

## ANNEXURE TO DIRECTORS REPORT

## Annexure - I

**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**  
**As at the end of financial year 31.03.2021**  
**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:

Sr. 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/ service	% 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 <sup>st</sup> April, 2020]				No. of Shares held at the end of the year[As on 31 <sup>st</sup> March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter s</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	1734664	0	1734664	23.06	1810664	0	1810664	24.07	1.01%
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)	656560	0	656560	8.73	676560	0	676560	8.99	0.27%
<b>(2) Foreign</b>									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
<b>Total shareholding of Promoter (A)</b>	2391224	0	2391224	31.79	2487224	0	2487224	33.06	1.28%
<b>B. Public Shareholding</b>									
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
<b>Sub-total (B)(1):-</b>	0	0	0	0	0	0	0	0	0
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	244000	0	244000	3.24	280000	0	280000	3.72	0.48
ii) Overseas	0	0	0	0	0	0	0	0	NIL
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	473992	150080	624072	8.30	453392	134280	587672	7.81	(0.48)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	3556600	576600	4133200	54.94	3594600	397000	3991600	53.06	(1.88)
c) Others (specify)	0	0	0	0	0	0	0	0	0
Non Resident Indians	0	0	0	0	2000	0	2000	0.03	0.03
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	112000	0	112000	1.49	160000	0	160000	2.13	0.64
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
HUF	18000	0	18000	0.24	14000	0	14000	0.19	(0.05)
<b>Sub-total (B)(2):-</b>	<b>4404592</b>	<b>726680</b>	<b>5131272</b>	<b>68.21</b>	<b>4503992</b>	<b>531280</b>	<b>5035272</b>	<b>66.94</b>	<b>(1.28)</b>
Total Public Shareholding (B)=(B)(1)+(B)(2)	4404592	726680	5131272	68.21	4503992	531280	5035272	66.94	(1.28)
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total(A)+(B)+(C)</b>	<b>6795816</b>	<b>726680</b>	<b>7522496</b>	<b>100</b>	<b>6991216</b>	<b>531280</b>	<b>7522496</b>	<b>100</b>	<b>0.00</b>

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

### B) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year [as on 1 <sup>st</sup> April, 2020]			Shareholding at the end of the year [as on 31 <sup>st</sup> March, 2021]			% 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	7,51,704	9.99	NIL	763704	10.15	NIL	0.16
2	Kawaljit Singh	9,82,960	13.07	NIL	1046960	13.92	NIL	0.85
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	107,600	1.43	NIL	127600	1.70	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	982960	13.07	<b>At the beginning of year as on 01.04.2019</b>			982960	13.07
				03/07/2020	2,000	Buy	984960	
				13/11/2020	2,000	Buy	986960	
				27/11/2020	2,000	Buy	988960	
				25/12/2020	2,000	Buy	990960	
				08/01/2021	2,000	Buy	992960	
				15/01/2021	4000	Buy	996960	
				22/01/2021	2000	Buy	998960	
				29/01/2021	2000	Buy	1000960	
				05/02/2021	4000	Buy	1004960	
				12/02/2021	2000	Buy	1006960	
				19/02/2021	6000	Buy	1012960	

				26/02/2021	4000	Buy	1016960	
				05/03/2021	8000	Buy	1024960	
				12/03/2021	6000	Buy	1030960	
				19/03/2021	6000	Buy	1036960	
				26/03/2021	10000	Buy	1046960	
				<b>At the end of the year as on 31.03.2021</b>			1046960	13.92
2.	Ratinder Kaur	751704	9.99	<b>At the beginning of year as on 01.04.2020</b>			751704	9.99
				27/11/2020	2000	Buy	753704	
				31/12/2020	2000	Buy	755704	
				08/01/2021	2000	Buy	757704	
				22/01/2021	4000	Buy	761704	
				29/01/2021	2000	Buy	763704	
				<b>At the end of the year as on 31.03.2021</b>			763704	10.15
3.	Jaswant Kaur	415400	5.52	-	-	-	415400	5.52
4.	Celespreet Kaur	107600	1.43	<b>At the beginning of year as on 01.04.2020</b>			107600	1.43
				18/12/2020	8000	Buy	115600	
				22/01/2021	8000	Buy	123600	
				29/01/2021	4000	Buy	127600	
				<b>At the end of the year as on 31.03.2021</b>			127600	1.70
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	156,000	2.07		-1,56,000	Sell	0	0
				<b>At the end of the year as on 31.03.2021</b>			<b>0</b>	<b>0</b>
2.	Rajwant Kaur	359200	4.78	-	-	-	359200	4.78
				<b>At the end of the year as on 31.03.2021</b>			<b>359200</b>	<b>4.78</b>
3.	Jagjit Kaur	232400	3.09	-	-	-	232400	3.09
				<b>At the end of the year as on 31.03.2021</b>			<b>232400</b>	<b>3.09</b>
4.	Guiness Securities Limited	220,000	2.92	-	-2,20,000	Sell	0	0
				<b>At the end of the year as on 31.03.2021</b>			<b>0</b>	<b>0</b>
5.	National Stock Exchange Of India Limited Account Guinness Securities Limited	0	0	-	2,20,000	Buy	2,20,000	2.92
				<b>At the end of the year as on 31.03.2021</b>			<b>2,20,000</b>	<b>2.92</b>
6.	Harnam Kaur	156,600	2.08	-	-	-	156,600	2.08
				<b>At the end of the year as on 31.03.2021</b>			<b>156,600</b>	<b>2.08</b>
7.	Kanwaljit Singh	762000	10.13	-	-	-	762000	10.13
				<b>At the end of the year as on 31.03.2021</b>			<b>762000</b>	<b>10.13</b>
8.	Lokesh Bansal	112000	1.49	-	-	-	112000	1.49
				<b>At the end of the year as on 31.03.2021</b>			<b>112000</b>	<b>1.49</b>
9.	S K Goyal	106000	1.41	-	20,000	Buy	126000	1.68
				<b>At the end of the year as on 31.03.2021</b>			<b>126000</b>	<b>1.68</b>
10.	Orbis Financial Corporation Limited	98000	1.30	-	-	-	98000	1.30
				<b>At the end of the year as on 31.03.2021</b>			<b>98000</b>	<b>1.30</b>
11.	Harminder Kaur	88800	1.18	-	-	-	88800	1.18
				<b>At the end of the year as on 31.03.2021</b>			<b>88800</b>	<b>1.18</b>
12.	Farokh Behram	84000	1.12	-	-	-	84000	1.12
				<b>At the end of the year as on 31.03.2021</b>			<b>84000</b>	<b>1.12</b>

