



22<sup>nd</sup> September, 2022

To

**BSE Limited**

The Deputy Manager (Listing - CRD),  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai - 400 001  
**Scrip Code: 533151**

**The National Stock Exchange of India Limited**

The Manager (Listing Department),  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051  
**SYMBOL: DBCORP**

**Sub.: Compliance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Voting Results of the 26<sup>th</sup> Annual General Meeting of the Company held on 20<sup>th</sup> September, 2022**

**Ref.: ISIN: INE950I01011**

Dear Sir/Madam,

In continuation of our letter dated 20<sup>th</sup> September, 2022, enclosed please find the disclosures pertaining to the Voting Results of Remote E-voting and E-voting during the 26<sup>th</sup> Annual General Meeting of the Company, pursuant to provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Consolidated Scrutinizer's Report on E-voting.

The Voting Results along with the Consolidated Scrutinizer's Report dated 21<sup>st</sup> September, 2022 is made available on the Company's website at <https://www.dbcorpltd.com/Investors.php> and on the website of KFin Technologies Limited viz. <https://evoting.kfintech.com>.

Kindly take the same on record.

This is for your information and records.

Thanking you.

For **D.B. Corp Limited**

**Anita Gokhale**  
**Company Secretary**

## D. B. Corp Limited

<b>Date of Annual General Meeting</b>	<b>20<sup>th</sup> September, 2022</b>
<b>Cutoff date for voting purpose</b>	<b>13<sup>th</sup> September, 2022</b>
<b>Total number of shareholders on record date</b>	<b>42,172</b>
<b>No. of shareholders present in the meeting either in person or through proxy</b>	<b>Not applicable*</b>
• Promoter and Promoter Group	-
• Public	-
<b>No. of shareholders attended the meeting through Video conferencing</b>	
• Promoter and Promoter Group	<b>9</b>
• Public	<b>39</b>

\* Physical presence of Members at the AGM is exempted vide MCA General Circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020, 13<sup>th</sup> January, 2021, 8<sup>th</sup> December, 2021, 14<sup>th</sup> December, 2021 and 5<sup>th</sup> May, 2022.

**Registered Office :**

Plot No. 280, Sarkhej-Gandhinagar Highway,  
Near YMCA Club, Makarba,  
Ahmedabad - 380 051, Gujarat

**Corporate Office :**

501, 5<sup>th</sup> Floor, Naman Corporate Link,  
Opp. Dena Bank, C-31, G Block,  
Bandra Kurla Complex, Bandra (East),  
Mumbai - 400 051, Maharashtra

**D. B. Corp Limited**

CIN: L22210GJ1995PLC047208  
Website: www.dbcorppltd.com  
Email: dbcs@dbcorp.in  
Tel.: +91 22 7157 7000 Fax: +91 22 7157 7093



# DB Corp Ltd

Resolution (1)								
Resolution required (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			No					
Description of resolution considered			To receive, consider and adopt : a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon and b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Report of the Auditors thereon.					
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting	127605559	127402397	99.8408	127402397	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		127605559	127402397	99.8408	127402397	0	100.0000
Public-Institutions	E-Voting	29261918	27568725	94.2137	27568725	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		29261918	27568725	94.2137	27568725	0	100.0000
Public- Non Institutions	E-Voting	20258297	50886	0.2512	50552	334	99.3436	0.6564
	Poll		41023	0.2025	41020	3	99.9927	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		20258297	91909	0.4537	91572	337	99.6333
<b>Total</b>		177125774	155063031	87.5440	155062694	337	99.9998	0.0002
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.



# DB Corp Ltd

Resolution (2)								
Resolution required (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			No					
Description of resolution considered			To declare final dividend of Rs. 3/- per Equity Share of the face value of Rs. 10/- each for the Financial Year ended March 31, 2022.					
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting	127605559	127402397	99.8408	127402397	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		127605559	127402397	99.8408	127402397	0	100.0000
Public-Institutions	E-Voting	29261918	27872217	95.2508	27872217	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		29261918	27872217	95.2508	27872217	0	100.0000
Public- Non Institutions	E-Voting	20258297	52187	0.2576	50063	2124	95.9300	4.0700
	Poll		41023	0.2025	41020	3	99.9927	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		20258297	93210	0.4601	91083	2127	97.7181
<b>Total</b>		177125774	155367824	87.7161	155365697	2127	99.9986	0.0014
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.



# DB Corp Ltd

Resolution (3)								
Resolution required (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			Yes					
Description of resolution considered			To appoint a Director in place of Mr. Pawan Agarwal (DIN: 00465092), who retires in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.					
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting	127605559	127402397	99.8408	127402397	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		127605559	127402397	99.8408	127402397	0	100.0000
Public- Institutions	E-Voting	29261918	27872217	95.2508	24803738	3068479	88.9909	11.0091
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		29261918	27872217	95.2508	24803738	3068479	88.9909
Public- Non Institutions	E-Voting	20258297	52133	0.2573	50339	1794	96.5588	3.4412
	Poll		41023	0.2025	41020	3	99.9927	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		20258297	93156	0.4598	91359	1797	98.0710
<b>Total</b>		177125774	155367770	87.7161	152297494	3070276	98.0239	1.9761
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.



