

Date: October 1, 2019

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

Dear Sir,

**Sub: Disclosure of Combined Voting Results through Remote E-Voting and Poll at the 13<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2019 as per requirement of Regulation 44(3) of SEBI (LODR) Regulations, 2015**

At the 13<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2019 at Lakshdham High School Auditorium, Lakshdham High School, Gokuldharm, Goregaon (East), Mumbai – 400063, all the agenda items contained in the Notice of Annual General Meeting (AGM) were approved by the shareholders through remote e-voting and poll, by requisite majority.

The details of combined through remote E- Voting and Poll at the AGM in the format prescribed under Regulation 44(3) of SEBI (LODR) Regulations, 2015 are enclosed with the Scrutinizer's Report.

Thanking You,

Yours faithfully,

**For D B Realty Limited**



**Jignesh Shah  
Company Secretary**

Encl: as above

**D B REALTY LIMITED**

### Details of Voting Results

Date of AGM : September 30, 2019

Total No. Of Shareholders on record date : 31117

No. Of Shareholders Present at the meeting ) 81  
 Either in person or through proxy )

No. Of shareholders attended through video ) Nil  
 Conferencing )

### Agenda-wise Disclosure

#### Resolution 1--

| Resolution required: (Ordinary/Special)<br>Whether Promoter/Promoter Group are interested in the Agenda/Resolution? |                               |                           | Ordinary-Adoption of financial statements |  |                                |                              |   |   |
|---|-------------------------------|---------------------------|---|--|--------------------------------|------------------------------|---|---|
| Category  | Mode of Voting                | No. of Shares held<br>(1) | No of valid votes polled<br>(2)           | % of Votes Polled on outstanding shares<br>(3)=[(2)/<br>(1)]*100 | No of Votes – in favour<br>(4) | No of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/<br>(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/<br>(2)]*100 |
| Promoter and Promoter Group   | E-voting                      | 151709527                 | 133300390                                 | 87.8655  | 133300390                      | 0                            | 100.0000  | 0.0000  |
|   | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                           | N.A.                                      | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|   | <b>Total</b>                  |                           | <b>151709527</b>                          | <b>133300390</b>   | <b>87.8655</b>                 | <b>133300390</b>             | <b>0</b>  | <b>100.0000</b>   |
| Public-Institutions   | E-voting                      | 20595166                  | 38619                                     | 0.1875   | 0                              | 38619                        | 0.0000  | 100.0000  |
|   | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                           | N.A.                                      | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|   | <b>Total</b>                  |                           | <b>20595166</b>                           | <b>38619</b>   | <b>0.1875</b>                  | <b>0</b>                     | <b>38619</b>  | <b>0.0000</b>   |
| Public-Non Institutions   | E-voting                      | 70954089                  | 2889725                                   | 4.0727   | 2872719                        | 17006                        | 99.4115   | 0.5885  |
|   | Poll                          |                           | *82741                                    | 0.1166   | 82741                          | 0                            | 100.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                           | N.A.                                      | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|   | <b>Total</b>                  |                           | <b>70954089</b>                           | <b>2972466</b>   | <b>4.1893</b>                  | <b>2955460</b>               | <b>17006</b>  | <b>99.4279</b>  |
| <b>Total</b>  |                               | <b>243258782</b>          | <b>136311475</b>                          | <b>56.0356</b>   | <b>136255850</b>               | <b>55625</b>                 | <b>99.9592</b>  | <b>0.0408</b>   |

\*2 Shareholders have voted for lesser number of shares than their shareholding as on the cut-off date and excludes 28 shares which are invalid.




