

September 26, 2020

То

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.: i. <u>Voting Results of 24th Annual General Meeting</u> ('AGM') <u>of D. B. Corp Limited</u> ('the Company') <u>as per</u> <u>Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</u> ('SEBI Listing Regulations'); <u>and</u>

ii. . <u>Scrutinizer's Report of 24th Annual General Meeting of the Company;</u>

Ref.: ISIN: INE950I01011

Dear Sir/Madam,

We are pleased to report that at the 24th AGM of the Shareholders of the Company held on Friday, September 25, 2020 at 11:30 a.m. through Video Conference ('VC')/ Other Audio Visual Means ('OAVM'), all the resolutions set out in the AGM Notice dated August 13, 2020, have been passed with the requisite majority.

In this regard, please find enclosed the voting results of the business transacted at the AGM, as required under the aforesaid SEBIListing Regulations and also the consolidated Report of Mr. Hitesh D. Buch, Practising Company Secretaries, Scrutinizer dated September 25, 2020, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.

This is for your information and records.

Thanking you.

Yours truly, For **D. B. Corp Limited**

Ponhali

Anita Gokhale Company Secretary & Compliance Officer





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: <u>http://dbcorpltd.com</u> E-mail: dbcs@dbcorp.in Tel: +91 22 7157 7000 • Fax: +91 22 7157 7



D. B. Corp Limited

Date of Annual General Meeting	September 25, 2020
Cutoff date for voting purpose	September 17, 2020
Total number of shareholders on record date	32,717
No. of shareholders present in the meeting either in person or through proxy	Not applicable
Promoter and Promoter Group	-
Public	-
No. of shareholders attended the meeting through Video conferencing	
Promoter and Promoter Group	11
Public	27



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

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			D.	B. Corp	o Limited				
	Voting Res	sults of the 24 th Ann	ual General Meeti	ing of tl	he Company	held on Septem	oer 25, 2020 a	t 11.30 a.m.	
Whether Pro	Resolution requ	uired (Ordinary / Spa		ition?	financia b. the Auc financia	dited Standalon Il year ended Ma lited Consolidat Il year ended Ma	arch 31, 2020 a ed Financial S arch 31, 2020	atements of the and Statements of the s and the Board of	Company for the
Category	Mode of Voting	No. of shares held	No. of votes % of Votes Polled 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	Remote E-Voting	-	125319159		99.8408	125319159	0	100.0000	0.0000
and	Insta Poll	125518955	0		0.0000	0	0	0	0
Promoter	Postal Ballot		-			-	-	-	-
Group	Total	125518955	125319159		99.8408	125319159	0	100.0000	0.0000
	Remote E-Voting		32876709		96.0304	32876709	0	100.0000	0.0000
Public	Insta Poll	34235729	0		0.0000	0	0	0	0
Institutions	Postal Ballot		-		-	-	-	-	-
	Total	34235729	32876709		96.0304	32876709	0	100.0000	0.0000
	Remote E-Voting	15199856	55121		0.3626	55017	104	99.8113	0.1887
Public Non Institutions	Insta Poll		1104		0.0073	1104	0	100.0000	0.0000
	Postal Ballot		-		-	-	-	-	-
	Total	15199856	56225		0.3699	56121	104	99.8150	0.1850
Total		174954540	158252093		90.4533	158251989	104	99.9999	0.0001

*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.