# DB Corp Ltd

Resolution (4)								
Resolution required (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			No					
Description of resolution considered			To re-appoint M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants and M/s. Gupta Mittal & Co., Chartered Accountants as the Joint Statutory Auditors of the Company.					
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting	127605559	127402397	99.8408	127402397	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		127605559	127402397	99.8408	127402397	0	100.0000
Public-Institutions	E-Voting	29261918	27872217	95.2508	27872217	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		29261918	27872217	95.2508	27872217	0	100.0000
Public- Non Institutions	E-Voting	20258297	52158	0.2575	48554	3604	93.0902	6.9098
	Poll		41023	0.2025	41020	3	99.9927	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		20258297	93181	0.4600	89574	3607	96.1290
<b>Total</b>		177125774	155367795	87.7161	155364188	3607	99.9977	0.0023
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.



# DB Corp Ltd

Resolution (5)								
Resolution required (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			No					
Description of resolution considered			To ratify the remuneration payable to the Cost Auditor.					
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting	127605559	127402397	99.8408	127402397	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		127402397	99.8408	127402397	0	100.0000	0.0000
Public-Institutions	E-Voting	29261918	27872217	95.2508	27872217	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		27872217	95.2508	27872217	0	100.0000	0.0000
Public- Non Institutions	E-Voting	20258297	52167	0.2575	49616	2551	95.1099	4.8901
	Poll		41023	0.2025	41020	3	99.9927	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		93190	0.4600	90636	2554	97.2594	2.7406
<b>Total</b>		177125774	155367804	87.7161	155365250	2554	99.9984	0.0016
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.



# DB Corp Ltd

Resolution (6)								
Resolution required (Ordinary / Special)			Special					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			Yes					
Description of resolution considered			To re-appoint Mr. Pawan Agarwal (DIN: 00465092) as the Deputy Managing Director of the Company.					
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting	127605559	127402397	99.8408	127402397	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		127605559	127402397	99.8408	127402397	0	100.0000
Public-Institutions	E-Voting	29261918	27872217	95.2508	24822330	3049887	89.0576	10.9424
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		29261918	27872217	95.2508	24822330	3049887	89.0576
Public- Non Institutions	E-Voting	20258297	51138	0.2524	49333	1805	96.4703	3.5297
	Poll		41023	0.2025	41020	3	99.9927	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		20258297	92161	0.4549	90353	1808	98.0382
<b>Total</b>		177125774	155366775	87.7155	152315080	3051695	98.0358	1.9642
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.



# DB Corp Ltd

Resolution (7)								
Resolution required (Ordinary / Special)			Special					
Whether Promoter / Promoter Group are interested in the agenda / resolution?			No					
Description of resolution considered			To appoint Ms. Paulomi Dhawan (DIN: 01574580) as an Independent Director of the Company.					
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting	127605559	127402397	99.8408	127402397	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		127605559	127402397	99.8408	127402397	0	100.0000
Public-Institutions	E-Voting	29261918	27872217	95.2508	27872217	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		29261918	27872217	95.2508	27872217	0	100.0000
Public- Non Institutions	E-Voting	20258297	52158	0.2575	28432	23726	54.5113	45.4887
	Poll		41023	0.2025	41020	3	99.9927	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		20258297	93181	0.4600	69452	23729	74.5345
<b>Total</b>		177125774	155367795	87.7161	155344066	23729	99.9847	0.0153
<b>Whether resolution is Pass or Not.</b>							Yes	

\*Number of votes polled does not include 'Number of votes invalid' and 'Number of votes abstained'.

For D.B. Corp Limited

**Scrutinizer's Report**  
(Combined Report for remote e-voting and e-voting at the AGM)

To,  
**The Chairman** of the Twenty-Sixth (26<sup>th</sup>) Annual General Meeting of the members of D.B. Corp Limited ("the Company")

Dear Sir,

**Sub: Combined report on remote e-voting and e-voting conducted at the 26<sup>th</sup> Annual General Meeting of the Company held on Tuesday, September 20, 2022 at 11:30 a.m. (IST)**

1. Appointment as Scrutinizer:

The undersigned have been appointed as Scrutinizer for the remote e-voting and e-voting at the 26<sup>th</sup> Annual General Meeting (**AGM**) of the members of the Company scheduled on Tuesday, September 20, 2022 at 11:30 a.m. (IST) through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**"). Our responsibility as Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and to submit our report on the basis of the electronic data generated from the e-voting system.

2. Convening and holding of AGM:

2.1 The AGM was convened through VC/OAVM in compliance with General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 5, 2022 ('**MCA Circulars**') and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ('**SEBI Circulars**'), without the physical presence of Members at a common venue.

2.2 The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to convening and holding the meeting and voting at AGM on the resolutions contained in the Notice of the AGM dated 28<sup>th</sup> July 2022.

3. Cut-off Date:

The voting rights were reckoned as on Tuesday, September 13, 2022 being the cut-off date for the purpose of deciding the entitlements of members to vote through remote e-voting and e-voting at the AGM.

