



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, MUTUAL FUND & BONDS

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CIN : L67120HR1992PLC035349

Annexure I

Voting Results in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements Regulation, 2015)

Ref: DB (International) Stock Brokers Limited

Date of AGM/EGM	29 th September, 2017
Total number of shareholders on record date	1264
No. of shareholders present in the meeting either in person or through proxy Promoter and Promoter Group: Public:	5 30
No. of shareholders attended the meeting through Video Conferencing Promoter and Promoter Group: Public:	No Video Conferencing

Agenda-wise disclosure

Item No: 1

To receive, consider and adopt the financial statements of the Company for the Year ended 31.03.2017 including the Audited Balance Sheet as on 31st March, 2017 and the statement of Profit & Loss for the year ended on that date and reports of the Director's and Auditor's thereon.

Resolution required: (Ordinary /Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)- [(2)/(1)]	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



				*100				
Promoter and Promoter group	E-voting	10,50,500	10,50,500	100%	10,50,500	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	10,50,500	10,50,500	100%	10,50,500	NIL	100%	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	12065245	12065245	100%	12063705	1540	99.99%	0.01%
	Poll	75	75	100%	75	NIL	100%	0
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	12065320	12065320	100%	12063780	1540	99.99%/100%	0.01%/0
Total		22570320	22570320	100%	22568780	1540	99.99%/100%	0.01%/0

Item No: 2

Re-appointment of Mrs Shikha Mundra, who retires by rotation and being eligible , offered herself for re-appointment.

Resolution required:			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of	No. of shares	No. of Votes	% of Votes	No. of Votes	No. of Votes	% of Votes	% of votes against on



	Voting	held (1)	polled (2)	Polled on outstan ding shares (3)- [(2)/(1)] *100	_ in favour (4)	in against (5)	in favour on votes polled (6)=[(4) (2)]*1 00	votes polled (7)=[(5)/(2)]* 100
Promot er and Promot er group	E- voting	10,50,5 000	10,50,5 000	100%	10,50,5 000	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applica ble)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	10,50,5 000	10,50,5 000	100%	10,50,5 000	NIL	100%	NIL
Public- Institut ions	E- voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applica ble)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non Institut ions	E- voting	120652 45	120652 45	100%	120652 45	NIL	100%	0%
	Poll	75	75	100%	75	NIL	100%	0%
	Postal ballot (if applica ble)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	120653 20	120653 20	100%	120653 20	120653 20	100%	NIL
Total		225703 20	225703 20	100%	225703 20	225703 20	100%	NIL



Item No: 3

Reappointment of M/S Chaudhry Vigg James & Company, Chartered Accountant, Statutory Auditor of the Company and to fix their remuneration

Resolution required: (Ordinary /Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstan ding shares (3)- [(2)/(1)] *100	No. of Votes _ in favour (4)	No. of Votes _ in agains t (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
Promot er and Promot er group	E- voting	10,50,5 000	10,50,5 000	100%	10,50,5 000	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applica ble)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	10,50,5 000	10,50,5 000	100%	10,50,5 000	NIL	100%	NIL
Public- Institut ions	E- voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applica ble)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non	E- voting	120652 45	120652 45	100%	120652 45	NIL	100%	0%



Institutions	Poll	75	75	100%	75	NIL	100%	0%
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	120653 20	120653 20	100%	120653 20	12065 320	100%	NIL
Total		225703 20	225703 20	100%	225703 20	22570 320	100%	NIL

For DB (International) Stock Brokers Limited



Sonal Seth
Compliance Officer



SACHIN SINHA & ASSOCIATES
Prassan Navin Kumar Sinha
Practicing Company Secretary

**G-404, Real Aura, Opposite
Baliyadev Mandir, Chandkheda,
Ahemdabad-382424
Mob.: 7836842360
E-mail: csprassan@gmail.com**

To,
Managing Director
DB (International) Stock Brokers Limited
402, New Delhi House,
27 Barakhamba Road
New Delhi-110001

Subject: Combined Scrutinizers report on E-voting & Voting by ballot conducted at the 25th Annual General meeting of DB (International) Stock Brokers Limited on Friday 29th day of September, 2017

