



DB (INTERNATIONAL) STOCK BROKERS LTD.

• NSE-CAPITAL MARKET, F&O & CURRENCY SEGMENTS • BSE-CAPITAL MARKET, F&O & CURRENCY SEGMENTS
• MCX-SX-CAPITAL MARKET, F&O & CURRENCY SEGMENTS • DEPOSITORY PARTICIPANT • CDSL, IPO, MATUAL FUND & BONDS

402, NEW DELHI HOUSE, 27, BARAKHAMBA ROAD, NEW DELHI-110001
TEL: 23353795,96,97, 43606162 FAX : 011-23736162

CIN L67120HR1992PLC035349

DETAILS OF VOTING RESULTS OF THE ANNUAL GENERAL MEETING

Date of Annual General Meeting: 14th September, 2015
Total No of Shareholders as on Record Date: 1050

No of Shareholders present in the meeting either in person or through proxy:
Promoter & Promoter Group : 6
Public : 31

No of Shareholders attended the Meeting through Video Conferencing
Promoter & Promoter Group: Not Applicable
Public : Not Applicable

Agenda 1:

Details of Agenda: Adoption of Audited Financial Statements, Director's and Auditor's Report for the year ended on 31st March, 2015

Required Resolution: Ordinary
Mode of Voting : By poll / E-Voting

In case of Poll:

Promoters/Public	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 Vote Polled
	(1)	(2)	$(3) = \{(2)/(1)\} * 100$	(4)	(5)	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
Promoter and Promoter Group	10505000	NIL	NIL	NIL	NIL	NIL	NIL
Public Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-others	24495000	44	0.00018	44	NIL	100	NIL
Total	35000000	44	0.00018	44	NIL	100	NIL

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In Case of E-voting

Promoters/Public	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)	(4)	(5)	(6)= $\frac{(4)}{(2)} * 100$	(7)= $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	10,50,500	10,50,500	100%	10,50,500	NIL	100%	NIL
Public Institutional holders	-	-	-	-	-	-	-
Public-others	24495000	5923312	24.18%	5923312	NIL	100%	NIL
Total	35000000	16428312	46.93%	16428312	NIL	100%	NIL

Agenda 2:

Details of Agenda: Appointment of a Director in place of Shri Sanjay Kumar Mimani (DIN 00072403), who retires from office by rotation, and being eligible, offers himself for re-appointment

Required Resolution: Ordinary

Mode of Voting : By poll / E-Voting

In case of Poll:

Promoters/Public	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 Vote Polled

Guts

	(1)	(2)	(3)={ (2)/(1) } * 100	(4)	(5)	(6) = { (4)/(2) } * 100	(7) = { (5)/(2) } * 100
Promoter and Promoter Group	10505000	NIL	NIL	NIL	NIL	NIL	NIL
Public Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-others	24495000	44	0.00018	44	NIL	100	NIL
Total	35000000	44	0.00018	44	NIL	100	NIL

In Case of E-voting

Promoters/Public	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)	(4)	(5)	(6) = { (4)/(2) } * 100	(7) = { (5)/(2) } * 100
Promoter and Promoter Group	10,50,500	10,50,500	100%	10,50,500	NIL	100%	NIL
Public Institutional holders	-	-	-	-	-	-	-
Public-others	24495000	5923312	24.18%	5923312	NIL	100%	NIL
Total	35000000	16428312	46.93%	16428312	NIL	100%	NIL

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Agenda 3:

Details of Agenda: Appointment of Auditor and fix their remuneration.

Required Resolution: Ordinary

Mode of Voting : By poll / E-Voting

In case of Poll:

Promoters/Public	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 Vote Polled
	(1)	(2)	(3)={ (2)/(1) } * 100	(4)	(5)	(6) = { (4)/(2) } * 100	(7) = { (5)/(2) } * 100
Promoter and Promoter Group	10505000	NIL	NIL	NIL	NIL	NIL	NIL
Public Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-others	24495000	44	0.00018	44	NIL	100	NIL
Total	35000000	44	0.00018	44	NIL	100	NIL

In Case of E-voting

Promoters/Public	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

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			(3)				
Promoter and Promoter Group	10,50,500	10,50,500	100%	10,50,500	NIL	100%	NIL
Public Institutional holders	-	-	-	-	-	-	-
Public-others	24495000	5923312	24.18%	5923312	NIL	100%	NIL
Total	35000000	16428312	46.93%	16428312	NIL	100%	NIL

Agenda 4:

Details of Agenda: Re-appointment of Managing Director of the Company.

