

ANNEXURE TO DIRECTORS REPORT

Annexure I

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As at the end of financial year 31.03.2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L25112PB1995PLC017160
2.	Registration Date	12/10/1995
3.	Name of the Company	DOLFIN RUBBERS LIMITED
4.	Category/Sub-category of the Company	Company Limited by Shares/ Indian Non-Government Company
5.	Address of the Registered office & contact details	26A, Bhai Randhir Singh Nagar, Ludhiana - 141012
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	BIGSHARE SERVICES PRIVATE LIMITED Bharat Tin Works Building, 1st Floor, Opp. Vasant Oasis, Makwana Road Marol, Andheri – East, Mumbai 400059 Maharashtra Tel: +91 – 22 -62638200, +91 7045454397 Email Id:- jibu@bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Manufacture of Rubber tyre and tubes; retreading and rebuilding of rubber tyres	22111	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

All the business activities contributing 10% or more of the total turnover of the company shall be stated: - **NIL**

Sr.No.	Name and Description of main products/ services	NIC Code of the Product/	% to total turnover of the company
	NIL	.	---

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**A) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year[As on 1 st April, 2019]				No. of Shares held at the end of the year[As on 31 st March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter s									
(1) Indian									
a) Individual/ HUF	1648664	0	1648664	21.92	1734664	0	1734664	23.06	1.14%
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0

f) Any other(Directors relative)	636560	0	636560	8.46	656560	0	656560	8.73	0.27%
(2) Foreign									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)	2285224	0	2285224	30.38	2391224	0	2391224	31.79	1.41%
B. Public Shareholding									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FII's	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	236000	0	236000	3.14	244000	0	244000	3.24	0.11
ii) Overseas	0	0	0	0	0	0	0	0	NIL
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	410000	230472	640472	8.51	473992	150080	624072	8.30	(0.22)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	3402200	746600	4148800	55.15	3556600	576600	4133200	54.94	(0.21)
c) Others (specify)	0	0	0	0	0	0	0	0	0
Non Resident Indians	0	0	0	0	0	0	0	0	0
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	116000	0	116000	1.54	112000	0	112000	1.49	(0.05)
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
HUF	96000	0	96000	1.28	18000	0	18000	0.24	(1.04)
Sub-total	4260200	977072	5237272	69.62	4404592	726680	5131272	68.21	(1.41)

(B)(2):-									
Total Public Shareholding (B)=(B)(1)+(B)(2)	4260200	977072	5237272	69.62	4404592	726680	5131272	68.21	(1.41)
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total(A)+(B)+(C)	6545424	977072	7522496	100	6795816	726680	7522496	100	0

Note: percentage change: amount at the end of year- amount at the starting of the year /7522496*100

B) Shareholding of Promoter

S. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Ratinder Kaur	7,03,704	9.35	NIL	7,51,704	9.99	NIL	0.64
2	Kawaljit Singh	9,44,960	12.56	NIL	9,82,960	13.07	NIL	0.51
3	Kawaljit Singh & HUF	8,000	0.11	NIL	8,000	0.11	NIL	0
4	Gurmeet Singh	70,560	0.94	NIL	70,560	0.94	NIL	0
5	Gurpreet Singh	55,000	0.73	NIL	55,000	0.73	NIL	0
6	Celespreet Kaur	87,600	1.16	NIL	107,600	1.43	NIL	0.27
7	Jaswant Kaur	4,15,400	5.52	NIL	4,15,400	5.52	NIL	0

C) Change in Promoters' Shareholding

SN	Name of Shareholder	Shareholding at the beginning of the year		Date	Increase/ decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	Kawaljit Singh	944960	12.56	At the beginning of year as on 01.04.2019			944960	12.56
				14.06.2019	2,000	Buy	946960	
				05.07.2019	2,000	Buy	948960	
				12.07.2019	2,000	Buy	950960	
				02.08.2019	12,000	Buy	962960	
				23.08.2019	2,000	Buy	964960	
				06.09.2019	4,000	Buy	968960	
				20.09.2019	6,000	Buy	974960	
				20.12.2019	2,000	Buy	976960	
				24.01.2020	4,000	Buy	980960	
				06.03.2020	2,000	Buy	982960	
At the end of the year as on 31.03.2020						982960	13.07	
2.	Ratinder Kaur	703704	9.35	At the beginning of year as on 01.04.2019			703704	9.35
				14.06.2019	2000	Buy	705704	
				28.06.2019	2000	Buy	707704	
				02.08.2019	8000	Buy	715704	

