



12th September, 2023

To,

BSE Limited

The Deputy Manager (Listing - CRD),
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai - 400 001
Scrip Code: 533151

The National Stock Exchange of India Limited

The Manager (Listing Department),
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051
SYMBOL: DBCORP

Sub.: Proceedings of the 27th Annual General Meeting ("AGM") of D. B. Corp Limited ("the Company") held on 12th September, 2023

Ref.: Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

In compliance with Regulation 30 of the SEBI Listing Regulations, please find enclosed brief proceedings of the 27th Annual General Meeting of the Company held on Tuesday, 12th September, 2023 at 11.30 a.m. (IST) through Video Conferencing/ Other Audio Visual Means (as Annexure A).

The disclosures pertaining to the voting results of Remote E-voting and E- voting during the 27th AGM, pursuant to provisions of Regulation 44(3) of the SEBI Listing Regulations, along with the Consolidated Scrutinizer's Report will be submitted separately.

This information is being made available on the website of the Company at <https://www.dbcorpltd.com/Investors.php>.

We request you to kindly take the same on record.

Thanking you.

Yours truly,

For **D.B. Corp Limited**

Anita Gokhale
Company Secretary
Membership No.: F4836



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Registered Office :

Plot No. 280, Sarkhej-Gandhinagar Highway,
Near YMCA Club, Makarba,
Ahmedabad - 380 051, Gujarat

Corporate Office :

501, 5th Floor, Naman Corporate Link,
Opp. Dena Bank, C-31, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051, Maharashtra

D. B. Corp Limited

CIN: L22210GJ1995PLC047208
Website: www.dbcorpltd.com
Email: dbcs@dbcorp.in
Tel.: +91 22 7157 7000 Fax: +91 22 7157 7093



Annexure A

Brief Proceedings of the 27th Annual General Meeting of D. B. Corp Limited

Day, Date, Time and Venue												
Day and Date: Tuesday, 12 th September, 2023	Time: Commenced at: 11.30 a.m. (IST); Concluded at: 12.28 p.m. (IST)	Deemed Venue: Registered Office of the Company viz. Plot No. 280, Sarkhej-Gandhinagar Highway, Near YMCA Club, Makarba, Ahmedabad – 380051										
Mode of participation in the AGM by Shareholders												
Through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)												
Proceedings in Brief												
<p>The 27th Annual General Meeting (“AGM” or “Meeting”) of the Members of D. B. Corp Limited (“the Company”) was held on Tuesday, 12th September, 2023 at 11.30 a.m. (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) without physical presence of the Members at a common venue. The Company, while conducting the Meeting, adhered to the Circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”).</p> <p>The Company Secretary welcomed the Members to the Meeting and briefed them on few procedural aspects relating to participation at the Meeting through VC.</p> <p>❖ <u>Chairperson:</u></p> <p>Mr. Pawan Agarwal, Deputy Managing Director chaired the 27th AGM of the Company.</p> <p>❖ <u>Quorum:</u></p> <p>Considering the requisite quorum being present, Mr. Pawan Agarwal, Chairman of the 27th AGM declared the meeting to be in order.</p> <p>❖ <u>Present:</u></p> <p><u>Directors:</u></p> <table><tbody><tr><td>Mr. Pawan Agarwal</td><td>Deputy Managing Director and Chairman of AGM</td></tr><tr><td>Mr. Girish Agarwal</td><td>Non-Executive Non-Independent Director</td></tr><tr><td>Mr. Ashwani Kumar Singhal</td><td>Independent Director</td></tr><tr><td>Ms. Anupriya Acharya</td><td>Independent Director</td></tr><tr><td>Ms. Paulomi Dhawan</td><td>Independent Director</td></tr></tbody></table>			Mr. Pawan Agarwal	Deputy Managing Director and Chairman of AGM	Mr. Girish Agarwal	Non-Executive Non-Independent Director	Mr. Ashwani Kumar Singhal	Independent Director	Ms. Anupriya Acharya	Independent Director	Ms. Paulomi Dhawan	Independent Director
Mr. Pawan Agarwal	Deputy Managing Director and Chairman of AGM											
Mr. Girish Agarwal	Non-Executive Non-Independent Director											
Mr. Ashwani Kumar Singhal	Independent Director											
Ms. Anupriya Acharya	Independent Director											
Ms. Paulomi Dhawan	Independent Director											



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Key Managerial Personnel:

Mr. Lalit Kumar Jain
Ms. Anita Gokhale

Chief Financial Officer
Company Secretary & Compliance Officer

Scrutinizer:

Mr. Hitesh D. Buch

Hitesh Buch & Associates, Practising Company Secretaries

The Chairman welcomed the Members joining over Video Conferencing and introduced all directors present at the AGM to the Members. All Directors of the Company except Mr. Sudhir Agarwal, Managing Director and Mr. Santosh Desai, Independent Director were present at the Meeting. Mr. Ashwani Kumar Singhal, Chairperson of the Audit Committee, Ms. Anupriya Acharya, Chairperson of the Nomination and Remuneration Committee and Mr. Girish Agarwal, Chairperson of the Stakeholders Relationship Committee were present at the Meeting. The Chairman informed the Members that the Chief Financial Officer Mr. Lalit Jain, and the Scrutinizer Mr. Hitesh Buch were attending the Meeting through Video Conferencing from their respective locations viz. Bhopal and Ahmedabad.

As per the attendance records, 55 Members attended the Meeting through VC/OAVM facility. Since this AGM was held pursuant to the MCA Circulars and SEBI Circulars through VC/OAVM, physical attendance of Members was dispensed with. Accordingly, the facility for appointment of Proxies by the Members was not available for the AGM.

Ms. Anita Gokhale, Company Secretary & Compliance Officer also informed the Members that all efforts feasible under the circumstances had been made by the Company to enable the Members to participate in the AGM through Video Conferencing and vote on items as proposed in the Notice of the AGM.

Further the Company Secretary elucidated the shareholders w.r.t. e-voting. It was informed to the shareholders that in pursuance of the provisions of the Companies Act, 2013 read with rules made thereunder and the relevant circulars issued by the MCA and SEBI, the Company had provided e-voting facility to all those shareholders who were registered members of the Company as on the cut-off date i.e. 5th September, 2023.

Further details were stated as under:

Remote E-voting Period:

Thursday, 7th September, 2023 from 9.00 a.m. (IST) to Monday, 11th September, 2023 till 5.00 p.m. (IST).



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DB Corp Ltd

E-voting at the 27th AGM:

All the shareholders who did not cast their votes through remote e-voting were eligible to cast the vote at the 27th AGM through e-voting facility made available during the course of the meeting and until 15 more minutes after the conclusion of the agenda.

The Company Secretary informed that the Statutory Registers under the Companies Act, 2013 and other documents as referred to in the AGM Notice were available for inspection by Members through the e-AGM platform of KFintech.

It was further informed that there were no qualifications in the Statutory Auditors' Report on the Financial Statements. Further it was confirmed by the Chairman of the AGM that the one observation listed in the Secretarial Audit Report did not have any material adverse effect on the functioning of the Company. The Notice, Report of Board of Directors and the Auditors' Report and Secretarial Audit Report were taken as read with members' consent.

The following items of business as laid down in the Notice convening the 27th AGM were transacted at the Meeting:

Sr. No.	Business	Type of Resolution
1.	To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023 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, 2023 together with the Report of the Auditors thereon.	Ordinary
2.	To appoint a Director in place of Mr. Girish Agarwal (DIN: 00051375), who retires in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.	Ordinary
3.	Ratification of the remuneration payable to the Cost Auditor.	Ordinary
4.	Re-appointment of Mr. Santosh Desai (DIN: 01237902) as an Independent Director of the Company for a second consecutive term of five years.	Special
5.	Re-appointment of Ms. Paulomi Dhawan (DIN: 01574580) as an Independent Director of the Company for a second consecutive term of five years.	Special

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Thereafter, the Chairman delivered his speech briefing the Members present on the performance of the Company during FY 2022-23, and future prospects as regards various business segments.

The Chairman then ordered activation of e-voting window for the Members attending the AGM who had not cast their votes by remote e-voting.

Members were provided a facility to ask questions or express their views through the VC platform on the business to be transacted at the AGM. Mr. Pawan Agarwal proceeded with the Question and Answer session and invited the Speaker Members to speak/express their views/raise queries on the Financial Statements and proposed Resolutions which were later on responded to by Mr. Girish Agarwal.

The Board of Directors had appointed Mr. Hitesh Buch, Practicing Company Secretary as the Scrutinizer for the Remote E-voting and E-voting during the AGM. The Chairman authorised Ms. Anita Gokhale, Company Secretary & Compliance Officer to receive the Scrutinizer's Register, Report on e-voting and also to counter-sign the Scrutinizer's Report and declare the results of voting.

The Chairman thanked the Members for their presence and support extended to the Company.

All the resolutions as set out in the Notice of the AGM were duly approved by the members with requisite majority.

The 27th AGM commenced at 11.30 a.m. (IST) and concluded at 12.28 p.m. (IST) including the extra time of 15 minutes given for e-voting after the conclusion of all the agenda of the AGM.



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