

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity : D. B. Corp Limited
2. Quarter ending : 30<sup>th</sup> September, 2017

<b>I. Composition of Board of Directors</b>								
Title (Mr./ Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson /Executive/ Non- Executive/ Independent/ Nominee) <sup>&amp;</sup>	Date of Appointment in the current term /cessation	Tenure *	No. of Directorship in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of Listing Regulations)
Mr.	Sudhir Agarwal	ADBPA7951N / 00051407	Executive	10/12/2005	N.A.	1	Stakeholder Committee-1	NIL
Mr.	Pawan Agarwal	ADBPA7945A / 00465092	Executive	10/12/2005	N.A.	1	Stakeholder Committee-1	NIL
Mr.	Girish Agarwal	ABTPA2188D / 00051375	Non-Executive	27/10/1995	N.A.	1	Audit Committee-1 Stakeholder Committee-1 Audit Sub Committee-2	Stakeholder Committee-1
Mr.	Piyush Pandey	ACLPP0538R / 00114673	Independent	01/04/2014	3 years 6 months	1	Audit Committee-1	NIL
Mr.	Harish Bijoor	AADPH2976H / 01640485	Independent	01/04/2014	3 years 6 months	1	NIL	NIL
Mr.	Ashwani Kumar Singhal	AAUPK3426E / 01973769	Independent	01/04/2014	3 years 6 months	1	Audit Committee-3	Audit Committee-1
Mr.	Naveen Kumar Kshatriya	AFQPK9263A / 00046813	Independent	Dt of appt: 22/06/2016 Dt. of cessation: 30/09/2017	1 year 3 months 8 days	2	Audit Committee-3	NIL

Ms.	Anupriya Acharya	AARPA1186C / 00355782	Independent	22/06/2016	1 year 3 months 9 days	1	NIL	NIL
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<sup>§</sup>PAN number of any director would not be displayed on the website of Stock Exchange.

<sup>&</sup>Category of directors means executive/non-executive/Independent/Nominee. If a director fits into more than one category, write all categories separating them with hyphen.

\* To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity, without any cooling off period.

## II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) <sup>§</sup>
Audit Committee	Mr. Ashwani Kumar Singhal	Independent - Chairperson
	Mr. Piyush Pandey	Independent
	Mr. Naveen Kumar Kshatriya (Ceased w.e.f. 30/09/2017)	Independent
	Mr. Girish Agarwal	Non-Executive
Nomination & Remuneration Committee	Mr. Ashwani Kumar Singhal	Independent - Chairperson
	Mr. Naveen Kumar Kshatriya (Ceased w.e.f. 30/09/2017)	Independent
	Ms. Anupriya Acharya	Independent
	Mr. Girish Agarwal	Non-Executive
Risk Management Committee (if applicable)	N.A.	N.A.
Stakeholders Relationship Committee	Mr. Girish Agarwal	Non-Executive - Chairperson
	Mr. Pawan Agarwal	Executive
	Mr. Sudhir Agarwal	Executive

<sup>&</sup> Category of directors means Executive/Non-executive/Independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

## III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
18 <sup>th</sup> May, 2017	20 <sup>th</sup> July, 2017	62 days

<b>IV. Meeting of Committees (Audit Committee)</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
20 <sup>th</sup> July, 2017	Yes (All the 4 members were present at the meeting [3 of whom were Independent Directors])	18 <sup>th</sup> May, 2017	62 days
*This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional.			
<b>V. Related Party Transactions</b>			
Subject			Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained			Yes
Whether shareholder approval obtained for material RPT			N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			Yes
<b>Note</b>			
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.			
2. If status is "No" details of non-compliance may be given here.			
<b>VI. Affirmations</b>			
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.			
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015			
a. Audit Committee			
b. Nomination & Remuneration Committee			
c. Stakeholders Relationship Committee			
d. Risk Management Committee (applicable to the top 100 listed entities) – <b>N.A.</b>			
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.			
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.			
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: <b>N.A.</b>			
<b>Anita Gokhale</b> <b>Company Secretary / Compliance Officer / <del>Managing Director</del> / CEO</b>			

**Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

**Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year**

1. Name of Listed Entity : D. B. Corp Limited
2. Quarter ending : 30<sup>th</sup> September, 2017

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b> refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes.
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes.
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes.
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes.
<p>Notes:</p> <ol style="list-style-type: none"> <li>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</li> <li>2. If status is "No" details of non-compliance may be given here.</li> <li>3. If the Listed Entity would like to provide any other information the same may be indicated here.</li> </ol>		
<p><b>Anita Gokhale</b>  <b>Company Secretary / Compliance Officer / <del>Managing Director</del> / CEO</b></p>		