

General information about company		
Scrip code	533151	
NSE Symbol	DBCORP	
MSEI Symbol	NOTLISTED	
ISIN	INE950I01011	
Name of the entity	D.B.Corp Limited	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	Not Applicable
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No	Not Applicable
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	Not Applicable
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	d00001	

Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							No	
Whether Chairperson is related to MD or CEO							Yes	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Sudhir Agarwal	██████████	00051407	Executive Director	Not Applicable	MD	20-07-1967
2	Mr	Pawan Agarwal	██████████	00465092	Executive Director	Chairperson		31-07-1974
3	Mr	Girish Agarwal	██████████	00051375	Non-Executive - Non Independent Director	Not Applicable		10-07-1971
4	Mr	Santosh Desai	██████████	01237902	Non-Executive - Independent Director	Not Applicable		24-01-1963
5	Ms	Paulomi Romi Dhawan	██████████	01574580	Non-Executive - Independent Director	Not Applicable		11-05-1967
6	Mr	Runit Kishor Shah	██████████	00064657	Non-Executive - Independent Director	Not Applicable		16-07-1978

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		10-12-2005	01-01-2022			1	0	0	0			
2	NA		10-12-2005	31-07-2023			1	0	2	0			
3	NA		27-10-1995	27-10-1995			1	0	3	1			
4	NA		21-10-2020	21-10-2023		59.09	3	3	3	0			
5	NA		28-07-2022	28-07-2024		38.02	2	2	4	1			
6	NA		16-01-2025	16-01-2025		8.14	1	1	1	0			

Text Block

Textual Information(1)

There is no regular Chairperson. As per Article 37 of the Article of Association the Chairperson shall be Mr. Ramesh Chandra Agarwal and in his absence Mr. Sudhir Agarwal or Mr. Girish Agarwal or Mr. Pawan Agarwal. Pursuant to death of Mr. Ramesh Chandra Agarwal the said position has remained vacant. At every Board Meeting, Mr. Sudhir Agarwal or Mr. Girish Agarwal or Mr. Pawan Agarwal whoever is present, is elected as the Chairperson. In case if Mr. Sudhir Agarwal or Mr. Girish Agarwal or Mr. Pawan Agarwal are not present then the Directors present shall elect one of them as the Chairperson of that Board Meeting. Mr. Pawan Agarwal was elected as the Chairperson for the Board Meetings held during quarter ended September 30, 2025 on May 8, 2025 and July 16, 2025, hence he has been selected as Chairperson in this report filed for the quarter.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01574580	Paulomi Romi Dhawan	Non-Executive - Independent Director	Chairperson	01-01-2024		Textual Information(1)
2	00051375	Girish Agarwal	Non-Executive - Non Independent Director	Member	25-10-2007		
3	01237902	Santosh Desai	Non-Executive - Independent Director	Member	21-10-2020		
4	00064657	Runit Kishor Shah	Non-Executive - Independent Director	Member	09-05-2025		

Sr Text Block

Textual Information(1)

Ms. Paulomi Romi Dhawan has been designated as Chairperson of the Audit Committee with effect from May 9, 2025.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01574580	Paulomi Romi Dhawan	Non-Executive - Independent Director	Chairperson	01-01-2024		Textual Information(1)
2	00051375	Girish Agarwal	Non-Executive - Non Independent Director	Member	28-11-2007		
3	01237902	Santosh Desai	Non-Executive - Independent Director	Member	01-01-2024		
4	00064657	Runit Kishor Shah	Non-Executive - Independent Director	Member	09-05-2025		

Sr Text Block

Textual Information(1)

Ms. Paulomi Romi Dhawan has been designated as Chairperson of the Nomination and Remuneration Committee with effect from May 9, 2025.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00051375	Girish Agarwal	Non-Executive - Non Independent Director	Chairperson	15-11-2006		
2	00465092	Pawan Agarwal	Executive Director	Member	15-11-2006		
3	01237902	Santosh Desai	Non-Executive - Independent Director	Member	21-10-2020		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00051375	Girish Agarwal	Non-Executive - Non Independent Director	Chairperson	23-01-2019		
2	00465092	Pawan Agarwal	Executive Director	Member	23-01-2019		
3	01237902	Santosh Desai	Non-Executive - Independent Director	Member	17-06-2021		
4	99999999	Lalit Jain	Chief Financial Officer	Member	23-01-2019		Textual Information(1)

Sr Text Block

Textual Information(1)

Mr. Lalit Jain is not a Director.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01574580	Paulomi Romi Dhawan	Non-Executive - Independent Director	Chairperson	01-01-2024		Textual Information(1)
2	00051375	Girish Agarwal	Non-Executive - Non Independent Director	Member	01-01-2024		
3	00465092	Pawan Agarwal	Executive Director	Member	12-05-2014		
4	00064657	Runit Kishor Shah	Non-Executive - Independent Director	Member	09-05-2025		

Sr Text Block

Textual Information(1)

Ms. Paulomi Romi Dhawan has been designated as Chairperson of the Corporate Social Responsibility Committee with effect from May 9, 2025.

