



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

402, NEW DELHI HOUSE, 27, BARAKHAMBA ROAD, NEW DELHI - 110 001

TEL. : 23353795, 96, 97, FAX : 011 - 23736162

CIN : L67120HR1992PLC035349

29th September, 2016

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

Sub: -E-Voting Results and Scrutinizers Report

Dear Sir/Ma'am,

Please find enclosed the E-Voting results and Scrutinizers Report duly signed by the Scrutinizer of the Company.

Kindly take the same in your records.

Thanking you,
Yours faithfully,

For DB (International) Stock Brokers Limited

For DB (International) Stock Brokers Ltd.

Shiv Narayan Daga
Managing Director
Encl: As Above



DB (INTERNATIONAL) STOCK BROKERS LTD.

• NSE-CAPITAL MARKET, F&O & CURRENCY SEGMENTS • BSE-CAPITAL MARKET, F&O & CURRENCY SEGMENTS
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Voting Results in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements Regulation, 2015)
Ref: DB (International) Stock Brokers Limited

Annexure I

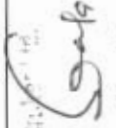
Date of AGM/EGM	28 th September, 2016
Total number of shareholders on record date	1110
No. of shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group:	4
Public:	30
No. of shareholders attended the meeting through Video Conferencing	No Video Conferencing
Promoter and Promoter Group:	
Public:	

Agenda-wise disclosure

Item No: 1

To receive, consider and adopt the financial statements of the Company for the Year ended 31.03.2016 including the Audited Balance Sheet as on 31st March, 2016 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

For DB (International) Stock Brokers Ltd.

Managing Director

CIN : L67120HR1992PLC035349

Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)- [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes in against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutions	Total	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL
	E-voting	65282	65282	100%	65282	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	65282	65282	100%	65282	NIL	100%	NIL
	E-voting	356	356	100%	356	NIL	100%	NIL
Public-Non Institutions	Poll	638	638	100%	638	NIL	100%	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	994	994	100%	994	NIL	100%	NIL
Total		10571276	10571276	100%	10571276	NIL	100%	NIL

For DB (International) Stock Broker Ltd.

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Managing Director

Item No: 2

Re-appointment of Mr. Sachin Rath, who retires by rotation and being eligible, offered himself for re-appointment.

Resolution required:		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)- $[(2)/(1)] \times 100$	No. of Votes in favour (4)	No. of Votes _ in against (5)	% of Votes in favour on votes polled (6)- $[(4)/(2)] \times 100$	% of votes against on votes polled (7)- $[(5)/(2)] \times 100$
Promoter and Promoter group	E-voting	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL
Public-Institutions	E-voting	65282	65282	100%	65282	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	65282	65282	100%	65282	NIL	100%	NIL
Public-Non Institutions	E-voting	356	356	100%	356	NIL	100%	NIL
	Poll	638	638	100%	638	NIL	100%	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	994	994	100%	994	NIL	100%	NIL
Total		10571276	10571276	100%	10571276	NIL	100%	NIL

For DB (International) Stock Broker Ltd.

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Managing Director

Item No: 3

Reappointment of M/S Chaudhry Vigg James & Company, Chartered Accountant , 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 outstanding shares (3)- $[(2)/(1)] \times 100$	No. of Votes _ in favour (4)	No. of Votes _ in against (5)	% of Votes in favour on votes polled (6)- $[(4)/(2)] \times 100$	% of votes against on votes polled (7)- $[(5)/(2)] \times 100$
Promoter and Promoter group	E-voting	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutions	Total	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL
	E-voting	65282	65282	100%	65282	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	65282	65282	100%	65282	NIL	100%	NIL
	E-voting	356	356	100%	356	NIL	100%	NIL
Public-Non Institutions	Poll	638	638	100%	638	NIL	100%	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL

For DB (International) Stock Broker Ltd.

