

September 3, 2024

The Manager (Listing - CRD)
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort,
Mumbai - 400 001
Scrip Code: 533151

The Manager (Listing Department)
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051
SYMBOL: DBCORP

ISIN: INE950I01011

Sub.: Voting Results of the 28th Annual General Meeting of the Company held on September 3, 2024

Ref.: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

In compliance with Regulation 44(3) of the SEBI Listing Regulations, we hereby submit the Voting Results of remote e-voting and e-voting for the 28th Annual General Meeting ('AGM') of the Company held on September 3, 2024 at 11.30 a.m. (IST) along with the Combined Scrutinizer's Report on remote e-voting and e-voting.

The Scrutinizer has given his Combined Report dated September 3, 2024 on remote e-voting and e-voting at the AGM and on the basis of the Combined Scrutinizer's Report, I, Om Prakash Pandey, Company Secretary & Compliance Officer of the Company, being authorised in this behalf, hereby declare that all the five (5) resolutions for the business items as set out in the Notice of the AGM have been passed by the members of the Company with requisite majority.

The details of voting results in respect of resolution for business as set out at Item No. 1, 2, 3, 4 and 5 of the Notice of the AGM of the Company and Combined Scrutinizer's Report are enclosed.

The said information is also being made available on the company's website at <https://www.dbcorpltd.com/Investors.php> and on the website of KFin Technologies Limited viz. <https://evoting.kfintech.com>.

This is for your information and records.

Thanking you,

For **D.B. Corp Limited**

Om Prakash Pandey
Company Secretary & Compliance Officer
Membership Number: **F7555**

Encl.: as above

Scrip code	533151
NSE Symbol	DBCORP
MSEI Symbol	NOTLISTED
ISIN	INE950I01011
Name of the company	D B Corp Ltd
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	03-09-2024
Start time of the meeting	11:30 AM
End time of the meeting	12:34 PM

Name of the Scrutinizer	Hitesh Buch
Firms Name	Hitesh Buch & Associates
Qualification	CS
Membership Number	3145
Date of Board Meeting in which appointed	16-07-2024
Date of Issuance of Report to the company	03-09-2024

Voting results

Record date	27-08-2024
Total number of shareholders on record date	39561
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	12
b) Public	47
No. of resolution passed in the meeting	5

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Report of the Auditors thereon.				
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	128907483	128807688	99.9226	128807688	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	128907483	128807688	99.9226	128807688	0	100.0000	0.0000
Public-Institutions	E-Voting	33299674	30489061	91.5596	30489061	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	33299674	30489061	91.5596	30489061	0	100.0000	0.0000
Public- Non Institutions	E-Voting	15950335	1221046	7.6553	1219916	1130	99.9075	0.0925
	Poll		316052	1.9815	316052	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15950335	1537098	9.6368	1535968	1130	99.9265	0.0735
Total		178157492	160833847	90.2762	160832717	1130	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Pawan Agarwal (DIN: 00465092), who retires in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.				
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	128907483	128807688	99.9226	128807688	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	128907483	128807688	99.9226	128807688	0	100.0000	0.0000
Public- Institutions	E-Voting	33299674	30932025	92.8899	30737911	194114	99.3724	0.6276
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	33299674	30932025	92.8899	30737911	194114	99.3724	0.6276
Public- Non Institutions	E-Voting	15950335	1221051	7.6553	1219872	1179	99.9034	0.0966
	Poll		316052	1.9815	316052	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15950335	1537103	9.6368	1535924	1179	99.9233	0.0767
Total		178157492	161276816	90.5249	161081523	195293	99.8789	0.1211
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration payable to the Cost Auditor.				
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	128907483	128807688	99.9226	128807688	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	128907483	128807688	99.9226	128807688	0	100.0000	0.0000
Public- Institutions	E-Voting	33299674	30932025	92.8899	30932025	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	33299674	30932025	92.8899	30932025	0	100.0000	0.0000
Public- Non Institutions	E-Voting	15950335	1221051	7.6553	1219671	1380	99.8870	0.1130
	Poll		316052	1.9815	316052	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15950335	1537103	9.6368	1535723	1380	99.9102	0.0898
Total		178157492	161276816	90.5249	161275436	1380	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To revise the remuneration of Mr. Sudhir Agarwal (DIN: 00051407) as the Managing Director 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	128907483	128807688	99.9226	128807688	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	128907483	128807688	99.9226	128807688	0	100.0000	0.0000
Public-Institutions	E-Voting	33299674	30932025	92.8899	30923093	8932	99.9711	0.0289
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	33299674	30932025	92.8899	30923093	8932	99.9711	0.0289
Public- Non Institutions	E-Voting	15950335	1221051	7.6553	1219620	1431	99.8828	0.1172
	Poll		316052	1.9815	316052	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15950335	1537103	9.6368	1535672	1431	99.9069	0.0931
Total		178157492	161276816	90.5249	161266453	10363	99.9936	0.0064
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (5)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

