



DB (INTERNATIONAL) STOCK BROKERS LTD.

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

402, New Delhi House, 27 Barakhamba Road, New Delhi - 110 001

TEL.: 011-43606162, Email : compliance@dbonline.in, website: www.dagabusiness.com

CIN : L67120HR1992PLC035349

1st February, 2019

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Subject: E-Voting Results and Scrutinizer's Report.

Dear Sir,

Please find enclosed E-Voting Results of the EGM conducted on 31st January, 2019 at 04:00 P.M. at the registered office of the Company duly signed by the company secretary of the Company along with the Scrutinizer's Report duly signed by the D Bansal & Associates, Company Secretaries the scrutinizer of the company.

Kindly take the above on record.

Thanking you,
Yours faithfully,
For DB (International) Stock Brokers Limited


Himanshi Mittal
Compliance Officer
Encl: As Above

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 EGM	31 st January, 2019
Total number of shareholders on record date	845
No. of shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group:	5
Public:	53
No. of shareholders attended the meeting through Video Conferencing	No Video Conferencing
Promoter and Promoter Group:	
Public:	

Agenda-wise disclosure

Item No: 1

To Increase the Borrowing limit upto Rs. 100 Crores as per Section 180 (1) (C) of Companies Act, 2013

Resolution required: (Ordinary /Special)		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
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 in against	% of Votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)- $[(2)/(1)] \times 100$	(4)	(5)	(6)= $[(4)/(2)] \times 100$	(7)= $[(5)/(2)] \times 100$
Promoter	E-voting	10,50,5000	10,50,5000	100%	10,50,500	NIL	100%	NIL



and Promoter group	Poll	NIL	NIL	NIL	NIL	0	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL		NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	10,50,5000	10,50,5000	100%	100%	0	10,50,500	NIL	100%	NIL	100%	NIL	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL		NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL		NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL		NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	90,18,087	90,18,087	100%	100%		90,18,087	NIL	100%	NIL	100%	NIL	NIL
	Poll	1,272	1,272	100%	100%		1272	NIL	100%	NIL	100%	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL		NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	1,272	1,272	100%	100%		1272	NIL	100%	NIL	100%	NIL	NIL
Total		90,19,359	90,19,359	100%	100%		90,19,359	NIL	100%	NIL	100%	NIL	NIL

For DB (International) Stock Brokers Limited



Himanshu Mittal
Compliance Officer



D BANSAL & ASSOCIATES

(COMPANY SECRETARIES)

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 Extra Ordinary General meeting of DB (International) Stock Brokers Limited on Thursday, 31st day of January, 2019.

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 Extra Ordinary 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 Extra Ordinary General Meeting of the Company, voting was announced by the Chairman and was conducted by means of Ballot.
- (3) I, Deepika Bansal, 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 Extra Ordinary General Meeting (EGM). The said appointment was for ascertaining the requisite majority on e-voting as also on Ballot carried out for the resolution proposed to be passed at the EGM of the Shareholders of the Company held on Thursday, 31st day of January, 2019.
- (4) M/s Abhipra 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 favor' or 'against' the resolutions placed before the Extra Ordinary General Meeting 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.

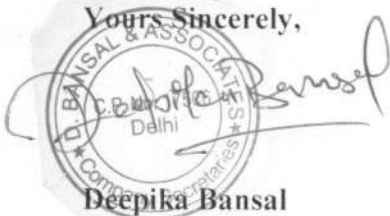
Resolution No. 1: Special Resolution:

To Increase the Borrowing Limit up to Rs. 100 Crores as per Section 180 (1) (C) of Companies Act, 2013.

