



GOL OFFSHORE LIMITED
(formerly known as **GREAT OFFSHORE LIMITED**)
(CIN No. L11200MH2005PLC154793)

September 24, 2015

1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai – 400051 Ref: NSE Symbol: GTOFFSHORE	2. Bombay Stock Exchange Limited Department of Corporate Services 14 th Floor, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400001 Ref: Company Code No. 532786
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Dear Sir,

Sub.: Proceeding of the Annual General Meeting held on September 23, 2015.

This is to inform you that the 10th Annual General Meeting (**AGM**) of the Company was held on September 23, 2015. The information about the attendance of the Shareholders and the manner of passing of the resolution is given below;

1. **Date of AGM:** Wednesday, 23rd September, 2015 at 10.30 a.m.
2. **Total Number of Shareholders on record date :** 80,649
3. **No of Shareholders present in the meeting either in person or through proxy :**
 - Promoters and Promoters Group : 4 (Four)
 - Public : 69 (Sixty Nine)
4. **No of Shareholders attended the meeting through Video Conferencing:**
 - Promoters and Promoters Group } Not Applicable
 - Public: }

Businesses transacted with the approval of requisite majority of the Shareholders.

1. Adoption of the standalone audited financial statements of the Company for the year ended March 31, 2015 and the reports of the Board of Directors and Auditors' thereon and to consider and adopt the consolidated audited financial statements of the Company for the year ended March 31, 2015. (**Ordinary Resolution passed by E-voting/Ballot Forms and Polling Papers**).

Promoter/Public	No. of Shares held	No. of Votes polled	% of votes Polled on outstand ing	No. of Votes- favour	No. of Votes- against	% of votes in favour on votes polled	% of votes against on votes polled



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	(1)	(2)	shares (3)={ (2) / (1) } * 100	(4)	(5)	(6)={ (4) / (2) } * 100	(7)={ (5) / (2) } * 100
Promoter and Promoter Group	18514352	18514352	100	18514352	0	100	0
Public-Institutional holders	2370261	0	0	0	0	0	0
Public-others	16355448	796216	4.87	796206	10	100	0
Total	37240061	19310568	51.85	19310558	10	100	0

2. To appoint a Director in place of Shri Prakash Chandra Kapoor, who retires by rotation and being eligible, offers himself for re-appointment. **(Ordinary Resolution passed by E-voting/ Ballot Forms/ Polling Papers).**

Promoter/Public	No. of Shares held (1)	No. of Votes polled (2)	% of votes Polled on outstanding shares (3)={ (2) / (1) } * 100	No. of Votes-favour (4)	No of Votes-against (5)	% of votes in favour on votes polled (6)={ (4) / (2) } * 100	% of votes against on votes polled (7)={ (5) / (2) } * 100
Promoter and Promoter Group	18514352	18514352	100	18514352	0	100	0
Public-Institutional holders	2370261	0	0	0	0	0	0
Public-others	16355448	796164	4.87	795884	280	99.96	0.04
Total	37240061	19310516	51.85	19310236	280	100	0

3. To ratify the appointment of M/s. Varma & Varma, Chartered Accountants (Registration No. FRN 004532S) and M/s. Motilal & Associates, Chartered Accountants (Registration No. 106584W) as Joint Statutory Auditors of the Company, to hold office until the conclusion of the twelfth Annual General Meeting of the Company, to be held in the year 2017 and to authorise the Board of Directors to fix the remuneration payable to them for the financial year ending March 31, 2016. **(Ordinary Resolution passed by E-voting/ Ballot Forms/ Polling Papers).**



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Promoter/Public	No. of Shares held (1)	No. of Votes polled (2)	% of votes Polled on outstandi ng shares (3)={ (2)/ (1)}*100	No. of Votes- favour (4)	No of Votes- against (5)	% of votes in favour on votes polled (6)={ (4)/ (2)}*100	% of votes against on votes polled (7)={ (5)/ (2)}*100
Promoter and Promoter Group	18514352	18514352	100	18514352	0	100	0
Public- Institutional holders	2370261	0	0	0	0	0	0
Public-others	16355448	796216	4.87	766461	29755	96.26	3.74
Total	37240061	19310568	51.85	19280813	29755	99.85	0.15

4. Appointment of Smt. Mamta Puri as an Independent Director for a period of five years with effect from February 12, 2015 (**Ordinary Resolution passed by E-voting/ Ballot Forms/ Polling Paper**).

