

Date: 3rd October, 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 / Madam,

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

At the 16th Annual General Meeting (AGM) of the Company held on 30th September, 2022 through video conferencing/ other audio visual mean, all the agenda items contained in the Notice of Annual General Meeting (AGM) were approved by the shareholders through remote e-voting and e-voting at the AGM, 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 • Email : info@dbg.co.in

CIN: L70200MH2007PLC166818

Date of Voting Results

Date of declaration of Results of AGM

: September 30, 2022

Total no. of shareholders as on Record date

**: As on cut off date i.e September 23, 2022
60,316**

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

: Nil

**No of shareholders attended through video
conferencing**

: 56

Resolution 1

Resolution required: (Ordinary/Special)				Ordinary Resolution: To consider and adopt the audited financial statements (including audited consolidated financial statements) for the Financial Year ended 31 st March, 2022 and the Reports of the Directors and Auditors thereon:						
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	Abstained	Invalid Votes
		[1]	[2]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$	[8]	[8]
Promoter and Promoter Group	E-Voting	198884642	172817969	86.8936	172817969	0	100.0000	0.0000	0	0
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		172817969	86.8936	172817969	0	100.0000	0.0000	0.0000	0
Public Institutions	E-Voting	8579751	5898663	68.7510	5770508	128155	97.8274	2.1726	0	0
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5898663	68.7510	5770508	128155	97.8274	2.1726	0	0
Public Non Institutions	E-Voting	81594389	9570409	11.7292	9568096	2313	99.9758	0.0242	0	0
	E-Voting at AGM		16	0.0000	16	0	100.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9570425	11.7293	9568112	2313	99.9758	0.0242	0	0
Total		289058782	188287057	65.1380	188156589	130468	99.9307	0.0693	0	0



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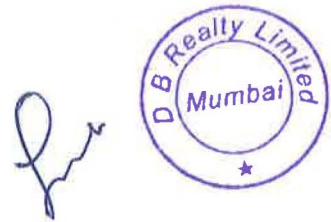
Website: www.dbrealty.co.in • Email: info@dbg.co.in

CIN: L70200MH2007PLC166018

Resolution 2

Resolution required: (Ordinary/Special)				Ordinary Resolution: To appoint Mr. Nabil Patel (DIN: 00298093), who retires by rotation and being eligible, offers himself for re-appointment, as a 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	Abstained	Invalid Votes
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]	[8]
Promoter and Promoter Group	E-Voting	198884642	172817969	86.8936	172817969	0	100.0000	0.0000	0	0
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		172817969	86.8936	172817969	0	100.0000	0.0000	0.0000	0
Public Institutions	E-Voting	8579751	5898663	68.7510	5770508	128155	97.8274	2.1726	0	0
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5898663	68.7510	5770508	128155	97.8274	2.1726	0	0
Public Non Institutions	E-Voting*	81594389	9570309	11.7291	9568895	1414	99.9852	0.0148	0	0
	E-Voting at AGM		16	0.0000	16	0	100.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9570325	11.7291	9568911	1414	99.9852	0.0148	0	0
Total		289058782	188286957	65.1379	188157388	129569	99.9312	0.0688	0	0

* 1 Shareholder holding 100 Shares have not voted for this Resolution.


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Resolution 3

Resolution required: (Ordinary/Special)					Special Resolution: Re-appointment of Mr. Vinod K. Goenka (DIN: 00029033), as Executive 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	Abstained	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]	[8]
Promoter and Promoter Group	E-Voting**	198884642	169491304	85.2209	169491304	0	100.0000	0.0000	0	0
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		169491304	85.2209	169491304	0	100.0000	0.0000	0	0
Public Institutions	E-Voting	8579751	5898663	68.7510	5898663	0	100.0000	0.0000	0	0
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5898663	68.7510	5898663	0	100.0000	0.0000	0	0
Public Non Institutions	E-Voting*	81594389	9570309	11.7291	9567646	2663	99.9722	0.0278	0	0
	E-Voting at AGM		16	0.0000	16	0	100.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9570325	11.7291	9567662	2663	99.9722	0.0278	0	0
Total		289058782	184960292	63.9871	184957629	2663	99.9986	0.0014	0	0

* 1 Shareholder holding 100 Shares have not voted for this Resolution.

** For the Voting Results, the votes cast by shareholders who are eligible (as considered by the Management) to vote in terms of Regulation 23 of LODR have been considered.