**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.	Surinder Pal Singh Joint Managing Director	842000	11.19	<b>At the beginning of the year as on 01.04.2020</b>			842000	11.19
				31/07/2020	2000	Buy	844000	11.22
				07/08/2020	2000	Buy	846000	11.25
				27/11/2020	4000	Buy	850000	11.30
				04/12/2020	12000	Buy	862000	11.46
				<b>At the end of the year as on 31.03.2021</b>			<b>862000</b>	<b>11.46</b>
2.	Mr. Kawaljit Singh Managing Director	982960	13.07	<b>At the beginning of the year as on 01.04.2020</b>			982960	13.07
				03/07/2020	2,000	Buy	984960	13.09
				13/11/2020	2,000	Buy	986960	13.12
				27/11/2020	2,000	Buy	988960	13.15
				25/12/2020	2,000	Buy	990960	13.17
				08/01/2021	2,000	Buy	992960	13.20
				15/01/2021	4000	Buy	996960	13.25
				22/01/2021	2000	Buy	998960	13.28
				29/01/2021	2000	Buy	1000960	13.31
				05/02/2021	4000	Buy	1004960	13.36
				12/02/2021	2000	Buy	1006960	13.39
				19/02/2021	6000	Buy	1012960	13.47
				26/02/2021	4000	Buy	1016960	13.52
				05/03/2021	8000	Buy	1024960	13.63
				12/03/2021	6000	Buy	1030960	13.71
				19/03/2021	6000	Buy	1036960	13.78
26/03/2021	10000	Buy	1046960	13.92				
<b>At the end of the year as on 31.03.2021</b>			<b>1046960</b>	<b>13.92</b>				
3.	Mrs. Ratinder Kaur Whole Time Director	751704	9.99	<b>At the beginning of the year as on 01.04.2020</b>			751704	9.99
				27/11/2020	2000	Buy	753704	10.02
				31/12/2020	2000	Buy	755704	10.05
				08/01/2021	2000	Buy	757704	10.07
				22/01/2021	4000	Buy	761704	10.13
				29/01/2021	2000	Buy	763704	10.15
<b>At the end of the year as on 31.03.2021</b>			<b>763704</b>	<b>10.15</b>				
4.	Mr. Harsimran Singh Whole Time Director	49200	0.65	<b>At the beginning of the year as on 01.04.2020</b>			49200	0.65
				14/08/2020	2000	Buy	51200	0.68
				11/12/2020	2000	Buy	53200	0.71
				31/12/2020	4000	Buy	57200	0.78
				08/01/2021	8000	Buy	65200	0.87
				15/01/2021	20000	Buy	85200	1.13
				29/01/2021	8000	Buy	93200	1.24
				26/03/2021	12000	Buy	105200	1.40
<b>At the end of the year as on 31.03.2021</b>			<b>105200</b>	<b>1.40</b>				
5.	Mr. Prabhsimran Singh Whole Time Director	30200	0.40	<b>At the beginning of the year as on 01.04.2020</b>			30200	0.40
				07/07/2020	2000	Buy	32200	0.43
				01/01/2021	2000	Buy	34200	0.45
				<b>At the end of the year as on 31.03.2021</b>			<b>34200</b>	<b>0.45</b>
6.	Mr. Yashul Goyal Non-Executive Director	0	0	0	0	0	0	0
7.	Mr. Tarundeep Singh Non-Executive Director	0	0	0	0	0	0	0
8.	Ms. Manisha Mittal	0	0	0	0	0	0	0