				09.08.2019	4000	Buy	719704	
				23.08.2019	6000	Buy	725704	
				30.08.2019	10000	Buy	735704	
				13.12.2019	6000	Buy	741704	
				24.01.2020	2000	Buy	743704	
				06.03.2020	2000	Buy	745704	
				20.03.2020	4000	Buy	749704	
				27.03.2020	2000	Buy	751704	
				At the end of the year as on 31.03.2020			751704	9.99
3.	Jaswant Kaur	415400	5.52	-	-	-	415400	5.52
4.	Celespreet Kaur	87600	1.16	At the beginning of year as on 01.04.2019			87600	1.16
				02.08.2019	6000	Buy	93600	
				09.08.2019	2000	Buy	95600	
				30.08.2019	2000	Buy	97600	
				20.12.2019	2000	Buy	99600	
				07.02.2020	4000	Buy	103600	
				06.03.2020	4000	Buy	107600	
				At the end of the year as on 31.03.2020			107600	1.43
5.	Gurmeet Singh	70560	0.94	-	-	-	70560	0.94
6.	Gurpreet Singh	55000	0.73	-	-	-	55000	0.73
7.	Kawaljit Singh & Sons HUF	8000	0.11	-	-	-	8000	0.11

D) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1	TRUPTI DIVYANG BHANSALI	372000	4.95	At the beginning of the year as on 01.04.2019			372000	4.95
				19.04.2019	-12000	Sell	360,000	4.79
				26.04.2019	-104000	Sell	256,000	3.40
				03.05.2019	-36000	Sell	220,000	2.92
				10.05.2019	-20000	Sell	200,000	2.66
				17.05.2019	-2000	Sell	198,000	2.63
				24.05.2019	-8000	Sell	190,000	2.53
				31.05.2019	-34000	Sell	156,000	2.07
				At the end of the year as on 31.03.2020			156,000	2.07
2.	Rajwant Kaur	339200	4.51	At the beginning of the year as on 01.04.2019				
				02.08.2019	8000	Buy	347200	4.62
				09.08.2019	2000	Buy	349200	4.64
				30.08.2019	6000	Buy	355200	4.72
				14.02.2020	2000	Buy	357200	4.75
				28.02.2020	2000	Buy	359200	4.78

				At the end of the year as on 31.03.2020			359200	4.78
3.	Jagjit Kaur	21640 0	2.88	At the beginning of the year as on 01.04.2019			216400	2.88
				05.07.2019	2000	Buy	218400	2.90
				09.08.2019	2000	Buy	220400	2.93
				30.08.2019	2000	Buy	222400	2.96
				17.01.2020	2000	Buy	224400	2.98
				24.01.2020	2000	Buy	226400	3.01
				21.02.2020	2000	Buy	228400	3.04
				28.02.2020	4000	Buy	232400	3.09
				At the end of the year as on 31.03.2020			232400	3.09
4.	GUINNESS SECURITIES LIMITED	220,00 0	2.92	-	-	-	220,000	2.92
5.	HARNAM KAUR	156,60 0	2.08	-	-	-	156,600	2.08
6.	INDO THAI SECURITIES LIMITED	1,16,0 00	1.54	At the beginning of the year as on 01.04.2019			1,16,000	1.54
				03.05.2019	-12000	Sell	104,000	1.38
				28.06.2019	-12000	Sell	92000	1.22
				16.08.2019	-92000	Sell	0	0
				13.09.2019	14000	Buy	14000	0.19
				20.09.2019	-14000	Sell	0	0
				At the end of the year as on 31.03.2020			0	0
7.	LOKESH BANSAL	11200 0	1.49	-	-	-	112000	1.49
8.	SK GOYAL	32000	0.43	At the beginning of the year as on 01.04.2019			32000	0.43
				26.04.2019	8000	Buy	40000	0.53
				03.05.2019	8000	Buy	48000	0.64
				10.05.2019	8000	Buy	56000	0.74
				17.05.2019	2000	Buy	58000	0.77
				24.05.2019	4000	Buy	62000	0.82
				31.05.2019	4000	Buy	66000	0.88
				14.06.2019	-2000	Sell	64000	0.85
				21.06.2019	-4000	Sell	60000	0.80
				12.07.2019	4000	Buy	64000	0.85
				26.07.2019	2000	Buy	66000	0.88
				02.08.2019	16000	Buy	82000	1.09
				13.09.2019	2000	Buy	84000	1.12
				18.10.2019	8000	Buy	92000	1.22
				01.11.2019	12000	Buy	104000	1.38
				08.11.2019	4000	Buy	108000	1.44
				22.11.2019	-2000	Sell	106000	1.41
				At the end of the year as on 31.03.2020			106000	1.41
9.	ORBSIS FINANCIAL CORPORATION LIMITED	0	0	23.08.2019	98000	Buy	98000	1.30
10.	HARMINDER KAUR	88800	1.18	-	-	-	88800	1.18