Required Resolution: Ordinary

Mode of Voting : By poll / E-Voting

In case of Poll:

Promoters/Public	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 Vote Polled
	(1)	(2)	(3)={{(2)/(1)}}*100	(4)	(5)	(6)={{(4)/(2)}}*100	(7)={{(5)/(2)}}*100
Promoter and Promoter Group	10505000	NIL	NIL	NIL	NIL	NIL	NIL
Public Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-others	24495000	44	0.00018	44	NIL	100	NIL
Total	35000000	44	0.00018	44	NIL	100	NIL

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In Case of E-voting:

Promoters/Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)	No of Votes in favour (4)	No of Votes against (5)	% of Votes In favour on Votes Polled (6)= $\frac{(4)}{(2)} * 100$	% of Votes against on Votes Polled (7)= $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	10,50,500	10,50,500	100%	10,50,500	NIL	100%	NIL
Public Institutional holders	-	-	-	-	-	-	-
Public-others	24495000	5923312	24.18%	5923312	NIL	100%	NIL
Total	35000000	16428312	46.93%	16428312	NIL	100%	NIL

For DB (International) Stock Brokers Limited

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Shiv Narayan Daga
Managing Director
DIN: 00072264

Place: Gurgaon
Date: 15th September, 2015

Set 1



KAVITA GOEL & ASSOCIATES

Company Secretaries

B-36A, Street No. 1, West Vinod Nagar,
Near Manglam Hospital, Delhi - 110092
Mob. : 09312193594, 09901844339
E-mail : cskavitagoel@gmail.com

FORM NO. : MGT - 13 REPORT OF SCRUTINIZER

[Pursuant to section 109 of Companies Act 2013 and Rule 20(4) (xii) and Rule 21(2) of the companies (Management and Administration) rules, 2014]

To,

The Chairman,

23rd AGM of the Equity shareholders of **DB (International) Stock Brokers Limited** held on September 14, 2015 at the registered office of the Company, 756, Sector -23A, Gurgaon-122017

Dear Sir,

I, CS Kavita Goel, Practicing Company Secretary, having office at B-36A, Street No: 1, West Vinod Nagar, Near Manglam Hospital, Delhi-110092 was appointed as scrutinizers for the purpose of scrutinizing the e-voting process and the poll taken on the below mentioned resolution(s) at the AGM of the Equity shareholders of DB International Stock Brokers Limited held on September 14, 2015 at New Delhi, submit our report as under :-

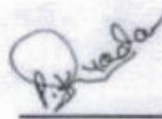
1. After the time fixed for closing of the poll by the Chairman, one (1) Ballot box kept for polling was locked in my presence with due identification marks placed by us.
2. The locked box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer agents of the Company and the authorizations / proxies lodged with the Company.
3. None of the poll papers were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



4. After counting of Votes cast through poll, the Votes cast through e-voting were unblocked on 15th September, 2015 at around 6:30 P.M. in the presence of two witnesses **Mr Ravi Kumar r/o 769, Gali No 2, Rehman Building West Rotash Nagar Sharda- Delhi-110032** and **Mr. Pradeep Yadav r/o F-205, Room No-8 Kotwaria Sarai New Delhi -110016** who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Witness 1:



Witness 2:

5. The consolidated results of e-voting and polling at the aforesaid 23rd Annual General Meeting, is given hereunder:

Item No. 1

Adoption of audited financial statements including consolidated financial statements of the Company for the financial year ended March 31, 2015 and Reports of the Board of Directors and Auditors thereon.