4. Voting Process:

4.1 The Company appointed KFin Technologies Limited for providing remote e-voting and e-voting facility at the AGM.

4.2 The remote e-voting period commenced at 9:00 a.m. (09:00 hours) on Thursday, September 15, 2022 and ended at 5:00 p.m. (17:00 hours) on Monday, September 19, 2022. The e-voting facility at the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM was kept open for 15 (fifteen) minutes after the conclusion of the AGM.

5. Counting of Votes:

5.1 The votes cast through remote e-voting were unblocked at 6.18 p.m. on 19<sup>th</sup> September, 2022

5.2 The votes cast through e-voting at the AGM were unblocked by the undersigned at 12.40 p.m. on 20<sup>th</sup> September, 2022.

5.3 The abstained votes are not considered in the voting results furnished hereinafter.

6. Voting Results:

We are submitting combined/consolidated report on the voting by shareholders through remote e-voting and e-voting at the AGM in respect of each of the resolution hereunder:

Item No. of the Notice, type of Resolution and subject matter	Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained Votes
		Number	%	Number	%	
<b>Item No. 1</b> <u>Ordinary Resolution:</u> Adoption of Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2022 and Reports of Directors and Auditors thereon.	Remote e-voting	155021674	99.9733	334	0.0002	304793
	E-voting at the AGM	41020	0.0265	3	0	
<b>Total</b>		<b>155062694</b>	<b>99.9998</b>	<b>337</b>	<b>0.0002</b>	<b>304793</b>
<b>Item No. 2</b> <u>Ordinary Resolution:</u> To declare final dividend of Rs. 3/- per Equity Share of the face value of Rs. 10/- each for the Financial Year ended March 31, 2022.	Remote e-voting	155324677	99.9722	2124	0.0014	0
	E-voting at the AGM	41020	0.0264	3	0	
<b>Total</b>		<b>155365697</b>	<b>99.9986</b>	<b>2127</b>	<b>0.0014</b>	<b>0</b>

<b>Item No. 3</b>	Remote e-voting	152256474	97.9975	3070273	1.9761	54
<u>Ordinary Resolution:</u> To appoint a Director in place of Mr. Pawan Agarwal (DIN: 00465092), who retires in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.	E-voting at the AGM	41020	0.0264	3	0	
<b>Total</b>		<b>152297494</b>	<b>98.0239</b>	<b>3070276</b>	<b>1.9761</b>	<b>54</b>
<b>Item No. 4</b>	Remote e-voting	155323168	99.9713	3604	0.0023	29
<u>Ordinary Resolution:</u> To re-appoint M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants and M/s. Gupta Mittal & Co., Chartered Accountants as the Joint Statutory Auditors of the Company	E-voting at the AGM	41020	0.0264	3	0	
<b>Total</b>		<b>155364188</b>	<b>99.9977</b>	<b>3607</b>	<b>0.0023</b>	<b>29</b>
<b>Item No. 5</b>	Remote e-voting	155324230	99.9720	2551	0.0016	20
<u>Ordinary Resolution:</u> To ratify the remuneration payable to the Cost Auditor.	E-voting at the AGM	41020	0.0264	3	0	
<b>Total</b>		<b>155365250</b>	<b>99.9984</b>	<b>2554</b>	<b>0.0016</b>	<b>20</b>
<b>Item No. 6</b>	Remote e-voting	152274060	98.0094	3051692	1.9642	1049
<u>Special Resolution:</u> To re-appoint Mr. Pawan Agarwal (DIN: 00465092) as the Deputy Managing Director of the Company	E-voting at the AGM	41020	0.0264	3	0	
<b>Total</b>		<b>152315080</b>	<b>98.0358</b>	<b>3051695</b>	<b>1.9642</b>	<b>1049</b>
<b>Item No. 7</b>	Remote e-voting	155303046	99.9583	23726	0.0153	29
<u>Special Resolution:</u> To appoint Ms. Paulomi Dhawan (DIN: 01574580) as an Independent Director of the Company	E-voting at the AGM	41020	0.0264	3	0	
<b>Total</b>		<b>155344066</b>	<b>99.9847</b>	<b>23729</b>	<b>0.0153</b>	<b>29</b>

The electronic record/ data has been sent to the Company Secretary of the Company for her record.

Regards,

Hitesh  
Diwakerbhai Buch

Digitally signed by Hitesh Diwakerbhai Buch  
DN: cn=Hitesh Buch,  
2.5.4.20=64899702846476121668277581F187507746618566  
809886a34b46c3, postalCode=380015, st=Gujarat,  
serialNumber=1026111, email=C.S.Hitesh.Buch@dbcorp.com, o=Hitesh Buch  
UDIN:F003145D001009777  
Date: 2022.09.21 12:18:15 +05'30'

CS Hitesh Buch  
CP No. 8195; FCS 3145  
Proprietor  
For Hitesh Buch & Associates  
Company Secretaries  
UDIN: F003145D001009777

Ahmedabad, September 21, 2022

Submitted to the Chairman  
through  
CS Anita Gokhale,  
Company Secretary

**For D.B. Corp Limited**

**Anita Gokhale**  
**Company Secretary**