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/B34
DATE : OCTOBER 1, 2015

The National Stock Exchange India Ltd.
Listing Department
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051

KIND ATTN. : MR. HARI K.

SYMBOL : DOLPHINOFF

SUB: ATTENDANCE SUMMARY AND REPORTS OF SCRUTINIZERS ON E-VOTING AND BALLOT AT THE 36TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 29, 2015

Dear Sir,

Further, to our letter dated September 30, 2015 captioning subject as "Outcome of the Annual General Meeting held on September 29, 2015". Please find below attendance summary.

Attendance Summary (Clause 35) A.G.M dated 29/09/2015						
Promoter/Public	Total Shareholders as on 22.09.2015	No. of shares held as on 22.09.2015	% to the Capital	No. of Shareholders Attended in the Meeting	No. of Shares	% to the Category
Promoter and Promoter Group	20	9195954	54.83	14	7509251	81.66
Public – Institutional holders	2	51351	0.31	0	0	0.00
Public-Others	13017	7525213	44.87	42	814660	10.83
Total	**13039**	**16772518**	**100.00**	**56**	**8323911**	**49.63**

Further, we would like to inform you that

(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. V. Sundaram of M/s. V. Sundaram & Co. Practising Company Secretaries, appointed as Scrutinizer for scrutinizing e-voting. The e-voting period commenced on 26th day of September, 2015 (9.00 a.m. IST) and ends on 28th day of September, 2015 (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.

DOLPHIN OFFSHORE ENTERPRISES (INDIA) LTD. NAVI MUMBAI

(2) The Chairman appointed Mr. V. Sundaram, of M/s. V. Sundaram & Co., Practising Company Secretaries as Scrutinizer to scrutinize the voting process in fair and transparent manner.

In view of the above, please find attached herewith following reports of Scrutinizers i.e. Mr. V. Sundaram and Mr. Kaushal Doshi of M/s. V. Sundaram & Co., Practising Company Secretaries.

1. Report on passing of Resolutions through e-Voting & Ballot Paper.
2. Consolidated summary of the Results of the Voting on the resolutions (including e-Voting and Ballot) passed at the AGM.

The Resolutions for the Ordinary and Special business as set out in item No. 01 to 05 in the Notice of 36th 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

V. Sundaram & Co.
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*]*

Rear Admiral Kirpal Singh
Chairman,
Dolphin Offshore Enterprises (India) Limited
Mumbai

Sub: Annual General Meeting of the Shareholders of Dolphin Offshore Enterprises (India) Limited held on Tuesday, 29th September, 2015 at Mumbai

Dear Sir,

I, V.Sundaram of V Sundaram & Co, Practicing Company Secretaries, was appointed by the Board of Directors of Dolphin Offshore Enterprises(India) Limited as Scrutinizer vide its resolution dated 19th May 2015, 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 at the venue in respect of the below mentioned resolutions, at the Annual General Meeting of the Shareholders of Dolphin Offshore Enterprises (India) Limited, to be held on Tuesday, 29th September, 2015 at Mumbai, for which we submit our report as under:

1. The remote e-voting period remained open from Saturday, 26th September, 2015 (09.00 a.m) to Monday, 28th September, 2015 (5.00 p.m.) both days inclusive.

2. The shareholders holding shares as on "cut off" date, i.e. 22nd September, 2015 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 NSDL.

4. After the closing of the poll as announced by the Chairman, ballot box kept for polling was locked in our presence with due identification marks placed by us.

V. SUNDARAM & CO. MUMBAI C.P NO. 3373 COMPANY SECRETARY

5. The locked ballot box was subsequently opened by us in the presence of two witnesses, Mr. Kaushal Doshi and Mr. Lakshman Poojary who are not in employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.

6. We did not find any ballot paper which was incomplete, invalid 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 paper at the meeting is conducted in a fair and transparent manner and to render a consolidated report of the total votes cast in favour and against to the Chairman/Authorised person on the resolutions, based on the reports generated from the remote e-voting system provided by NSDL and the report generated electronically for voting by use of ballot paper at the meeting.

8. The result of the Ballot held at the aforesaid Annual General Meeting as well as remote e-Voting are as under:

Resolution 1:

Adoption of audited standalone and consolidated financial statements for the financial year ended 31st March, 2015 and the reports of Board of Directors and Auditors thereon.

(i) Votes in favour of the resolution:

Type 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	41	9201195	--
Ballot	17	688	--
Total	58	9201883	100.00

(ii) Votes against the resolution:

Type 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	0.00



(iii) Invalid Votes:

Type 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 2:

Re-appointment of Mr. Satpal Singh as director of the Company who retires by rotation.

Type 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	36	8243205	--
Ballot	17	688	--
Total	53	8243893	99.99

(ii) Votes against the resolution:

Type 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	3	1150	--
Ballot	0	0	--
Total	3	1150	0.01

(iii) Invalid Votes:

Type 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 3:

Ratification of 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:

Type 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	37	9199875	--
Ballot	17	688	--
Total	54	9200563	99.99

(ii) Votes against the resolution:

Type 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	3	1150	--
Ballot	0	0	--
Total	3	1150	0.01

(iii) Invalid Votes:

Type 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 4:

Appointment of Dr. (Mrs.) Vasantha S. Bharucha as Independent Non-Executive Director of the Company.

(i) Votes in favour of the resolution:

Type 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	40	9201145	--
Ballot	17	688	--
Total	57	9201833	99.99

V. SUNDARA & CO. COMPANY SECRETARY MUMBAI C.P. NO. 3373

(ii) Votes against the resolution:

Type 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	1	50	--
Postal Ballot	0	0	--
Total	1	50	0.01

(iii) Invalid Votes:

Type 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 5:

To invite/accept/renew /receive money by way of unsecured/secured deposits, or in any other form from public and/or members of the Company.

(i) Votes in favour of the resolution:

Type 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	41	9201195	--
Ballot	17	688	--
Total	58	9201883	100.00

(ii) Votes against the resolution:

Type 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	0.00

V. SUNDARAM & CO. MUMBAI C.P No. 3373 COMPANY SECRETARY

(iii) Invalid Votes:

Type 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 poll papers and all other relevant records were sealed and handed over to the authorized person authorized by the Board for safe keeping.

Thanking you,

Place: Mumbai
Dated: 29th September, 2015.

Yours faithfully

For V. Sundaram & Co.

V. Sundaram
Company Secretary
CP No.: 3373

Witness 1: Mr. Kaushal Doshi - _____

Witness 2: Mr. Lakshman Poojary - _____

ADMIRAL KIRPAL SINGH
CHAIRMAN

V. Sundaram & Co.
COMPANY SECRETARIES

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Thakur Complex, Kandivli (E),
Mumbai - 400 101.
Mobile : 9833159899
e-mail : vsundaramfcs1@hotmail.com

Rear Admiral Kirpal Singh
Chairman,
Dolphin Offshore Enterprises (India) Limited
Mumbai

Sub: Consolidated 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 29th September, 2015 at Mumbai.

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	58	9201883	100.00	0	0	0.00
2	53	8243893	99.99	3	1150	0.01
3	54	9200563	99.99	3	1150	0.01
4	57	9201833	99.99	1	50	0.01
5	58	9201883	100.00	0	0	0.00

Yours faithfully,

For V. Sundaram & Co.

V. Sundaram
Company Secretary
CP No.: 3373

Place: Mumbai
Date: 29th September, 2015.

CHAIRMAN
ADMIRAL KIRPAL SINGH