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CIN: L70200MH2007PLC166818

Resolution 4

Resolution required: (Ordinary/Special)					Ordinary Resolution: Sale of Investment in M/s ECC DB Konark JV, a joint venture & an association of persons, held by the Company to Eversmile Construction Company Private Limited, a Related party					
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	Abstained	Invalid Votes
Promoter and Promoter Group	E-Voting**	198884642	97667143	49.1074	97667143	0	100.0000	0.0000	0	0
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		97667143	49.1074	97667143	0	100.0000	0.0000	0	0
Public Institutions	E-Voting	8579751	5898663	68.7510	5770508	128155	97.8274	2.1726	0	0
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5898663	68.7510	5770508	128155	97.8274	2.1726	0	0
Public Non Institutions	E-Voting*	81594389	9565309	11.7230	9559675	5634	99.9411	0.0589	0	0
	E-Voting at AGM		16	0.0000	16	0	100.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9565325	11.7230	9559691	5634	99.9411	0.0589	0	0
Total		289058782	113131131	39.1378	112997342	133789	99.8817	0.1183	0	0

* 1 Shareholder holding 100 Shares have not voted for this Resolution.

** For the Voting Results, the votes cast by shareholders who are eligible (as considered by the Management) to vote in terms of Regulation 23 of LODR have been considered.


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CIN: L70200MH2007PLC166818

Resolution 5

Resolution required: (Ordinary/Special)				Ordinary Resolution: Variation of class rights of existing 92600 Compulsorily Convertible Cumulative Preference Shares– Series C (“CCCPS”) held by the Company in Marine Drive Hospitality & Realty Private Limited, a Related Party						
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	Abstained	Invalid Votes
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	[8]	[8]
Promoter and Promoter Group	E-Voting**	198884642	0	0.0000	0	0	0.0000	0.0000	0	0
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public Institutions	E-Voting	8579751	5898663	68.7510	5898663	0	100.0000	0.0000	0	0
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5898663	68.7510	5898663	0	100.0000	0.0000	0	0
Public Non Institutions	E-Voting*	81594389	9564709	11.7223	9559790	4919	99.9486	0.0514	0	0
	E-Voting at AGM		16	0.0000	16	0	100.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9564725	11.7223	9559806	4919	99.9486	0.0514	0	0
Total		289058782	15463388	5.3496	15458469	4919	99.9682	0.0318	0	0

* 3 Shareholder holding 5700 Shares have not voted for this Resolution.

** For the Voting Results, the votes cast by shareholders who are eligible (as considered by the Management) to vote in terms of Regulation 23 of LODR have been considered.


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CIN: L70200MH2007PLC166018



CONSOLIDATED 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,
DB REALTY LIMITED
DB Central, Maulana Azad Road,
Rangwala Compound, Jacob Circle,
Mumbai 400011

Dear Sir,

Sub:- Consolidated Scrutinizer's Report on remote e-voting conducted prior to the Annual General Meeting ("AGM") and E-voting at the Annual General held on Friday, September 30, 2022 at 3.00 P.M. (I.S.T) through Video Conference / Other Audio-Visual Means.

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 August 9, 2022 for scrutinizing Remote e-voting process and voting through electronic means during 16th Annual General Meeting ('AGM') pursuant to Section 108 and 109 of the Companies Act, 2013 (the Act) read with Rule 20 and 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 and the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015.
2. The Ministry of Corporate Affairs ('MCA') has vide its General Circulars dated April 08, 2020, April 13, 2020 and June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021 and May 05, 2022 (collectively referred to as '**MCA Circulars**') permitted the holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') facility/Other Audio-Visual Means ('OAVM'), without the physical presence of the Members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013 ('the Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), MCA Circulars, the 16th AGM of the Company was held through VC/OAVM on Friday, September 30, 2022 at 3.00 p.m. (IST).
3. Pursuant to the MCA Circulars, advertisement was published on September 9, 2022 in Free Press Journal, Mumbai in English language and Navshakti In Marathi language, both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars. The Company hosted the Notice of AGM on its website and also uploaded the same on the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited www.bseindia.com and www.nseindia.com respectively. The same is also available on the website of NSDL at the website address <https://www.evoting.nsdl.com>.
4. 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 as on Cut-off Date – Friday, 23rd September, 2022. The remote e-voting commenced on Tuesday, 27th September, 2022 at (9:00 a.m. IST) and ends on Thursday, 29th September, 2022 at (5:00 p.m. IST) and the NSDL remote e-voting platform was blocked thereafter. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the event (e-votes) was locked by NSDL. The e-votes were unblocked on Friday, September 30, 2022 after 15 minutes of conclusion of AGM.
5. I hereby submit my Consolidated Scrutinizer's Report based on the results of remote e-voting and e-voting at the AGM as based on reports downloaded from the e-voting website of NSDL and relied upon by me as under:



CONSOLIDATED RESULTS:-

I. Ordinary Business:

1. Ordinary Resolution: To consider and adopt the audited financial statements (including audited consolidated financial statements) for the Financial Year ended 31st March, 2022 and the Reports of the Directors and Auditors thereon:

Particulars	Remote E-voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	186	188156573	4	16	190	188156589	99.9307
Dissent	9	130468	0	0	9	130468	0.0693
Total	195	188287041	4	16	199	188287057	100.0000
Abstained	0	0	0	0	0	0	0.0000
Invalid	0	0	0	0	0	0	0.0000

2. Ordinary Resolution: To appoint Mr. Nabil Patel (DIN: 00298093), who retires by rotation and being eligible, offers himself for re-appointment, as a Director:

Particulars	Remote E-voting*		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	184	188157372	4	16	188	188157388	99.9312
Dissent	10	129569	0	0	10	129569	0.0688
Total	194	188286941	4	16	198	188286957	100.0000
Abstained	0	0	0	0	0	0	0.0000
Invalid	0	0	0	0	0	0	0.0000

* 1 Shareholder holding 100 Shares have not voted for this Resolution.

II. Special Business:

3. Special Resolution: Re-appointment of Mr. Vinod K. Goenka (DIN: 00029033), as Executive Chairman cum Managing Director**:

Particulars	Remote E-voting*		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	178	184957613	4	16	182	184957629	99.9986
Dissent	13	2663	0	0	13	2663	0.0014
Total	191	184960276	4	16	195	184960292	100.0000
Abstained	0	0	0	0	0	0	0.0000
Invalid	0	0	0	0	0	0	0.0000

* 1 Shareholder holding 100 Shares have not voted for this Resolution.

** For the Voting Results, the votes cast by shareholders who are eligible (as considered by the Management) to vote in terms of Regulation 23 of LODR have been considered.

4. Ordinary Resolution: Sale of Investment in M/s ECC DB Konark JV, a joint venture & an association of persons, held by the Company to Eversmile Construction Company Private Limited, a Related party**:

Particulars	Remote E-voting*		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	167	112997326	4	16	171	112997342	99.8817
Dissent	16	133789	0	0	16	133789	0.1183
Total	183	113131115	4	16	187	113131131	100.0000
Abstained	0	0	0	0	0	0	0.0000
Invalid	0	0	0	0	0	0	0.0000

* 2 Shareholder holding 5100 Shares have not voted for this Resolution.

** For the Voting Results, the votes cast by shareholders who are eligible (as considered by the Management) to vote in terms of Regulation 23 of LODR have been considered.



5. Ordinary Resolution: Variation of class rights of existing 92600 Compulsorily Convertible Cumulative Preference Shares– Series C (“CCPS”) held by the Company in Marine Drive Hospitality & Realty Private Limited, a Related Party:**

Particulars	Remote E-voting*		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	162	15458453	4	16	166	15458469	99.9682
Dissent	12	4919	0	0	12	4919	0.0318
Total	174	15463372	4	16	178	15463388	100.0000
Abstained	0	0	0	0	0	0	0.0000
Invalid	0	0	0	0	0	0	0.0000

* 3 Shareholder holding 5700 Shares have not voted for this Resolution.

** For the Voting Results, the votes cast by shareholders who are eligible (as considered by the Management) to vote in terms of Regulation 23 of LODR have been considered.

6. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules and notifications and SEBI Listing Regulations to voting through electronic means on the business set out in the Notice of the 16th AGM of the Members of the Company. My responsibility as Scrutinizer is to scrutinize remote e-voting and e-voting conducted at the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted in submitting a Consolidated Scrutinizer’s Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-voting system of National Securities Depository Private Limited, the authorized agency to provide remote e-voting facilities before and at the AGM, engaged by the Company.
7. The register and all other relevant records relating to E-Voting at AGM will be handed over to the Authorized Signatory for safe keeping and records.

Thanking you,
Yours faithfully,

For V. M. Kundaliya & Associates
Company Secretaries

VICKY MADHAVDAS KUNDALIYA
Digitally signed by VICKY MADHAVDAS KUNDALIYA
Date: 2022.10.01 15:56:41 +05'30'

Vicky M. Kundaliya
Proprietor
Practising Company Secretary
FCS - 7716 / COP No. 10989
UDIN: F007716D001113007
Peer Review Certificate No. 1245/2021
ICSI Unique Code: S2012MH183100

Place: - Mumbai
Date: - October 1, 2022

Countersigned by



Mr. Jignesh Shah
Company Secretary
D B Realty Limited