[Signature]

Managing Director

	applicable)								
Total		994	994	100%	994	100%	NIL	100%	NIL
		10571276	10571276	100%	10571276	100%	NIL	100%	NIL

Item No: 4

Adoption of new set of MOA and AOA as per the provisions of the 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 (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)- [(2)/(1)]*100	No. of Votes _ in favour (4)	No. of Votes _ in against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutions	Total	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL
	E-voting	65282	65282	100%	65282	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Non	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	65282	65282	100%	65282	NIL	100%	NIL
	E-voting	356	356	100%	356	NIL	100%	NIL
	Poll	638	638	100%	638	NIL	100%	NIL

For D8 (International) Stock Exchange

Sees

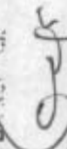
Managing Director

Institutions	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total		994	994	100%	994	100%	100%	NIL
		10571276	10571276	100%	10571276	100%	100%	NIL

Item No: 5

Resolution passed for Keeping of Registers and Returns at the Corporate Office of the Company.

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 (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)- $[(2)/(1)] \times 100$	No. of Votes _ in favour (4)	No. of Votes _ in against (5)	% of Votes in favour on votes polled (6)- $[(4)/(2)] \times 100$	% of votes against on votes polled (7)- $[(5)/(2)] \times 100$
Promoter and Promoter group	E-voting	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutions	Total	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL
	E-voting	65282	65282	100%	65282	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL

For D3 (International) Stock Exchange Ltd.

Managing Director

	applicable)								
	Total	65282	65282	100%		65282	NIL	100%	NIL
Public-Non Institutions	E-voting	356	356	100%		356	NIL	100%	NIL
	Poll	638	638	100%		638	NIL	100%	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL		NIL	NIL	NIL	NIL
Total	Total	994	994	100%		994	NIL	100%	NIL
		10571276	10571276	100%		10571276	NIL	100%	NIL

Item No: 6

Appointment of Mr Milap Chand Bothra as an Independent Director of the Company

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	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes _ in favour	No. of Votes _ in against	% of Votes in favour 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	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL	
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
Total	Total	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL	
Public-Institutions	E-voting	65282	65282	100%	65282	NIL	100%	NIL	
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL	

For DB (International) Share

Signature
Managing Director

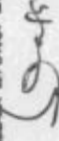
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non Institutions	Total	65282	65282	100%	65282	100%	NIL	100%	NIL
	E-voting	356	356	100%	356	100%	NIL	100%	NIL
	Poll	638	638	100%	638	100%	NIL	100%	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	Total	994	994	100%	994	100%	NIL	100%	NIL
		10571276	10571276	100%	10571276	100%	NIL	100%	NIL

Item No: 7

Resolution passed for changing the Terms and Conditions for appointment of Mrs Shikha Daga

Resolution required: (Ordinary /Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)- [(2)/(1)]*100	No. of Votes _in favour (4)	No. of Votes _in against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	10,50,5000	10,50,5000	100%	10,50,5000	NIL	100%	NIL

For DB (Independent) Stock Broker Ltd.



Managing Director

Public-Institutions	E-voting	65282	65282	100%	65282	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	65282	65282	100%	65282	NIL	100%	NIL
Public-Non Institutions	E-voting	356	356	100%	356	NIL	100%	NIL
	Poll	638	638	100%	638	NIL	100%	NIL
	Postal ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	994	994	100%	994	NIL	100%	NIL
Total		10571276	10571276	100%	10571276	NIL	100%	NIL

For DB (International) Stock Brokers Limited

For DB (International) Stock Broker Ltd.

Shiv Narayan Daga

Director

DIN: 00072264

Managing Director



KAVITA GOEL & ASSOCIATES

Company secretaries

B-36A, Street No.1 West Vinod Nagar,
Near Manglam Hospital, Delhi-110092
Mob.: 9560266544
E-mail: cskavitagoel@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

24th Annual General Meeting of the Equity shareholders of **DB (International) Stock Brokers Limited** held on September 28, 2016 at the registered office of the Company at 756, Sector-23A, Gurgaon-122017

Dear Sir,

I, CS Kavita Goel, Practicing Company Secretary having office at B-36A, Street No.1 West Vinod Nagar, 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 Wednesday September 28, 2016 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
13	638	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
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Item No. 2

Re- appointment of a Director Mr Sachin Rathi (holding DIN: 01013130) who retires from office by rotation, and being eligible, offers himself 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
13	638	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	Number of votes cast by them
NIL	NIL

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:

(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
13	638	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. 4

Adoption of new set of Memorandum and Articles of Association of the Company.

