

DHRUVKUMAR B CHAUDHARY

(Scrutinizer)

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**CONSOLIDATED REPORT OF SCRUTINIZER
(Pursuant to Section 108 of The Companies Act, 2013 and Rule 20 (4) (xii) of the
Companies (Management and Administration) Rules, 2014)**

Date: 29-09-2023

To

The Board of Directors

DUKE OFFSHORE LIMITED

403-Urvashi, Off Sayani Road, Prabhadevi, Mumbai 400025.

37TH ANNUAL GENERAL MEETING (AGM) OF THE EQUITY SHAREHOLDERS OF DUKE OFFSHORE LIMITED HELD ON FRIDAY, 29TH SEPTEMBER, 2023 AT 12.00 HRS. AT THE REGISTERED OFFICE OF THE COMPANY AT 403-URVASHI, OFF SAYANI ROAD, PRABHADEVI, MUMBAI 400025.

I, Dhruvkumar B Chaudhary, was appointed as scrutinizer by the board of directors of DUKE OFFSHORE LIMITED CIN: L45209MH1985PLC038300 ("the Company") for the purpose of voting by electronic means i.e. remote e-voting and voting by poll at the Company's annual general meeting held on Friday, 29th September, 2023 AT 12.00 Hrs. at the venue mentioned above pursuant to section 108 of the Companies Act, 2013 ("the Act") read with rule 20 and 21 of the Companies (Management and Administration) rules, 2014 as amended ("Rules") and regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, in respect of resolution contained in the notice uploaded on Bombay Stock Exchange on 07th September, 2023 of the AGM to be held on Friday, 29th September, 2023.

The management of the Company is responsible to ensure the compliance with the requirements with the act and rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll (insta poll) at the AGM for the resolutions contained in the notice of the AGM. My responsibility as a scrutinizer is restricted to ensure that the voting process through remote e-voting and poll at the AGM is conducted in a fair and transparent manner and to make a consolidated scrutinizer report of the votes cast "For" or "Against" the resolutions contained in the notice.

REPORT ON SCRUTINY

1. The Company has entered into an arrangement with National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purpose of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 22nd September, 2023.

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401101**

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3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Tuesday, 26th September, 2023 at 09.00 A.M. till Thursday, 28th September, 2023 at 05:00 P.M preceding the date of the AGM.
4. As on the cut off-date i.e. 22nd September, 2023, there were 3660 Shareholders.
5. At the end of remote e-voting period on 28th September, 2023 at 05:00 P.M, voting portal of NSDL was blocked forthwith.
6. After the poll ordered by the Chairman at the AGM, poll boxes kept for polling were locked in my presence with due identification marks placed by me. The keys of the poll boxes handed over to the chairman of the AGM after looking them.
7. After completion of the poll at the AGM, the poll boxes kept for voting were immediately opened by me in presence of two witnesses who were not the employees of the Company.
8. There are 15 Shareholders present in person and through proxy at the AGM.
9. After the conclusion of the AGM on Friday, 29th September, 2023 at 01.15 PM after counting votes cast at the AGM, the votes cast through remote e-voting were unlocked by me in the presence of Mr. Piyush Jain and Ms. Himanshi Patel.
10. The voting ballot papers for the Poll conducted at the AGM and remote e-voting records were reconciled with the record maintained by M/s Adroit Corporate Services Private Limited, the Registrar and Share Transfer Agents (RTA) of the Company along with the authorizations /proxies lodged with the RTA / Company. The voters were also scrutinized for the purpose of eliminating duplicate voting (i.e.) on remote e-voting as well as by use of polling paper.
11. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under :

CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS I.E. REMOTE E-VOTING AND VOTING BY POLL IS AS UNDER:

ORDINARY RESOLUTION:

ITEM NO. 1 - TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON:

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on	No. of votes - in favour	No. of votes - against	% of votes in favour on	% of Votes against on votes
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				outstan ding shares		st	votes polled	polled
		(1)	(2)	(3)=[(2) /(1)]*10 0	(4)	(5)	(6)=[(4)]/(2)]* 100	(7)=[(5) /(2)]*10 0
Promoter and Promoter Group	E-Voting							
	Poll	6959800	6959800	100%	6959800	0	100%	0
	Postal Ballot (if applicable)							
	Total	6959800	6959800	100%	6959800	0	100%	0
Public- Institutions	E-Voting							
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		2861	0.079%	2310	551	80.74%	19.25%
	Poll		1827	0.063%	1827	0	100%	0
	Postal Ballot (if applicable)	2897400						
	Total	2897400	4688	0.142%	4137	551	88.24%	11.75%
Total	9857200	6964488	70.65%	6963937	551	99.99%	0.0079%	
Whether resolution is Pass or Not.						Yes		

ITEM NO. 2 - RATIFICATION OF AUDITOR, FOR FINANCIAL YEAR 2023-2024:

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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							
	Poll	6959800	6959800	100%	6959800	0	100%	0
	Postal Ballot (if applicable)							
	Total	6959800	6959800	100%	6959800	0	100%	0
Public-Institutions	E-Voting							
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		2861	0.079%	1310	1551	45.78%	52.81%
	Poll	2897400	1827	0.063%	1827	0	100%	0
	Postal Ballot (if applicable)							
	Total	2897400	4688	0.1618%	3137	1551	66.91%	33.08%
Total		9857200	6964488	70.65%	6962937	1551	99.97%	0.022%
Whether resolution is Pass or Not.						Yes		

12. It is to be noted that :

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- a. The shareholders abstained from voting on specific resolution under remote E-voting were not considered.
 - b. The Shareholders who had exercised their right to vote by way of remote e-voting and has once again voted in the AGM, then the voting cast by him/ her byway of remote e-voting has been considered.
13. Based on the voting reported in the above table all resolutions are passed with requisite majority. The company secretary is authorised to announce the results of the e-voting/poll.
14. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the minutes of the AGM are signed.
15. It is to be noted that :
- c. The shareholders abstained from voting on specific resolution under remote E-voting were not considered.
 - d. The Shareholders who had exercised their right to vote by way of remote e- voting and has once again voted in the AGM, then the voting cast by him/ her byway of remote e-voting has been considered.
16. Based on the voting reported in the above table all resolutions are passed with requisite majority. The company secretary is authorised to announce the results of the e-voting/poll.
17. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the minutes of the AGM are signed.

Thanking you,



**Signature of the Scrutinizer
Dhruvkumar B Chaudhary**



Authorized Signatory of the Company

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