



DB Corp Ltd

Format for Voting Results

Date of the Postal Ballot	Notice dated June 1, 2018 (Voting start date: June 7, 2018 at 09:00 a.m. Voting end date: July 6, 2018 at 5:00 p.m.)
Total number of shareholders on cut-off date (1st June, 2018)	25,701
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A.
No. of Shareholders attended the meeting through Video Conferencing : Promoters and Promoter Group: Public:	N.A.

Agenda- wise disclosure (to be disclosed separately for each agenda item)

1. Approval for the Buyback of Equity Shares of the Company:

Resolution required: (Ordinary / Special)					Special Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes (to the extent of their shareholding)			
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	12,84,89,737	12,83,89,736	99.92	12,83,89,736	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total (A)		12,83,89,736	99.92	12,83,89,736	0	100.00	0.00
Public - Institutions	E-Voting	3,83,85,040	27,422,324	71.44	2,70,78,681	3,43,643	98.75	1.25
	Postal Ballot		0	0	0	0	0.00	0.00
	Total (B)		27,422,324	71.44	2,70,78,681	3,43,643	98.75	1.25
Public- Non Institutions	E-Voting	17,173,620	57,54,816	33.51	57,53,533	1,283	99.98	0.02
	Postal Ballot		2,377	0.01	2,377	0	100.00	0.00
	Total (C)		57,57,193	33.52	57,55,910	1,283	99.98	0.02
Grand Total (A+B+C)		18,40,48,397	16,15,69,253	87.79	16,12,24,327	3,44,926	99.79	0.21

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





DB Corp Ltd

Conclusion: The **SPECIAL RESOLUTION** as per Notice of Postal Ballot has been **PASSED WITH REQUISITE MAJORITY.**

For **D. B. CORP LIMITED**



Anita Gokhale
Company Secretary

Date: July 7, 2018
Place: Mumbai



MAKARAND M. JOSHI & CO.

Company Secretaries

Ecstasy, 803/804, 9th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022-21678100

Combined Scrutinizer Report on Voting through Postal Ballot and Remote E-voting

To
The Chairman,
D.B. Corp Limited
Plot No. 280, Sarkhej-Gandhinagar Highway,
Nr. YMCA Club, Makarba
Ahmedabad-380051

Sir,

Ref: Scrutinizer's Report on voting through Postal Ballot including voting through electronic means in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014.

Pursuant to the resolution passed by the Board of Directors of **D.B. Corp Limited** (hereinafter referred as "the Company") on 26th May, 2018 I, Makarand M. Joshi, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, have been appointed as a Scrutinizer to receive, process and scrutinize the postal ballot process in respect of the Special Resolution set out in the Postal Ballot Notice dated 1st June, 2018 ("**Notice**").

- A. Member's approval was sought on the Special Business i.e. Approval for the Buyback of Equity shares of the Company.
- B. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company completed dispatch of Notice along explanatory statement and postal ballot form on 6th June, 2018.
- C. The voting period commenced on 7th June, 2018 (9:00 a.m. IST) and ended on 6th July, 2018 (5:00 p.m. IST) for voting through physical postal ballot form as well as through e-voting.
- D. The remote e-voting facility was provided by Karvy Computershare Private Limited.
- E. Particulars of postal ballot forms received including the votes cast through remote e-voting have been entered in the Register separately maintained for the purpose.
- F. The physical postal ballot forms were kept under safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
- G. The e-voting were unblocked at 5:00 p.m. on 6th July, 2018 and the e-voting summary statement was downloaded from e-voting website of Karvy.

- H.** All ballot forms received/ votes cast up to 5:00 p.m. on 6th July, 2018 being the last date and time fixed by the Company for said purpose were considered for scrutiny.
- I.** I did not find any defaced or mutilated ballot form and allthe invalid postal ballot - forms were marked and segregated.

J. Result of the Postal Ballot (e-voting and voting through Postal Ballot Forms) is as under;

Resolution Item No. 1: Special Resolution

Approval for the Buyback of Equity shares of the Company:

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	128489737	128389736	99.92	128389736	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		128389736	99.92	128389736	0	100.00	0.00
Public Institutions	E-Voting	38385040	27422324	71.44	27078681	343643	98.75	1.25
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		27422324	71.44	27078681	343643	98.75	1.25
Public Non Institutions	E-Voting	17173620	5754816	33.51	5753533	1283	99.98	0.02
	Postal Ballot		2377	0.01	2377	0	100.00	0.00
	Total		5757193	33.52	5755910	1283	99.98	0.02
Total		184048397	161569253	87.79	161224327	344926	99.79	0.21

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

The aforesaid resolution was passed with the requisite majority.

For Makarand M. Joshi & Co.,
Practicing Company Secretaries

Makarand M. Joshi
Partner
FCS No. 5533
CP No. 3662

Place: Mumbai
Date: 06.07.2018