

Date: 2<sup>nd</sup> February, 2022

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

Dear Sir / Madam,

**Sub: Disclosure of Voting Results under Regulation 44(3) (Listing Obligations and Disclosure Requirements) Regulations, 2015**

At the Extra Ordinary General Meeting (EGM) of the Company held on 2<sup>nd</sup> February, 2022 through video conferencing/ other audio visual mean, all the agenda items contained in the Notice of EGM were approved by the shareholders through remote e-voting and e-voting at the EGM, by requisite majority.

The details of voting results on remote e-voting and e-voting, in the format prescribed under Regulation 44(3) of SEBI (LODR) Regulations, 2015 are enclosed with the Scrutinizer's Report.

Kindly take the above on 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](http://www.dbrealty.co.in) • Email : [info@dbg.co.in](mailto:info@dbg.co.in)

CIN: L70200MH2007PLC166818

**Details of Voting Results**

Date of declaration of Results of EGM : February 2, 2022

Total No. of shareholders as on Record date : As off Cut off date i.e. January 25, 2022  
46796

No. of shareholders present at the meeting either in person or through proxy : Nil

No of Shareholders attended through video conferencing : 57

Resolution 1									
Resolution required: (Ordinary/Special)					Special-Alteration in Article 14(2)(b) of the Articles of Association				
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?					NO				
Category	Mode of Voting	No. of shares held	No. of valid 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	No. of votes Invalid
		[1]	[2]	[3]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$	[8]
Promoter and Promoter Group	E-Voting	153319642	137565847	89.72	137565847	0	100.00	0.00	0
	Poll/E-voting during EGM		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total		137565847	89.72	137565847	0	100.00	0.00	0
Public Institutions	E-Voting	10046160	17068	0.17	17068	0	100.00	0.00	0
	Poll/E-voting during EGM		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total		17068	0.17	17068	0	100.00	0.00	0
Public Non Institutions	E-Voting	79892980	4560603	5.71	4559603	1000	99.98	0.02	0
	Poll/E-voting during EGM		230	0.00	230	0	100.00	0.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total		4560833	5.71	4559833	1000	99.98	0.02	0
<b>Total</b>		<b>243258782</b>	<b>142143748</b>	<b>58.43</b>	<b>142142748</b>	<b>1000</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>



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Resolution 2										
Resolution required: (Ordinary/Special)					Ordinary- Increase in the Authorized Share Capital and consequent amendment to Memorandum of Association of the Company					
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?					NO					
Category	Mode of Voting	No. of shares held	No. of valid 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	No. of votes Invalid	
		[1]	[2]	[3]= {[2]/[1]}*100	[4]	[5]	[6]= {[4]/[2]}*100	[7]= {[5]/[2]}*100	[8]	
Promoter and Promoter Group	E-Voting	153319642	137565847	89.72	137565847	0	100.00	0.00	0	
			0	0.00	0	0	0.00	0.00	0	
	Poll/E-voting during EGM		N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total		137565847	89.72	137565847	0	100.00	0.00	0	
Public Institutions	E-Voting	10046160	17068	0.17	17068	0	100.00	0.00	0	
			0	0.00	0	0	0.00	0.00	0	
	Poll/E-voting during EGM		N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total		17068	0.17	17068	0	100.00	0.00	0	
Public Non Institutions	E-Voting	79892980	4560603	5.71	4559432	1171	99.97	0.03	0	
			230	0.00	230	0	100.00	0.00	0	
	Poll/E-voting during EGM		N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total		4560833	5.71	4559662	1171	99.97	0.03	0	
<b>Total</b>		<b>243258782</b>	<b>142143748</b>	<b>58.43</b>	<b>142142577</b>	<b>1171</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>	



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Resolution 3									
Resolution required: (Ordinary/Special)					Special- Issue of Fully Convertible Warrants on preferential basis				
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?					YES				
Category	Mode of Voting	No. of shares held	No. of valid 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	No. of votes Invalid
		[1]	[2]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$	[8]
Promoter and Promoter Group	E-Voting	153319642	137565847	89.72	137565847	0	100.00	0.00	0
	Poll/E-voting during EGM		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total		137565847	89.72	137565847	0	100.00	0.00	0
Public Institutions	E-Voting	10046160	17068	0.17	17068	0	100.00	0.00	0
	Poll/E-voting during EGM		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total		17068	0.17	17068	0	100.00	0.00	0
Public Non Institutions	E-Voting	79892980	4560603	5.71	4559503	1100	99.98	0.02	0
	Poll/E-voting during EGM		230	0.00	230	0	100.00	0.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total		4560833	5.71	4559733	1100	99.98	0.02	0
Total		243258782	142143748	58.43	142142648	1100	100.00	0.00	0