Promoter/Public	No. of Shares held (1)	No. of Votes polled (2)	% of votes Polled on outstandi ng shares (3)={ (2)/ (1)}*100	No. of Votes- favour (4)	No of Votes- against (5)	% of votes in favour on votes polled (6)={ (4)/ (2)}*100	% of votes against on votes polled (7)={ (5)/ (2)}*100
Promoter and Promoter Group	18514352	18514352	100	18514352	0	100	0
Public- Institutional holders	2370261	0	0	0	0	0	0
Public-others	16355448	796088	4.87	795239	849	99.89	0.11
Total	37240061	19310440	51.85	19309591	849	100	0



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5. Appointment of Dr. Percy Adi Doctor as an Independent Director for a period of five years with effect from May 28, 2015. **(Ordinary Resolution passed by E-voting/ Ballot Forms/ Polling Paper).**

Promoter/Public	No. of Shares held (1)	No. of Votes polled (2)	% of votes Polled on outstanding shares (3)={ (2)/ (1) } *100	No. of Votes-favour (4)	No. of Votes-against (5)	% of votes in favour on votes polled (6)={ (4)/ (2) } *100	% of votes against on votes polled (7)={ (5)/ (2) } *100
Promoter and Promoter Group	18514352	18514352	100	18514352	0	100	0
Public-Institutional holders	2370261	0	0	0	0	0	0
Public-others	16355448	796136	4.87	795911	225	99.97	0.03
Total	37240061	19310488	51.85	19310263	225	100	0

6. Approval of the material related party transactions with Bharati Shipyard Limited. **(Special Resolution passed by E-voting/ Ballot Forms/ Polling Paper).**

Promoter/Public	No. of Shares held (1)	No. of Votes polled (2)	% of votes Polled on outstanding shares (3)={ (2)/ (1) } *100	No. of Votes-favour (4)	No. of Votes-against (5)	% of votes in favour on votes polled (6)={ (4)/ (2) } *100	% of votes against on votes polled (7)={ (5)/ (2) } *100
Promoter and Promoter Group	18514352	0	0	0	0	0	0
Public-Institutional holders	2370261	0	0	0	0	0	0
Public-others	16355448	782664	4.79	782474	190	99.98	0.02
Total	37240061	782664	4.79	782474	190	99.98	0.02



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7. Approval of the material related party transactions with Pinky Shipyard Private Limited.
(Special Resolution passed by E-voting/ Ballot Forms/ Polling Paper).

Promoter/Public	No. of Shares held (1)	No. of Votes polled (2)	% of votes Polled on outstandi ng shares (3)={{(2)/ (1)}}*100	No. of Votes- favour in (4)	No of Votes- against (5)	% of votes in favour on votes polled (6)={{(4)/(2)}}*100	% of votes against on votes polled (7)={{(5)/ (2)}}*100
Promoter and Promoter Group	18514352	0	0	0	0	0	0
Public- Institutional holders	2370261	0	0	0	0	0	0
Public-others	16355448	782646	4.79	782139	507	99.94	0.06
Total	37240061	782646	4.79	782139	507	99.94	0.06

8. Approval under sub-section (A) of Section II of Part II of Schedule V of the Companies Act, 2013, for the remuneration paid to Shri Prakash Chandra Kapoor, for the financial year ended March 31, 2015. (Special Resolution passed by E-voting/ Ballot Forms/ Polling Paper).

