



DB Corp Ltd

May 26, 2018

The Manager
(Listing – CRD)
BSE Limited
P J Tower, Dalal Street, Fort
Mumbai - 400 001.

The Manager
(Listing Department)
The National Stock Exchange of India Limited
Bandra-Kurla Complex, Bandra (East)
Mumbai - 400 051.

Dear Sir / Madam,

Sub: Outcome of the meeting of the Board of Directors of D. B. Corp Limited (“Company”) held today, i.e. on May 26, 2018

Ref.: Regulations 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 [“Listing Regulations”]

BSE – Scrip Code: 533151 – SYMBOL: DBCORP
NSE – SYMBOL: DBCORP – Series: EQ

Pursuant to Regulation 30 of the Listing Regulations and other applicable provisions of law, we wish to inform you that, the Board of Directors of the Company at its meeting held today, i.e. on May 26, 2018 has inter-alia:

1. Approved buyback proposal for purchase by the Company of its own fully paid equity shares of Rs.10/- each (“**Equity Share**”) not exceeding 92,00,000 Equity Shares (being 5% of the total paid-up equity capital of the Company) at a price of Rs. 340/- (Rupees Three Hundred Forty only) per Equity Share, for an aggregate amount of up to Rs. 312.80 Crore (Rupees Three Hundred Twelve Crore Eighty Lakh Only) (excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, service tax, stamp duty, etc), being less than 25% of the total paid-up equity capital and free reserves of the Company as on March 31, 2018 (hereinafter referred to as the “**Buyback**”) from the shareholders of the Company on a proportionate basis through the tender offer route in accordance and consonance with the provisions contained in the Companies Act, 2013 and the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 (“**Buyback Regulations**”) (including any statutory modification(s) or re-enactment of the Companies Act, 2013 or Buyback Regulations). The Buyback would be subject to approval of the shareholders by way of a Special Resolution through Postal Ballot and all other applicable statutory approvals. The public announcement setting out the process, timelines and other statutory details will be released in due course in accordance with the Buyback Regulations. The Board has formed a Buyback Committee (the “**Buyback Committee**”) and has delegated its powers to the Buyback Committee to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the Buyback.
2. Approved seeking shareholders’ approval through postal ballot process pursuant to Section 110 of the Companies Act, 2013, read with rules framed thereunder for approval of the Buyback, as

दैनिक भास्कर दिव्य भास्कर दिव्य मराठी DBPOST DB DIGITAL DB homeonline.com

India's Largest Newspaper Group | 13 States | 65 Editions | 4 Languages





DB Corp Ltd

above, and providing e-voting facility to the shareholders of the Company for Postal Ballot process.

3. Noted that the Promoters and Promoter Group of the Company have expressed their intention to only tender up to a maximum of 34,00,000 Equity Shares (aggregating to 1.85% of the share capital of the Company) out of the 12,84,89,737 Equity Shares held by them (aggregating to 69.82% of the share capital of the Company).

The pre-Buyback shareholding pattern of the Company is attached hereto as **Annexure A**.

The above information will also be made available on the website of the Company: <http://investor.bhaskarnet.com>.

Please note that the Company will provide relevant updates in relation to the Buyback in due course (including the Post-Buyback shareholding pattern).

The said Board Meeting commenced at 11.00 a.m. and concluded at 11.50 a.m.

You are requested to take note of the above.

Thanking you,

For D. B. Corp Limited

Anita Gokhale

Company Secretary & Compliance Officer