Detail of votes cast:

(i) Voted in favour of the resolution (out of valid votes cast):

Total number of members voted through electronic voting system or through poll	Total Number of votes cast in favour of resolution	% of total number of valid votes cast
37	16428356	100%

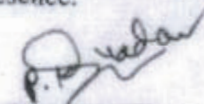
(ii) Voted against the resolution(out of valid votes cast):



- iii. The votes cast were unblocked on 14th September, 2015 in the presence of two witnesses, Mr Ravi Kumar r/o 769, Gali No 2, Rehman Building West Rotash Nagar Sharda- Delhi-110032 and Mr. Pradeep Yadav r/o F-205, Room No-8 Kotwaria Sarai New Delhi -110016 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Witness 1:



Witness 2:

- iv. The total paid-up equity share capital of the Company as on 7th September, 2015 was Rs. 7,00,00,000/- divided into 3,50,00,000 equity shares of Rs.2/- each.
- v. Thereafter, the details containing *inter-alia*, list of Equity Share Holders, who voted "for", "against" each of the resolutions contained in the notice of the AGM dated 24th July, 2015 that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited i.e. www.evotingindia.co.in and based on such reports generated, the result of the e-voting is as under:

Item No. 1:-

Adoption of audited Balance Sheet as at 31st March, 2015 and Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
11	16428312	11	16428312	NIL	NIL

- (i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	16428312	100%

- (ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	Not Applicable



Total number of members voted through electronic voting system or through poll	Total Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL

Item No. 2

Appointment of a Director in place of Shri Sanjay Kumar Mimani (holding DIN: 00072403) who retires from office by rotation, and being eligible, offers himself for re-appointment.

Detail of votes cast:

(i) Voted in favour of the resolution (out of valid votes cast):

Total number of members voted through electronic voting system or through poll	Total Number of votes cast in favour of resolution	% of total number of valid votes cast
37	16428356	100%

(ii) Voted against the resolution(out of valid votes cast):

Total number of members voted through electronic voting system or through poll	Total Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL



(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL

Item No. 3

Appointment of Auditors and fix their remuneration.

Detail of votes cast:

(i) Voted in favour of the resolution (out of valid votes cast):

Total number of members voted through electronic voting system or through poll	Total Number of votes cast in favour of resolution	% of total number of valid votes cast
37	16428356	100%

(ii) Voted against the resolution(out of valid votes cast):

Total number of members voted through electronic voting system or through poll	Total Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL



Item No. 4

Re-appointment of Shri Shiv Narayan Daga (DIN: 00072264) as an Managing Director of the Company for the period of 5 years.

Detail of votes cast:

(i) Voted in favour of the resolution (out of valid votes cast):

Total number of members voted through electronic voting system or through poll	Total Number of votes cast in favour of resolution	% of total number of valid votes cast
37	164283566428356	100% 100%

(ii) Voted against the resolution(out of valid votes cast):

Total number of members voted through electronic voting system or through poll	Total Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL



5. The poll papers and all other relevant records were sealed and handed over to the Director of the Company.

Thanking you,

Yours Faithfully,


Kavita Goel
(Practicing Company Secretary)
C.P No. : 11341

Place: New Delhi
Date: September 15, 2014
Time: 7:20 P.M.



KAVITA GOEL & ASSOCIATES

Company Secretaries

B-36A, Street No. 1, West Vinod Nagar,
Near Manglam Hospital, Delhi - 110092
Mob. : 09312193594, 09901844339
E-mail : cskavitagoel@gmail.com

FORM NO. : MGT - 13 REPORT OF SCRUTINIZER

[Pursuant to section 109 of Companies Act 2013 and Rule 21(2) of the companies (Management and Administration) rules, 2014]

To,

The Chairman,

23rd AGM of the Equity shareholders of **DB (International) Stock Brokers Limited** held on September 14, 2015 at the registered office of the Company, 756, Sector -23A, Gurgaon-122017

Dear Sir,

I, CS Kavita Goel, Practicing Company Secretary, having office at B-36A, Street No: 1, West Vinod Nagar, Near Manglam Hospital, Delhi-110092 appointed as scrutinizers for the purpose of the poll taken on the below mentioned resolution(s) at the AGM of the Equity shareholders of DB International Stock Brokers Limited held on September 14, 2015 at New Delhi, submit our report as under :-

1. After the time fixed for closing of the poll by the Chairman, one (1) Ballot box kept for polling was locked in my presence with due identification marks placed by us.
2. The locked box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company, Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. None of the poll papers were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



4. The Result of the poll is as under:-

Item No. 1

Adoption of audited financial statements including consolidated financial statements of the Company for the financial year ended March 31, 2015 and Reports of the Board of Directors and Auditors thereon.