Promoter/Public	No. of Shares held (1)	No. of Votes polled (2)	% of votes Polled on outstandi ng shares (3)={{(2)/ (1)}}*100	No. of Votes- favour in (4)	No of Votes- against (5)	% of votes in favour on votes polled (6)={{(4)/(2)}}*100	% of votes against on votes polled (7)={{(5)/ (2)}}*100
Promoter and Promoter Group	18514352	18514352	100	18514352	0	100	0
Public- Institutional holders	2370261	0	0	0	0	0	0
Public-others	16355448	796164	4.87	765072	31092	96.09	3.91
Total	37240061	19310516	51.85	19279424	31092	99.84	0.16



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9. Approval under sub-section (A) of Section II of Part II of Schedule V of the Companies Act, 2013, for the remuneration paid to Shri Vijay Kumar, for the financial year ended March 31, 2015. (Special Resolution passed by E-voting/ Ballot Forms/ Polling Paper).

Promoter/Public	No. of Shares held (1)	No. of Votes polled (2)	% of votes Polled on outstandi ng shares (3)={ (2)/ (1)}*100	No. of Votes- favour (4)	No of Votes- against (5)	% of votes in favour on votes polled (6)={ (4)/ (2)}*100	% of votes against on votes polled (7)={ (5)/ (2)}*100
Promoter and Promoter Group	18514352	18514352	100	18514352	0	100	0
Public- Institutional holders	2370261	0	0	0	0	0	0
Public-others	16355448	796164	4.87	764715	31449	96.05	3.95
Total	37240061	19310516	51.85	19279067	31449	99.84	0.16

The voting results signed by Chairman along with the scrutinizer's report are attached herewith.

Kindly acknowledge receipt.

Yours faithfully,

For GOL Offshore Limited

Prakash Chandra Kapoor
Chairman

Encl. As above



GOL OFFSHORE LIMITED
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GOL OFFSHORE LIMITED

Chairman's Report on the results of the voting

(I) General details in connection with the voting

Type of meeting	: 10 th Annual General Meeting
Time of the meeting	: 10.30 a.m.
Date of the meeting	: 23 rd September 2015
Venue of the meeting	: Babasaheb Dahanukar Hall, Maharashtra Chamber of Commerce, Industry & Agriculture (MACCIA), Orion House, 6 th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai – 400 001.
Voting facilities provided	: a) Remote e-voting facility b) Facility to vote through ballot form attached and sent to members with annual report for the F.Y. 2014-15 c) Facility to vote through polling papers at the venue of the Annual General Meeting.
Cut-off date for the entitlement to vote	: 16 th September 2015
Date and time of opening of the remote e-voting	: 9.00 a.m. on 20 th September 2015
Date and time of closing of the remote e-voting	: 5.00 p.m. on 22 nd September 2015
Last date and time for the receipt of votes through ballot papers	: 5.00 p.m. on 22 nd September 2015
Scrutinizer	: Shri Dinesh Deora, Practicing Company Secretary, Membership No. F5683, CP No. 4119



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(II) Results of voting based on the Scrutinizer's report (enclosed)

Res no.	Type of Resolution	Brief Description of the Resolution	Votes cast in favor		Votes cast against		Result
			Number of shares	%	Number of shares	%	
1	Ordinary	To consider and adopt the standalone audited financial statements of the Company for the year ended March 31, 2015 and the reports of the Board of Directors and Auditors' thereon and to consider and adopt the consolidated audited financial statements of the Company for the year ended March 31, 2015.	19310558	100	10	0	Passed
2	Ordinary	To appoint a Director in place of Shri Prakash Chandra Kapoor (DIN: 00786682), who retires by rotation at this Annual General Meeting (AGM) and being eligible, has offered himself for re-appointment.	19310236	100	280	0	Passed
3	Ordinary	Ratification of the Appointment of M/s. Varma & Varma, Chartered Accountants (ICAI Firm Registration No. 004532S) and M/s Motilal & Associates, Chartered Accountants (ICAI Firm Registration No. 106584W) as Joint Statutory Auditors.	19280813	99.85	29755	0.15	Passed
4	Ordinary	Appointment of Smt. Mamta Puri as an Independent Director of the Company.	19309591	100	849	0	Passed
5	Ordinary	Appointment of Dr. Percy Adi Doctor as an Independent Director of the Company.	19310263	100	225	0	Passed
6	Special	Approval of Related Party Transactions with Bharati Shipyard Limited.	782474	99.98	190	0.02	Passed
7	Special	Approval of Related Party Transactions with Pinky Shipyard Private Limited.	782139	99.94	507	0.06	Passed



