



December 07, 2023

To,  
Corporate Relations Department  
BSE Limited  
2<sup>nd</sup> Floor, P.J. Towers,  
Dalal Street,  
Mumbai – 400 001  
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 – 400 051.  
SYMBOL : DOLPHIN

Sub:           1. Outcome of the Board meeting held today i.e. December 07, 2023  
              2. Approval of Sub- Division /Split of the Equity Shares of the Company.  
              3. Appointment and Resignation of Board of Directors of the Company.

Ref:           Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements)  
              Regulations, 2015 ('SEBI (LODR) Regulation).

Respected Sir/ Madam,

With reference to above subject matters, we hereby inform you that the Board of Directors of the Company at its meeting held today i.e. December 07, 2023 inter-alia transacted the following businesses;

**1. Approval of Sub-Division/Split of the Equity Shares of the Company.**

The Board of Directors of the Company at its board meeting held today has accorded its approval to sub-divide/split the Equity Shares of the Company such that 1 (One) Equity Share having nominal/face value of Rs. 10/- (Rupees Ten Only) each be sub-divided into 10 (Ten) Equity Shares having nominal/face value of Rs. 1/- (Rupees One Only) each subject to approval of the shareholders of the Company or any other regulatory authority, if any.

- 2. Approved consequential alteration of the Capital Clause i.e., Clause V of the Memorandum of Association of the Company, subject to the approval of the shareholders of the Company.**
- 3. Approved alteration of Memorandum of Association of the Company in line with the provisions of Companies Act, 2013.**
- 4. Appointment of Mr. Ashokkumar Ratilal Patel as an Additional Non-Executive Independent Director.**

This is to inform you that Board of Directors at its meeting held today approved the appointment of Mr. Ashokkumar Ratilal Patel (DIN:09451821) as an Additional Director designated as Non-Executive Independent Director for a term of 5 years with effect from 7<sup>th</sup> December, 2023 subject to approval of shareholders of the Company. Further this is to inform you that Mr. Ashokkumar Ratilal Patel is not debarred from holding the Office of Director by Virtue of any order of the Securities and Exchange Board of India (SEBI) or any other authority.



**5. Appointment of Mr. Christopher Joseph Rodricks as an Additional Non-Executive Independent Director.**

This is to inform you that Board of Directors at its meeting held today approved the appointment of Mr. Christopher Joseph Rodricks (DIN: 00153176) as an Additional Director designated as Non-Executive Independent Director for a term of 5 years with effect from 7<sup>th</sup> December, 2023 subject to approval of shareholders of the Company. Further this is to inform you that Mr. Christopher Joseph Rodricks is not debarred from holding the Office of Director by Virtue of any order of the Securities and Exchange Board of India (SEBI) or any other authority.

**6. Appointment of Mr. Rupesh Kantilal Savla as an Additional Executive Director.**

This is to inform you that Board of Directors at its meeting held today approved the appointment of Mr. Rupesh Kantilal Savla (DIN: 00126303) as an Additional Director designated as Executive Promoter Director of the company with effect from 7<sup>th</sup> December, 2023 subject to approval of shareholders of the Company. Further this is to inform you that Mr. Rupesh Kantilal Savla is not debarred from holding the Office of Director by Virtue of any order of the Securities and Exchange Board of India (SEBI) or any other authority.

**7. Appointment of Mr. Rupesh Kantilal Savla as a Managing Director.**

This is to inform you that Board of Directors at its meeting held today approved the appointment of Mr. Rupesh Kantilal Savla (DIN: 00126303) as Managing Director of the company with effect from 7<sup>th</sup> December, 2023 subject to approval of shareholders of the Company. Further this is to inform you that Mr. Rupesh Kantilal Savla is not debarred from holding the Office of Director by Virtue of any order of the Securities and Exchange Board of India (SEBI) or any other authority.

