



October 1, 2021

To

**BSE Limited**

The Deputy Manager (Listing - CRD),  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai - 400 001  
**Scrip Code:** 533151

**The National Stock Exchange of India Limited**

The Manager (Listing Department),  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051  
**SYMBOL:** DBCORP

**Sub.: Compliance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Voting Results of the 25<sup>th</sup> Annual General Meeting of the Company held on September 30, 2021**

**Ref.: ISIN: INE950I01011**

Dear Sir/Madam,

In continuation of our letter dated September 30, 2021, enclosed please find the disclosures pertaining to the Voting Results of Remote E-voting and E-voting during the 25<sup>th</sup> Annual General Meeting of the Company, pursuant to provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Consolidated Scrutinizer's Report on E-voting.

The Voting Results along with the Consolidated Scrutinizer's Report dated October 1, 2021 is made available on the Company's website at <https://dbcopltd.com> and on the website of KFin Technologies Private Limited viz. <https://evoting.kfintech.com>. Kindly take the same on record.

This is for your information and records.

Thanking you.

For D. B. Corp Limited

**Anita Gokhale**  
**Company Secretary**

Membership Number: F4836



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**Registered Office:**

Plot No. 280, Sarkhej-Gandhinagar Highway,  
Near YMCA Club, Makarba,  
Ahmedabad - 380051.

**Corporate Office:**

501, 5th Floor, Naman Corporate Link,  
Opp. Dena Bank, C-31, G Block,  
Bandra Kurla Complex, Bandra (East), Mumbai-400051

**CIN:** L22210GJ1995PLC047208

**Website:** <http://dbcopltd.com>

**E-mail:** [dbcs@dbcopltd.com](mailto:dbcs@dbcopltd.com)

**Tel:** +91 22 7157 7000 • **Fax:** +91 22 7157 7000



## D. B. Corp Limited

<b>Date of Annual General Meeting</b>	<b>September 30, 2021</b>
<b>Cutoff date for voting purpose</b>	<b>September 22, 2021</b>
<b>Total number of shareholders on record date</b>	<b>42,509</b>
<b>No. of shareholders present in the meeting either in person or through proxy</b>	<b>Not applicable*</b>
• Promoter and Promoter Group	-
• Public	-
<b>No. of shareholders attended the meeting through Video conferencing</b>	
• Promoter and Promoter Group	<b>11</b>
• Public	<b>61</b>

\* Physical presence of Members at the AGM is exempted vide MCA General Circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020 and 13<sup>th</sup> January, 2021.



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**CIN:** L22210GJ1995PLC047208  
**Website:** <http://dbcorpltd.com>  
**E-mail:** [dbcs@dbc Corp.in](mailto:dbcs@dbc Corp.in)  
**Tel:** +91 22 7157 7000 • **Fax:** +91 22 7157 7093



# DB Corp Ltd

Resolution (1)								
Resolution required (Ordinary / Special)			To receive, consider and adopt : a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon and b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the Report of the Auditors thereon.					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			No					
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	125643643	122811995	97.7463	122811995	0	100.0000	0.0000
	Poll		2631852	2.0947	2631852	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>125643643</b>	<b>125443847</b>	<b>99.8410</b>	<b>125443847</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	28193280	27339101	96.9703	27339101	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>28193280</b>	<b>27339101</b>	<b>96.9703</b>	<b>27339101</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	21129388	121161	0.5734	105884	15277	87.3912	12.6088
	Poll		56939	0.2695	56939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>21129388</b>	<b>178100</b>	<b>0.8429</b>	<b>162823</b>	<b>15277</b>	<b>91.4222</b>
<b>Total</b>		<b>174966311</b>	<b>152961048</b>	<b>87.4231</b>	<b>152945771</b>	<b>15277</b>	<b>99.9900</b>	<b>0.0100</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.