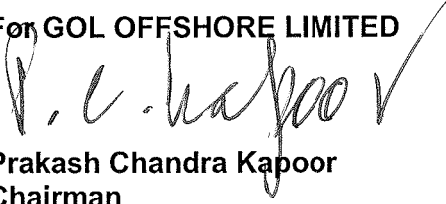
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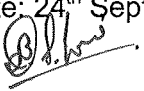
8	Special	Approval under sub-section (A) of Section II of Part II of Schedule V of the Companies Act, 2013 for the remuneration paid to Shri Prakash Chandra Kapoor for financial year ended 31 st March, 2015.	19279424	99.84	31092	0.16	Passed
9	Special	Approval under sub-section (A) of Section II of Part II of Schedule V of the Companies Act, 2013 for the remuneration paid to Shri Vijay Kumar for financial year ended 31 st March, 2015.	19279067	99.84	31449	0.16	Passed

For GOL OFFSHORE LIMITED


Prakash Chandra Kapoor
Chairman

Place: Mumbai

Date: 24th September 2015


Encl: As above

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

ADDRESS: #205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097

Tel Nos. 022-28443641 E-mail: dinesh.deora@yahoo.com

To,

The Chairman

Of the 10th Annual General Meeting of the Shareholders of

GOL Offshore Limited

Energy House, 81, Dr. D.N. Road,

Mumbai-400001

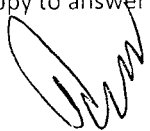
Dear Sir

At the outset, I would like to thank you for entrusting me with the task of scrutinizing the remote e-Voting and voting on Poll by your Shareholders, at the Annual General Meeting (**Poll at the meeting Includes the Ballot Forms provided with Annual Report**) of your Company held on Wednesday, 23rd September, 2015 at 10.30 A.M.

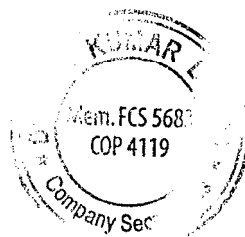
Please find enclosed Consolidated Results of remote e-Voting & Poll. I have issued separate report on remote e-voting and the Report on Poll results at the AGM.

My report on remote e-Voting is based on the data downloaded from the e-Voting platform provided by National Securities Depository Limited (NSDL) and the Report on Poll prepared by me is based on the data provided / authenticated by your Registrar and Share Transfer Agent, M/s. TSR Darashaw Limited.

I trust you will find Report to be comprehensive and self-explanatory in all respects. I will, however, be happy to answer your queries, if any, on the same.



DINESH KUMAR DEORA
Practising Company Secretary
Membership No. F5683
CP No. 4119



Date: 23rd September, 2015

Place: Mumbai

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

ADDRESS: #205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097

Tel Nos. 022-28443641 E-mail: dinesh.deora@yahoo.com

Consolidated Results



DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

ADDRESS: #205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097

Tel Nos. 022-28443641 E-mail: dinesh.deora@yahoo.com

Based on Results of remote e-Voting & Poll at the Annual General Meeting (Including the Ballot Forms provided along with Annual Report) held on Wednesday, 23rd September, 2015 at 10.30 A.M., Consolidated Results of each item on the Agenda as set out in the Notice dated 14th August, 2015 is annexed herewith.