### DB REALTY LIMITED

**Resolution 2--**

| Resolution required: (Ordinary/Special)                                  |                               |                           | Ordinary– Re-appointment of Ms. Sunita Goenka, who retires by rotation and, being eligible, offers herself for re-appointment |  |                                |                              |   |   |
|--|-------------------------------|---------------------------|---|--|--------------------------------|------------------------------|---|---|
| Whether Promoter/Promoter Group are interested in the Agenda/Resolution? |                               |                           | Yes   |  |                                |                              |   |   |
| Category   | Mode of Voting                | No. of Shares held<br>(1) | No of valid votes polled<br>(2)   | % of Votes Polled on outstanding shares<br>(3)=[(2)/<br>(1)]*100 | No of Votes – In favour<br>(4) | No of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/<br>(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/<br>(2)]*100 |
| Promoter and Promoter Group  | E-voting                      | 151709527                 | 133300390   | 87.8655  | 133300390                      | 0                            | 100.0000  | 0.0000  |
|  | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>151709527</b>  | <b>133300390</b>   | <b>87.8655</b>                 | <b>133300390</b>             | <b>0</b>  | <b>100.0000</b>   |
| Public-Institutions  | E-voting                      | 20595166                  | 38619   | 0.1875   | 38619                          | 0                            | 100.0000  | 0.0000  |
|  | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>20595166</b>   | <b>38619</b>   | <b>0.1875</b>                  | <b>38619</b>                 | <b>0</b>  | <b>100.0000</b>   |
| Public-Non Institutions  | E-voting                      | 70954089                  | 2889725   | 4.0727   | 2872259                        | 17466                        | 99.3956   | 0.6044  |
|  | Poll                          |                           | *82741  | 0.1166   | 82741                          | 0                            | 100.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>70954089</b>   | <b>2972466</b>   | <b>4.1893</b>                  | <b>2955000</b>               | <b>17466</b>  | <b>99.4124</b>  |
| <b>Total</b>   |                               | <b>243258782</b>          | <b>136311475</b>  | <b>56.0356</b>   | <b>136294009</b>               | <b>17466</b>                 | <b>99.9872</b>  | <b>0.0128</b>   |

\*2 Shareholders have voted for lesser number of shares than their shareholding as on the cut-off date and excludes 28 shares which are invalid.



**D B REALTY LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063. • Tel.: 91-22-4077 8600 • Fax: 91-22-2841 5550

E-mail: Info@dbg.co.in • Website: www.dbrealty.co.in

CIN: L70200MH2007PLC166818

**Resolution 3--**

| Resolution required: (Ordinary/Special)                                  |                               |                           | Ordinary-- To not to fill the vacancy caused due to retirement of Mr. Salim Balwa |  |                                |                              |   |   |
|--|-------------------------------|---------------------------|---|--|--------------------------------|------------------------------|---|---|
| Whether Promoter/Promoter Group are interested in the Agenda/Resolution? |                               |                           | Yes   |  |                                |                              |   |   |
| Category   | Mode of Voting                | No. of Shares held<br>(1) | No of valid votes polled<br>(2)   | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No of Votes – in favour<br>(4) | No of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group  | E-voting                      | 151709527                 | 133300390   | 87.8655  | 133300390                      | 0                            | 100.0000  | 0.0000  |
|  | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>151709527</b>  | <b>133300390</b>   | <b>87.8655</b>                 | <b>133300390</b>             | <b>0</b>  | <b>100.0000</b>   |
| Public-Institutions  | E-voting                      | 20595166                  | 38619   | 0.1875   | 38619                          | 0                            | 100.0000  | 0.0000  |
|  | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>20595166</b>   | <b>38619</b>   | <b>0.1875</b>                  | <b>38619</b>                 | <b>0</b>  | <b>100.0000</b>   |
| Public-Non Institutions  | E-voting                      | 70954089                  | 2889725   | 4.0727   | 2871743                        | 17982                        | 99.3777   | 0.6223  |
|  | Poll                          |                           | *82741  | 0.1166   | 82741                          | 0                            | 100.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>70954089</b>   | <b>2972466</b>   | <b>4.1893</b>                  | <b>2954484</b>               | <b>17982</b>  | <b>99.3950</b>  |
| <b>Total</b>   |                               | <b>243258782</b>          | <b>136311475</b>  | <b>56.0356</b>   | <b>136293493</b>               | <b>17982</b>                 | <b>99.9868</b>  | <b>0.0132</b>   |

\*2 Shareholders have voted for lesser number of shares than their shareholding as on the cut-off date and excludes 28 shares which are invalid.



