



# DB Corp Ltd

## Declaration of results of Postal Ballot and E-voting

Pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, as amended from time to time, (the "Postal Ballot Rules"), read with SEBI Circular No. CIR/CFD/DIL/5/2013 dated February 4, 2013 and No. CIR/CFD/DIL/8/2013 dated May 21, 2013 (together known as "the SEBI Circulars") and as directed by the Hon'ble High Court of Gujarat at Ahmedabad in the Company Application No. 252 of 2013 vide its interim order dated October 14, 2013, the approval of Equity shareholders of D. B. Corp Limited ("the Company") was sought through postal ballot and e-voting for the amendment of the Objects clause of the Memorandum of Association of the Company and for approval of the Scheme of Arrangement ("Scheme") in the nature of demerger of Integrated Internet and Mobile Interactive Service Business of I Media Corp Limited to D. B. Corp Limited.

Accordingly, the Company made necessary arrangements for conducting postal ballot and e-voting. The Company appointed Mr. S. Anand SS Rao, Practising Company Secretary, Hyderabad as Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner. Further, the Company engaged Karvy Computershare Pvt. Ltd., Hyderabad ("Karvy") to provide e-voting facility to the Equity shareholders of the Company.

After completion of the scrutiny of the Ballot papers received and votes cast through e-voting, the Scrutinizer Mr S. Anand SS Rao has submitted his report dt. 13<sup>th</sup> December, 2013.

Pursuant to receipt of the Scrutinizer's report, the results of the postal ballot and e-voting are hereby declared today i.e. on December 14, 2013 at 6:00 pm at the Registered office of the Company. The details of Resolutions along with summary of voting are given here below as per the format prescribed under Clause 35A of the Listing Agreement:

### Resolution 1:

Amendment to the Main Object clause contained in Clause III (A) of the Memorandum of Association of D. B. Corp Limited in terms of Section 17 of the Companies Act, 1956

Resolution required: Special							
Mode of voting: Postal ballot / E-voting							
Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstandin g 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)] *	(4)	(5)	(6)=[(4) /(2)] *100	(7)=[(5)/(2 )] *100
Promoter and	137504979	137504979	100.00	137504979	0	100.00	0.00



Madhya Pradesh, Chhattisgarh, Rajasthan, Punjab, Chandigarh, Haryana, Gujarat, New Delhi, Maharashtra, Himachal Pradesh, Uttarakhand.

Printing Press : Divya Bhaskar Print Planet, Plot No. 148, Po. : Vasna-Chachravadi, B/h, L & T Plant, Bavla-Changodar Road, Dist. : Ahmedabad.

Regd. Office : DB Corp Ltd., Bhaskar House, S. G. Highway, Makarba, Ahmedabad-380 015. (Gujarat). Tel.: +91 - 79 - 3988 8850 Fax: +91 - 79 - 3981 4007/08



# DB Corp Ltd

Promoter Group							
Public – Institutional holders	36709843	8079263	22.01	8079263	0	100.00	0.00
Public - Others	9190160	35174	0.38	34507	667	98.10	1.90
<b>Total</b>	<b>183404982</b>	<b>145619416</b>	<b>79.40</b>	<b>145618749</b>	<b>667</b>	<b>100.00</b>	<b>0.00</b>

## Resolution 2:

Approval of the Scheme of Arrangement in the nature of demerger of Integrated Internet and Mobile Interactive Service Business of I Media Corp Limited to D. B. Corp Limited under Sections 391 to 394 of the Companies Act, 1956

Resolution required: with requisite majority							
Mode of voting: Postal ballot / E-voting							
Promoter/Pu blic	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng 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	137504979	137504979	100.00	137504979	0	100.00	0.00
Public – Institutional holders	36709843	8079263	22.01	8079263	0	100.00	0.00
Public - Others	9190160	34982	0.38	34274	708	97.98	2.02
<b>Total</b>	<b>183404982</b>	<b>145619224</b>	<b>79.40</b>	<b>145618516</b>	<b>708</b>	<b>100.00</b>	<b>0.00</b>



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Based on the Scrutinizer's Report as summarised above, it is declared that both the resolutions are duly passed with requisite majority.

For D. B. Corp Limited

Prakash Sharma  
Authorised Representative

Place: Ahmedabad  
Date: 14<sup>th</sup> December, 2013

  
**Dainik Bhaskar**

  
**Divya Bhaskar**

  
**बिज़नेस भास्कर**

  
**DNA**  
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