CONSOLIDATED RESULTS OF ITEM NO. 1 – ORDINARY RESOLUTION

Subject	To consider and adopt the standalone audited financial statements of the Company for the year ended March 31, 2015 and the reports of the Board of Directors and Auditors' thereon and to consider and adopt the consolidated audited financial statements of the Company for the year ended March 31, 2015.
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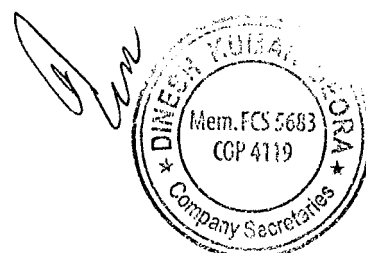
Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	18551264	759294	19310558	100.00
Dissent	10	0	10	-
Invalid/Abstain	0	0	0	0
Total	18551274	759294	19310568	100.00

Thus, the **Ordinary Resolution** as contained in Item No. 1 of the Notice dated 14th August, 2015 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 2 – ORDINARY RESOLUTION

Subject	To appoint a Director in place of Shri Prakash Chandra Kapoor (DIN: 00786682), who retires by rotation at this Annual General Meeting (AGM) and being eligible, has offered himself for re-appointment.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	18550942	759294	19310236	100.00
Dissent	280	0	280	-
Invalid/Abstain	0	0	0	0
Total	18551222	759294	19310516	100.00



DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

ADDRESS: #205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097

Tel Nos. 022-28443641 E-mail: dinesh.deora@yahoo.com

Thus, the **Ordinary Resolution** as contained in Item No. 2 of the Notice dated 14th August, 2015 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 3 – ORDINARY RESOLUTION

Subject	Ratification of the Appointment of M/s. Varma & Varma, Chartered Accountants (ICAI Firm Registration No. 004532S) and M/s Motilal & Associates, Chartered Accountants (ICAI Firm Registration No. 106584W) as Joint Statutory Auditors.
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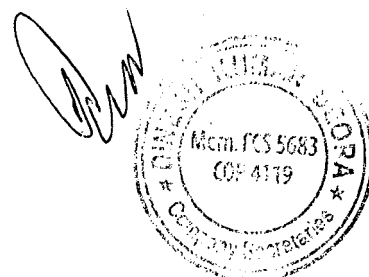
Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	18521519	759294	19280813	99.85
Dissent	29755	0	29755	0.15
Invalid/Abstain	0	0	0	0
Total	18551274	759294	19310568	100.00

Thus, the **Ordinary Resolution** as contained in Item No. 3 of the Notice dated 14th August, 2015 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 4 – ORDINARY RESOLUTION

Subject	Appointment of Smt. Mamta Puri as an Independent Director of the Company.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	18550297	759294	19309591	100.00
Dissent	849	0	849	-
Invalid/Abstain	0	0	0	0
Total	18551146	759294	19310440	100.00



DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

ADDRESS: #205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097

Tel Nos. 022-28443641 E-mail: dinesh.deora@yahoo.com

Thus, the **Ordinary Resolution** as contained in Item No. 4 of the Notice dated 14th August, 2015 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 5 – ORDINARY RESOLUTION

Subject	Appointment of Dr. Percy Adi Doctor as an Independent Director of the Company.
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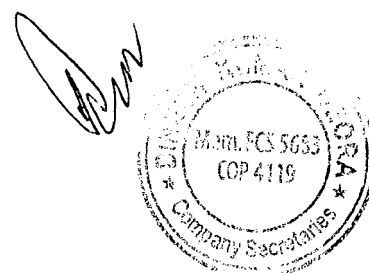
Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	18550969	759294	19310263	100.00
Dissent	225	0	225	-
Invalid/Abstain	0	0	0	0
Total	18551194	759294	19310488	100.00

Thus, the **Ordinary Resolution** as contained in Item No. 5 of the Notice dated 14th August, 2015 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 6 – SPECIAL RESOLUTION