**8. Appointment of Mr. Rohan Vasantkumar Shah as an Additional Executive Director.**

This is to inform you that Board of Directors at its meeting held today approved the appointment of Mr. Rohan Vasant Kumar Shah (DIN: 09154526) as an Additional Director designated as Executive Professional Director (Finance) of the company with effect from 7<sup>th</sup> December, 2023 subject to approval of shareholders at the ensuing Annual General Meeting. Further this is to inform you that Mr. Rohan VasantKumar Shah is not debarred from holding the Office of Director by Virtue of any order of the Securities and Exchange Board of India (SEBI) or any other authority.

**9. Resignation of Mrs. Soniya Gadhvi as a Non-Executive Independent Director.**

This is to inform you that Board of Directors at its meeting held today took note of the resignation of Mrs. Soniya Gadhvi (DIN: 08242519) as a Non-Executive Independent Director of the Company with an immediate effect i.e. 7<sup>th</sup> December, 2023 due to pre-occupation and other personal commitments. Consequently, she shall also cease to be a Chairman of Audit Committee and Nomination and Remuneration Committee of the Company.

Further, Mrs. Soniya Gadhvi has confirmed that, there were no other material reasons for her resignation other than those mentioned in her resignation letter dated 7<sup>th</sup> December, 2023.

**10. Resignation of Mrs. Rita Keval Shah as Managing Director and Executive Promoter Director.**

This is to inform you that Board of Directors at its meeting held today took note of the resignation of Mrs. Rita Keval Shah (DIN: 06635995) as Managing Director and Executive Promoter Director of the



Company with an immediate effect i.e. 7<sup>th</sup> December, 2023 due to personal reasons and Unavailability of time. Consequently, she shall also cease to be a Member of Stakeholders Relationship Committee.

Further, Mrs. Rita Keval Shah has confirmed that, there were no other material reasons for her resignation other than those mentioned in her resignation letter dated 7<sup>th</sup> December, 2023.

#### 11. Resignation of Mrs. Urmila Harsukhsingh Sisodia as an Executive Director.

This is to inform you that Board of Directors at its meeting held today took note of the Resignation of Mrs. Urmila Harsukhsingh Sisodia (DIN: 01360302) as an Executive Director of the Company with an immediate effect i.e. 7<sup>th</sup> December, 2023 due to personal reasons (pre-occupation and paucity of time).

Further, Mrs. Urmila Harsukhsingh Sisodia has confirmed that, there were no other material reasons for her resignation other than those mentioned in her resignation letter dated 7<sup>th</sup> December, 2023.

**In compliance with Regulation 30 of SEBI (LODR) Regulation, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 and Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023, please find below the following disclosures:**

#### 1. SUB-DIVISION/SPLIT OF EQUITY SHARES

a.	Split ratio	:	10:1 [For every One(1) Equity Shares of Rs. 10/- (Rupees Ten Only) Each; Ten (10) Equity Shares of Rs. 1/- each (Rupees One Only)]
b.	Rationale behind the split	:	In order to improve the liquidity of the Company's Share and to make it more affordable for small investors and retail investors as also to broaden the small investors base.
c.	pre and post share capital – authorized, paid-up and subscribed	:	The details are provided in the note given below.
d.	expected time of completion	:	3 months from the approval of the Board of Directors.
e.	class of shares which are consolidated or subdivided	:	Equity Shares
f.	number of shares of each class pre and post split or consolidation	:	The details are provided in the note given below.
g.	number of shareholders who did not get any shares in consolidation and their pre-consolidation shareholding	:	Not Applicable



**Details of Share Capital Structure and number of Equity Shares Pre and Post Split:-**

Particulars	Pre-Split/Sub Division of Equity Shares			Post-Split/Sub Division of Equity Shares		
	No. of Shares	Face Value (in Rs.)	Total (in Rs.)	No. of Shares	Face Value (in Rs.)	Total (in Rs.)
Authorised Share Capital	2,50,00,000	10	25,00,00,000	25,00,00,000	1	25,00,00,000
Issued and Subscribed Capital	40,00,458	10	4,00,04,580	4,00,04,580	1	4,00,04,580
Paid-up Capital	40,00,458	10	4,00,04,580	4,00,04,580	1	4,00,04,580

**2&3. HIGHLIGHTS IN MEMORANDUM OF ASSOCIATION ARE AS FOLLOWS:**

Subject to the approval of the shareholders of the Company the following amendments are proposed to the shareholders, which if passed will be amended as follows:

1. The object clause bearing Clause III of the Memorandum of Association ("MOA") of the Company, as presently in force, is based on the erstwhile Companies Act, 1956. According to the provisions of the Companies Act, 2013, the companies are required to have only "the objects to be pursued by the company and matters which are necessary for furtherance of the objects specified" and shall not consist of other object clause. Accordingly the other objects as mentioned in Clause – III (C) be deleted.
2. Clause IV has been substituted to clarify that the liability of the members is limited to the amount unpaid on the shares. This has been done in conformity with the provisions of the Act.
3. Clause V of the Memorandum of Association of the Company is proposed to be amended as "The Authorized Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty Five Crore Only) divided into 25,00,00,000/- (Rupees Twenty Five Crore Only) Equity Shares of Rs. 1/- (Rupees One Only) each."
4. **Appointment of Mr. Ashokkumar Ratilal Patel as an Additional Non-Executive Independent Director**

SN	Disclosure Requirement	Details
1.	Reason for Change viz. Appointment, Resignation, Removal, Death or Otherwise	Appointment
2.	Date of Appointment & Term of Appointment	December 07, 2023 He shall hold office upto the date of the ensuing General Meeting of the Company and his appointment will be recommended to Shareholders' for their approval.
3.	Brief Profile (in case of Appointment)	Mr. Ashokkumar Ratilal Patel aged 65 years is a



		<p>professionally qualified Chartered Accountant from the Institute of Chartered Accountants of India. Currently he is holding Certificate of Practice since 2019. He is also a professionally qualified Cost Accountant from the Institute of Cost Accountants of India.</p> <p>He is a retired Executive Director of Oil and Natural Gas Corporation Ltd. (ONGC), A Maharatna Company having a vast experience of 28 years in handling various assignments such as Financial Accounting, Auditing, Cost Accounting, Budgeting, SAP, Project Evaluation, Taxation and Statutory Compliances at ONGC.</p>
4.	Disclosure of relationships between directors (in case of appointment of director)	Mr. Ashokkumar Ratilal Patel is not related to any Director of the Company.

**5. Appointment of Mr. Christopher Joseph Rodricks as an Additional Non-Executive Independent Director**

SN	Disclosure Requirement	Details
1.	Reason for Change viz. Appointment, Resignation, Removal, Death or Otherwise	Appointment
2.	Date of Appointment & Term of Appointment	December 07, 2023  He shall hold office upto the date of the ensuing General Meeting of the Company and his appointment will be recommended to Shareholders' for their approval.
3.	Brief Profile (in case of Appointment)	Mr. Christopher Joseph Rodricks has completed Intermediate Science from Mumbai University in 1971.  He was conferred a Lifetime Achievement Award in December 2017 for contribution to the Indian Maritime industry.
4.	Disclosure of relationships between directors (in case of appointment of director)	Mr. Christopher Joseph Rodricks is not related to any Director of the Company.



#### 6. Appointment of Mr. Rupesh Kantilal Savla as an Additional Executive Director

SN	Disclosure Requirement	Details
1.	Reason for Change viz. Appointment, Resignation, Removal, Death or Otherwise	Appointment
2.	Date of Appointment & Term of Appointment	December 07, 2023  He shall hold office upto the date of the ensuing General Meeting of the Company and his appointment will be recommended to Shareholders' for their approval.
3.	Brief Profile (in case of Appointment)	Mr. Rupesh Kantilal Savla, aged 51 years. He holds a master's degree in business administration from Bentley College, USA. He has an experience of 26 years in the co-ordination and execution of projects in the gas compression services.
4.	Disclosure of relationships between directors (in case of appointment of director)	Mr. Rupesh Kantilal Savla is not related to any Director of the Company.

