



DB (International) Stock Brokers Ltd.

- NSE & BSE : CAPITAL MARKET, F&O & CURRENCY
- NSE, BSE, MCX, ICEX: COMMODITIES
- DEPOSITORY PARTICIPANT: CDSL • IPO, MUTUAL FUND & BONDS

Corp. Office: 402, New Delhi House, 27, Barakhamba Road, New Delhi -110001
Tel.:011-43606162 • Website: www.dbonline.in • Email: compliance@dbonline.in
CIN: L67120HR1992PLC035349

Dated: 27th September, 2019

To,
Department of Corporate Services
Bombay Stock Exchange, Mumbai
Phiroze Jeejeebhoy Towers,
28th Floor, Dalal Street,
Mumbai-400001

Subject: Outcome of 27th Annual General Meeting

Dear Sir,

The Outcome of 27th Annual General Meeting of DB (International) Stock Brokers Limited held on Friday 27th day of September, 2019 at 04:00 P.M. and concluded at 05:00 P.M. at the registered office of the Company is attached herewith.

You are requested to take the same in your records.

Thanking you,

Your's truly,
For DB (International) Stock Brokers Limited


Himanshi Mittal
Company Secretary
Encl: A/A





DB (International) Stock Brokers Ltd.

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OUTCOME OF 27TH ANNUAL GENERAL MEETING OF DB (INTERNATIONAL) STOCK BROKERS LIMITED HELD ON FRIDAY, 27TH DAY OF SEPTEMBER, 2019 AT THE REGISTERED OFFICE OF THE COMPANY AT 756, SECTOR 23A, GURGAON - HARYANA-122017 AT 04:00 P.M.

1. Audited Annual Accounts of the Company for the year ended on 31st March, 2019 and the reports of Auditor's and Director's adopted and approved.
2. M/s Gupta Verma & Sethi, Chartered Accountants are hereby appointed as a statutory auditor of the Company, to hold office from the conclusion of this AGM till the conclusion of the 32nd Annual General Meeting to be held in 2024.
3. Approval of shifting of Registered Office of the Company within the same state and same ROC Jurisdiction from 756, Sector 23A, Gurugram, Haryana-122017 to House No. 69A, Housing Board Colony (old) Near Mini Secretariat, Rewari, Haryana-123401 has been accorded.

For DB (International) Stock Brokers Limited

Himanshi

Himanshi Mittal
Company Secretary





DB (International) Stock Brokers Ltd.

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Dated: 27th September, 2019

To,
Department of Corporate Services
Bombay Stock Exchange, Mumbai
Phiroze Jeejeebhoy Towers,
28th Floor, Dalal Street,
Mumbai-400001

Subject: Proceedings of 27th Annual General Meeting held on Friday, 27th day of September, 2019 at 04:00 P.M. at the registered office of the Company.

Dear Sir,

Proceedings of the 27th Annual General Meeting of DB (International) Stock Brokers Limited held on Friday, 27th day of September, 2019 at 04:00 P.M. at the registered office of the Company at 756, Sector 23A, Gurgaon 122017.

Mr. Shiv Narayan Daga, Chairman of the Company presided over the Meeting and addressed the Shareholders by giving his introductory speech.

The Chairman declared Quorum was present. The Chairman gave an overview of the Financial performance of the Company for the Financial Year 2018-19 and his future plans & outlook.

The Chairman proceeded to the business of the Meeting.

The Chairman informed the members present that facility for voting through ballot paper was made available at the meeting for the members attending the meeting who have not casted their vote by remote e-voting and Ms. Deepika Bansal and Associates, Practicing Company Secretary has been appointed as scrutinizer for the purpose of scrutinizing the remote e-voting and Ballot Voting process at the venue of the Annual General Meeting.

The ballot voting at the venue of the Annual General Meeting was duly conducted on the following agenda/resolutions.

We wish to inform you that the members of the Company at their Annual General Meeting held on Friday, 27th day of September, 2019 at 756, Sector 23A, Gurgaon 122017 inter alia have accorded their consent to the following.

ORDINARY BUSINESS:

4. To consider adoption of Audited Annual Accounts of the Company for the year ended on 31st March, 2019 and the reports of Auditor's and Director's thereon.
5. To consider Appointment of M/s Gupta Verma & Sethi, Chartered Accountants, as a statutory auditor of the Company, to hold office from the conclusion of this AGM till the conclusion of the 32nd Annual General Meeting to be held in 2024 and the Board of Directors be and are hereby authorized to fix such remuneration as may be determined by the audit committee in consultation with the auditor, and that such remuneration may be paid on progressive billing basis to be agreed upon between the auditors and the Board of Directors.