Detail of votes cast:

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
26	44	100

(ii) Voted against the resolution(out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL

Item No. 2

Appointment of a Director in place of Shri Sanjay Kumar Mimani (holding DIN: 00072403) who retires from office by rotation, and being eligible, offers himself for re-appointment.

Detail of votes cast:

(i) Voted in favour of the resolution (out of valid votes cast):



Number of members voted	Number of votes cast by them	% of total number of valid votes cast
26	44	100

(ii) Voted against the resolution(out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL

Item No. 3

Appointment of Auditors and fix their remuneration.

Detail of votes cast:

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
26	44	100

(ii) Voted against the resolution(out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Number of members whose votes were declared invalid	Number of votes cast by them



NIL	NIL
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Item No. 4

Re-appointment of Shri Shiv Narayan Daga (DIN: 00072264) as an Managing Director of the Company for the period of 5 years.

Detail of votes cast:

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
26	44	100

(ii) Voted against the resolution(out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL

5. The poll papers and all other relevant records were sealed and handed over to the Director of the Company.

Thanking you,
Yours Faithfully,

Kavita Goel
(Practicing Company Secretary)
C.P No. : 11341



Place: New Delhi
Date: September 15, 2014
Time: 7:20 P.M.

A



KAVITA GOEL & ASSOCIATES

Company Secretaries

B-36A, Street No. 1, West Vinod Nagar,
Near Manglam Hospital, Delhi - 110092
Mob. : 09312193594, 09901844339
E-mail : cskavitagoel@gmail.com

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the
Companies (Management and Administration) Rules, 2014]

To

The Chairman of Annual General Meeting of the members of The DB (International) Stock Brokers Limited held on the 14th day of September, 2015 at the registered office of the Company, 756, Sector- 23A, Gurgaon-122017

Dear Sir,

I, Kavita Goel, a Company Secretary-in-Practice, have been appointed by the Board of Directors of **The DB (International) Stock Brokers Limited** (the Company) as the Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the e-voting pattern carried out as per the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice of the Annual General Meeting (AGM) of the members of the Company dated **24th July, 2015**, to be held on Monday, the 14th day of September, 2015 at 05:00 P.M. at the Registered office of the Company at 756, Sector 23A, Gurgaon-122017.

1. The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through electronic means on the resolutions contained in the Notice of the **Annual General Meeting (AGM)** of the members of the Company dated **24th July, 2015**. My responsibility as the Scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast on the resolutions as set out in the notice to the AGM, based on the reports generated from the e-voting platform provided by **Central Depository Services (India) Limited**, the authorized agency to provide e-voting facilities, engaged by the Company.
2. Further to the above, I submit my report as under:-
 - i. The e-voting period remained open from Thursday, the 10th September, 2015 at 9:00 a.m. till Sunday, the 13th September 2015 upto 05:00 p.m.
 - ii. The members of the Company as on the "cut-off" date i.e. **7th September, 2015** were entitled to vote on the resolutions (Items no. 1 to 4 as set out in the notice of the AGM of the Company dated 24th July, 2015.



Item No. 2:-

Appointment of a Director in place of Shri Sanjay Kumar Mimani (DIN 00072403), who retires from office by rotation, and being eligible, offers himself for re-appointment

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
11	16428312	11	16428312	NIL	NIL

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	16428312	100%

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	Not Applicable

Item No: 3

Appointment of Auditors and to fix their remuneration

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
11	16428312	11	16428312	NIL	NIL

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	16428312	100%

(ii) Voted against the resolution (out of valid votes cast):



Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	Not Applicable

Item No. 4:-

Re- appointment of Shri Shiv Narayan Daga (DIN 00072264) as a Managing Director of the Company.

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
11	16428312	11	16428312	NIL	NIL

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	16428312	100%

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	Not Applicable

Thanking you,

Yours Sincerely,

Kavitagoel


KAVITAGOEL
 (Practicing Company Secretary)
 C. P. No.: 11341

Place: New Delhi
 Date: 15th September, 2015
 Time: 7:20 P.M.