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Resolution 4										
Resolution required: (Ordinary/Special)					Special- Re-appointment of Mr. Shahid Balwa, as Executive Vice Chairman cum Managing Director					
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?					YES					
Category	Mode of Voting	No. of shares held	No. of valid 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	No. of votes Invalid	
		[1]	[2]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$	[8]	
Promoter and Promoter Group	E-Voting	153319642	137565847	89.72	137565847	0	100.00	0.00	0	
	Poll/E-voting during EGM		0	0.00	0	0	0.00	0.00	0	
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total		137565847	89.72	137565847	0	100.00	0.00	0	
Public Institutions	E-Voting	10046160	17068	0.17	17068	0	100.00	0.00	0	
	Poll/E-voting during EGM		0	0.00	0	0	0.00	0.00	0	
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Total		17068	0.17	17068	0	100.00	0.00	0	
Public Non Institutions	E-Voting	79892980	4560603	5.71	4559081	1522	99.97	0.03	0	
	Poll/E-voting during EGM		230	0.00	230	0	100.00	0.00	0	
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Total		4560833	5.71	4559311	1522	99.97	0.03	0	
<b>Total</b>		<b>243258782</b>	<b>142143748</b>	<b>58.43</b>	<b>142142226</b>	<b>1522</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>	



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**COMBINED SCRUTINIZER'S REPORT**

[Pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015]

To,  
The Chairman,  
Extra Ordinary General Meeting of the Equity Shareholders of  
**D B REALTY LIMITED**  
Held on Wednesday, 2<sup>nd</sup> February, 2022 through  
Video Conferencing (VC) and or other audio Visual Means (OAVM)

Dear Sir,

**Sub:- Combined Scrutinizers Report on Remote E-voting conducted prior to the Extra Ordinary General Meeting and E-voting during the Extra Ordinary General Meeting ("EGM") held on Wednesday, February 2, 2022 at 3.00 p.m. through Video Conferencing (VC) or other audio visual means (OAVM).**

1. I, Vicky M. Kundaliya, Practicing Company Secretary, Proprietor of M/s. V. M. Kundaliya & Associates, Mumbai have been appointed as Scrutinizer by the Board of Directors of **D B Realty Limited** (the Company) at their Meeting held on January 4, 2022 for scrutinizing Remote e-voting process pursuant to Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) as amended by the Companies (Management and Administration) Amendment Rules, 2015 and the Secretarial Standards (SS-2) on General Meetings issued by the Institute of Company Secretaries of India and the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015.
2. In view of massive outbreak of the COVID-19 pandemic, maintenance of social distancing norms, the Government of India, Ministry of Corporate Affairs issued Circular No. 20/2021 dated 8th December, 2021, 10/2021 dated 23rd June, 2021, 39/2020 dated 31st December, 2020, 33/2020 dated 28th September, 2020, 22/2020 dated 15th June, 2020, 17/2020 dated 13th April, 2020, and 14/2020 dated 8th April, 2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and circular no. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated 15th January, 2021 issued by the Securities and Exchange Board of India issued from time to time permitting the conduct of Extra Ordinary General Meeting through Video Conferencing (VC) or other Audio Visual means (OAVM) and has dispensed with the personal presence of the members at the Meeting. In terms of the said circulars, the Extra Ordinary General Meeting of the members of the Company was held through Video Conferencing (VC) / other Audio Visual means (OAVM). There was no physical meeting of members.
3. The Company has availed the Remote E-voting facility provided by National Securities Depository Limited (hereinafter referred to as "NSDL") for conducting the Remote E-voting by the shareholders of the Company. The Remote E-voting commenced on Sunday, January 30, 2022 at (9.00 a.m. IST) and ended on Tuesday, February 1, 2022 (5.00 p.m. IST).
4. Under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 (Rules) as amended by the Companies (Management and Administration) Amendment Rules, 2015 and the Secretarial Standards (SS-2) on General Meetings issued by the Institute of Company Secretaries of India, I, Vicky M. Kundaliya, Practicing Company Secretary, Proprietor of M/s. V. M. Kundaliya & Associates, Mumbai have been appointed as Scrutinizer by the Chairman of the EGM of the Company to conduct the E-Voting during the Extra Ordinary General Meeting in fair and transparent manner on all the resolutions contained in the Notice to the EGM.