SPECIAL BUSINESS:

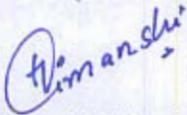
6. To consider Change of Registered Office of the Company within the same state and same ROC Jurisdiction from 756, Sector 23A, Gurugram, Haryana-122017 to House No. 70, Housing Board Colony (old) Near Mini Secretariat, Rewari, Haryana-123401

You are requested to take the above on record.

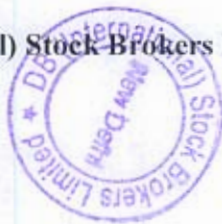
Thanking you,

Your's truly

For DB (International) Stock Brokers Limited



Himanshi Mittal
Company Secretary
Encl: A/A





D BANSAL & ASSOCIATES

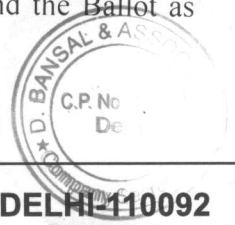
(COMPANY SECRETARIES)

To,
Managing Director
DB (International) Stock Brokers Limited
402, New Delhi House,
27 Barakhamba Road
New Delhi-110001

Subject: Combined Scrutinizers report on E-voting & Voting by ballot conducted at the 27th Annual General meeting of DB (International) Stock Brokers Limited on Friday 27th day of September, 2019.

Dear Sir,

- (1) As per the provisions of Section 108 of the companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as also Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company had provided the facility of e-voting to the Shareholders to cast their votes electronically on all the resolutions proposed in the notice of 27th Annual General Meeting.
- (2) In line with the provisions of the Companies Act, 2013 and in term of the clarifications issued by MCA, voting by show of hands is not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 27th Annual General Meeting of the Company, voting was announced by the Chairman and was conducted by means of Ballot.
- (3) I, Deepika Bansal, Practicing Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the electronic Voting process. I was also appointed as scrutinizer to scrutinize the Voting by means of Ballot at the 27th Annual General Meeting (AGM). The said appointment was for ascertaining the requisite majority on e-voting as also on Ballot carried out for the resolutions proposed to be passed at the 27th AGM of the Shareholders of the Company held on Friday, 27th day of September, 2019
- (4) M/s Abhipra Capital Limited, the Registrar and Share Transfer Agents of the Company provided all the requisite data of Shareholders eligible for Voting.
- (5) My responsibility as a scrutinizer for voting on Ballot is also to make a Combined Report on the votes cast 'in favour' or 'against' the resolutions placed before the 27th Annual General Meeting of the Company.
- (6) Based on the reports generated from the e-voting system provided by the CDSL and also votes cast on Ballot, I submit the consolidated results of the e-voting and the Ballot as under.



Resolution No. 1: Ordinary Resolution:

Adoption of audited financial statements including consolidated financial statements of the Company for the financial year ended 31st March, 2019 and Reports of the Board of Directors and Auditors thereon.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/Response received.	No. of votes cast	% of votes cast.	No. of Ballots /Response received.	No. of votes cast.	% of votes cast.	No. of Ballot/Response.	No. of shares / Votes
E-voting	47	17530968	100	Nil	Nil	Nil	Nil	Nil
Ballot	55	1697	100	Nil	Nil	Nil	Nil	Nil
Combined	102	17532665	100	Nil	Nil	Nil	Nil	Nil

Resolution No. 2: Ordinary Resolution:

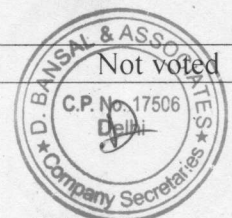
Appointment of the Statutory Auditors M/S Gupta Verma & Sethi, Chartered Accountants in place of M/S Chaudhry Vigg & James & Co. as their tenure is completed, to hold office from the conclusion of this AGM to conclusion of 32nd AGM of the Company and to fix their remuneration.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/Response received.	No. of votes cast	% of votes cast.	No. of Ballots /Response received.	No. of votes cast.	% of votes cast.	No. of Ballot/Response.	No. of shares / Votes
E-voting	47	17530968	100	Nil	Nil	Nil	Nil	Nil
Ballot	55	1697	100	Nil	Nil	Nil	Nil	Nil
Combined	102	17532665	100	Nil	Nil	Nil	Nil	Nil

Resolution No. 3: Special Resolution

Change of Registered office of the Company within same state and ROC Jurisdiction from 756, Sector 23A, Gurugram, Haryana-122017 to House No. 70, Housing Board Colony (old) Near Mini Secretariat, Rewari, Haryana-123401.


