

DOLPHIN OFFSHORE ENTERPRISES (INDIA) LIMITED

Unit No. 301, Zillion, Junction of LBS Marg, CST Road, Kurla (W), Mumbai- 400070

Email : cs@dolphinoffshore.com



September 14, 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**

Ref: Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sub: Proceedings of the 45th Annual General Meeting (AGM) of the Company held on September 14, 2024.

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 45th Annual General Meeting of the shareholders of the Company held on Saturday, September 14, 2024 at 11:00 A.M. through Video Conferencing / Other Audio Visual Means (VC/OAVM).

You are requested to kindly take on your record.

Thanking You,

Yours faithfully

For, Dolphin Offshore Enterprises (India) Limited

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

Encl: As above

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SUMMARY OF THE PROCEEDINGS OF 45TH ANNUAL GENERAL MEETING (“AGM”) OF THE SHAREHOLDERS OF DOLPHIN OFFSHORE ENTERPRISES (INDIA) LIMITED HELD ON SATURDAY, SEPTEMBER 14, 2024 AT 11:00 A.M. THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VIDEO MEANS (OAVM):

With reference to subject matter, we wish to inform you that the 45th Annual General Meeting (AGM) of members of Company was held on Saturday, September 14, 2024 at 11:00 a.m. through Video Conferencing (VC) / Other Audio Video Means (OAVM) in accordance with the applicable circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and as per the applicable provisions of the Companies Act, 2013 and rules made thereunder:

Directors Present:

1.	Mr. Dharen S. Savla	Chairman & Non-Executive Director
2.	Mr. Rohan V. Shah	Director
3.	Mr. Christopher Rodricks	Independent Director
4.	Ms. Shaily Dedhia	Independent Director
5.	Mr. Ashokkumar Ratilal Patel	Independent Director

In Attendance:

•	Mr. Kinjal Shah	Scrutinizer and Secretarial Auditor Mr. Kinjal Shah, Practicing Company Secretaries.
•	Mr. Gaurav Parmar and Ms. Pravruti Shah	Internal Auditor M/s. Manubhai & Shah LLP, Chartered Accountants
•	Mr. Chintan Janani, Partner	Statutory Auditor M/s. Mahendra N. Shah & Co., Chartered Accountants
•	Mr. Divyesh Shah	Chief Financial Officer
•	Ms. Krena Khamar	Company Secretary & Compliance Officer

Mr. Dharen Savla, Chairman of the Company Chaired the meeting.

Members Present:

35 Members have attended the AGM through Video Conferencing.

Ms. Krena Khamar welcomed all Members, Directors, Auditors and other invitees at the 45th AGM of the Company.

Further, she highlighted following points:

- That the joining link to the Meeting was opened 15 minutes before the scheduled time of the commencement of the Meeting i.e. at 10:45 a.m. and that the same would remain open for another 15 minutes after the conclusion of the Meeting.
- That the facility for participating in the Meeting through Video conferencing was available to Members on a first come first served basis and Members who attend Meeting through Video conferencing shall be counted for the purpose of quorum.

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- That the Notice of AGM along with Annual Report for the financial year 2023-24 was sent only through electronic mode as per MCA circulars and SEBI Circulars and that the copy of Annual Report was also available on the website of the Company as well as at websites of Stock Exchanges i.e. BSE and NSE.
- That all the members who had joined the meeting were by default placed on mute, to avoid any disturbance from background noise.
- That for inspection of Documents / Registers required were available during the AGM, Members were requested to write to the Company on our email id cs@dolphinoffshore.com.
- That since the AGM was being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members had been dispensed with. Accordingly, the facility for appointment of proxies by the Members was not available for the AGM.
- That in compliance with the provisions of the Companies Act, 2013 read with the SEBI Regulations, the Company had provided remote e-Voting facility of Central Depository Services Limited to the shareholders from Tuesday, September 10, 2024 (09:00 A.M.) to Friday, September 13, 2024 (05:00 P.M.).
- That the members might be aware that during the meeting e-voting facility was provided only to those members who have not casted his/her vote through remote e-voting. Accordingly, such member could have casted his/her vote during the course of the meeting through e voting. Mr. Kinjal Shah, Practicing Company Secretary had appointed as the scrutinizer for scrutinizing the voting process in a fair and transparent manner.

She further introduced the management team and recorded their attendance. Ms. Shaily Dedhia, Chairperson of Stakeholders' Relationship Committee, Mr. Ashok Ratilal Patel, Chairman of Audit Committee, Mr. Ashok Ratilal Patel, Chairman of Nomination and Remuneration Committee and Mr. Dharen Shantilal Savla, Chairman of Corporate Social Responsibility committee were present at the meeting. She further confirmed the presence of Mr. Chintan Janani, Representative of Statutory Auditor M/s. Mahendra N. Shah & Co., Chartered Accountants, Mr. Kinjal Shah, Scrutinizer and Secretarial Auditor and Mr. Gaurav Parmar, partner along with Ms. Pravruti Shah Representative of Internal Auditor M/s. Manubhai & Shah LLP., Chartered Accountants.

Ms. Krena Khamar further informed that since the requisite quorum of members was present and with the consent of the Chairman, she declared the meeting to be in order. The Chairman then addressed the members present at the 45th AGM of the Company and briefed about the performance highlights of the financial year 2023-24, Road-ahead for the Company and operations of the Company and of its subsidiary.

With the permission of the members, Ms. Krena Khamar declared that the Notice convening the AGM and Annual Report of the Company for the financial year 2023-24 was taken as read. She apprised the members that there were no qualification, observation, or comments on financial statements or matters, which may have any adverse effect on the functioning of the Company, in the Statutory Auditors' Report. In view of this, the same were taken as read. However, She read the qualification raised by the Secretarial Auditors' Report in his Secretarial Audit Report for the financial year 2023-24 along with Management Response for the same, which are required to be read before the AGM in terms of Section 145 of the Companies Act, 2013 read with the relevant Secretarial Standard..

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The following businesses were transacted at the 45th AGM as set out in the Notice:

Sr. No.	Particulars	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the audited standalone and consolidated financial statements of the company for the financial year ended 31st March, 2024 and the Reports of Board of Directors and Auditors thereon	Ordinary Resolution
2.	To appoint a director in place of Mr. Dharen S. Savla (DIN: 00145587), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
Special Business		
3.	To approve Loans, Guarantee or Security under Section 185 of Companies Act, 2013 and as per Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.	Special Resolution
4.	To approve material related party transaction(s) to be entered into by the Company.	Ordinary Resolution
5.	To approve material related party transaction(s) to be entered into by the subsidiaries of the Company.	Ordinary Resolution

The meeting was concluded at 11:17 a.m. with a vote of thanks by Ms. Krena Khamar.

The members were informed that in case any of the members have not casted his/her vote through remote e-voting can proceed to cast his/her vote now through venue e-voting and that the venue e-voting was kept open for next 15 minutes to enable the members to vote.

Details of voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and rule 20 of the Companies (Management and Administration) Rules, 2014, will be submitted to Stock Exchanges, separately.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,

For, Dolphin Offshore Enterprises (India) Limited

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