Dear Sir,

- (1) As per the provisions of Section 108 of the companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as also Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company had provided the facility of e-voting to the Shareholders to cast their votes electronically on all the resolutions proposed in the notice of 25th Annual General Meeting.
- (2) In line with the provisions of the Companies Act, 2013 and in term of the clarifications issued by MCA, voting by show of hands is not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 25th Annual General Meeting of the Company, voting was announced by the Chairman and was conducted by means of Ballot.
- (3) I, Prassan Navin Kumar Sinha, Practicing Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the electronic Voting process. I was also appointed as scrutinizer to scrutinize the Voting by means of Ballot at the 25th Annual General Meeting (AGM). The said appointment was for ascertaining the requisite majority on e-voting as also on Ballot carried out for the resolutions proposed to be passed at the 25th AGM of the Shareholders of the Company held on Friday, 29th day of September, 2017
- (4) M/s Abhipa Capital Limited, the Registrar and Share Transfer Agents of the Company provided all the requisite data of Shareholders eligible for Voting.

(5) My responsibility as a scrutinizer for voting on Ballot, is also to make a Combined report on the votes cast 'in favour' or 'against' the resolutions placed before the 25th AGM of the Company.

(6) Based on the reports generated from the e-voting system provided by the CDSL and also votes cast on Ballot, I submit the consolidated results of the e-voting and the Ballot as under.

Resolution No. 1: Ordinary Resolution :

Adoption of audited financial statements including consolidated financial statements of the Company for the financial year ended 31st March, 2017 and Reports of the Board of Directors and Auditors thereon.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/Response received.	No. of votes cast	% of votes cast.	No. of Ballots /Response received	No. of votes cast	% of votes cast.	No. of Ballot/Response	No. of shares/ Votes
E-voting	28	12063705	99.99	1	1540	0.01	NIL	NIL
Ballot	12	75	100	NIL	NIL	NIL	NIL	NIL
Combined	41	12063780	99.99/100	1	1540	0.01	NIL	NIL

Resolution No. 2: Ordinary Resolution

Re- appointment of a Director Ms Shikha Mundra (holding DIN:06882693) who retires from office by rotation, and being eligible, offers herself for re-appointment.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/Response received	No. of votes cast	% of votes cast.	No. of Ballots /Response received.	No. of votes cast	% of votes cast.	No. of Ballot/Response	No. of shares/ Votes
E-voting	29	12065245	100	NIL	NIL	NIL	NIL	NIL
Ballot	12	75	100	NIL	NIL	NIL	NIL	NIL
Combined	41	12065320	100	NIL	NIL	NIL	NIL	NIL

Resolution 3 Ordinary Resolution

Re- appointment of the Auditors of the Company M/S Chaudhry Vigg james & Co and to fix their remuneration

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received.	No. of votes cast	% of votes cast.	No. of Ballots /Response received.	No. of votes cast	% of votes cast.	No. of Ballot/ Response	No. of shares/ Votes
E-voting	29	12065245	100	NIL	NIL	NIL	NIL	NIL
Ballot	12	75	100	NIL	NIL	NIL	NIL	NIL
Combined	41	12065320	100	NIL	NIL	NIL	NIL	NIL

Thanking you,

Yours Sincerely,

Prassan Sinha

Prassan Navin Kumar Sinha
(Practicing Company Secretary)
Membership No: ACS28105
CP No: 18822



Place: New Delhi

Date: 30th September, 2017



SACHIN SINHA & ASSOCIATES
Prassan Navin Kumar Sinha
Practicing Company Secretary

**G-404, Real Aura, Opposite
Baliyadev Mandir,
Chandkheda, Ahemdabad-
382424
Mob.: 7836842360
E-mail: csprassan@gmail.com**

Scrutinizer's Report

[Pursuant to Section 108 & 109 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 **DB (International) Stock Brokers Limited ("The Company")** to be held on Friday the **29th day of September, 2017 at 05:45 P.M. at the registered office of the Company at 756, Sector-23A, Gurgaon- Haryana- 122017 at the Registered office of the Company**