To revise the remuneration of Mr. Pawan Agarwal (DIN: 00465092) as the Deputy Managing Director 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	128907483	128807688	99.9226	128807688	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	128907483	128807688	99.9226	128807688	0	100.0000	0.0000
Public-Institutions	E-Voting	33299674	30932025	92.8899	30923093	8932	99.9711	0.0289
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	33299674	30932025	92.8899	30923093	8932	99.9711	0.0289
Public- Non Institutions	E-Voting	15950335	1220946	7.6547	1219490	1456	99.8807	0.1193
	Poll		316052	1.9815	316052	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15950335	1536998	9.6361	1535542	1456	99.9053	0.0947
Total		178157492	161276711	90.5248	161266323	10388	99.9936	0.0064
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Scrutinizer's Report

(Combined Scrutinizer's Report for remote e-voting and e-voting at the AGM)

To,

The Chairman of the Twenty-Eighth (28th) Annual General Meeting of the members of D. B. Corp Limited ("the Company")

Dear Sir,

Sub: Combined Scrutinizer's report on remote e-voting and e-voting conducted at the 28th Annual General Meeting of the Company held on Tuesday, September 3, 2024 at 11:30 a.m. (IST)

1. Appointment as Scrutinizer:

The undersigned have been appointed as Scrutinizer for the remote e-voting and e-voting at the 28th Annual General Meeting (AGM) of the members of the Company scheduled on Tuesday, September 3, 2024 at 11:30 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). Our responsibility as Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and to submit our report on the basis of the electronic data generated from the e-voting system.

2. Convening and holding of AGM:

2.1 The AGM was convened through VC/OAVM in compliance with Circular No. 14/2020 dated April 08 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and other relevant Circulars issued by the Securities and Exchange Board of India ("SEBI"), ("SEBI Circulars"), without the physical presence of Members at a common venue.

2.2 The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to convening and holding the meeting and voting at AGM on the resolutions contained in the Notice of the AGM dated July 16, 2024.

3. Cut-off Date:

The voting rights were reckoned as on Tuesday, August 27, 2024 being the cut-off date for the purpose of deciding the entitlements of members to vote through remote e-voting and e-voting at the AGM.

4. Voting Process:

4.1 The Company appointed KFin Technologies Limited for providing remote e-voting and e-voting facility at the AGM.

4.2 The remote e-voting period commenced at 9:00 a.m. (09:00 hours) on Thursday, August 29, 2024 and ended at 5:00 p.m. (17:00 hours) on Monday, September 2, 2024. The e-voting facility at the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM was kept open for 15 (fifteen) minutes after the conclusion of the AGM.

5. Counting of Votes:

5.1 The votes cast through remote e-voting were unblocked at 5.34 p.m. on September 2, 2024.

5.2 The votes cast through e-voting at the AGM were unblocked by the undersigned at 12.34 p.m. on September 3, 2024.

5.3 The abstained votes are not considered in the voting results furnished hereinafter.

6. Voting Results:

We are submitting combined/consolidated report on the voting by shareholders through remote e-voting and e-voting at the AGM in respect of each of the resolution hereunder:

Item No. of the Notice, type of Resolution and subject matter	Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained Votes
		Number	%	Number	%	
<u>Item No. 1</u> <u>Ordinary Resolution:</u>	Remote e-voting	160516665	99.8028	1130	0.0007	443016
To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2024 and Reports of the Board of Directors and the Auditors thereon.	E-voting at the AGM	316052	0.1965	0	0	5000
Total		160832717	99.9993	1130	0.0007	448016
<u>Item No. 2</u> <u>Ordinary Resolution</u>	Remote e-voting	160765471	99.6829	195293	0.1211	47
To appoint a Director in place of Mr. Pawan Agarwal (DIN: 00465092), who retires in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.	E-voting at the AGM	316052	0.1960	0	0	5000
Total		161081523	99.8789	195293	0.1211	5047