E) Shareholding of Directors and Key Managerial Personnel

S. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during the year					
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company				
1.	Mr. Kanwaljit Singh, Managing Director	7,40,000	9.84	At the beginning of the year as on 01.04.2019			7,40,000	9.84				
				12.07.2019	2000	Buy	742000	9.86				
				02.08.2019	8000	Buy	750000	9.97				
				09.08.2019	2000	Buy	752000	10.00				
				30.08.2019	10000	Buy	762000	10.13				
				At the end of the year as on 31.03.2020		762000	10.13					
2.	Surinder Pal Singh Joint Managing Director	810000	10.77	At the beginning of the year as on 01.04.2019			810000	10.77				
				21.06.2019	2000	Buy	812000	10.79				
				02.08.2019	12000	Buy	824000	10.95				
				09.08.2019	4000	Buy	828000	11.01				
				30.08.2019	4000	Buy	832000	11.06				
				06.09.2019	6000	Buy	838000	11.14				
				24.01.2020	4000	Buy	842000	11.19				
				At the end of the year as on 31.03.2020		842000	11.19					
				3.	Mr. Kawaljit Singh Whole Time Director	944960	12.56	At the beginning of the year as on 01.04.2019			944960	12.56
								14.06.2019	2,000	Buy	946960	12.59
05.07.2019	2,000	Buy	948960					12.62				
12.07.2019	2,000	Buy	950960					12.64				
02.08.2019	12,000	Buy	962960					12.80				
23.08.2019	2,000	Buy	964960					12.83				
06.09.2019	4,000	Buy	968960					12.88				
20.09.2019	6,000	Buy	974960					12.96				
20.12.2019	2,000	Buy	976960					12.99				
24.01.2020	4,000	Buy	980960					13.04				
06.03.2020	2,000	Buy	982960	13.07								
At the end of the year as on 31.03.2020		982960	13.07									
4.	Mrs. Ratinder Kaur Whole Time Director	703704	9.35	At the beginning of the year as on 01.04.2019			703704	9.35				
				14.06.2019	2000	Buy	705704	9.38				
				28.06.2019	2000	Buy	707704	9.41				
				02.08.2019	8000	Buy	715704	9.51				
				09.08.2019	4000	Buy	719704	9.57				
				23.08.2019	6000	Buy	725704	9.65				
				30.08.2019	10000	Buy	735704	9.78				
				13.12.2019	6000	Buy	741704	9.86				
				24.01.2020	2000	Buy	743704	9.89				
				06.03.2020	2000	Buy	745704	9.91				
20.03.2020	4000	Buy	749704	9.97								