Resolution (2)								
Resolution required (Ordinary / Special)			To declare final dividend of Rs. 3/- per Equity Share of the face value of Rs. 10/- each for the Financial Year ended March 31, 2021.					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			No					
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	125643643	122811995	97.7463	122811995	0	100.0000	0.0000
	Poll		2631852	2.0947	2631852	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>125643643</b>	<b>125443847</b>	<b>99.8410</b>	<b>125443847</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	28193280	27642593	98.0467	27642593	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>28193280</b>	<b>27642593</b>	<b>98.0467</b>	<b>27642593</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	21129388	106176	0.5025	106149	27	99.9746	0.0254
	Poll		56939	0.2695	56939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>21129388</b>	<b>163115</b>	<b>0.7720</b>	<b>163088</b>	<b>27</b>	<b>99.9834</b>
<b>Total</b>		<b>174966311</b>	<b>153249555</b>	<b>87.5880</b>	<b>153249528</b>	<b>27</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.



Resolution (3)								
Resolution required (Ordinary / Special)			To appoint a Director in place of Mr. Girish Agarwal (DIN 00051375), who retires in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.					
			Ordinary					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			Yes					
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	125643643	122811995	97.7463	122811995	0	100.0000	0.0000
	Poll		2631852	2.0947	2631852	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>125643643</b>	<b>125443847</b>	<b>99.8410</b>	<b>125443847</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	28193280	27642593	98.0467	24988528	2654065	90.3986	9.6014
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>28193280</b>	<b>27642593</b>	<b>98.0467</b>	<b>24988528</b>	<b>2654065</b>	<b>90.3986</b>
Public- Non Institutions	E-Voting	21129388	101567	0.4807	84515	17052	83.2111	16.7889
	Poll		56939	0.2695	56939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>21129388</b>	<b>158506</b>	<b>0.7502</b>	<b>141454</b>	<b>17052</b>	<b>89.2420</b>
<b>Total</b>		<b>174966311</b>	<b>153244946</b>	<b>87.5854</b>	<b>150573829</b>	<b>2671117</b>	<b>98.2570</b>	<b>1.7430</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.

Resolution (4)								
Resolution required (Ordinary / Special)			Ratification of the remuneration payable to the Cost Auditor					
			Ordinary					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			No					
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	125643643	122811995	97.7463	122811995	0	100.0000	0.0000
	Poll		2631852	2.0947	2631852	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>125643643</b>	<b>125443847</b>	<b>99.8410</b>	<b>125443847</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	28193280	27642593	98.0467	27642593	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>28193280</b>	<b>27642593</b>	<b>98.0467</b>	<b>27642593</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	21129388	101576	0.4807	84085	17491	82.7804	17.2196
	Poll		56939	0.2695	56939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>21129388</b>	<b>158515</b>	<b>0.7502</b>	<b>141024</b>	<b>17491</b>	<b>88.9657</b>
<b>Total</b>		<b>174966311</b>	<b>153244955</b>	<b>87.5854</b>	<b>153227464</b>	<b>17491</b>	<b>99.9886</b>	<b>0.0114</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.



# DB Corp Ltd

Resolution (5)								
Resolution required (Ordinary / Special)			Appointment of Mr. Santosh Desai (DIN 01237902) as an Independent Director of the Company					
			Ordinary					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			No					
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	125643643	122811995	97.7463	122811995	0	100.0000	0.0000
	Poll		2631852	2.0947	2631852	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		125443847	99.8410	125443847	0	100.0000	0.0000
Public-Institutions	E-Voting	28193280	27642593	98.0467	27642593	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		27642593	98.0467	27642593	0	100.0000	0.0000
Public- Non Institutions	E-Voting	21129388	121176	0.5735	105511	15665	87.0725	12.9275
	Poll		56939	0.2695	56939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		178115	0.8430	162450	15665	91.2051	8.7949
<b>Total</b>		174966311	153264555	87.5966	153248890	15665	99.9898	0.0102
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.