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			D.	B. Corp L	imited				
	Voting Res	sults of the 24 th Ann	ual General Meeti	ing of the	Company l	held on Septemb	oer 25, 2020 a	t 11.30 a.m.	
Resolution required (Ordinary / Special)					To appoint a Director in place of Mr. Pawan Agarwal (DIN: 00465092) who retires by rotation and being eligible, offers himself for re-appointment. Ordinary				
Whether Pro	moter / Promoter Gro	up are interested in t	the agenda / resolu	ition? Y	(es				
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	•
Promoter	Remote E-Voting	125518955	125319159		99.8408	125319159	0	100.0000	0.0000
and	Insta Poll		0		0.0000	0	0	0	0
Promoter	Postal Ballot		-		-	-	-	-	-
Group	Total	125518955	125319159		99.8408	125319159	0	100.0000	0.0000
	Remote E-Voting	34235729	32893166		96.0785	32889551	3615	99.9890	0.0110
Public Institutions	Insta Poll		0		0.0000	0	0	0	0
institutions	Postal Ballot		-		-	-	-	-	-
	Total	34235729	32893166		96.0785	32889551	3615	99.9890	0.0110
	Remote E-Voting	15199856	55121		0.3626	54957	164	99.7025	0.2975
Public Non Institutions	Insta Poll		1104		0.0073	1104	0	100.0000	0.0000
	Postal Ballot		-		-	-	-	-	-
	Total	15199856	56225		0.3699	56061	164	99.7083	0.2917
Total		174954540	158268550		90.4627	158264771	3779	99.9976	0.0024

*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'



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			D	. B. Corp Limited							
	Votin	g Results of the 24 th A	nnual General Meet	ing of the Company h	eld on September	25, 2020 at 11.	.30 a.m.				
	Resolution required (Ordinary / Special) To ratify the remuneration payable to the Cost Auditor										
M/h ath an Dra	weather / Dramater Cra		a ananda / waaludi		Ordinary						
whether Pro	moter / Promoter Gro	up are interested in ti	ne agenda / resolutio	on? No							
No. of shares No. of votes % of Votes Polled No. of Votes % of Votes											
Category	Mode of Voting	held	polled*	on outstanding shares	in favour	–Against	favour on votes polled	against on votes polled			
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100			
Promoter and	Remote E-Voting	125518955	125319159	99.8408	125319159	0	100.0000	0.0000			
Promoter	Insta Poll		0	0.0000	0	0	0	0			
Group	Postal Ballot		-	-	-	-	-	-			
	Total	125518955	125319159	99.8408	125319159	0	100.0000	0.0000			
Public	Remote E-Voting	34235729	32893166	96.0785	32893166	0	100.0000	0.0000			
Institutions	Insta Poll		0	0.0000	0	0	0	0			
	Postal Ballot		-	-	-	-	-	-			
	Total	34235729	32893166	96.0785	32893166	0	100.0000	0.0000			
Public Non Institutions	Remote E-Voting	15199856	55121	0.3626	54956	165	99.7007	0.2993			
	Insta Poll		1104	0.0073	1104	0	100.0000	0.0000			
	Postal Ballot]	-	-	-	-	-	-			
	Total	15199856	56225	0.3699	56060	165	99.7065	0.2935			
Total		174954540	158268550	90.4627	158268385	165	99.9999	0.0001			

*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.

For **D. B. Corp Limited**

Sd/-Anita Gokhale Company Secretary | Membership Number: F4836

Date: September 26, 2020 Place: Mumbai



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Company Secretaries

Scrutinizer's Report

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

Τо,

The Chairman of the 24thAnnual General Meeting of members of D.B. Corp Limited ("the Company") held on Friday, September 25, 2020 at 11.30 a.m.

Dear Sir,

Sub: <u>Combined report on Remote E-Voting and E-Voting conducted at the 24th Annual General Meeting("AGM") of the Company</u>