#### 7. Appointment of Mr. Rupesh Kantilal Savla as a Managing Director

SN	Disclosure Requirement	Details
5.	Reason for Change viz. Appointment, Resignation, Removal, Death or Otherwise	Appointment
6.	Date of Appointment & Term of Appointment	With effect from December 07, 2023 for the term of three years with a remuneration of Rs. Nil/- p.a. subject to the approval of the shareholders of the Company.
7.	Brief Profile (in case of Appointment)	Mr. Rupesh Kantilal Savla, aged 51 years. He holds a master's degree in business administration from Bentley College, USA. He has an experience of 26 years in the co-ordination and execution of projects in the gas compression services.
8.	Disclosure of relationships between directors (in case of appointment of director)	Mr. Rupesh Kantilal Savla is not related to any Director of the Company.

#### 8. Appointment of Mr. Rohan Vasant Kumar Shah as an Additional Executive Director (Finance)

SN	Disclosure Requirement	Details
1.	Reason for Change viz. Appointment, Resignation, Removal, Death or Otherwise	Appointment



2.	Date of Appointment & Term of Appointment	December 07, 2023  He shall hold office upto the date of the ensuing General Meeting of the Company and his appointment will be recommended to Shareholders' for their approval.
3.	Brief Profile (in case of Appointment)	Mr. Rohan Shah is a professionally qualified Chartered Accountant from the Institute of Chartered Accountants of India and is having about 17 years of professional experience in the field of Finance, Accounts, Audit and Statutory Compliances. He has been with Deep Industries for more than 13 years, holding various senior positions in Finance including Chief Financial Officer. Prior to joining Deep, he was working with ICICI Bank Limited. He was accorded with the "Financial Express CFO of the Year Award 2019 (Small Enterprises – Service Industry). He was also awarded with the "The Great Indian CFO Leader of the year Award 2023".
4	Disclosure of relationships between directors (in case of appointment of director)	Mr. Rohan Vasant Kumar Shah is not related to any Director of the Company.

#### 9. Resignation of Mrs. Soniya Gadhvi as a Non-Executive Independent Director

SN	Disclosure Requirement	Details
1.	Reason for Change viz. Appointment, Resignation, Removal, Death or Otherwise	Resignation of Mrs. Soniya Gadhvi as an Non-Executive Independent Director due to personal reasons (pre-occupation and paucity of time).
2.	Date of Appointment/Cessation & Term of Appointment	Resignation with an immediate effect i.e. 07 <sup>th</sup> December, 2023
3.	Brief Profile (in case of Appointment)	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of director)	Not Applicable
<b>Additional Information in case of resignation of an Independent Director- Mrs. Soniya Gadhvi</b>		
5	The letter of resignation along with detailed reasons for the resignation as given by the said director	Mrs. Soniya Gadhvi through her resignation letter dated 07 <sup>th</sup> December, 2023 resigned as an Independent Director on the Board of the Company due to pre-occupation and other personal commitments. The copy of resignation letter as received is enclosed as <b>Annexure-A</b> .
6	Names of listed entities in which the	Nil



	resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	
7	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reason other than those provided.	Mrs. Soniya Gadhvi has confirmed in her resignation letter that there was no other material reason for her resignation other than the reason mentioned in the resignation letter.

**10. Resignation of Mrs. Rita Keval Shah as Managing Director and Executive Promoter Director**

SN	Disclosure Requirement	Details
1.	Reason for Change viz. Appointment, Resignation, Removal, Death or Otherwise	Resignation of Mr Rita Keval Shah as Managing Director and Executive Promoter Director due to personal reasons (pre-occupation and paucity of time).
2.	Date of Appointment/Cessation & Term of Appointment	Resignation with an immediate effect i.e. 07 <sup>th</sup> December, 2023
3.	Brief Profile (in case of Appointment)	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of director)	Not Applicable
<b>Additional Information in case of resignation of Managing Director and Executive Promoter Director – Mrs. Rita Keval Shah</b>		
5	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	Nil
6	The letter of resignation along with detailed reasons for the resignation as given by the said director	Mrs. Rita Keval Shah through her resignation letter dated 07 <sup>th</sup> December, 2023 resigned as Managing Director and Executive Promoter Director on the Board of the Company due personal reasons and Unavailability of time. The copy of resignation letter as received is enclosed as <b>Annexure-B</b> .

