March 02, 2020

To,

The Department of Corporate Services, BSE Ltd.
14th Floor, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001

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

Ms. Anita Gokhale
Company Secretary & Compliance Officer
D. B. Corp Limited
Plot No. 280, Sarkhej Gandhinagar Highway, Near YMCA Club, Makarba, Ahmedabad, Gujarat - 380051

DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)  | D. B. Corp Limited (“Target Company”)
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer  | Vistra ITCL (India) Limited (“Vistra”) (In our capacity as Debenture Trustee)
The IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051
3. Whether the acquirer belongs to Promoter/Promoter group  | No
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed  | BSE Limited (BSE)
National Stock Exchange of India Limited (NSE)
5. Details of the acquisition / disposal as follows

<table>
<thead>
<tr>
<th>Number</th>
<th>% w.r.t. total share/voting capital wherever applicable (*)</th>
<th>% w.r.t. total diluted share/voting capital of the TC (**)</th>
</tr>
</thead>
</table>
| Before the acquisition under consideration, holding of:
  a) Shares carrying voting rights |
  b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others) |
  c) Voting rights (VR) otherwise than by shares |
  d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) |
| 4,23,57,000 | 24.21% | 24.21% |
| Total (a+b+c+d) | 4,23,57,000 | 24.21% | 24.21% |

Details of acquisition/ Sale

| a) Shares carrying voting rights acquired / sold |
| b) VRs acquired/sold otherwise than by shares |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold |
| d) Shares encumbered/invoked/released by the acquirer |
| 46,43,000 | 2.65% | 2.65% |
| Total (a+b+c+d) | 46,43,000 | 2.65% | 2.65% |
After the acquisition/sale holding of:

| a) Shares carrying voting rights | 4,70,00,000 | 26.87% | 26.87% |
| b) Shares encumbered with the acquirer |
| c) VRs otherwise than by shares |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition |

**Total (a+b+c+d)** | 4,70,00,000 | 26.87% | 26.87%

**Mode of acquisition/sale (e.g. open market/off market/public issue/rights issue/preferential allotment/inter-se transfer, etc.)**

- Pledge of equity shares

**Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable**

- **Pledge dates:** February 24, 2020 and February 28, 2020

**Equity share capital/total voting capital of the TC before the said acquisition/sale**

- 17,49,47,150 Equity Shares
  (As per the Shareholding pattern available on BSE website for the quarter ended December 2019)

<table>
<thead>
<tr>
<th>Equity share capital/total voting capital of the TC after the said acquisition/sale</th>
</tr>
</thead>
<tbody>
<tr>
<td>17,49,47,150 Equity Shares</td>
</tr>
<tr>
<td>(As per the Shareholding pattern available on BSE website for the quarter ended December 2019)</td>
</tr>
</tbody>
</table>

**Total diluted share/voting capital of the TC after the said acquisition**

- 17,49,47,150 Equity Shares
  (As per the Shareholding pattern available on BSE website for the quarter ended December 2019)

(*) Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**Notes:**

46,43,000 Equity Shares of the Target Company have been pledged with Vistra on the above dates in capacity of Debenture Trustee in order to secure the Non-Convertible Debentures issued by Writers & Publishers Private Limited.

As per the Securities Exchange Board of India letter dated August 08, 2014 (enclosed for your reference), the primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender, debenture holder and not on the Trustee. However, out of abundant caution, Vistra ITCL in its capacity as security trustee and debenture trustee is disclosing and filing this disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

**For Vistra ITCL (India) Limited**

**Authorised Signatory**

Place: Mumbai
Encl.: As above