



DB Corp Ltd

September 11, 2018

The Manager
(Listing – CRD)
BSE Limited
Dalal Street,
Mumbai-400001.
(Fax: 022-22722037/39/61/41/3121)

The Manager
(Listing Department)
The National Stock Exchange of India Ltd.
Bandra (East),
Mumbai-400051.
(Fax : 022-26598237/38/8347/8348)

Dear Sir / Madam,

Sub.: Disclosure under Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to re-appointment of directors at the 22nd Annual General Meeting of D. B. Corp Limited held on September 11, 2018

Ref.: BSE - Scrip Code: 533151 – SYMBOL: DBCORP
NSE - SYMBOL: DBCORP - Series: EQ

Further to our Notice of Annual General Meeting ('AGM') dated July 19, 2018, we wish to inform you that the 22nd AGM of the Company was held on September 11, 2018 at Hotel Planet Landmark, 139/1, Ambli-Bopal Road, Nr. Ashok Vatika, Off. S. G. Road, Ahmedabad, Gujarat – 380 051. We enclose herewith the disclosure under Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with regards to re-appointment of directors of the Company.

Kindly take the same on records.

Thanking you.

Yours faithfully,

For D. B. Corp Limited



Anita Gokhale
Company Secretary

Encl: as above



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DISCLOSURE UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Re: Re-appointment of Directors

Further to our Notice of Annual General Meeting ('AGM') dated July 19, 2018, we wish to inform you that the shareholders of the Company at the 22nd AGM held on 11th September, 2018 have approved the:

- Re-appointment of Mr. Pawan Agarwal as a Deputy Managing Director
- Re-appointment of Mr. Piyush Pandey and Mr. Harish Bijoor as Independent Directors of the Company to hold office for second term of 2 consecutive years
- Re-appointment of Mr. Ashwani Kumar Singhal as Independent Director to hold office for second term of 5 consecutive years

The details of re-appointment of directors under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no: CIR/CFD/CMD/4/ 2015 dated 9th September, 2015 are given below:

Appointment of Mr. Pawan Agarwal, Dy. Managing Director:

Sr. No.	Details of Events that need to be provided	Information of such events(s)
a)	Reason for change viz. appointment, resignation, removal, death or otherwise	At 22 nd AGM held on 11 th September, 2018, the shareholders of the Company have re-appointed Mr. Pawan Agarwal as Deputy Managing Director of the Company, liable to retire by rotation
b)	Date of appointment/cessation (as applicable) & term of appointment;	Date of re-appointment: 31.07.2018 Term of re-appointment: 5 years From 31.07.2018 to 30.07.2023
c)	Brief profile (in case of appointment)	Given below
d)	Disclosure of relationships between directors (in case of appointment of a director);	Mr. Pawan Agarwal is related to Mr. Sudhir Agarwal and Mr. Girish Agarwal, Directors of the Company.

Appointment of Mr. Piyush Pandey and Mr. Harish Bijoor, Independent Directors:

Sr. No.	Details of Events that need to be provided	Information of such events(s)
a)	Reason for change viz. appointment, resignation, removal, death or otherwise	At 22 nd AGM held on 11 th September, 2018, the shareholders of the Company have re-appointed Mr. Piyush Pandey and Mr. Harish Bijoor as Independent Directors of the Company
b)	Date of appointment/cessation (as applicable) & term of appointment;	Date of re-appointment: 01.01.2019 Term of re-appointment: 2 years From 01.01.2019 to 31.12.2020





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c)	Brief profile (in case of appointment)	Given below
d)	Disclosure of relationships between directors (in case of appointment of a director);	Mr. Piyush Pandey and Mr. Harish Bijoor are not related to any director of the Company.

Appointment of Mr. Ashwani Kumar Singhal, Independent Director:

Sr. No.	Details of Events that need to be provided	Information of such events(s)
a)	Reason for change viz. appointment, resignation, removal, death or otherwise	At 22 nd AGM held on 11 th September, 2018, the shareholders of the Company have re-appointed Mr. Ashwani Kumar Singhal Independent Director of the Company
b)	Date of appointment/cessation (as applicable) & term of appointment;	Date of re-appointment: 01.01.2019 Term of re-appointment: 5 years From 01.01.2019 to 31.12.2023
c)	Brief profile (in case of appointment)	Given below
d)	Disclosure of relationships between directors (in case of appointment of a director);	Mr. Ashwani Kumar Singhal is not related to any director of the Company.

BRIEF PROFILE OF DIRECTORS:

Name of the Director	Mr. Pawan Agarwal
DIN	00465092
Date of Birth / Age	31 st July, 1974 / 43 years
Date of original appointment	10 th December, 2005
Terms and conditions of appointment	To be appointed as Deputy Managing Director, whose directorship shall be liable to retirement by rotation, as well.
Areas of Expertise	Mr. Pawan Agarwal has been on the Board since December 2005. He holds a Bachelor's degree in Industrial Engineering from Purdue University, USA and has also attended a programme on Leadership's Best Practices at Harvard University. He provides direction to production and the information technology strategy department. Besides, he drives / guides radio and Digital Media business of the Group. He has been awarded by the Prime Minister for his contribution to Indian language journalism and also by Enterprise Asia as one of the outstanding entrepreneurs of Asia-Pacific, 2010.
Educational Qualifications	Bachelor's Degree in Industrial Engineering, USA





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Companies in which he holds Directorship	<ol style="list-style-type: none"> 1. Regency Agro Products Private Limited 2. Shourya Diamonds Limited 3. I Media Corp Limited 4. India Interactive Technologies Limited 5. D B Power Limited 6. D. B. Corp Limited 7. DB Power (Chhattisgarh) Limited 8. DB Power (Madhya Pradesh) Limited 9. Bhaskar News Media Limited 10. Delight Minings Private Limited 11. Dynamic Infraventure Private Limited 12. Diliigent Power Private Limited 13. D B Microfinance Private Limited 14. Bhaskar Industries Private Limited 15. Diligent Pinkcity Center Private Limited 16. JGB Builders Private Limited 17. Writers And Publishers Private Limited 18. Decore Thermal Power Private Limited 19. DB Consolidated Private Limited (<i>formerly known as Peacock Trading & Investments Private Limited</i>)
Other listed Companies in which he holds Directorship	Nil
Membership / Chairmanship of Board Committees	<p>Chairmanship:</p> <p>D B Power Limited:</p> <ol style="list-style-type: none"> 1. Corporate Social Responsibility Committee 2. Nomination and Remuneration Committee <p>Diliigent Power Private Limited:</p> <ol style="list-style-type: none"> 1. Corporate Social Responsibility Committee <p>Membership:</p> <p>D. B. Corp Limited:</p> <ol style="list-style-type: none"> 1. Executive Committee 2. Compensation Committee 3. Stakeholders Relationship Committee 4. Corporate Social Responsibility Committee
Shareholding	78,95,513 equity shares
Relationship with other Directors and KMPs	Mr. Pawan Agarwal is the brother of Mr. Sudhir Agarwal and Mr. Girish Agarwal. Except the aforesaid, none of the other Directors or KMPs is related to Mr. Pawan Agarwal.
No. of board meetings attended during FY 2017-18	3
Remuneration sought to be paid	Rs. 1,00,00,000/- p.a.
Remuneration last paid	Rs. 60,00,000/- p.a.

Name of the Director	Mr. Piyush Pandey
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