Dear Sir,

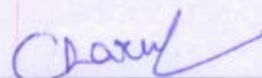
I, CS Prassan Navin Kumar Sinha, Practicing Company Secretary having office at G-404, Real Aura ,Opposite Baliyadev Mandir, Chandkheda, Ahemdabad-382424, have been appointed by the Board of Directors of **DB (International) Stock Brokers Limited** (the Company) as the Scrutinizer for the purpose of scrutinizing 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 **28th July, 2017**, to be held on Friday, the **29th Day of September, 2017 at 05:45 P.M. at the Registered office of the Company, at 756, Sector 23A, Gurgaon, Haryana-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 **28th July, 2017**. 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 Tuesday, the 26th September, 2017 at 9:00 a.m. till Thursday, the 28th September 2017 at 5:00 p.m.
- ii. The members of the Company as on the "cut-off" date i.e. **22nd September, 2017** were entitled to vote on the resolutions (Items no. 1 to 3 as set out in the notice of the AGM of the Company dated 28th July, 2017.
- iii. The votes cast were unblocked on **30th September, 2017** in the presence of two witnesses, **Ms. Pragya Singh r/o 57, Pratap Nagar Mayur Vihar Phase-I New Delhi - 110091 and Ms. Charul Chandna r/o 9/15, South Patel Nagar-110008** 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: Ms. Pragya Singh



Witness 2: Charul Chandna

- iv. The total paid-up equity share capital of the Company as on **22nd September, 2017** were 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 **28th July, 2017** 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 financial statements including consolidated financial statements of the Company for the financial year ended 31st March, 2016 and 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
29	12065245	29	12065245	0	0

- (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
28	12063705	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
1	1540	0.01

Item No. 2

Re- appointment of a Director Ms. Shikha Mundra (holding DIN: 06882693) who retires from office by rotation, and being eligible, offers herself 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
29	12065245	29	12065245	0	0

(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
29	12065245	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

Re- appointment of the Auditors of the Company M/S Chaudhry Vigg james & Co 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
29	12065245	29	12065245	0	0

(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
29	12065245	29

(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 Faithfully,

Prassan Sinha



Prassan Navin Kumar Sinha
(Practicing Company Secretary)
Membership No: ACS28105
CP No: 18822

Place: New Delhi
Date: 30th September, 2017



SACHIN SINHA & ASSOCIATES
Prassan Navin Kumar Sinha
Practicing Company Secretary

**G-404, Real Aura, Opposite
Baliyadev Mandir, Chandkheda,
Ahemdabad-382424
Mob.: 7836842360
E-mail: csprassan@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,
DB (International) Stock Brokers Limited
756, Sector- 23A,
Gurgaon - Haryana-122017

25th Annual General Meeting of the Equity shareholders of **DB (International) Stock Brokers Limited** held on Friday, 29th September, 2017 at the registered office of the Company at 05:45 P.M. at 756, Sector-23A, Gurgaon-Haryana-122017

Dear Sir,

I, CS Prassan Navin Kumar Sinha, Practicing Company Secretary having office at G-404, Real Aura ,Opposite Baliyadev Mandir, Chandkheda, Ahemdabad-382424 , have been appointed by the Board of Directors of DB (International) Stock Brokers Limited as a scrutinizers for the purpose of Scrutinizing the poll taken on the below mentioned resolution (s) on poll carried out as per the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolution contained in the notice of the AGM of the shareholders of the Company held on Friday September 29th, 2017 at 756, Sector-23A,Gurgaon , Haryana- 122017 at the registered office of the Company to 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 and sealed ballot 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 31st March, 2016 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 present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	75	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

- (iii) **Invalid** Votes:

Number of members (in person or by proxy)whose votes were declared invalid	Number of votes cast by them
NIL	NIL

Item No. 2

Re- appointment of a Director Mrs Shikha Mundra (holding DIN: 06882693) who retires from office by rotation, and being eligible, offered herself for re-appointment.

Detail of votes cast:

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	75	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Number of members (in person or by proxy)whose votes were declared invalid	Number of votes cast by them
NIL	NIL

Item No. 3

Re- appointment of the Statutory Auditors of the Company M/S Chaudhry Vigg James & Co and to fix their remuneration.

Detail of votes cast:

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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12	75	100%
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(ii) Voted against the resolution(out of valid votes cast):

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
NIL	NIL

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

Thanking you,
Yours Faithfully,

Prassan Sinha



Prassan Navin Kumar Sinha
(Practicing Company Secretary)
Membership No: ACS28105
CP No: 18822

Place: New Delhi

Date: 30th September, 2017