**D B REALTY LIMITED**

**Resolution 4--**

| Resolution required: (Ordinary/Special)<br>Whether Promoter/Promoter Group are interested in the Agenda/Resolution? |                               |                           | Special – Adoption of new set of Article of Association |  |                                |                              |   |   |
|---|-------------------------------|---------------------------|---|--|--------------------------------|------------------------------|---|---|
|   |                               |                           | No  |  |                                |                              |   |   |
| Category  | Mode of Voting                | No. of Shares held<br>(1) | No of valid votes polled<br>(2)                         | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No of Votes – in favour<br>(4) | No of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-voting                      | 151709527                 | 133300390   | 87.8655  | 133300390                      | 0                            | 100.0000  | 0.0000  |
|   | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|   | <b>Total</b>                  |                           | <b>151709527</b>  | <b>133300390</b>   | <b>87.8655</b>                 | <b>133300390</b>             | <b>0</b>  | <b>100.0000</b>   |
| Public-Institutions   | E-voting                      | 20595166                  | 38619   | 0.1875   | 0                              | 38619                        | 0.0000  | 100.0000  |
|   | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|   | <b>Total</b>                  |                           | <b>20595166</b>   | <b>38619</b>   | <b>0.1875</b>                  | <b>0</b>                     | <b>38619</b>  | <b>0.0000</b>   |
| Public-Non Institutions   | E-voting                      | 70954089                  | 2889725   | 4.0727   | 2872259                        | 17466                        | 99.3956   | 0.6044  |
|   | Poll                          |                           | *82741  | 0.1166   | 82741                          | 0                            | 100.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|   | <b>Total</b>                  |                           | <b>70954089</b>   | <b>2972466</b>   | <b>4.1893</b>                  | <b>2955000</b>               | <b>17466</b>  | <b>99.4124</b>  |
| <b>Total</b>  |                               | <b>243258782</b>          | <b>136311475</b>  | <b>56.0356</b>   | <b>136255390</b>               | <b>56085</b>                 | <b>99.9589</b>  | <b>0.0411</b>   |

\*2 Shareholders have voted for lesser number of shares than their shareholding as on the cut-off date and excludes 28 shares which are invalid.



**D B REALTY LIMITED**

**Resolution 5--**

| Resolution required: (Ordinary/Special)                                  |                               |                        | Special – Re-appointment of Mr. Jagat Killawala, as an Independent Director |   |                             |                           |  |  |
|--|-------------------------------|------------------------|---|---|-----------------------------|---------------------------|--|--|
| Whether Promoter/Promoter Group are interested in the Agenda/Resolution? |                               |                        | No  |   |                             |                           |  |  |
| Category   | Mode of Voting                | No. of Shares held (1) | No of valid votes polled (2)  | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes – in favour (4) | No of Votes – against (5) | % of Votes In favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group  | E-voting Poll                 | 151709527              | 133300390   | 87.8655   | 133300390                   | 0                         | 100.0000   | 0.0000   |
|  | Postal Ballot (if applicable) |                        | 0   | 0.0000  | 0                           | 0                         | 0.0000   | 0.0000   |
|  | Total                         | 151709527              | 133300390   | 87.8655   | 133300390                   | 0                         | 100.0000   | 0.0000   |
|  |                               |                        |   |   |                             |                           |  |  |
| Public-Institutions  | E-voting Poll                 | 20595166               | 38619   | 0.1875  | 0                           | 38619                     | 0.0000   | 100.0000   |
|  | Postal Ballot (if applicable) |                        | 0   | 0.0000  | 0                           | 0                         | 0.0000   | 0.0000   |
|  | Total                         | 20595166               | 38619   | 0.1875  | 0                           | 38619                     | 0.0000   | 100.0000   |
|  |                               |                        |   |   |                             |                           |  |  |
| Public-Non Institutions  | E-voting Poll                 | 70954089               | 2889725   | 4.0727  | 2872258                     | 17467                     | 99.3955  | 0.6045   |
|  | Postal Ballot (if applicable) |                        | *82741  | 0.1166  | 82741                       | 0                         | 100.0000   | 0.0000   |
|  | Total                         | 70954089               | 2972466   | 4.1893  | 2954999                     | 17467                     | 99.4124  | 0.5876   |
|  |                               |                        |   |   |                             |                           |  |  |
| <b>Total</b>   |                               | <b>243258782</b>       | <b>136311475</b>  | <b>56.0356</b>  | <b>136255389</b>            | <b>56086</b>              | <b>99.9589</b>   | <b>0.0411</b>  |