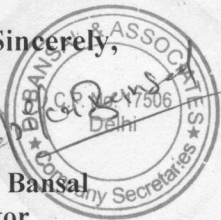
	In favour of the Resolution	Against the Resolution	Not voted



	No. of Ballot/Response received.	No. of votes cast	% of votes cast.	No. of Ballots /Response received.	No. of votes cast.	% of votes cast.	No. of Ballot/Response.	No. of shares / Votes
E-voting	47	17530968	100	Nil	Nil	Nil	Nil	Nil
Ballot	55	1697	100	Nil	Nil	Nil	Nil	Nil
Combined	102	17532665	100	Nil	Nil	Nil	Nil	Nil

Thanking you,

Yours Sincerely,

Deepika Bansal
Proprietor
(Practicing Company Secretary)
Membership No: 47810
C.P No: 17506

Place: New Delhi
Date: 28th September, 2019



D BANSAL & ASSOCIATES

(COMPANY SECRETARIES)

Scrutinizer's Report

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To

The Chairman of Annual General Meeting of the members of **DB (International) Stock Brokers Limited** ("The Company") held on Friday the 27th day of September, 2019 at 04:00 P.M. at 756, Sector-23A, Gurgaon- Haryana- 122017 at the Registered office of the Company.

Dear Sir,

I, CS Deepika Bansal, Practicing Company Secretary having office at S-513, First Floor, School Block, Shakarpur, Delhi -110092, have been appointed by the Board of Directors of **DB (International) Stock Brokers Limited** (the Company) as the Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the e-voting pattern carried out as per the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice of the Annual General Meeting (AGM) of the members of the Company dated **13th August, 2019**, to be held on Friday, the 27th September, 2019 at 04:00 p.m. at the Registered office of the Company, at 756, Sector 23A, Gurgaon, Haryana-122017.

1. The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through electronic means on the resolutions contained in the Notice of the **Annual General Meeting (AGM)** of the members of the Company dated 13th August, 2019. My responsibility as the Scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast on the resolutions as set out in the notice to the AGM, based on the reports generated from the e-voting platform provided by **Central Depository Services (India) Limited**, the authorized agency to provide e-voting facilities, engaged by the Company.
2. Further to the above, I submit my report as under:-
 - i. The e-voting period remained open from Tuesday, the 24th September, 2019 at 9:00 a.m. till Thursday, the 26th September 2019 at 5:00 p.m.
 - ii. The members of the Company as on the "cut-off" date i.e. **20th September, 2019** were entitled to vote on the resolutions (Items no. 1 to 3 as set out in the notice of the AGM of the Company dated 13th August, 2019).
 - iii. The votes cast were unblocked on **27th September, 2019** in the presence of two witnesses, **Mr. Uday Kumar R/o 93/1, J & K Block, Laxmi Nagar Delhi-110092** and **Ms. Parigya Agarwal R/o Main Market, Nehtaur, Delhi-110092**.



Bijnor, U.P- 246733 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Uday Kumar
Witness 1: Mr. Uday Kumar

Parigya
Witness 2: Ms. Parigya Agarwal

- iv. The total paid-up equity share capital of the Company as on **20th September, 2019** were Rs. **7,00,00,000/- divided into 3,50,00,000 equity shares of Rs.2/- each**
- v. Thereafter, the details containing *inter-alia*, list of Equity Share Holders, who voted "for", "against" each of the resolutions contained in the notice of the AGM dated **13th August, 2019** that were put to vote, were generated from the voting website of Central Depository Services (India) Limited i.e. www.evotingindia.co.in and based on such reports generated, the result of the voting is as under:

Item No. 1

Adoption of audited financial statements including consolidated financial statements of the Company for the financial year ended 31st March, 2019 and Reports of the Board of Directors and Auditors thereon.

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of member	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
47	17530968	47	17530968	0	0

- (i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
47	17530968	100%

- (ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



Item No. 2

Appointment of the Statutory Auditors M/S Gupta Verma & Sethi, Chartered Accountants in place of M/S Chaudhry Vigg & James & Co. as their tenure is completed, to hold office from the conclusion of this AGM to conclusion of 32nd AGM of the Company and to fix their remuneration.

