

ANNEXURE I B**FORMAT OF QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**


NAME OF THE COMPANY: D.B. CORP LIMITED
 BSE SCRIP CODE: 533151
 BSE SCRIP ID: DBCORP

QUARTER ENDING ON: MARCH 31, 2010
 NSE SYMBOL: DBCORP

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49I	YES	
(A) Composition of Board	49 (IA)	YES	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	YES	
(C) Other provisions as to Board and Committees	49 (IC)	YES	
(D) Code of Conduct	49 (ID)	YES	
II. Audit Committee	49 (II)	YES	
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	
(B) Meeting of Audit Committee	49 (IIB)	YES	
(C) Powers of Audit Committee	49 (IIC)	YES	
(D) Role of Audit Committee	49 II(D)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
III. Subsidiary Companies	49 (III)	YES	
IV. Disclosures	49 (IV)	YES	
(A) Basis of related party transactions	49 (IV A)	YES	
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	YES	
(E) Remuneration of Directors	49 (IV E)	N.A.	The Company was listed on Jan 6, 2010. The Annual Report for the year ended March 31, 2010 shall be the first Annual Report Post-listing. The requirement of Clause 49(IV)(E) will be complied with in the Annual report for the year ended March 31, 2010.
(F) Management	49 (IV F)	YES	The Company was listed on Jan 6, 2010. The Directors' Report for the year ended March 31, 2010 shall be the first Directors' Report Post-listing. The requirement of Clause 49(IV)(F)(i) will be complied with in the Directors' report for the year ended March 31, 2010.

For D. B. Corp. Ltd.

K. Srinivasan
 Company Secretary



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Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
(G) Shareholders	49 (IV G)	YES	Post-listing the company has not yet appointed any Director on its' Board. As and when the Company appoints any Director on its' Board in future, it will ensure compliance with Clause 49(IV)(G)(i)
V. CEO/CFO Certification	49 (V)	N.A.	The Company was listed on Jan 6, 2010. The Financial Statements for the year ended March 31, 2010 shall be the first Financial Statement Post-listing. The requirement of Clause 49 (IV) will be complied with in the Financial Statements for the year ended March 31, 2010.
VI. Report on Corporate Governance	49 (VI)	YES	The Company was listed on Jan 6, 2010. The Annual Report for the year ended March 31, 2010 shall be the first Annual Report Post-listing. The requirement of Clause 49 (VI)(i) will be complied with in the Annual report for the year ended March 31, 2010.
VII. Compliance	49 (VII)	N.A.	The Company was listed on Jan 6, 2010. The Annual Report for the year ended March 31, 2010 shall be the first Annual Report Post-listing. The requirement of Clause 49 (VII) will be complied with in the Annual report for the year ended March 31, 2010.

Note:

- The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
- In the column No.3, compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49 (IV A)
- In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as – "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

For D. B. Corp. Ltd.

[Signature]
 Company Secretary

