



Date: 3rd February, 2022

The General Manager, Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Vice-President, Listing Department National Stock Exchange of India Limited "Exchange Plaza", Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051
Scrip Code : 533160	Scrip Symbol : DBREALTY
Fax No.: 022 – 2272 3121/ 2039	Fax No.: 022 – 26598237/38

Dear Sir,

Sub: Outcome of the Board Meeting held on 3rd February, 2022

(The Board meeting commenced at 2.00 p.m and concluded at 2.55 p.m)

The Board of Directors of the Company at its meeting held today i.e., 3rd February, 2022, has approved the following:

1. Increase in the Authorised Share Capital of the Company and consequent amendment to the Memorandum and Articles of Association.
2. Raising of funds through issue of 12,70,00,000 warrants convertible into equivalent number of equity shares of the face value of Rs. 10/- each to Promoters /promoter group and Non – Promoter Investors on a Preferential basis ("Preferential Issue") in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") read with other applicable regulations, if any. The exact price shall be calculated as on the Relevant Date (as prescribed In the SEBI ICDR Regulations and other applicable regulations, if any).

Please find enclosed as Annexure 'A', information required to be disclosed pursuant to Regulation 30 of SEBI LODR read with Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

3. 'DB Realty Limited-Employee Stock Option Plan 2022' ("ESOP 2022"/ "Plan"), subject to the approval of the members of the Company as required under Regulation 6 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and Section 62(1)(b) of the Companies Act, 2013.
4. Convening of Extra-Ordinary General Meeting on Friday, 4th March, 2022 by Video Conferencing/Other Audio-Visual Means for obtaining shareholders' approval in respect of item nos. 1 to 3.
5. Setting up a special purpose vehicle as a joint venture with Godrej Properties Ltd. (GPL) to jointly undertake slum rehabilitation and MHADA redevelopments projects, by leveraging the respective core expertise of both the parties. Further, it is intended that the special purpose vehicle shall be a 50-50 joint venture between the Company and GPL.

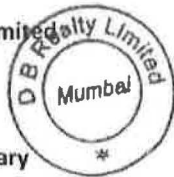
The above is for your information and record.

Thanking You,
Yours faithfully,

For D B Realty Limited


Jignesh Shah

Company Secretary



D B REALTY LIMITED

Regd. Office : DB Central, Maulana Azad Road, Rangwala Compound, Jacob Circle, Mumbai- 400 011 Tel.: 91-22-2305 5555

Website: www.dbrealty.co.in • Email : info@dbg.co.in

CIN: L70200MH2007PLC166818



Annexure A

Sr. No	Particulars	Remarks
1.	Type of securities proposed to be issued (viz. equity shares, convertible securities etc.).	Upto 12,70,00,000 Convertible warrants ("Warrants") with a right exercisable by the Warrant holder to subscribe to one Equity Share per Warrant
2.	Type of issue (further public offering, rights issue, depository receipts, qualified institutional placement, preferential allotment etc.).	Preferential issue of Warrants is in accordance with the provisions of the Companies Act, 2013 read with the rules made thereunder and provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.
3.	Total number of securities proposed to be issued or the total amount for which securities will be issued.	Preferential issue of Warrants convertible into equivalent number of equity shares of the face value of Rs. 10/- each. Total number of Warrants proposed to be issued is upto 12,70,00,000 Warrants at an exercise price ("Warrants Issue Price") not lower than the price determined in accordance with Chapter V of SEBI ICDR Regulations and other applicable Regulations, if any.
4.	Additional information in case of preferential issue:	
(a)	Names of investors	<p><u>Promoter group</u></p> <p>1) Goenka Family Trust (represented through its Trustee/representatives Mrs. Aseela Goenka, Ms. Sunita Goenka and Mr. Alok Agarwal) -1,00,00,000 Warrants</p> <p>2) SB Fortune Realty Private Limited – 1,00,00,000 Warrants</p> <p><u>Non- Promoter Investor</u></p> <p>1) Pinnacle Investments, (a Partnership Firm registered in India and represented through its Managing Partner - Razack Family Trust through its Trustee Mr. Irfan Razack) (Partners in the Firm are Razack Family Trust and Mr.Venkata Narayana Konanki)) – 5,70,00,000 Warrants</p>



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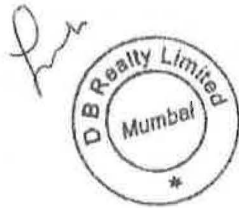
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CIN: L70200MH2007PLC166916



		2) Godrej Properties Ltd, a Company registered under the Companies Act, 1956 bearing CIN No. : L74120MH1985PLC035308 - 5,00,00,000 Warrants
(b)	Post allotment of securities – outcome of the subscription, Issue price/allotted price (in case of convertibles)	Warrants Issue Price shall be the price not being lower than the price determined in accordance with Chapter V of SEBI ICDR Regulations and other applicable regulation, if any and the same will be exercisable into equivalent Number of equity shares of the face value of Rs.10/- each.
(d)	In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument.	Each warrant is convertible into 1 Equity Share and the conversion can be exercised at any time within a period of 18 months from the date of allotment, in one or more tranches, as the case may be and on such other terms and conditions as applicable
(e)	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Please refer to our earlier intimation dated 14 th December, 2021 to BSE Limited and National Stock Exchange of India regarding withdrawal/ abandon of Application for In-principle Approval for issue and allotment of Convertible Warrants on Preferential basis to Promoter Group

An amount equivalent to at least 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance shall be payable by the Warrant holder(s) on the exercise of the Warrant(s) at any time within a period of 18 months from the date of allotment.



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