\*2 Shareholders have voted for lesser number of shares than their shareholding as on the cut-off date and excludes 28 shares which are invalid.



**D B REALTY LIMITED**

**Resolution 6--**

| Resolution required: (Ordinary/Special)                                  |                               |                           | Special – Re-appointment of Mr. Nasir Mahmud Rafique as an Independent Director |  |                                |                              |   |   |
|--|-------------------------------|---------------------------|---|--|--------------------------------|------------------------------|---|---|
| Whether Promoter/Promoter Group are interested in the Agenda/Resolution? |                               |                           | No  |  |                                |                              |   |   |
| Category   | Mode of Voting                | No. of Shares held<br>(1) | No of valid votes polled<br>(2)   | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No of Votes – in favour<br>(4) | No of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group  | E-voting                      | 151709527                 | 133300390   | 87.8655  | 133300390                      | 0                            | 100.0000  | 0.0000  |
|  | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  | <b>151709527</b>          | <b>133300390</b>  | <b>87.8655</b>   | <b>133300390</b>               | <b>0</b>                     | <b>100.0000</b>   | <b>0.0000</b>   |
| Public-Institutions  | E-voting                      | 20595166                  | 38619   | 0.1875   | 0                              | 38619                        | 0.0000  | 100.0000  |
|  | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  | <b>20595166</b>           | <b>38619</b>  | <b>0.1875</b>  | <b>0</b>                       | <b>38619</b>                 | <b>0.0000</b>   | <b>100.0000</b>   |
| Public-Non Institutions  | E-voting                      | 70954089                  | 2889725   | 4.0727   | 2871544                        | 18181                        | 99.3708   | 0.6292  |
|  | Poll                          |                           | *82741  | 0.1166   | 82741                          | 0                            | 100.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  | <b>70954089</b>           | <b>2972466</b>  | <b>4.1893</b>  | <b>2954285</b>                 | <b>18181</b>                 | <b>99.3884</b>  | <b>0.6116</b>   |
| <b>Total</b>   |                               | <b>243258782</b>          | <b>136311475</b>  | <b>56.0356</b>   | <b>136254675</b>               | <b>56800</b>                 | <b>99.9583</b>  | <b>0.0417</b>   |

\*2 Shareholders have voted for lesser number of shares than their shareholding as on the cut-off date and excludes 28 shares which are invalid.




