

August 2, 2018

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

Dear Sirs,

**Sub: Disclosure of Voting Results of the Postal Ballot of the Company declared on August 2, 2018 as per requirement of Regulation 44(3) of SEBI (LODR) Regulations, 2015**

The Company had sought the consent of the Shareholders of the Company, pursuant to SEBI (LODR) Regulations 2015, the applicable provisions, if any, of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, by way of Postal Ballot and e-voting for the proposals related to Related Party Transactions as set out in the Notice dated May 28, 2018.


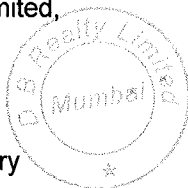
Last date for receipt of Postal Ballot Form duly completed by the shareholders in the self addressed postage prepaid envelope / E voting was Tuesday, July 31, 2018.

Mr. Vicky Kundaliya, Practicing Company Secretary, Scrutinizer appointed for conducting the Postal Ballot Process has submitted his Report of the Postal Ballot / E voting dated August 1, 2018. Based on the aforesaid report, the Managing Director of the Company has today announced the result of the aforesaid Postal Ballot at the Registered Office of the Company.

We would like to inform you that the Resolution as contained in the aforesaid Postal Ballot Notice has been passed by the members of the Company with requisite majority.

The details of the voting results in the format prescribed under Regulation 44(3) of SEBI (LODR) Regulations, 2015 are enclosed, together with a copy of the Combined Scrutinizer's report and the same will be displayed at the Registered office of the Company and on the website of the Company [www.dbrealty.co.in](http://www.dbrealty.co.in)

Thanking you,

Yours faithfully,  
For D-B Realty Limited,  
Jignesh Shah  
Company Secretary

Encl: as above

**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 / 2842 1667

E-mail: [info@dbg.co.in](mailto:info@dbg.co.in) • Website: [www.dbrealty.co.in](http://www.dbrealty.co.in)

CIN: L70200MH2007PLC166818

## DETAILS OF VOTING RESULTS

Date of EGM (Conclusion of the voting) : July 31, 2018

Total No of Shareholders as on Record date : As off Cut off date i.e. June 22, 2018  
27289

No of shareholders Present at the meeting ) Not applicable since the process was through  
Either in person or through proxy ) postal ballot and e voting

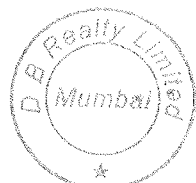
No of shareholders attended through video ) Not applicable since the process was through  
Conferencing: ) postal ballot and e voting

### Agenda-wise Disclosure

#### Resolution : 1

Resolution required: (Ordinary/Special)			Ordinary – Consent pursuant to Regulation 23 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and / or Section Related Parties transactions.					
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?			Yes. Promoter/Promoter Group are interested in the Resolution.					
Category	Mode of Voting	No. of Shares held (1)	No 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	151609527	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>151609527</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Institutions	E-voting	26300218	8800040	33.4600	541256	8258784	6.1506	93.8494
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>26300218</b>	<b>8800040</b>	<b>33.4600</b>	<b>541256</b>	<b>8258784</b>	<b>6.1506</b>
Public-Non Institutions	E-voting	65349037	19860682	30.3917	19859426	1256	99.9937	0.0063
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		236072*	0.3612	236072	0	100.0000	0.0000
	<b>Total</b>		<b>65349037</b>	<b>20096754</b>	<b>30.7529</b>	<b>20095498</b>	<b>1256</b>	<b>99.9938</b>
<b>Total</b>		<b>243258782</b>	<b>28896794</b>	<b>11.8790</b>	<b>20636754</b>	<b>8260040</b>	<b>71.4154</b>	<b>28.5846</b>

\* 2 shareholders have voted for higher number of shares than their actual shareholding as on the cut-off date.

#### D B REALTY LIMITED

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

CIN: L70200MH2007PLC166818

# V. M. KUNDALIYA & ASSOCIATES

## COMPANY SECRETARIES

B/102, Sunderbaug Society, Opp. Jain Derasar, Mathuradas Road, Kandivali (W), Mumbai - 400 067  
Mob:- 09867263830 Email: vickycsllb@gmail.com / vicky241083@yahoo.co.in

### COMBINED SCRUTINIZER'S REPORT

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with  
Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies  
(Management and Administration) Rules, 2015]

To,  
The Chairman / Vice Chairman  
**DB REALTY LIMITED** (CIN No.:L70200MH2007PLC166818)  
DB House, General A. K. Vaidya Marg,  
Goregaon (East), Mumbai - 400063

Dear Sir,

The Board of Directors has appointed me as the Scrutinizer for conducting the Postal Ballot Voting process and E Voting process on 28<sup>th</sup> May, 2018 for conducting the Voting Process in fair and transparent manner.