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
13	638	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. 5

Resolution for keeping of registers and returns at the corporate office of the Company.

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
13	638	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. 6

Appointment of Mr. Milap Chand Bothra as an independent director of the Company.

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
13	638	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. 7

Changing the Terms of appointment of Mrs. Shikha Mundra, Director of the Company

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
13	638	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

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

Thanking you,

Yours Faithfully,

Kavita Goel

(Practicing Company Secretary)

C.P No. 11341

Place: New Delhi

Date: 29th September, 2016





KAVITA GOEL & ASSOCIATES

Company secretaries

B-36A, Street No.1 West Vinod Nagar,
Near Manglam Hospital, Delhi-110092
Mob.: 9560266544
E-mail: cskavitagoel@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]

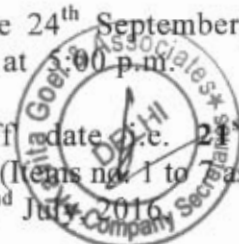
To

The Chairman of Annual General Meeting of the members of **DB (International) Stock Brokers Limited ("The Company")** to be held on Wednesday the **28th day of September, 2014 at 5:00 P.M. at 756, Sector-23A, Gurgaon- Haryana- 122017 at the Registered office of the Company**

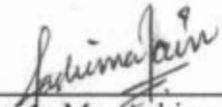
Dear Sir,

I, CS Kavita Goel, Practicing Company Secretary having office at B-36A, Street No.1 West Vinod Nagar, 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 **22nd July, 2016**, to be held on Wednesday, the **28th September, 2016 at 05:00 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 **Annual General Meeting (AGM)** of the members of the Company dated 22nd July, 2016. 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 Saturday, the **24th September, 2016 at 9:00 a.m. till Tuesday, the 27th September 2016 at 5:00 p.m.**
 - ii. The members of the Company as on the "cut-off date" i.e. **24th September, 2016** were entitled to vote on the resolutions (Items no. 1 to 7) as set out in the notice of the AGM of the Company dated **22nd July, 2016**



- iii. The votes cast were unblocked on **29th September, 2016** in the presence of two witnesses, **Ms. Ashima Jain r/o Flat No: 88 Sanjay Enclave Delhi-33 and Mr Prahalad Daga r/o 1/7716 Gali No 2 East Gorakh Park Delhi-110032** 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. Ashima Jain

Witness 2: Mr. Prahalad Daga

- iv. The total paid-up equity share capital of the Company as on **21st September, 2016** 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 **22nd July, 2016** 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
26	10570638	26	10570638	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
26	10570638	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. 2



Re- appointment of a Director Mr Sachin Rathi (holding DIN: 01013130) who retires from office by rotation, and being eligible, offers himself 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
26	10570638	26	10570638	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
26	10570638	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
26	10570638	26	10570638	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
26	10570638	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. 4

Adoption of new set of Memorandum and Articles of Association of the Company.

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
26	10570638	26	10570638	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
26	10570638	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. 5

Resolution for keeping of registers and returns at the corporate office of the Company.

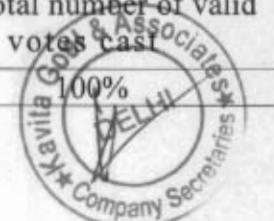
Detail of votes cast:

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
26	10570638	26	10570638	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
26	10570638	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. 6

Appointment of Mr. Milap Chand Bothra as an independent director of the Company.

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
26	10570638	26	10570638	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
26	10570638	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	NA

Item No. 7

Changing the Terms of appointment of Mrs. Shikha Mundra, Director of the Company

Detail of votes cast:

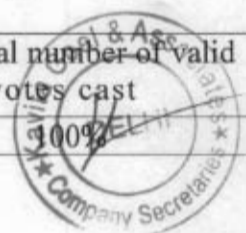
Detail of votes cast:

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
26	10570638	26	10570638	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
26	10570638	100%