Subject	Approval of Related Party Transactions with Bharati Shipyard Limited
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	23180	759294	782474	99.98
Dissent	190	0	190	0.02
Invalid/Abstain	0	0	0	0
Total	23370	759294	782664	100.00



DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

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Tel Nos. 022-28443641 E-mail: dinesh.deora@yahoo.com

Thus, the **Special Resolution** as contained in Item No. 6 of the Notice dated 14th August, 2015 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 7 – SPECIAL RESOLUTION

Subject	Approval of Related Party Transactions with Pinky Shipyard Private Limited.
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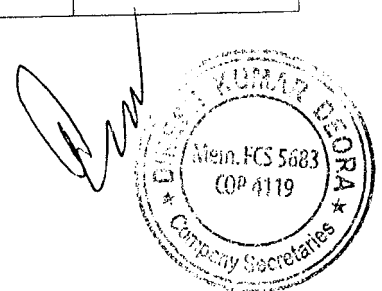
Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	22845	759294	782139	99.94
Dissent	507	0	507	0.06
Invalid/Abstain	0	0	0	0
Total	23352	759294	782646	100.00

Thus, the **Special Resolution** as contained in Item No. 7 of the Notice dated 14th August, 2015 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 8 – SPECIAL RESOLUTION

Subject	Approval under sub-section (A) of Section II of Part II of Schedule V of the Companies Act, 2013 for the remuneration paid to Shri Prakash Chandra Kapoor for financial year ended 31 st March, 2015.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	18520130	759294	19279424	99.84
Dissent	31092	0	31092	0.16
Invalid/Abstain	0	0	0	0



DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

ADDRESS: #205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097

Tel Nos. 022-28443641 E-mail: dinesh.deora@yahoo.com

Total	18551222	759294	19310516	100.00
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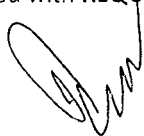
Thus, the **Special Resolution** as contained in Item No. 8 of the Notice dated 14th August, 2015 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 9 – SPECIAL RESOLUTION

Subject	Approval under sub-section (A) of Section II of Part II of Schedule V of the Companies Act, 2013 for the remuneration paid to Shri Vijay Kumar for financial year ended 31 st March, 2015
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	18519773	759294	19279067	99.84
Dissent	31449	0	31449	0.16
Invalid/Abstain	0	0	0	0
Total	18551222	759294	19310516	100.00

Thus, the **Special Resolution** as contained in Item No. 9 of the Notice dated 14th August, 2015 is passed with **REQUISITE MAJORITY**.



DINESH KUMAR DEORA
Practising Company Secretary
Membership No. F 5683
CP No. 4119



Date: 23rd September, 2015
Place: Mumbai

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

ADDRESS: #205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097

Tel Nos. 022-28443641 E-mail: dinesh.deora@yahoo.com

Remote E-Voting Results



Report of Scrutinizer on remote e-Voting by Shareholders of
GOL Offshore Limited

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

ADDRESS: #205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097

Tel Nos. 022-28443641 E-mail: dinesh.deora@yahoo.com

1. In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended , I was appointed as Scrutinizer by the Company on 14th August, 2015 to the remote e-Voting process for passing the items on the agenda as contained in the Notice dated 14th August, 2015.
2. On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), for the purpose of remote e-Voting, the Company completed dispatch of the Notice of remote e-Voting by permitted means.
3. In terms of the aforesaid Notice, remote e-Voting was open for three days from 9.00 a.m. on Sunday, 20th September, 2015 to 5.00 p.m. on Tuesday, 22nd September, 2015 and members were required to cast their votes electronically conveying their asset or dissent in respect of the Ordinary and Special Resolutions, on e-Voting platform provided by NSDL.
4. The Voting rights were reckoned as on Wednesday, 16th September, 2015, being the Cut-Off date for the purpose of remote e-Voting.
5. As required in the Rules, I unlocked the remote e-Voting on the platform provided by NSDL after completion of the remote e-Voting process at 4.00 p.m. on 23rd September, 2015, in the presence of Mr. Manish Sarvaiya and Mr. Jainendra Yadav.
6. Based on the results made available to me, 60 (Sixty) folios have cast their votes on the e-Voting platform and I have annexed with this Report, a summary of the e-Voting Results for each of the agenda items contained in the said Notice.



