



DB Corp Ltd

Details of Voting Results

Date of the AGM/EGM:	August 6, 2015
Total number of shareholders on record date (i.e. Cut-off date - 31 st July, 2015)	10,970
No. of shareholders present in the meeting either in person or through proxy:	58
Promoters and Promoter Group:	6
Public:	52
No. of Shareholders who attended the meeting through Video Conferencing:	Not arranged hence Not Applicable
Promoters and Promoter Group:	
Public:	

Agenda-wise - In case of Poll / Postal Ballot / E-voting

The mode of voting for all resolutions was remote e-voting and poll conducted at the meeting.

Resolution Item No. 1: Ordinary Resolution

To receive, consider and adopt the Standalone and Consolidated Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.

Promoter/ Public	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	128489737	128489737	100	128489737	0	100.00	0.00
Public – Institutional holders	48161091	32150823	66.76	32150823	0	100.00	0.00
Public- Others	7037465	1462294	20.78	1462291	3	100.00	0.00
Total	183688293	162102854	88.25	162102851	3	100.00	0.00





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Resolution Item No. 2: Ordinary Resolution

To declare a Final Dividend of Rs.4.25 per equity share and confirm the Interim Dividend of Rs.3.50 per equity share already paid for the financial year ended 31st March, 2015.

Promoter/ Public	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	128489737	128489737	100	128489737	0	100.00	0.00
Public – Institutional holders	48161091	33480741	69.52	33480741	0	100.00	0.00
Public- Others	7037465	1462294	20.78	1462291	3	100.00	0.00
Total	183688293	163432772	88.97	163432769	3	100.00	0.00

Resolution Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Ramesh Chandra Agarwal, (holding DIN - 00051310), who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/ Public	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	128489737	128489737	100	128489737	0	100.00	0.00
Public – Institutional holders	48161091	32150823	66.76	30566544	1584279	95.07	4.93
Public- Others	7037465	1462294	20.78	1462291	3	99.99	0.00
	183688293	162102854	88.25	160518572	1584282	99.02	0.98





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Resolution Item No. 4: Ordinary Resolution

To appoint Statutory Auditors for FY 2015-16 and to fix their remuneration.

Promoter/ Public	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	128489737	128489737	100	128489737	0	100.00	0
Public – Institutional holders	48161091	33480741	69.52	33480741	0	100.00	0
Public- Others	7037465	1462294	20.78	1462281	13	100.00	0.00
	183688293	163432772	88.97	163432759	13	100.00	0.00

All the resolutions stated at item no. 1 to 4 of the Notice of 19th AGM of the Company were passed with requisite majority.

For D. B. Corp Limited



Anita Gokhale
Company Secretary



SCRUTINIZER'S REPORT

Name of the Company	D. B. Corp Limited
Meeting	19 th Annual General Meeting
Date & Time	Thursday , August 6, 2015 at 2:30 p. m.
Venue	Hotel Planet Landmark, 139/1, Aml-Bopal Road, Near Ashok Vatika, Off S. G. Road, Ahmedabad, Gujarat – 380 051.

1. Appointment as Scrutinizer :

I, Hitesh D. Buch, Proprietor, Hitesh Buch & Associates, Company Secretaries was appointed as Scrutinizer for the remote e-voting as well as the voting conducted at the 19th Annual General Meeting (AGM) of **D. B. Corp Limited** (hereinafter referred to as 'Company') held on Thursday, August 6, 2015 at 2:30 p.m. at Hotel Planet Landmark, 139/1, Aml-Bopal Road, Near Ashok Vatika, Off S. G. Road, Ahmedabad, Gujarat – 380 051.

2. Dispatch of Notice convening the Meeting :

The Company has informed that on the basis of the Register of Members and the list of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), for the purpose of e-voting, the Company completed dispatch of the Notice of e-voting:

- to 6,531 members who had registered their email-ids with Depositories/the Company, by email on 10th July, 2015; and
- to 4,172 members in physical form through courier between 9th - 13th July, 2015 respectively.



3. **Cut-off date:**

The voting rights were reckoned as on **31st July, 2015**, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the Meeting.