Resolution (6)								
Resolution required (Ordinary / Special)			Re-appointment of Ms. Anupriya Acharya (DIN 00355782) as an Independent Director of the Company					
			Special					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			No					
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	125643643	122811995	97.7463	122811995	0	100.0000	0.0000
	Poll		2631852	2.0947	2631852	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>125643643</b>	<b>125443847</b>	<b>99.8410</b>	<b>125443847</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	28193280	27642593	98.0467	27437470	205123	99.2579	0.7421
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>28193280</b>	<b>27642593</b>	<b>98.0467</b>	<b>27437470</b>	<b>205123</b>	<b>99.2579</b>
Public- Non Institutions	E-Voting	21129388	101576	0.4807	59149	42427	58.2313	41.7687
	Poll		56939	0.2695	56939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>21129388</b>	<b>158515</b>	<b>0.7502</b>	<b>116088</b>	<b>42427</b>	<b>73.2347</b>
<b>Total</b>		<b>174966311</b>	<b>153244955</b>	<b>87.5854</b>	<b>152997405</b>	<b>247550</b>	<b>99.8385</b>	<b>0.1615</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.



Resolution (7)								
Resolution required (Ordinary / Special)			Re-appointment of Mr. Sudhir Agarwal (DIN 00051407) as the Managing Director of the Company					
			Special					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			Yes					
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	125643643	122811995	97.7463	122811995	0	100.0000	0.0000
	Poll		2631852	2.0947	2631852	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>125643643</b>	<b>125443847</b>	<b>99.8410</b>	<b>125443847</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	28193280	27642593	98.0467	27642593	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>28193280</b>	<b>27642593</b>	<b>98.0467</b>	<b>27642593</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	21129388	101567	0.4807	83797	17770	82.5042	17.4958
	Poll		56939	0.2695	56939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>21129388</b>	<b>158506</b>	<b>0.7502</b>	<b>140736</b>	<b>17770</b>	<b>88.7891</b>
<b>Total</b>		<b>174966311</b>	<b>153244946</b>	<b>87.5854</b>	<b>153227176</b>	<b>17770</b>	<b>99.9884</b>	<b>0.0116</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.

Resolution (8)								
Resolution required (Ordinary / Special)			To consider and approve the 'D. B. Corp Limited Employee Stock Option Scheme 2021' (DBCL ESOS 2021) to grant Stock Options to the employees of the Company					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			No					
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	125643643	122811995	97.7463	122811995	0	100.0000	0.0000
	Poll		2631852	2.0947	2631852	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>125643643</b>	<b>125443847</b>	<b>99.8410</b>	<b>125443847</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	28193280	27642593	98.0467	20546938	7095655	74.3307	25.6693
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>28193280</b>	<b>27642593</b>	<b>98.0467</b>	<b>20546938</b>	<b>7095655</b>	<b>74.3307</b>
Public- Non Institutions	E-Voting	21129388	101576	0.4807	58226	43350	57.3226	42.6774
	Poll		56939	0.2695	56939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>21129388</b>	<b>158515</b>	<b>0.7502</b>	<b>115165</b>	<b>43350</b>	<b>72.6524</b>
<b>Total</b>		<b>174966311</b>	<b>153244955</b>	<b>87.5854</b>	<b>146105950</b>	<b>7139005</b>	<b>95.3414</b>	<b>4.6586</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.



# DB Corp Ltd

Resolution (9)								
Resolution required (Ordinary / Special)			To consider and grant employee stock options to the employees of the present / future Holding and / or Subsidiary company/ies of the Company					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			No					
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	125643643	122811995	97.7463	122811995	0	100.0000	0.0000
	Poll		2631852	2.0947	2631852	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>125643643</b>	<b>125443847</b>	<b>99.8410</b>	<b>125443847</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	28193280	27642593	98.0467	20546938	7095655	74.3307	25.6693
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>28193280</b>	<b>27642593</b>	<b>98.0467</b>	<b>20546938</b>	<b>7095655</b>	<b>74.3307</b>
Public- Non Institutions	E-Voting	21129388	101576	0.4807	57684	43892	56.7890	43.2110
	Poll		56939	0.2695	56939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>21129388</b>	<b>158515</b>	<b>0.7502</b>	<b>114623</b>	<b>43892</b>	<b>72.3105</b>
<b>Total</b>		<b>174966311</b>	<b>153244955</b>	<b>87.5854</b>	<b>146105408</b>	<b>7139547</b>	<b>95.3411</b>	<b>4.6589</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.