**D B REALTY LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goragaon (East), Mumbai - 400 063. • Tel.: 91-22-4077 8600 • Fax: 91-22-2841 5550

E-mail: info@dbg.co.in • Website: www.dbrealty.co.in

CIN: L70200MH2007PLC166818



**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,  
13<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**D B REALTY LIMITED**  
Held on Monday, 30<sup>th</sup> September, 2019 at  
Lakshdham High School Auditorium,  
Lakshdham High School,  
Gokuldham, Goregaon (East),  
Mumbai- 400 063

Dear Sir,

**Sub:- Combined Scrutinizers Report in terms of provisions of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 thereunder, Secretarial Standards-2 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on remote e-voting and voting by poll at the 13<sup>th</sup> Annual General Meeting ("AGM") of the Equity Shareholders of D B Realty Limited held on Monday, September 30, 2019 at 3.00 p.m. at Lakshdham High School Auditorium, Lakshdham High School, Gokuldham, Goregaon (East), Mumbai- 400 063.**

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 13, 2019 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. The Company has availed the remote e-voting facility provided by Central Depository Services (India) Limited (hereinafter referred to as "CDSL") for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Friday, September 27, 2019 at (9.00 a.m. IST) and ended on Sunday, September 29, 2019 (5.00 p.m. IST) and the CDSL remote e-voting platform was blocked thereafter.
3. On the basis of votes exercised by the Shareholders of the Company through remote e-voting, I have issued separate Scrutinizer's Report dated October 1, 2019 on the remote e-voting.
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 AGM of the Company to conduct the poll process in fair and transparent manner on all the resolutions contained in the notice to the AGM of the Company.
5. On the basis of the votes cast by the Shareholders through poll, I have issued separate Scrutinizer's Report dated October 1, 2019 on the poll taken on all the resolutions contained in the notice to the AGM of the Company.
6. As requested by the Management, I submit herewith my combined report on the result of voting through e-voting and Poll as under with brief description of resolutions. Kindly refer the Notice of AGM for the text of complete resolutions.







Agenda-wise Disclosure

Resolution 1--

| Resolution required: (Ordinary/Special)<br>Whether Promoter/Promoter Group are interested in the Agenda/Resolution? |                               |                           | Ordinary-Adoption of financial statements |  |                                |                              |   |   |
|---|-------------------------------|---------------------------|---|--|--------------------------------|------------------------------|---|---|
| No  |                               |                           | No  |  |                                |                              |   |   |
| Category  | Mode of Voting                | No. of Shares held<br>(1) | No of valid votes polled<br>(2)           | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No of Votes – in favour<br>(4) | No of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-voting Poll                 | 151709527                 | 133300390                                 | 87.8655  | 133300390                      | 0                            | 100.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|   |                               |                           | N.A.                                      | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|   | <b>Total</b>                  |                           | <b>133300390</b>                          | <b>87.8655</b>   | <b>133300390</b>               | <b>0</b>                     | <b>100.0000</b>   | <b>0.0000</b>   |
| Public-Institutions   | E-voting Poll                 | 20595166                  | 38619                                     | 0.1875   | 0                              | 38619                        | 0.0000  | 100.0000  |
|   | Postal Ballot (if applicable) |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|   |                               |                           | N.A.                                      | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|   | <b>Total</b>                  |                           | <b>38619</b>                              | <b>0.1875</b>  | <b>0</b>                       | <b>38619</b>                 | <b>0.0000</b>   | <b>100.0000</b>   |
| Public-Non Institutions   | E-voting Poll                 | 70954089                  | 2889725                                   | 4.0727   | 2872719                        | 17006                        | 99.4115   | 0.5885  |
|   | Postal Ballot (if applicable) |                           | *82741                                    | 0.1166   | 82741                          | 0                            | 100.0000  | 0.0000  |
|   |                               |                           | N.A.                                      | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|   | <b>Total</b>                  |                           | <b>2972466</b>                            | <b>4.1893</b>  | <b>2955460</b>                 | <b>17006</b>                 | <b>99.4279</b>  | <b>0.5721</b>   |
| <b>Total</b>  |                               | <b>243258782</b>          | <b>136311475</b>                          | <b>56.0356</b>   | <b>136255850</b>               | <b>55625</b>                 | <b>99.9592</b>  | <b>0.0408</b>   |

\*2 Shareholders have voted for lesser number of shares than their shareholding as on the cut-off date and excludes 28 shares which are invalid.





