



Date: 30th June, 2021

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/ Madam,

Sub.: Annual Secretarial Compliance Report for the year ended 31st March, 2021

Ref: SEBI CircularNo.CIR/CFD/CMD 1/27/2019 dated 8th February, 2019

In terms of Clause 3 (b)(iii) of SEBI Circular No.CIR/CFD/CMD 1/27/2019 dated 8th February, 2019, we are submitting herewith the Annual Secretarial Compliance Report of D B Realty Limited ("the Company") for the year ended 31st March, 2021, issued by M/s V. M. Kundaliya & Associates, Practising Company Secretaries and Secretarial Auditors of the Company.

We request you to kindly take the same on your 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



To,
D B Realty Limited
DB Central, Maulana Azad Road,
Rangwala Compound,
Jacob Circle,
Mumbai - 400011

Secretarial Compliance Report of D B REALTY LIMITED for the year ended 31st March, 2021

We V. M. Kundaliya & Associates, Company Secretaries have examined:

- a) all the documents and records made available to us and explanation provided by D B Realty Limited ("the listed entity),
- b) the filings/submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2021 ("Review Period") in respect of compliance with the provisions of :

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- f) SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

and circulars/ guidelines issued thereunder;



and based on the above examination and considering the relaxations granted by the Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, exception respect of the matter specified below:- **Not Applicable**
- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder: **Not Applicable**
- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	One of the Non Independent Non Executive Director, whose tenure as Director was expiring, expressed his willingness for non-reappointment in the month of May, 2019 and at the Annual General Meeting held on 30 th September, 2019, the shareholders approved the retirement of the said Non-Independent	31 st March, 2020	At the Annual General Meeting held on 30 th September, 2019, the shareholders approved the retirement of the said Non-Independent Non-Executive Director w.e.f. 30 th September, 2019 and thus, upon his retirement, the Company complied with the requirements of the Composition of the Board as per Regulation 17(1) of SEBI (LODR), 2015 w.e.f. 30 th September, 2019.	The said default has been made good by the Company.



Non-Executive Director w.e.f. 30 th September, 2019 and thus, upon his retirement, the Company complied with the requirements of the composition of the Board w.e.f. 30 th September, 2019.			
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The Company has complied with Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 in terms of para 6(A) and 6(B) of the said circular and has suitably modified the terms of appointment of its Statutory Auditors. During the year under review, there has been no change in the Statutory Auditors.

For V. M. Kundaliya & Associates
Company Secretaries

Place: Mumbai
Date: 30th June, 2021

Vicky M. Kundaliya
Proprietor
FCS-7716/C. P. No. 10989
Peer Review Certificate No. 1245/2021
UDIN: F007716C000550687
ICSI Unique Code: S2012MH183100

Notes:-

1. Due to restricted movement amid COVID-19 pandemic, we have conducted the assignment by examining Secretarial Records by way of electronic mode from the Company and have not been able to carry out physical visit to Registered Office of the Company for verification of data from the Original records. This Certificate is based on records/inputs/documents/details received via E-mail from the Secretarial Team/Management and oral confirmation from Secretarial Team/management that the electronic records/inputs/documents/details are true and correct.