DINESH KUMAR DEORA
Practising Company Secretary
Membership No. F5683
CP No. 4119



Date: 23rd September, 2015
Place: Mumbai

**Report of Scrutinizer on remote e-Voting by Shareholders of
GOL Offshore Limited**

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

ADDRESS: #205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097

Tel Nos. 022-28443641 E-mail: dinesh.deora@yahoo.com

SUMMARY OF E-VOTING RESULTS

EVEN Reference No. 102771

Voting Start Date: 20/09/2015 09.00 AM

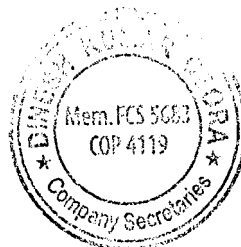
Voting End Date: 22/09/2015 05.00 PM

Items on the Agenda	Voted in Favour		Voted Against		Abstained	
	Number of Folios Voted	Number of Votes	Number of Folios Voted	Number of Votes	Number of Folios Voted	Number of Votes
1	57	18551264	3	10	0	0
2	51	18550942	7	280	2	52
3	52	18521519	8	29755	0	0
4	50	18550297	5	849	5	128
5	52	18550969	4	225	4	80
6*	47	23180	6	190	3	13552
7*	46	22845	6	507	4	13570
8	42	18520130	16	31092	2	52
9	42	18519773	16	31449	2	52

*18514352 votes cast in favour of the resolution, erroneously, by M/s Natural Power Ventures Private Limited and M/s Dhanashree Properties Private Limited holding four no. of folios have been disallowed, upon intimation from the Company Management, as the said Companies are part of promoter group.



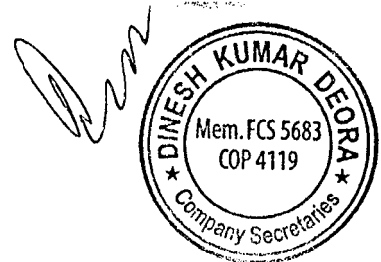
DINESH KUMAR DEORA
Practising Company Secretary
Membership No. F5683
CP No. 4119



Date: 23rd September, 2015
Place: Mumbai

**Report of Scrutinizer on remote e-Voting by Shareholders of
GOL Offshore Limited**

**Results
Of the
Poll (Including Ballot Forms provided with
Annual Report) Conducted
At the
10th Annual General Meeting
Of
GOL Offshore Limited
At
Babasaheb Dahanukar Hall, Maharashtra
Chamber of Commerce, Industry &
Agriculture (MACCIA), Oricon House, 6th
Floor, 12, K. Dubhash Marg, Kala Ghoda,
Fort, Mumbai-400001**



FORM No. MGT-13

Report of Scrutinizers

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

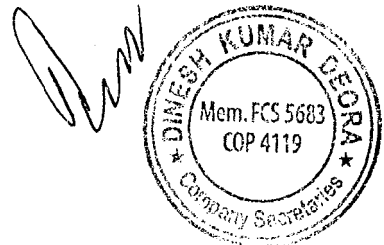
To,
The Chairman
Of the Annual General Meeting of the Shareholders of
GOL Offshore Limited
Energy House, 81, Dr. D.N. Road,
Mumbai-400001

AGM held on: Wednesday, 23rd September, 2015 at 10.30 A.M.