Resolution 2--

| Resolution required: (Ordinary/Special)                                  |                               |                           | Ordinary– Re-appointment of Ms. Sunita Goenka, who retires by rotation and, being eligible, offers herself for re-appointment |  |                                |                              |   |   |
|--|-------------------------------|---------------------------|---|--|--------------------------------|------------------------------|---|---|
| Whether Promoter/Promoter Group are interested in the Agenda/Resolution? |                               |                           | Yes   |  |                                |                              |   |   |
| Category   | Mode of Voting                | No. of Shares held<br>(1) | No of valid votes polled<br>(2)   | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No of Votes – in favour<br>(4) | No of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group  | E-voting Poll                 | 151709527                 | 133300390   | 87.8655  | 133300390                      | 0                            | 100.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  |                               |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>133300390</b>  | <b>87.8655</b>   | <b>133300390</b>               | <b>0</b>                     | <b>100.0000</b>   | <b>0.0000</b>   |
| Public-Institutions  | E-voting Poll                 | 20595166                  | 38619   | 0.1875   | 38619                          | 0                            | 100.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  |                               |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>38619</b>  | <b>0.1875</b>  | <b>38619</b>                   | <b>0</b>                     | <b>100.0000</b>   | <b>0.0000</b>   |
| Public-Non Institutions  | E-voting Poll                 | 70954089                  | 2889725   | 4.0727   | 2872259                        | 17466                        | 99.3956   | 0.6044  |
|  | Postal Ballot (if applicable) |                           | *82741  | 0.1166   | 82741                          | 0                            | 100.0000  | 0.0000  |
|  |                               |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>2972466</b>  | <b>4.1893</b>  | <b>2955000</b>                 | <b>17466</b>                 | <b>99.4124</b>  | <b>0.5876</b>   |
| <b>Total</b>   |                               | <b>243258782</b>          | <b>136311475</b>  | <b>56.0356</b>   | <b>136294009</b>               | <b>17466</b>                 | <b>99.9872</b>  | <b>0.0128</b>   |

\*2 Shareholders have voted for lesser number of shares than their shareholding as on the cut-off date and excludes 28 shares which are invalid.





Resolution 3--

| Resolution required: (Ordinary/Special)                                  |                               |                           | Ordinary– To not to fill the vacancy caused due to retirement of Mr. Salim Balwa |  |                                |                              |   |   |
|--|-------------------------------|---------------------------|--|--|--------------------------------|------------------------------|---|---|
| Whether Promoter/Promoter Group are interested in the Agenda/Resolution? |                               |                           | Yes  |  |                                |                              |   |   |
| Category   | Mode of Voting                | No. of Shares held<br>(1) | No of valid votes polled<br>(2)  | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No of Votes – in favour<br>(4) | No of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group  | E-voting                      | 151709527                 | 133300390  | 87.8655  | 133300390                      | 0                            | 100.0000  | 0.0000  |
|  | Poll                          |                           | 0  | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.   | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>151709527</b>   | <b>133300390</b>   | <b>87.8655</b>                 | <b>133300390</b>             | <b>0</b>  | <b>100.0000</b>   |
| Public-Institutions  | E-voting                      | 20595166                  | 38619  | 0.1875   | 38619                          | 0                            | 100.0000  | 0.0000  |
|  | Poll                          |                           | 0  | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.   | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>20595166</b>  | <b>38619</b>   | <b>0.1875</b>                  | <b>38619</b>                 | <b>0</b>  | <b>100.0000</b>   |
| Public-Non Institutions  | E-voting                      | 70954089                  | 2889725  | 4.0727   | 2871743                        | 17982                        | 99.3777   | 0.6223  |
|  | Poll                          |                           | *82741   | 0.1166   | 82741                          | 0                            | 100.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.   | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>70954089</b>  | <b>2972466</b>   | <b>4.1893</b>                  | <b>2954484</b>               | <b>17982</b>  | <b>99.3950</b>  |
| <b>Total</b>   |                               | <b>243258782</b>          | <b>136311475</b>   | <b>56.0356</b>   | <b>136293493</b>               | <b>17982</b>                 | <b>99.9868</b>  | <b>0.0132</b>   |

\*2 Shareholders have voted for lesser number of shares than their shareholding as on the cut-off date and excludes 28 shares which are invalid.