For D. B. Corp Limited

*Anita Gokhale*

Anita Gokhale  
Company Secretary  
Membership Number: F4836





**Scrutinizer's Report**

(Combined Report for remote e-voting and e-voting at the AGM)

To,

The Chairman of the Twenty-Fifth (25<sup>th</sup>) Annual General Meeting of the members of D.B. Corp Limited ("the Company")

Dear Sir,

**Sub: Combined report on remote e-voting and e-voting conducted at the 25<sup>th</sup> Annual General Meeting of the Company held on Thursday, September 30, 2021 at 11:30 a.m. (IST)**

1. Appointment as Scrutinizer:

The undersigned have been appointed as Scrutinizer for the remote e-voting and e-voting at the 25<sup>th</sup> Annual General Meeting (AGM) of the members of the Company scheduled on Thursday, September 30, 2021 at 11:30 a.m. (IST) through Video Conference ("VC") / Other Audio Visual Means ("OAVM"). Our responsibility as Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and to submit our report on the basis of the electronic data generated from the e-voting system.

2. Convening and holding of AGM:

2.1 The AGM was convened through VC/OAVM in compliance with General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and 02/2021 dated January 13, 2021 ('MCA Circulars') and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ('SEBI Circulars'), without the physical presence of Members at a common venue.

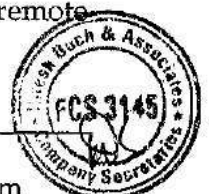
2.2 The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to convening and holding the meeting and voting at AGM on the resolutions contained in the Notice of the AGM.

3. Cut-off Date:

The voting rights were reckoned as on Wednesday, September 22, 2021 being the cut-off date for the purpose of deciding the entitlements of members to vote through remote e-voting and e-voting at the AGM.

4. Voting Process:

4.1 The Company appointed KFin Technologies Private Limited for providing remote e-voting and e-voting facility at the AGM.





4.2 The remote e-voting period commenced at 9:00 a.m. (09:00 hours) on Sunday, September 26, 2021 and ended at 5:00 p.m. (17:00 hours) on Wednesday, September 29, 2021. The e-voting at the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM was kept open for 30 (thirty) minutes after the conclusion of the AGM.

5. Counting of Votes:

5.1 The votes cast through remote e-voting were unblocked at 07.57 a.m. on September 30, 2021 and the votes cast through e-voting at the AGM were unblocked by the undersigned at 12.37 p.m. on September 30, 2021.

5.2 The abstained votes are not considered in the voting results furnished hereinafter.

6. Voting Results:

We are submitting combined/consolidated report on the voting by shareholders through remote e-voting and e-voting at the AGM in respect of each resolution hereunder:

Item No. of the Notice, type of Resolution and subject matter	Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained Votes
		Number	%	Number	%	
<b>Item No. 1</b> <b>Ordinary Resolution:</b> Adoption of Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31 <sup>st</sup> March, 2021 and Reports of Directors and Auditors thereon.	Remote e-voting	15,02,56,980	98.232	15,277	0.010	3,03,507
	E-voting at the AGM	26,88,791	1.758	0	0	0
<b>Total</b>		<b>15,29,45,771</b>	<b>99.990</b>	<b>15,277</b>	<b>0.010</b>	<b>3,03,507</b>
<b>Item No. 2</b> <b>Ordinary Resolution:</b> To declare final dividend of Rs. 3/- per Equity Share of the face value of Rs. 10/- each for the Financial Year ended March 31, 2021.	Remote e-voting	15,05,60,737	98.245	27	0	15,000
	E-voting at the AGM	26,88,791	1.755	0	0	0
<b>Total</b>		<b>15,32,49,528</b>	<b>100.00</b>	<b>27</b>	<b>0.000</b>	<b>15,000</b>