5. As requested by the Management, I hereby submit herewith my combined report on the result of Remote E-voting and E-Voting during the EGM as based on the reports downloaded from the e-voting website of NSDL and relied by me as under:-

**CONSOLIDATED RESULTS :-**

**I. Special Business:**

**1. Special Resolution: Alteration in Article 14(2)(b) of the Articles of Association:**

Particulars	Remote E-voting		E-Voting at EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	104	142142518	8	230	112	142142748	99.9993
Dissent	1	1000	0	0	1	1000	0.0007
<b>Total</b>	<b>105</b>	<b>142143518</b>	<b>8</b>	<b>230</b>	<b>113</b>	<b>142143748</b>	<b>100.0000</b>
Abstained	0	0	0	0	0	0	0

**2. Ordinary Resolution: Increase in the Authorized Share Capital and consequent amendment to Memorandum of Association of the Company:**

Particulars	Remote E-voting		E-Voting at EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	101	142142347	8	230	109	142142577	99.9992
Dissent	4	1171	0	0	4	1171	0.0008
<b>Total</b>	<b>105</b>	<b>142143518</b>	<b>8</b>	<b>230</b>	<b>113</b>	<b>142143748</b>	<b>100.0000</b>
Abstained	0	0	0	0	0	0	0

**3. Special Resolution: Issue of Fully Convertible Warrants on preferential basis:**

Particulars	Remote E-voting		E-Voting at EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	103	142142418	8	230	111	142142648	99.9992
Dissent	2	1100	0	0	2	1100	0.0008
<b>Total</b>	<b>105</b>	<b>142143518</b>	<b>8</b>	<b>230</b>	<b>113</b>	<b>142143748</b>	<b>100.0000</b>
Abstained	0	0	0	0	0	0	0

**4. Special Resolution: Re-appointment of Mr. Shahid Balwa, as Executive Vice Chairman cum Managing Director:**

Particulars	Remote E-voting		E-Voting at EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	99	142141996	8	230	107	142142226	99.9989
Dissent	6	1522	0	0	6	1522	0.0011
<b>Total</b>	<b>105</b>	<b>142143518</b>	<b>8</b>	<b>230</b>	<b>113</b>	<b>142143748</b>	<b>100.0000</b>
Abstained	0	0	0	0	0	0	0

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and E-Voting during EGM on all the resolutions contained in the Notice of the EGM read with addendum to Notice of EGM of the Members of the Company. My responsibility as Scrutinizer for the Remote E-voting process and E-voting during EGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above based on report generated from the e-voting system provided by NSDL, the authorized agency to provide e-voting facilities and engaged by the Company.



**V. M. KUNDALIYA & ASSOCIATES**  
COMPANY SECRETARIES

CS Vicky M. Kundaliya  
B. Com., C.S., LL.B  
Mob. 98672 63830

Off. No. 1, 2nd Floor, Prasad Shopping Centre, Above Surya Medical, Opp. Goregaon Railway Station, Goregaon (W), Mumbai-400 104.  
Tel.: 022-28755855 / 9326769208 Email :- vicky csllb@gmail.com / csvickyoffice@gmail.com

The register and all other papers and relevant records relating to E-Voting were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,

For V. M. Kundaliya & Associates  
Company Secretaries

VICKY  
MADHAVDAS  
KUNDALIYA

Digitally signed by VICKY  
MADHAVDAS  
KUNDALIYA  
Date: 2022.02.02  
20:32:43 +05'30'

Vicky M. Kundaliya  
Proprietor  
Practising Company Secretary  
FCS - 7716 / COP No. 10989  
UDIN :- F007716C002391427  
Peer Review Certificate No. 1245/2021  
ICSI Unique Code:- S2012MH183100

Place:- Mumbai  
Date:- 2<sup>nd</sup> February, 2022

For D B Realty Limited



Jignesh Shah  
Company Secretary

Place:- Mumbai  
Date:- 2<sup>nd</sup> February, 2022