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

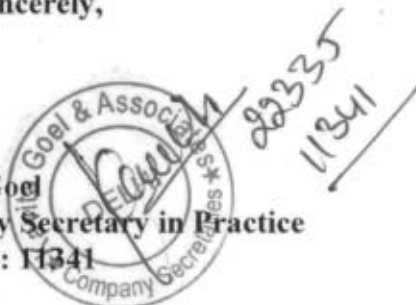


Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	Not Applicable

Thanking you,

Yours Sincerely,

Kavita Gogoi
Company Secretary in Practice
C. P. No.: 11341



Place: New Delhi

Date: 29th September, 2016



KAVITA GOEL & ASSOCIATES

Company secretaries

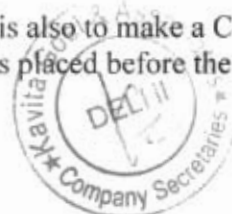
B-36A, Street No.1 West Vinod Nagar,
Near Manglam Hospital, Delhi-110092
Mob.: 9560266544
E-mail: cskavitagoel@gmail.com

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 24th Annual General meeting of DB (International) Stock Brokers Limited on Wednesday 28th day of September, 2016

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 24th 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 24th Annual General Meeting of the Company, voting was announced by the Chairman and was conducted by means of Ballot.
- (3) I, Kavita Goel, 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 24th 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 24th AGM of the Shareholders of the Company held on Wednesday, 28th day of September, 2016
- (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 24th 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, 2016 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 /Responses received.	No. of votes cast .	% of votes cast.	No. of Ballot/Response.	No. of shares / Votes
E-voting	10570638	10570638	100	NIL	NIL	NIL	NIL	NIL
Ballot	638	638	100	NIL	NIL	NIL	NIL	NIL
Combined	10571276	10571276	100	NIL	NIL	NIL	NIL	NIL

Resolution No. 2: Ordinary Resolution

Re- appointment of a Director Mr Sachin Rathi (holding DIN: 01013130) who retires from office by rotation, and being eligible, offers himself 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 /Responses received.	No. of votes cast .	% of votes cast.	No. of Ballot/Response.	No. of shares / Votes
E-voting	10570638	10570638	100	NIL	NIL	NIL	NIL	NIL
Ballot	638	638	100	NIL	NIL	NIL	NIL	NIL
Combined	10571276	10571276	100	NIL	NIL	NIL	NIL	NIL

Resolution 3 Ordinary Resolution

Re- appointment of the Auditors of the Company M/S Chaudhry Viggo 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	10570638	10570638	100	NIL	NIL	NIL	NIL	NIL
Ballot	638	638	100	NIL	NIL	NIL	NIL	NIL
Combined	10571276	10571276	100	NIL	NIL	NIL	NIL	NIL

Resolution 4 Special resolution

Adoption of new set of Memorandum and Articles of Association of the Company.

	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	10570638	10570638	100		NIL	NIL	NIL	NIL
Ballot	638	638	100		NIL	NIL	NIL	NIL
Combined	10571276	10571276	100		NIL	NIL	NIL	NIL

Resolution 5 Special Resolution

Resolution for keeping of registers and returns at the corporate office of the Company.

	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	10570638	10570638	100	NIL	NIL	NIL	NIL	NIL
Ballot	638	638	100	NIL	NIL	NIL	NIL	NIL
Combined	10571276	10571276	100	NIL	NIL	NIL	NIL	NIL



Resolution 6 Special Resolution

Appointment of Mr. Milap Chand Bothra as an independent director of the Company.

	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	10570638	10570638	100	NIL	NIL	NIL	NIL	NIL
Ballot	638	638	100	NIL	NIL	NIL	NIL	NIL
Combined	10571276	10571276	100	NIL	NIL	NIL	NIL	NIL

Resolution 7 Special Resolution

Changing the Terms of appointment of Mrs. Shikha Mundra, Director of the Company

	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	10570638	10570638	100	NIL	NIL	NIL	NIL	NIL
Ballot	638	638	100	NIL	NIL	NIL	NIL	NIL
Combined	10571276	10571276	100	NIL	NIL	NIL	NIL	NIL

Thanking you,

Yours Sincerely,



Kavita Goel
Company Secretary in Practice
C. P. No.: 11341

Place: New Delhi

Date: 29th September, 2016