45	8649108	100.00

*Interested Director did not vote.

(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	0	0	--
Total	0	0	--



(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: 22nd September, 2016.

Witness 1: *K. Nithu*

Witness 2: *R. Deyhi*

FOR DOLPHIN OFFSHORE ENTERPRISES (INDIA) LTD.

Satpal Singh
SATPAL SINGH
MANAGING DIRECTOR & CEO

For V. Sundaram & Co.

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