Accordingly, I submit my report as under:

1. In terms of Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has issued a Postal Ballot Notice dated 28<sup>th</sup> May, 2018 for passing Ordinary Resolution as mentioned in the said Notice to its Members. As informed to us, the Company has completed the dispatch of Postal Ballot Notices along with self-addresses postage pre-paid business reply envelopes to all its Equity Shareholders by Registered Post/Air Mail at the respective registered address or by email to the registered e-mail address, whose name(s) appeared on the Register of Members / List of Beneficiaries as on 22<sup>nd</sup> June, 2018.
2. The Company has offered E-voting facility to all its Equity Shareholders who are the Shareholders as on cut-off date i.e. 22<sup>nd</sup> June, 2018.
3. The E-Voting for Postal Ballot and Voting through Postal Ballot Forms commenced from 2<sup>nd</sup> July, 2018 and ended on 31<sup>st</sup> July, 2018 (5.00 p.m.).
4. The particulars of all Postal Ballot / Electronic Votes received from the Members have been entered in the Electronic Register separately maintained for the purpose.
5. I have downloaded the data of e-voting after the E-voting Module was disabled by the CDSL.
6. The votes cast by the Shareholders through e-voting facility were scrutinized by verifying it using the Scrutinizer's Login on the CDSL e-voting website. The votes cast through E-voting were unblocked on 1<sup>st</sup> August, 2018 in the presence of two witnesses, Ms. Khadija Liliyawala and Ms. Disha Shah who are not in employment of the Company.
7. The Sealed Postal Ballot Forms received from the Shareholders were kept under the safe custody of the Link Intime India Private Limited – Registrar and Share Transfer Agent.
8. The Postal Ballot Forms were scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company/List of Beneficiaries as on 22<sup>nd</sup> June, 2018 provided by the Registrar and Share Transfer Agent - Link Intime India Private Limited.
9. All Postal Ballot Forms and E-votes received upto 5.00 P.M. on Tuesday, 31<sup>st</sup> July, 2018, the last date and time fixed by the Company for receipt of the Forms were considered for my scrutiny.



10. The Combined Report is given below :-

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
		[1]	[2]	[3] = {[2]/[1]}*100	[4]	[5]	[6] = {[4]/[2]}*100	[7] = {[5]/[2]}*100
Promoter and Promoter Group	E-Voting	151609527	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	26300218	8800040	33.4600	541256	8258784	6.1506	93.8494
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8800040</b>	<b>33.4600</b>	<b>541256</b>	<b>8258784</b>	<b>6.1506</b>	<b>93.8494</b>
Public Non Institutions	E-Voting	65349037	19860682	30.3917	19859426	1256	99.9937	0.0063
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		236072*	0.3612	236072	0	100.0000	0.0000
	<b>Total</b>		<b>20096754</b>	<b>30.7529</b>	<b>20095498</b>	<b>1256</b>	<b>99.9938</b>	<b>0.0062</b>
<b>Total</b>		<b>243258782</b>	<b>28896794</b>	<b>11.8790</b>	<b>20636754</b>	<b>8260040</b>	<b>71.4154</b>	<b>28.5846</b>

\*2 shareholders have voted for higher number of shares than their actual shareholding as on the cut-off date.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules as amended from time to time, Secretarial Standard – 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 relating to voting through electronic means and PostalBallot on the resolution contained in the Postal Ballot Notice dated 28<sup>th</sup> May, 2018. My responsibility as scrutiner's for the e-voting process and for Postal Ballot is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated above based on report generated from the e-voting system provided by the 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).

Thanking you,  
Yours faithfully,

For V. M. Kundaliya & Associates  
Company Secretaries

V.M. Kundaliya  
Vicky M. Kundaliya  
(Proprietor)  
C.P. No. 10989  
Membership No : F7716



Place:- Mumbai  
Date:-1<sup>st</sup> August, 2018

Acknowledge receipt of the same  
For D B Realty Limited

Jignesh Shah  
Company Secretary



Place:- Mumbai  
Date:-1<sup>st</sup> August, 2018