**11. Resignation of Mrs. Urmila Harsukhsingh Sisodia as an Executive Director**

SN	Disclosure Requirement	Details
1.	Reason for Change viz. Appointment, Resignation, Removal, Death or Otherwise	Resignation of Mrs. Urmila Harsukhsingh Sisodia as an Executive Director due to personal reasons (pre-occupation and paucity of time).
2.	Date of Appointment/Cessation & Term of Appointment	Resignation with an immediate effect i.e. 07 <sup>th</sup> December, 2023



3.	Brief Profile (in case of Appointment)	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of director)	Not Applicable
<b>Additional Information in case of resignation of Executive Director - Mrs. Urmila Harsukhsingh Sisodia</b>		
	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	Nil
	The letter of resignation along with detailed reasons for the resignation as given by the said director	Mrs. Urmila Harsukhsingh Sisodia through her resignation letter dated 07 <sup>th</sup> December, 2023 resigned as Executive Director on the Board of the Company due to personal reasons (pre-occupation and paucity of time. The copy of resignation letter as received is enclosed as <b>Annexure-C</b> .

The meeting of Board of Directors commenced at 4.00 P.M. and concluded at 5.20 P.M.

You are requested to take the above on record.

Yours faithfully,

**For, Dolphin Offshore Enterprises (India) Limited**

*K. B. Khamar*

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



Enc.: a/a

Date: 07/12/2023

To  
The Board of Directors  
Dolphin Offshore Enterprises (India) Limited  
Unit No. 301, Zillion, Junction of LBS Marg,  
CST Road, Kurla (W), Mumbai- 400070

Dear Sir/Ma'am,

Sub: - Resignation as a Director

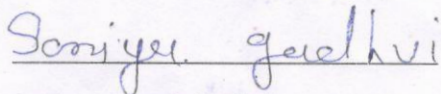
I hereby tender my resignation as an Independent Director of the Dolphin Offshore Enterprises (India) Limited with immediate effect due to pre-occupation and other personal commitments. Consequently I will also be stepping down as the chairman of Audit Committee and Nomination & Remuneration Committee.

I thank all the colleague members of the Board of Directors, Shareholders, employees and associates of Company for their support and co-operation extended during my tenure as a member of the Board of Directors.

I hereby confirm that there are no other material reasons for my resignation other than those mentioned above.

Thanking you and with best regards.

Sincerely,



Soniya Mahesh Gadhi  
DIN No. 08242519

**Date: 07/12/20223**

**To**  
**The Board of Directors**  
**Dolphin Offshore Enterprises (India) Limited**  
Unit No. 301, Zillion, Junction of LBS Marg,  
CST Road, Kurla (W), Mumbai- 400070

Dear Sir/Ma'am,

Sub: - Resignation as Managing Director

I hereby tender my resignation as Managing Director of the Dolphin Offshore Enterprises (India) Limited with immediate effect due to personal reasons and Unavailability of time and request you to accept the same.

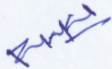
There is no other major reason other than the reason mentioned above.

I am grateful to you and all my colleagues on the Board for their continued support, guidance and cooperation during my tenure as Managing Director.

Kindly acknowledge the receipt of this resignation letter and arrange to submit necessary forms with office of the Registrar of Companies to that effect.

Thanking you and with best regards.

Sincerely,



**Rita Keval Shah**  
**DIN No. 06635995**



Date: 07/12/2023

To  
The Board of Directors  
Dolphin Offshore Enterprises (India) Limited  
Unit No. 301, Zillion, Junction of LBS Marg,  
CST Road, Kurla (W), Mumbai- 400070

Dear Sir/Ma'am,

Sub: - Resignation as a Director

I hereby tender my resignation as an Executive Director of the Dolphin Offshore Enterprises (India) Limited with immediate effect due to personal reasons (pre-occupation and paucity of time) and request you to accept the same.

There is no other major reason other than the reason mentioned above.

I am grateful to you and all my colleagues on the Board for their continued support, guidance and cooperation during my tenure as Executive Director.

You are requested to complete the formalities / procedures in this regard.

Thanking you and with best regards.

Sincerely,

*Urmila*

Urmila Harsukhsingh Sisodia

DIN No. 01360302