- a. I, Hitesh D. Buch, Practicing Company Secretary, was appointed as Scrutinizer to scrutinize the remote e-voting and e-voting at the AGM under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 at the 24thAGM of the members of the Company held on Friday, September 25, 2020 at 11.30 a.m. through Video Conferencing("vC")/ Other Audio Visual Means ("OAVM").
- b. The AGM was held through VC/ OAVM in compliance with Circular No. 20/2020 dated May 5, 2020 read with Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (*"MCA"*). The Company had provided E-Voting facility at the AGM for those shareholders who did not cast their votes through Remote E-Voting facility prior to the AGM.
- c. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules framed thereunder, the Circulars issued by the MCA from time to time and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to Remote E-Voting and E-Voting at the AGM on the resolutions contained in the Notice of the AGM. My responsibility as a Scrutinizer is to scrutinize and ensure that the Voting carried out through Remote E-Voting and E-Voting at AGM is done in a fair and transparent manner.
- d. The Remote E-Voting period remained open from 9.00 a.m. on Monday, September 21, 2020 up to 5.00 p.m. on Thursday, September 24, 2020.
- e. The voting rights were reckoned as on Thursday, September 17, 2020, 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.
- f. After the conclusion of the AGM, the votes cast through Remote E-Voting and E-Voting at the AGM were unblocked by me.
- g. I am submitting this report on the voting by shareholders through Remote E-Voting and E-Voting at the AGM. The combined results in respect of voting on each of the resolution is as under:



Hitesh Buch & Associates

Company Secretaries

CS 31

Item No. of the Notice, type of	Mode of Voting	In favour of the	e resolution	Against the	Invalid/ Abstained		
Resolution and subject matter		No. of Shares/votes	% of total votes	No. of Shares/votes	% of total votes	Votes	
Item No. 1	Remote E-	15,82,50,885	99.9992	104	0.0001	223404	
Ordinary	Voting						
Resolution:	E-Voting at	1,104	0.0007	0	0	0	
	the AGM		} .			· · ·	
To consider and	i						
adopt:			{	{			
a. the Audited Standalone	{						
Financial			· · ·			}	
Statements of the			}			{	
Company for the	n an						
financial year ended	i .			}	}		
March 31, 2020 and					{		
b. the Audited	 A		(·		
Consolidated		·					
Financial					· · ·	× •	
Statements of the			1			<pre>}</pre>	
Company for the						×	
financial year ended							
March 31, 2020	. · ·					}	
together with the					. · · .	}	
Reports of the	1	· · · · ·				}	
Auditors and the						(
Board of Directors							
thereon				1			
	Total	15,82,51,989	99.9999	104	0.0001	223404	
Item No. 2	Remote E-	15,82,63,667	99.9970	3779	0.0024	206947	
Ordinary Resolution:	Voting	13,82,03,007	35.5570	3775	0.0024	200547	
	E-Voting at	1,104	0.0006	0	0	0	
To appoint a	the AGM	1,104	0.0000	U	0		
Director in place of				·		}	
Mr. Pawan Agarwal				A second se			
(DIN: 00465092)			a de la companya de		}	{ · ·	
who retires by					{		
rotation and being	}						
eligible, offers					} [™] :		
himself for re-			1	↓			
appointment		 	ļ <u> </u>		<u> </u>		
	Total	15,82,64,771	99.9976	3779	0.0024	206947	
Item No. 3	Remote E-	15,82,67,281	99.9992	165	0.0001	206947	
Ordinary Resolution:	Voting		· · ·	•			
To ratify the	E-Voting at	1,104	0.0007	0	0	0	
remuneration	the AGM		· .				
payable to the Cost				1 ·····			
Auditor			· · ·	1	1	to an a	
	Tatal	10000000	00.0000	4.67	0.0001		
	Total	158268385	99.9999	165	0.0001	206947	

310, Aditya Plaza, Nr. Karnavati Apartments, Jodhpur, Satellite, Ahmedabad -380015 Phone: 91-79-40321260; mail: pcs.buchassociates@gmail.com; website: cshiteshbuch.com

Hitesh Buch & Associates

Company Secretaries

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

Regards,

FCS 31

CS Hitesh D. Buch CP No. 8195; FCS 3145 For Hitesh Buch & Associates Company Secretaries UDIN: F003145B000770274

Place: Ahmedabad Date: September 25, 2020 Submitted to the Chairman of the Company through Anita Gokhale, Company Secretary