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
47	17530968	47	17530968	0	0

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
47	17530968	100%

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

Item No. 3

Change of Registered office of the Company within same state and ROC Jurisdiction from 756, Sector 23A, Gurugram, Haryana-122017 to House No. 70, Housing Board Colony (old) Near Mini Secretariat, Rewari, Haryana-123401.

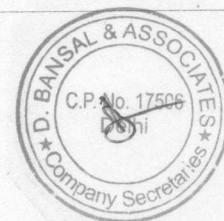
Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
47	17530968	47	17530968	0	0

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
47	17530968	100%

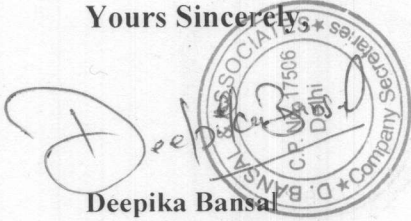
(ii) Voted against the resolution (out of valid votes cast):



Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

Thanking you,

Yours Sincerely,



Deepika Bansal
Proprietor
(Practicing Company Secretary)
Membership No: 47810
C.P No: 17506

Place: New Delhi
Date: 28th September, 2019



D BANSAL & ASSOCIATES

(COMPANY SECRETARIES)

FORM NO.: MGT – 13
REPORT OF SCRUTINIZER

[Pursuant to section 109 of Companies Act 2013 and Rule 21(2) of the companies (Management and Administration) rules, 2014]

To,
The Chairman,
DB (International) Stock Brokers Limited
756, Sector- 23A,
Gurgaon - Haryana-122017

27th Annual General Meeting of the Equity shareholders of **DB (International) Stock Brokers Limited** held on Friday 27th September, 2019 at the registered office of the Company at 756, Sector-23A, Gurgaon, Haryana-122017.

Dear Sir,

I, CS Deepika Bansal, Practicing Company Secretary having office at S-513, First Floor, School Block, Shakarpur, Delhi -110092 have been appointed by the Board of Directors of DB (International) Stock Brokers Limited as a scrutinizers for the purpose of Scrutinizing the poll taken on the below mentioned resolution(s) on poll carried out as per the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolution contained in the notice of the AGM of the shareholders of the Company held on 27th September, 2019 at 756, Sector-23A, Gurgaon, Haryana- 122017 at the registered office of the Company to submit our report as under :-

1. After the time fixed for closing of the poll by the Chairman, one (1) Ballot box kept for polling was locked in my presence with due identification marks placed by us.
2. The locked and sealed ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. None of the poll papers were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The Result of the poll is as under:-



Item No. 1

Adoption of audited financial statements including consolidated financial statements of the Company for the financial year ended 31st March, 2019 and Reports of the Board of Directors and Auditors thereon.

Detail of votes cast:

(i) Voted **in favour** of the resolution (out of valid votes cast):

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	1697	100

(ii) Voted **against** the resolution (out of valid votes cast):

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** Votes:

Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
NIL	NIL

Item No. 2

Appointment of the Statutory Auditors M/S Gupta Verma & Sethi, Chartered Accountants in place of M/S Chaudhry Vigg & James & Co. as their tenure is completed, to hold office from the conclusion of this AGM to conclusion of 32nd AGM of the Company and to fix their remuneration.



Detail of votes cast:

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	1697	100

(ii) Voted against the resolution(out of valid votes cast):

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
NIL	NIL

Item No. 3

Change of Registered office of the Company within same state and ROC Jurisdiction from 756, Sector 23A, Gurugram, Haryana-122017 to House No. 70, Housing Board Colony (old) Near Mini Secretariat, Rewari, Haryana-123401.

Detail of votes cast:

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	1697	100



(ii) Voted against the resolution(out of valid votes cast):

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

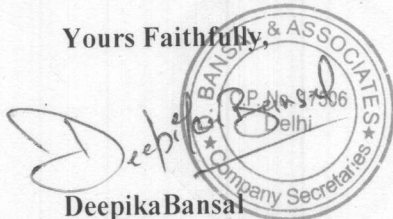
(iii) Invalid Votes:

Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
NIL	NIL

4. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company

Thanking you,

Yours Faithfully,



The image shows a handwritten signature in blue ink that reads "Deepika Bansal". Overlaid on the signature is a circular professional stamp. The stamp contains the text "BANSAL & ASSOCIATES" at the top, "P. No. 47810" in the center, "Delhi" below that, and "Company Secretaries" at the bottom with two stars on either side.

Deepika Bansal
Proprietor
(Practicing Company Secretary)
Membership No: 47810
C.P No: 17506

Place: New Delhi
Date: 28th September, 2019