				27.03.2020	2000	Buy	751704	9.99
				At the end of the year as on 31.03.2020			751704	9.99
5	Mr. Rahul Gupta Non-Executive Director	0	0	0	0	0	0	0
6	Mr. Tarundeep Singh Non-Executive Director	0	0	0	0	0	0	0
7	Ms. Manisha Mittal Non-Executive Director	0	0	0	0	0	0	0
8	Ms. Amandeep Kaur Non- Executive Director	0	0	0	0	0	0	0
9.	Celespreet Kaur CFO	87600	1.16	At the beginning of year as on 01.04.2019			87600	1.16
				02.08.2019	6000	Buy	93600	1.24
				09.08.2019	2000	Buy	95600	1.27
				30.08.2019	2000	Buy	97600	1.30
				20.12.2019	2000	Buy	99600	1.32
				07.02.2020	4000	Buy	103600	1.38
				06.03.2020	4000	Buy	107600	1.43
				At the end of the year as on 31.03.2020			107600	1.43
9	Miss. Nancy Singla Company Secretary	0	0	0	0	0	0	0

V) INDEBTEDNESS-Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,67,16,892	18,70,048	0	1,85,86,940
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1,67,16,892	18,70,048	0	18586940
Change in Indebtedness during the financial year				
* Addition	1,80,77,179	71,71,697	0	25248876
* Reduction	-	-	-	-
Net Change	-	-	0	25248876
Indebtedness at the end of the financial year				
i) Principal Amount	3,47,94,071	90,41,745	0	4,38,35,816
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	3,47,94,071	90,41,745	0	4,38,35,816

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager/Executive				Total Amount
		Kawaljit Singh	Kanwaljit Singh	Surinder Pal Singh	Ratinder Kaur	
1.	Gross salary					
	A. Salary as per provisions contained in section 17(1) of the Income tax Act, 1961	50,20,000	25,96,000	25,96,000	23,40,000	1,25,52,000
	B. Value of perquisites u/s 17(2) Income Tax Act, 1961	--	--	--	--	--
	C. Profits in Lieu of salary u/s 17(3) Income- tax Act, 1961	--	--	--	--	--
2.	Stock Option	--	--	--	--	--
3.	Sweat Equity	--	--	--	--	--
4.	Commission - as % of profit - Others, specify...	--	--	--	--	--
5.	Others, please specify:	--	--	--	--	--
	Total(A)	50,20,000	25,96,000	25,96,000	23,40,000	1,25,52,000
	Overall Ceiling as per the Act					

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name Of Directors				Total
		Rahul Gupta	Tarundeep Singh	Amandeep Kaur	Manisha Mittal	
1	Independent Directors					
	Fee for attending board & committee meetings	----	----	----	-----	
	Commission	----	----	----	-----	
	Others, please specify	----	----	----	-----	
	Total (1)	----	----	----	-----	
2	Other Non-Executive Directors	----	----	----	-----	
	Fee for attending board & committee meetings	----	----	----	-----	
	Commission	----	----	----	-----	
	Others, please specify	----	----	----	-----	
	Total (2)	----	----	----	-----	
	Total (B)=(1+2)	----	----	----	-----	
	Total Managerial Remuneration	----	----	----	-----	
	Overall Ceiling as per the Act	----	----	----	-----	

C. Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD

S. NO.	Particulars of Remuneration	Key Managerial Personnel				
		CEO	CS*		CFO	Total
			Nancy Singla From 13.11.2019 to 31.03.2020	Kanchan Bhatia From 01.04.2019 to 31.10.2019		
1	Gross salary	--	--	--	--	--
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--	54,710	1,38,021	23,40,000	25,32,731
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--		--	----
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--		--	---
2	Stock Option	--	--		--	---
3	Sweat Equity	--	--		--	---
4	Commission	--	--		--	---
	- as % of profit	--	--		--	---
	others, specify...	--	--		--	---
5	Others, please specify	--	--		--	---
	Total	--	54,710	1,38,021	23,40,000	25,32,731

*Note: 1. CS Kanchan Bhatia resigned from the post of Company Secretary and Compliance officer w.e.f October 31, 2019.

2. CS Nancy Singla Joined for the post of Company Secretary and Compliance officer w.e.f November 13, 2019.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			None		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			None		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			None		
Punishment					
Compounding					

For and on behalf of the Board
Dolphin Rubbers Limited

Place: Ludhiana
Date: 03rd September, 2020

Surinder Pal Singh
Joint Managing Director
DIN: 00942870
26A, BRS Nagar,
Ludhiana, 141012

Kawaljit Singh
Whole Time Director
DIN: 00942794
26A, BRS Nagar,
Ludhiana, 141012