4. **Remote E-voting:**

4..1. **Agency :**

The Company had appointed Karvy Computershare Pvt. Ltd. ('Karvy') as the agency for providing remote e-voting platform.

4..2. **Remote E-voting :**

Remote E-Voting was open for 3 days from 9 a.m. on 3rd August, 2015 to 5.00 p.m. on 5th August, 2015 and members were required to cast their votes electronically conveying their assent or dissent in respect of all the ordinary resolutions through remote e-voting.

5. **Voting at the AGM :**

- 5.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.



5.2 Accordingly, Karvy, the E-voting Agency provided me with the names, DP ID / Folio numbers and shareholding of the members who had cast their votes through remote e-voting.

5.3 The Company conducted the poll at the AGM through ballot.

6. Counting Process :

6.1 On completion of voting at the AGM, Karvy provided me with the List of members who had cast their votes, with their holding details and details of vote on each of the resolution.

6.2 The votes were reconciled with the records maintained by the Company and Karvy with respect to the authorization/proxies lodged with the Company.

6.3 I thereafter unblocked the remote E-voting results on the Karvy E-voting platform in presence of Ms. Silky Jain and Ms. Dhwanika Jain and downloaded the E-voting details.

7. Results :

7.1 I observed that:

- a) 33 members had cast their votes through the poll conducted at the meeting.
- b) 93 members had cast their votes through remote E-voting.

7.2 The consolidated result with respect to the each item of the agenda as set out in the notice of 19th AGM dated 14th May, 2015 is annexed to this report.

7.3 Based on the aforesaid results, all the **Resolutions** as contained in Item no. 1 to Item No. 4 of the Notice dated on 14th May, 2015 have been passed with requisite majority.



7.4 Soft copy of the list of the members, for both voting at the AGM as well as Remote E-voting containing the details of the members who voted "FOR", "AGAINST" and those whose votes were considered as invalid for each resolution and other related papers shall remain in my safe custody until the Chairman approves and signs the Minutes of the aforesaid AGM and the same would thereafter be handed over to the Company Secretary.

Thanking you,

Yours faithfully,



CS Hitesh D. Buch
Proprietor
Hitesh Buch & Associates
Company Secretaries
CP No. 8195
310, Aditya Plaza, 3rd Floor,
Jodhpur, Satellite, Ahmedabad – 380015.



For D. B. Corp. Ltd.



Company Secretary

Place: Ahmedabad
Date: 06th August, 2015

Annexure
Consolidated Result on Voting

Particulars	Number of votes contained in			Percentage
	Remote E-voting	Poll at the AGM	Total	
Item No. 1: Adoption of Audited Financial Statements (Standalone & Consolidated) for FY 2014-15				
Assent	160822172	1280679	162102851	100.00
Dissent	3	0	3	0.00
Abstain / Invalid	1329918	41	1329959	-
Total	162152093	1280720	163432813	100.00
Item No. 2: Declaration of Final Dividend and confirmation of Interim Dividend already paid				
Assent	162152090	1280679	163432769	100.00
Dissent	3	0	3	0.00
Abstain / Invalid	0	41	41	-
Total	162152093	1280720	163432813	100.00
Item No. 3: Re-appointment of Mr. Ramesh Chandra Agarwal as a Director retiring by rotation				
Assent	159237893	1280679	160518572	99.02
Dissent	1584282	0	1584282	0.98
Abstain / Invalid	1329918	41	1329959	-
Total	162152093	1280720	163432813	100.00
Item No. 4: Re-Appointment of Statutory Auditors for FY 2015-16 and fixing their remuneration				
Assent	162152090	1280669	163432759	100.00
Dissent	3	10	13	0.00
Abstain / Invalid	0	41	41	-
Total	162152093	1280720	163432813	100.00



CS Hitesh D. Buch
Proprietor
Hitesh Buch & Associates
Company Secretaries
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310, Aditya Plaza, 3rd Floor, Jodhpur, Satellite, Ahmedabad – 380015.



Place: Ahmedabad

Date: 06th August, 2015

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