Dear Sir,

I, Dinesh Kumar Deora, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll (including Ballot Forms provided with Annual Report) taken on the below mentioned resolutions, at the Annual General Meeting of GOL Offshore Limited held on Wednesday, 23rd September, 2015 at 10.30 A.M., submit my report as under:

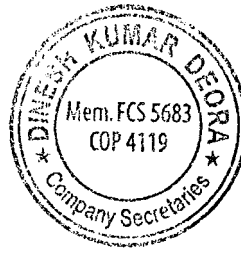
1. After the Chairman announced the commencement of Voting, one Ballot Box for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s TSR Darashaw Limited, Registrar and Transfer Agents of the Company and the authorisations / proxies lodged with the Company.
3. The polling papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
4. The results of the poll (including Ballot Forms provided with Annual Report) for each item on the agenda are Resolution wise annexed to this report.



5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and have been duly handed over to the Company Secretary for keeping in safe record.



DINESH KUMAR DEORA
PRACTISING COMPANY SECRETARY
Membership No. FCS 5683
CP No. 4119



Date: 23rd September, 2015

Place: Mumbai

Item No. 1 – Ordinary Resolution

To consider and adopt the standalone audited financial statements of the Company for the year ended March 31, 2015 and the reports of the Board of Directors and Auditors' thereon and to consider and adopt the consolidated audited financial statements of the Company for the year ended March 31, 2015.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	759294	100.00

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 2 – Ordinary Resolution

To appoint a Director in place of Shri Prakash Chandra Kapoor (DIN: 00786682), who retires by rotation at this Annual General Meeting (AGM) and being eligible, has offered himself for re-appointment.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	759294	100.00

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0



Item No. 3 – Ordinary Resolution

Ratification of the Appointment of M/s. Varma & Varma, Chartered Accountants (ICAI Firm Registration No. 004532S) and M/s Motilal & Associates, Chartered Accountants (ICAI Firm Registration No. 106584W) as Joint Statutory Auditors.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	759294	100.00

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 4 – Ordinary Resolution

Appointment of Smt. Mamta Puri as an Independent Director of the Company.

(i) Voted in favour of the resolution

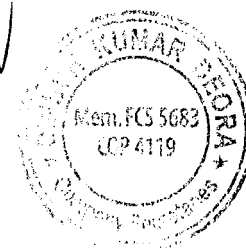
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	759294	100.00

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0



Item No. 5 – Ordinary Resolution

Appointment of Dr. Percy Adi Doctor as an Independent Director of the Company.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	759294	100.00

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 6 – Special Resolution

Approval of Related Party Transactions with Bharati Shipyard Limited.

(i) Voted in favour of the resolution

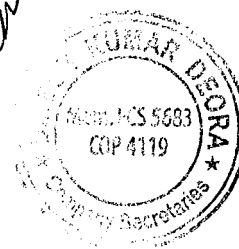
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	759294	100.00

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0



Item No. 7 – Special Resolution

Approval of Related Party Transactions with Pinky Shipyard Private Limited.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	759294	100.00

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 8 – Special Resolution

Approval under sub-section (A) of Section II of Part II of Schedule V of the Companies Act, 2013 for the remuneration paid to Shri Prakash Chandra Kapoor for financial year ended 31st March, 2015 .

(i) Voted in favour of the resolution

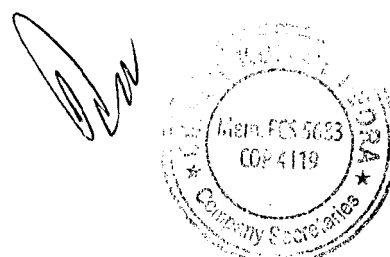
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	759294	100.00

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0



Item No. 9 – Special Resolution

Approval under sub-section (A) of Section II of Part II of Schedule V of the Companies Act, 2013 for the remuneration paid to Shri Vijay Kumar for financial year ended 31st March, 2015.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	759294	100.00

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0


DINESH KUMAR DEORA
PRACTISING COMPANY SECRETARY
Membership No. FCS 5683
CP No. 4119



Date: 23rd September, 2015

Place: Mumbai