

DB Consolidated Private Limited

Regd. Office: Plot No. 280, Sarkhej-Gandhi Nagar Highway, Near YMCA Club Makarba, Ahmedabad (Gujarat)
Corporate Office: Dwarka Sadan, 6 Press Complex Zone-1, M.P. Nagar Bhopal - 462011 (M.P.) Tel.No: + 91 755 3913180
CIN NUMBER: U51109GJ1985PTC051693 || GST NUMBER: 23AABCP9717H1ZE

February 26, 2020

To
The Deputy Manager
(Listing – CRD)
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai - 400001.

The Manager
(Listing Department)
The National Stock Exchange of
India Limited,
BKC, Bandra (East),
Mumbai - 400051.

The Compliance Officer
D. B. Corp Limited
Plot No. 280, Sarkhej-
Gandhinagar Highway,
Makarba,
Ahmedabad - 380051

Re.: Disclosure in terms of Regulation 31(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

**Ref.: BSE-Scrip Code: 533151 – SYMBOL: DBCORP
NSE- SYMBOL: DBCORP-Series: EQ**

In terms of sub regulation (2) of Regulation 31 of SEBI (Substantial acquisition of shares and Takeover) Regulations, 2011 , the company i.e. DB consolidate Private Limited belonging to the Promoter Group of D. B. Corp Limited, hereby discloses the details of creation of pledge on 20,43,000 equity shares of D. B. Corp Limited in favour of Vistra ITCL (India) Limited w.r.t. issue of Non-Convertible Debentures of Rs.350 Crore by Writers and Publishers Private Limited in favour of ICICI Prudential Mutual Fund – Annexure – I
and

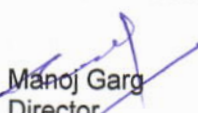
In terms of Regulation 31(1) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Takeover Regulations), the Company i.e. DB Consolidated Private Limited, belonging to the Promoter Group of D. B. Corp Limited, discloses the detailed reasons for encumbrance in the format provided at Annexure – II of SEBI circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dt. 7 August, 2019, enclosed herewith.

You are requested to take the same on record.

Thanking you.

Yours truly,

For DB Consolidated Private Limited


Manoj Garg
Director



Encl.: As above--Annex I and Annexure II

ANNEXURE II**Format for disclosure of reasons for encumbrance**

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of listed company	D. B. Corp Limited
Name of the recognised stock exchanges where the shares of the company are listed	NSE and BSE
Name of the promoter(s) / PACs whose shares have been encumbered	DB Consolidated Private Limited
Total promoter shareholding in the listed company	No. of shares – 12,52,59,488
	% of total share capital - 71.60%
Encumbered shares as a % of promoter shareholding	35.45%
Whether encumbered share is 50% or more of promoter shareholding	NO
Whether encumbered share is 20% or more of total share capital	YES (25.38%)



Details of all the existing events/ agreements pertaining to encumbrance

		Encumbrance (Date of creation of encumbrance: 29/11/18, 22/07/19, 05/08/19, 23/08/19 , 26/08/19 and 24/02/2020)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Pledge
No. and % of shares encumbered		No. of shares:444.00 lacs % of total share capital: 25.38%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Trustee-Vistra ITCL (India) Ltd Lender-- ICICI Pru MF
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	No, Vistra ITCL (India) Ltd is provider of trustee Services across debentures and bonds,Private Equity and alternative funds and Bank Lending
	Names of all other entities in the agreement	Listed company and its group companies (if any) –
		1. Writers & Publishers (P) Ltd
		2. -----
		Other entities (if any) –
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	1. -----
		2. -----
		Yes
		1. Name of the issuer:-Writers & Publishers (P) Ltd
		2. Details of the debt instrument:-NCD of Rs. 350 Cr
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A) (Rs. Lacs) (444 lacs nos. Share @ 120.65 NSE closing price on 24.02.2020)	53,569
	Amount involved (against which shares have been encumbered) (B) (Rs. Lacs)	23,900
	Ratio of A / B	2.24



End use of money	Borrowed amount to be utilized for what purpose –	
	(a) Personal use by promoters and PACs	NIL
	(b) For the benefit of listed company	NIL
	Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.	N.A
	(c) Any other reason (please specify)	General Corporate Purpose and repayment of existing NCD

For DB Consolidated Private Limited

Manoj Garg
Director
DIN : 00809382

Place :BHOPAL
Date: 26 February 2020