**Resolution 4--**

| Resolution required: (Ordinary/Special)<br>Whether Promoter/Promoter Group are interested in the Agenda/Resolution? |                               |                           | Special – Adoption of new set of Article of Association |  |                                |                              |   |   |
|---|-------------------------------|---------------------------|---|--|--------------------------------|------------------------------|---|---|
|   |                               |                           | No  |  |                                |                              |   |   |
| Category  | Mode of Voting                | No. of Shares held<br>(1) | No of valid votes polled<br>(2)                         | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No of Votes – in favour<br>(4) | No of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-voting                      | 151709527                 | 133300390   | 87.8655  | 133300390                      | 0                            | 100.0000  | 0.0000  |
|   | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|   | <b>Total</b>                  |                           | <b>133300390</b>  | <b>87.8655</b>   | <b>133300390</b>               | <b>0</b>                     | <b>100.0000</b>   | <b>0.0000</b>   |
| Public-Institutions   | E-voting                      | 20595166                  | 38619   | 0.1875   | 0                              | 38619                        | 0.0000  | 100.0000  |
|   | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|   | <b>Total</b>                  |                           | <b>38619</b>  | <b>0.1875</b>  | <b>0</b>                       | <b>38619</b>                 | <b>0.0000</b>   | <b>100.0000</b>   |
| Public-Non Institutions   | E-voting                      | 70954089                  | 2889725   | 4.0727   | 2872259                        | 17466                        | 99.3956   | 0.6044  |
|   | Poll                          |                           | *82741  | 0.1166   | 82741                          | 0                            | 100.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|   | <b>Total</b>                  |                           | <b>2972466</b>  | <b>4.1893</b>  | <b>2955000</b>                 | <b>17466</b>                 | <b>99.4124</b>  | <b>0.5876</b>   |
| <b>Total</b>  |                               | <b>243258782</b>          | <b>136311475</b>  | <b>56.0356</b>   | <b>136255390</b>               | <b>56085</b>                 | <b>99.9589</b>  | <b>0.0411</b>   |

\*2 Shareholders have voted for lesser number of shares than their shareholding as on the cut-off date and excludes 28 shares which are invalid.





Resolution 5--

| Resolution required: (Ordinary/Special)                                  |                               |                           | Special – Re-appointment of Mr. Jagat Killawala, as an Independent Director |  |                                |                              |   |   |
|--|-------------------------------|---------------------------|---|--|--------------------------------|------------------------------|---|---|
| Whether Promoter/Promoter Group are interested in the Agenda/Resolution? |                               |                           | No  |  |                                |                              |   |   |
| Category   | Mode of Voting                | No. of Shares held<br>(1) | No of valid votes polled<br>(2)   | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No of Votes – in favour<br>(4) | No of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group  | E-voting                      | 151709527                 | 133300390   | 87.8655  | 133300390                      | 0                            | 100.0000  | 0.0000  |
|  | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>151709527</b>  | <b>133300390</b>   | <b>87.8655</b>                 | <b>133300390</b>             | <b>0</b>  | <b>100.0000</b>   |
| Public-Institutions  | E-voting                      | 20595166                  | 38619   | 0.1875   | 0                              | 38619                        | 0.0000  | 100.0000  |
|  | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>20595166</b>   | <b>38619</b>   | <b>0.1875</b>                  | <b>0</b>                     | <b>38619</b>  | <b>0.0000</b>   |
| Public-Non Institutions  | E-voting                      | 70954089                  | 2889725   | 4.0727   | 2872258                        | 17467                        | 99.3955   | 0.6045  |
|  | Poll                          |                           | *82741  | 0.1166   | 82741                          | 0                            | 100.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>70954089</b>   | <b>2972466</b>   | <b>4.1893</b>                  | <b>2954999</b>               | <b>17467</b>  | <b>99.4124</b>  |
| <b>Total</b>   |                               | <b>243258782</b>          | <b>136311475</b>  | <b>56.0356</b>   | <b>136255389</b>               | <b>56086</b>                 | <b>99.9589</b>  | <b>0.0411</b>   |