**Hitesh Buch & Associates**  
Company Secretaries

<b>Item No. 3</b>	Remote e-voting	14,78,85,038	96.503	26,71,117	1.743	19,609
<b>Ordinary Resolution:</b> To appoint a Director in place of Mr. Girish Agarwal (DIN: 00051375), who retires in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.	E-voting at the AGM	26,88,791	1.754	0	0	0
<b>Total</b>		<b>15,05,73,829</b>	<b>98.257</b>	<b>26,71,117</b>	<b>1.743</b>	<b>19,609</b>
<b>Item No. 4</b>	Remote e-voting	15,05,38,673	98.234	17,491	0.011	19,600
<b>Ordinary Resolution:</b> Ratification of the remuneration payable to the Cost Auditor.	E-voting at the AGM	26,88,791	1.755	0	0	0
<b>Total</b>		<b>15,32,27,464</b>	<b>99.989</b>	<b>17,491</b>	<b>0.011</b>	<b>19,600</b>
<b>Item No. 5</b>	Remote e-voting	15,05,60,099	98.236	15,665	0.010	0
<b>Ordinary Resolution:</b> Appointment of Mr. Santosh Desai (DIN: 01237902) as an Independent Director of the Company.	E-voting at the AGM	26,88,791	1.754	0	0	0
<b>Total</b>		<b>15,32,48,890</b>	<b>99.990</b>	<b>15,665</b>	<b>0.010</b>	<b>0</b>
<b>Item No. 6</b>	Remote e-voting	15,03,08,614	98.084	2,47,550	0.161	19,600
<b>Special Resolution:</b> Re-appointment of Ms. Anupriya Acharya (DIN: 00355782) as an Independent Director of the Company.	E-voting at the AGM	26,88,791	1.755	0	0	0
<b>Total</b>		<b>15,29,97,405</b>	<b>99.839</b>	<b>2,47,550</b>	<b>0.161</b>	<b>19,600</b>
<b>Item No. 7</b>	Remote e-voting	15,05,38,385	98.234	17,770	0.012	19,609
<b>Special Resolution:</b> Re-appointment of Mr. Sudhir Agarwal (DIN: 00051407) as the Managing Director of the Company.	E-voting at the AGM	26,88,791	1.754	0	0	0
<b>Total</b>		<b>15,32,27,176</b>	<b>99.988</b>	<b>17,770</b>	<b>0.012</b>	<b>19,609</b>

<b>Item No. 8</b>	Remote e-voting	14,34,17,159	93.587	71,39,005	4.659	19,600
<b>Special Resolution:</b>						
To consider and approve the 'D. B. Corp Limited Employee Stock Option Scheme 2021' (DBCL ESOS 2021) to grant Stock Options to the employees of the Company.	E-voting at the AGM	26,88,791	1.754	0	0	0
<b>Total</b>		<b>14,61,05,950</b>	<b>95.341</b>	<b>71,39,005</b>	<b>4.659</b>	<b>19,600</b>
<b>Item No. 9</b>	Remote e-voting	14,34,16,617	93.587	71,39,547	4.659	19,600
<b>Special Resolution:</b>						
To consider and grant employee stock options to the employees of the present / future Holding and / or Subsidiary company/ies.	E-voting at the AGM	26,88,791	1.754	0	0	0
<b>Total</b>		<b>14,61,05,408</b>	<b>95.341</b>	<b>71,39,547</b>	<b>4.659</b>	<b>19,600</b>

The electronic record/ data has been sent to the Company Secretary of the Company for her record.

Regards,



CS Hitesh Buch  
CP No. 8195; FCS 3145  
For Hitesh Buch & Associates  
Company Secretaries  
UDIN: F003145C001067648  
Ahmedabad, 1<sup>st</sup> October 2021



Submitted to the Chairman  
through  
CS Anita Gokhale,  
Company Secretary

Countersigned by

For D. B. Corp Limited



Anita Gokhale  
Company Secretary

Membership Number: F4836