	In favor 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/Responses.	No. of shares/ Votes
E-voting	19	19523087	100	NIL	NIL	NIL	NIL	NIL
Ballot	47	1272	100	NIL	NIL	NIL	NIL	NIL
Combined	66	19524359	100	NIL	NIL	NIL	NIL	NIL

Thanking you,

Yours Sincerely,



Deepika Bansal
(Company Secretary in Practice)
Membership No: 47810
C. P. No.: 17506

Place: New Delhi
Date: 1st February, 2019



D BANSAL & ASSOCIATES

(COMPANY SECRETARIES)

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

The Extra Ordinary General Meeting of the Equity shareholders of **DB (International) Stock Brokers Limited** held on Thursday 31st January, 2019 at the Registered office of the Company at 756, Sector-23A, Gurgaon, Haryana-122017.

Dear Sir,

I, Deepika Bansal, Practicing Company Secretary having office at S-513, First Floor, School Block, Shakarpur, Delhi -110092 have been appointed by the Board of Directors of DB (International) Stock Brokers Limited as the scrutinizer for the purpose of Scrutinizing the poll taken on the below mentioned resolution 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 EGM of the shareholders of the Company held on Thursday 31st January, 2019 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 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

To Increase the Borrowing Limit up to Rs. 100 Crores as per Section 180 (1) (C) of Companies Act, 2013.

Detail of votes cast:

(i) Voted **In favor** 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
47	1272	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

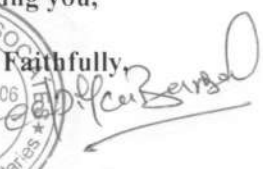
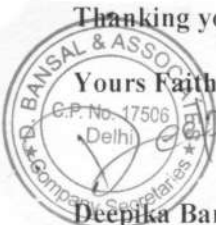
(iii) Invalid Votes:

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

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

Thanking you,

Yours Faithfully,



Deepika Bansal
(Practicing Company Secretary)
Membership No: 47810
C.P No: 17506

Place: New Delhi

Date: 1st February, 2019



D BANSAL & ASSOCIATES

(COMPANY SECRETARIES)

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 Extra Ordinary General Meeting of the members of **DB (International) Stock Brokers Limited ("The Company")** held on Thursday the **31st day of January, 2019 at 04:00 P.M. at 756, Sector-23A, Gurgaon- Haryana-122017 at the Registered office of the Company.**

Dear Sir,

I, Deepika Bansal, Practicing Company Secretary, having office at S-513, First Floor, School Block, Shakarpur, Delhi -110092, 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 Extra Ordinary General Meeting (EGM) of the members of the Company dated **9th January, 2019**, to be held on Thursday, the **31st January, 2019 at 04:00 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 **Extra Ordinary General Meeting (EGM)** of the members of the Company dated **9th January, 2019**. My responsibility as the Scrutinizer for the 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 EGM, based on the reports generated from the e-voting platform provided by **Central Depository Services (India) Limited**, the authorized agency to provide 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 Monday, the **28th January, 2019 at 9:00 a.m. till Wednesday, the 30th January, 2019 at 5:00 p.m.**
 - ii. The members of the Company as on the "cut-off" date i.e. **25th January, 2019** were entitled to vote on the resolution (Item no. 1 as set out in the notice of the EGM of the Company dated **9th January, 2019**).
 - iii. The votes cast were unblocked on **1st February, 2018** in the presence of two witnesses, **Mr. Uday Kumar, R/o 93/1 J & K Block, Laxmi Nagar, Delhi-110092** and **Mr. Vishwajeet Prajapati R/o 11/412, Top Floor, Lalita Park, Laxmi Nagar, Delhi-110092** who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Uday Kumar

Witness 1: Mr. Uday Kumar

Vishwajeet

Witness 2: Mr. Vishwajeet Prajapati

- iv. The total paid-up equity share capital of the Company as on **25th January, 2019** 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 EGM dated **9th January, 2019** 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

To Increase the Borrowing Limit up to Rs. 100 Crores as per Section 180 (1) (C) of Companies Act, 2013.

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
19	19523087	19	19523087	0	0

- (i) Voted in favor 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
19	19523087	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,

Deepika Bansal

Deepika Bansal
Company Secretary in Practice
Membership No: 47810
C. P. No.: 17506

Place: New Delhi

Date: 1st February, 2019