



Date: 8th January, 2022

To
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza",
Bandra – Kurla Complex,
Bandra (E),
Mumbai – 400 051

Dear Sir,

Ref: Email from National Stock Exchange of India (NSE) on 5th January, 2022 pertaining to announcement submitted by the Company to the Exchange on 4th January, 2022 regarding approval of amendment in the AOA in the Board meeting held on January 04, 2022

Sub: Clarification on Amendments to Memorandum and/or Articles of association of the Company, in brief

With reference to above referred subject, please find below clarifications on amendment to Memorandum and/or Articles of Association of the Company in brief:

1. Alteration in Article 14 (2)(b) of the Article of Association of the Company:-

The existing Article 14(2)(b) of the Articles of Association (AOA) of the Company requires that in case of further issue of shares the price of such Shares or Securities is to be determined by the valuation report of a Registered Valuer subject to such conditions prescribed in the rules made under the Act. However, Rule 13 (1) of The Companies (Share Capital and Debentures) Rules, 2014, clearly states that the companies whose shares are listed on a stock exchange are not required to obtain a valuation report from a registered valuer. Further, Rule 13 (2) of The Companies (Share Capital and Debentures) Rules, 2014 states that the preferential offer of shares or other securities made by a company whose share or other securities are listed on a recognized stock exchange, such preferential offer shall be made in accordance with the provisions of the Act and regulations made by the Securities and Exchange Board (SEBI). Hence, in order to remove inconsistency with the requirement of Companies Act, 2013 and Articles of Association, the existing Article 14(2)(b) of the AOA is proposed to be substituted to make it consistent with Rule 13 (1)& (2) of The Companies (Share Capital and Debentures) Rules, 2014.

2. Increase in the Authorised Share Capital of the Company and consequent amendment to the Memorandum and Articles of Association.

The Authorised Share Capital of the Company is to be increased from Rs. 375,00,00,000/- (Rupees Three Hundred and Seventy Five Crores Only) divided into 30,00,00,000 (Thirty Crores) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 7,50,00,000 (Seven Crores Fifty lakhs) Redeemable Preference Shares of Rs 10/- (Rupees Ten Only) each to Rs. 450,00,00,000/- (Rupees Four Hundred and Fifty Crores Only) divided into 37,50,00,000 (Thirty Seven Crores Fifty Lakhs) Equity Shares of

D B REALTY LIMITED

Regd. Office : DB Central, Maulana Azad Road, Rangwala Compound, Jacob Circle, Mumbai- 400 011 Tel.: 91-22-2305 5555

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CIN: L70200MH2007PLC166818



Rs. 10/- (Rupees Ten Only) each and 7,50,00,000 (Seven Crores Fifty lakhs) Redeemable Preference Shares of Rs 10/- (Rupees Ten Only) each and consequent amendment in Clause V in Memorandum of Association.

The above is for your information and record.

Thanking You,
Yours faithfully,

For D B Realty Limited

Jignesh Shah
Company Secretary

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