	Non-Executive Director							
9.	Ms. Amandeep Kaur Non- Executive Director	0	0	0	0	0	0	0
10.	Ms. Aanchal Gupta Non- Executive Director	0	0	0	0	0	0	0
11.	Celespreet Kaur CFO	107600	1.43	<b>At the beginning of year as on 01.04.2020</b>			107600	1.43
				18/12/2020	8000	Buy	115600	1.54
				22/01/2021	8000	Buy	123600	1.64
				29/01/2021	4000	Buy	127600	1.70
				<b>At the end of the year as on 31.03.2021</b>			<b>127600</b>	<b>1.70</b>
12.	Ms. Ankita Sahu Company Secretary	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
<b>Indebtedness at the beginning of the financial year</b>				
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	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>3,47,94,071</b>	<b>90,41,745</b>	<b>0</b>	<b>4,38,35,816</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	6,24,66,915	55,50,715	0	6,80,17,630
* Reduction	-	-	-	-
<b>Net Change</b>	<b>-</b>	<b>-</b>	<b>0</b>	<b>6,80,17,630</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	9,65,05,046	1,45,92,460	0	11,10,97,506
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>9,65,05,046</b>	<b>1,45,92,460</b>	<b>0</b>	<b>11,10,97,506</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager/Executive					Total Amount
		Kawaljit Singh	Surinder Pal Singh	Ratinder Kaur	Harsimran Singh	Prabhsimran Singh	

<b>1.</b>	<b>Gross salary</b>						
	<b>A.</b> Salary as per provisions contained in section 17(1) of the Income tax Act, 1961	<b>54,70,000</b>	<b>27,50,000</b>	<b>26,40,000</b>	<b>16,80,000</b>	<b>16,80,000</b>	<b>1,52,28,000</b>
	<b>B.</b> Value of perquisites u/s 17(2) Income Tax Act, 1961	--	--	--	--	--	--
	<b>C.</b> Profits in Lieu of salary u/s 17(3) Income- tax Act, 1961	--	--	--	--	--	--
<b>2.</b>	Stock Option	--	--	--	--	--	--
<b>3.</b>	Sweat Equity	--	--	--	--	--	--
<b>4.</b>	Commission - as % of profit - Others, specify...	--	--	--	--	--	--
<b>5.</b>	Others, please specify:	--	--	--	--	--	--
	<b>Total(A)</b>	<b>54,70,000</b>	<b>27,50,000</b>	<b>26,40,000</b>	<b>16,80,000</b>	<b>16,80,000</b>	<b>1,52,28,000</b>
	Overall Ceiling as per the Act						

**B. Remuneration to other Directors**

S. N.	Particulars of Remuneration	Name Of Directors						Total
		Rahul Gupta	Tarundeep Singh	Amandeep Kaur	Manisha Mittal	Aanchal Gupta	Yashul Goyal	
1	<b>Independent Directors</b>							
	Fee for attending board & committee meetings	10500	21000	56000	16500	18000	12000	1,34,000
	Commission	----	----	----	----	----	----	----
	Others, please specify	----	----	----	----	----	----	----
	<b>Total (1)</b>	<b>10500</b>	<b>21000</b>	<b>56000</b>	<b>16500</b>	<b>18000</b>	<b>12000</b>	<b>1,34,000</b>
2	<b>Other Non-Executive Directors</b>	----	----	----	----	----	----	----
	Fee for attending board & committee meetings	----	----	----	----	----	----	----
	Commission	----	----	----	----	----	----	----
	Others, please specify	----	----	----	----	----	----	----
	<b>Total (2)</b>	----	----	----	----	----	----	----
	<b>Total (B)=(1+2)</b>	<b>10500</b>	<b>21000</b>	<b>56000</b>	<b>16500</b>	<b>18000</b>	<b>12000</b>	<b>1,34,000</b>
	Total Managerial Remuneration	----	----	----	----	----	----	----
	Overall Ceiling as per the Act	----	----	----	----	----	----	----

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

SN	Particulars of Remuneration	Key Managerial Personnel				Total
		CEO	CS*		CFO Celespreet Kaur	
			Nancy Singla From 01.04.2020 to 11.12.2020	Ankita Sahu From 12.12.2020 to 31.03.2021		
1	Gross salary	--	--	--	--	--
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--	1,07,043	83,567	26,40,000	28,30,610
	(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	--	--	--	--	---
	<b>Total</b>	--	<b>1,07,043</b>	<b>83,567</b>	<b>26,40,000</b>	<b>28,30,610</b>

\*Note: 1. CS Nancy Singla resigned from the post of Company Secretary and Compliance Officer W.e.f. December 11, 2020.

2. CS Ankita Sahu Joined for the post of Company Secretary and Compliance Officer W.e.f. December 12, 2020.

#### 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)
<b>A. COMPANY</b>					
Penalty			<b>None</b>		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			<b>None</b>		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			<b>None</b>		
Punishment					
Compounding					

For and on behalf of the Board  
**Dolphin Rubbers Limited**

Place: Ludhiana  
Date: 27<sup>th</sup> August, 2021

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

Surinder Pal Singh  
Joint Managing Director  
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