\*2 Shareholders have voted for lesser number of shares than their shareholding as on the cut-off date and excludes 28 shares which are invalid.





Resolution 6--

| Resolution required: (Ordinary/Special)                                  |                               |                           | Special – Re-appointment of Mr. Nasir Mahmud Rafique as an Independent Director |  |                                |                              |   |   |
|--|-------------------------------|---------------------------|---|--|--------------------------------|------------------------------|---|---|
| Whether Promoter/Promoter Group are interested in the Agenda/Resolution? |                               |                           | No  |  |                                |                              |   |   |
| Category   | Mode of Voting                | No. of Shares held<br>(1) | No of valid votes polled<br>(2)   | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No of Votes – in favour<br>(4) | No of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group  | E-voting                      | 151709527                 | 133300390   | 87.8655  | 133300390                      | 0                            | 100.000   | 0.0000  |
|  | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>151709527</b>  | <b>133300390</b>   | <b>87.8655</b>                 | <b>133300390</b>             | <b>0</b>  | <b>100.000</b>  |
| Public-Institutions  | E-voting                      | 20595166                  | 38619   | 0.1875   | 0                              | 38619                        | 0.0000  | 100.0000  |
|  | Poll                          |                           | 0   | 0.0000   | 0                              | 0                            | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>20595166</b>   | <b>38619</b>   | <b>0.1875</b>                  | <b>0</b>                     | <b>38619</b>  | <b>0.0000</b>   |
| Public-Non Institutions  | E-voting                      | 70954089                  | 2889725   | 4.0727   | 2871544                        | 18181                        | 99.3708   | 0.6292  |
|  | Poll                          |                           | *82741  | 0.1166   | 82741                          | 0                            | 100.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                           | N.A.  | N.A.   | N.A.                           | N.A.                         | N.A.  | N.A.  |
|  | <b>Total</b>                  |                           | <b>70954089</b>   | <b>2972466</b>   | <b>4.1893</b>                  | <b>2954285</b>               | <b>18181</b>  | <b>99.3884</b>  |
| <b>Total</b>   |                               | <b>243258782</b>          | <b>136311475</b>  | <b>56.0356</b>   | <b>136254675</b>               | <b>56800</b>                 | <b>99.9583</b>  | <b>0.0417</b>   |

\*2 Shareholders have voted for lesser number of shares than their shareholding as on the cut-off date and excludes 28 shares which are invalid.





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 poll on all the resolutions contained in the Notice of the AGM of the Members of the Company. My responsibility as scrutinizer's for the e-voting process and for poll at the AGM 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 CDSL, the authorized agency to provide e-voting facilities and engaged by the Company and Link Intime India Private Limited (Registrar and Share Transfer Agent) at the time of poll taken at the AGM.

The register and all other papers and relevant records relating to e-voting & poll is under my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be 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

*V.M. Kundaliya*  
Vicky M. Kundaliya  
Proprietor



Practising Company Secretary  
FCS - 7716 / COP No. 10989

Place:- Mumbai  
Date:- 1<sup>st</sup> October, 2019

For D B Realty Limited

*Jignesh Shah*  
Jignesh Shah  
Company Secretary