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	01237902	Santosh Desai	Compensation Committee	Non-Executive - Independent Director	Chairperson	
2	00051375	Girish Agarwal	Compensation Committee	Non-Executive - Non Independent Director	Member	
3	01574580	Paulomi Romi Dhawan	Compensation Committee	Non-Executive - Independent Director	Member	
4	00064657	Runit Kishor Shah	Compensation Committee	Non-Executive - Independent Director	Member	

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	08-05-2025				Yes	7	7	4
2		16-07-2025	68		Yes	6	6	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	08-05-2025				Yes	4	4	3	0
2	Audit Committee	16-07-2025	68			Yes	4	4	3	0
3	Risk Management Committee	16-07-2025				Yes	4	3	1	1
4	Corporate Social Responsibility Committee	08-05-2025				Yes	4	4	2	0
5	Nomination and remuneration committee	08-05-2025				Yes	4	4	3	0

Annexure 1

V. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Om Prakash Pandey
2	Designation	Company Secretary and Compliance Officer

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)				
I. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

Annexure III		
1	Name of signatory	Om Prakash Pandey
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Om Prakash Pandey
Designation of person	Company Secretary and Compliance Officer
Place	Bhopal
Date	29-10-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	61
No. of investor complaints disposed off during the Quarter	61
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Phonographic Performance Limited (PPL)	22-12-2010	The Company filed a Letters Patent Appeal. (LPA) against the order of Ld. Single Judge dtd. 31.07.2024 passed in contempt proceedings, before the Division Bench of Hon'ble Madras High Court. The LPA came up for hearing on 29.08.2024 wherein the court granted interim stay on the operation of order of Ld. Single Judge and directed the matter be listed for hearing. Interim stay was further extended on 05.09.2024 till next date of hearing. Next date of hearing before Division Bench is awaited. No new date of listing has provided so far as an appeal related to a similar matter is pending in Supreme Court, outcome of which may result in some movement in this case. The Interim stay continues. The Supreme Court hearing was scheduled for the fourth week of March 2025 but the matter could not reach the board and next date was assigned. On 03.04.2025, it was submitted that since the matter requires detailed hearing of almost two hours, the matter may be listed for another date. The court has listed the matter on 11.08.2025 for final arguments.	The company filed a Letters Patent Appeal. (LPA) against the order of Ld. Single Judge dtd. 31.07.2024 passed in contempt proceedings, before the Division Bench of Hon'ble Madras High Court. The LPA came up for hearing on 29.08.2024 wherein the court granted interim stay on the operation of order of Ld. Single Judge and directed the matter be listed for hearing. Interim stay was further extended on 05.09.2024 till next date of hearing. Next date of hearing before Division Bench is awaited. No new date of listing has provided so far as an appeal related to a similar matter is pending in Supreme Court, outcome of which may result in some movement in this case. The Interim stay continues. The Supreme Court hearing was scheduled for 11.08.2025 but the matter could not reach the board and next date was assigned. Now the court has listed the matter on 09.10.2025 for final arguments.
2	Go Paper GmbH & Co. KG.	03-02-2025	Against Go Paper GmbH & Co. KG (Go Paper) petition (CP(IB) No. 131 of 2025) filed under Section 9(1) of the Insolvency & Bankruptcy Code, 2016 and rules made thereunder before the Hon'ble National Company Law Tribunal, Ahmedabad Bench (NCLT	NCLT, Ahmedabad Bench vide its Order dated September 15, 2025 dismissed the petition filed by Go Paper GmbH & Co. KG on the ground of a pre-existing dispute between the parties.

		Ahmedabad), the Company has filed its reply in NCLT Ahmedabad, post which Go Paper have filed their rejoinder on May 9, 2025. On May 16, 2025, the NCLT Ahmedabad had advised both parties Counsel to file their written submission mentioning law therein, citation, if any, in support of their submission and case was re-listed for argument on July 8, 2025.	The same was intimated to the Stock Exchanges within the statutory timelines.
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