

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **D B Realty Limited**
 2. Quarter ending - **31-Mar-2019**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Vinod Kumar Goenka	00029033	AEUPG7032A	C & ED		08-Jan-2007			1	1	0		Mr. Vinod K. Goenka Chairman of Finance & Investment Committee of the Company. Mr. Vinod K. Goenka is also member in Audit Committee in Neelkamal Realtors Suburban Pvt. Ltd. subsidiary of D B Realty Ltd.
Mr.	Shahid Usman Balwa	00016839	AACPB0311K	ED		10-Dec-2011			1	2	0	AC, SC	
Mr.	Mahesh Manilal Gandhi	00165638	AABPG3545P	ID		27-Sep-2014	27-Mar-2019	60	0	0	0		Mr. Mahesh Gandhi resigned as an Director & from all committees w.e.f. 27.03.2019
Mr.	Jagat Anil Killawala	00262857	AABPK7762J	ID		27-Sep-2014		60	1	5	1	AC, SC, NRC	Mr. Jagat Killawala is a member of Stakeholders Relationship Committee, Finance & Investment Committee of the Company. Mr. Jagat Killawala is Chairman of Audit Committee, Nomination & Remuneration Committee, CSR Committee w.e.f. 29/03/2019. Mr. Jagat Killawala is also member of Audit Committee in the subsidiaries of the Company namely Spacecon Realty Pvt. Ltd., Real Gem Buildtech Pvt. Ltd., DB Man Realty Ltd. & Esteem Properties Pvt. Ltd.

Mr.	Nasir Mahmud Rafique	01623598	ABVPR5415N	ID		27-Sep-2014		60	1	6	1	AC, SC, NRC	Mr. Nasir M. Rafique is a member of Audit Committee, Nomination & Remuneration Committee and CSR Committee of the Company. He is Chairman in Stakeholders Relationship Committee and has become Member in Finance & Investment Committee w.e.f. 29.03.2019. In addition to above, Mr. N. M. Rafique is also a member in Audit Committee in the subsidiaries of the Company namely Spacecon Realty Pvt. Ltd., Real Gem Buildtech Pvt. Ltd., DB Man Realty Ltd., Neelkamal Realtors Suburban Pvt. Ltd. & Esteem Properties Pvt. Ltd.
Mr.	Sundaram Rajagopal	01951392	AFXPS6971A	ID		09-Dec-2016		60	1	0	0		
Ms.	Sunita Goenka	01010145	AAKPB1531D	NED		30-Mar-2015			1	0	0		
Ms.	Maryam Khan	01263348	DCQPK9671C	ID		14-Aug-2018		60	1	1	0	NRC	Ms. Maryam Khan is a member of Nomination & Remuneration Committee of the Company w.e.f. 29.03.2019.
Mr.	Jayvardhan Vinod Goenka	03546392	AOCPG4140H	NED		10-Dec-2011			1	0	0		Mr. Jayvardhan Goenka is a member of CSR Committee of the Company.
Mr.	Salim Usman Balwa	00017899	AABPB2668J	NED		10-Dec-2011			1	0	0		

Company Remarks	
Whether Permanent chairperson appointed	Yes

ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Shahid Usman Balwa	ED	Member	10-Dec-2011	
2	Jagat Anil Killawala	ID	Chairperson	29-Mar-2019	
3	Nasir Mahmud Rafique	ID	Member	13-Feb-2015	
4	Mahesh Manilal Gandhi	ID	Member	17-Mar-2011	27-Mar-2019

Company Remarks	Mr. Mahesh Gandhi resigned as Chairman & Member w.e.f. 27.03.2019 & Mr. Jagat Killawala was appointed as Chairman & Member w.e.f. 29.03.2019
Whether Permanent chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Shahid Usman Balwa	ED	Member	10-Dec-2011	
2	Nasir Mahmud Rafique	ID	Chairperson	14-Feb-2018	
3	Jagat Anil Killawala	ID	Member	10-Dec-2011	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Nasir Mahmud Rafique	ID	Member	14-Feb-2018	
2	Mahesh Manilal Gandhi	ID	Member	17-Mar-2011	27-Mar-2019
3	Maryam Khan	ID	Member	29-Mar-2019	
4	Jagat Anil Killawala	ID	Chairperson	10-Dec-2011	

Company Remarks	Mr. Mahesh Gandhi resigned as Chairman & Member w.e.f. 27.03.2019 & Mr, Jagat Killawala was appointed as Chairman w.e.f. 29.03.2019 & Ms. Maryam Khan was appointed as Member w.e.f. 29.03.2019
Whether Permanent chairperson appointed	Yes

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
26-Oct-2018	12-Feb-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	108

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	26-Oct-2018	12-Feb-2019		Yes
Nomination & Remuneration Committee		12-Feb-2019		Yes
Stakeholders Relationship Committee		12-Feb-2019		Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	108

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

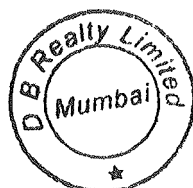
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **No**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Mr. Mahesh Gandhi, an Independent Director resigned w.e.f. 27/03/2019. The Company shall comply with provision of SEBI (LODR) with regard to composition of Board.

Name :  Shahid Usman Balwa
Designation : Managing Director



Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Yes/No/NA)	Company Remark	Website
Details of business	Yes		www.dbrealty.co.in
Terms and conditions of appointment of independent directors	Yes		www.dbrealty.co.in
Composition of various committees of board of directors	Yes		www.dbrealty.co.in
Code of conduct of board of directors and senior management	Yes		www.dbrealty.co.in
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.dbrealty.co.in
Criteria of making payments to non-executive directors	Yes		www.dbrealty.co.in
Policy on dealing with related party transactions	Yes		www.dbrealty.co.in
Policy for determining 'material' subsidiaries	Yes		www.dbrealty.co.in
Details of familiarization programs imparted to independent	Yes		www.dbrealty.co.in
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor	Yes		www.dbrealty.co.in
email address for grievance redressal and other relevant details	Yes		www.dbrealty.co.in
Financial results	Yes		www.dbrealty.co.in
Shareholding pattern	Yes		www.dbrealty.co.in
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
New name and the old name of the listed entity	Not Applicable		
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1)	No	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	

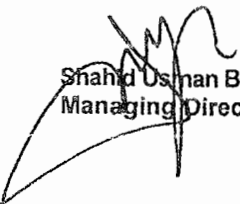
Approval for material related party transactions	23(4)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Maximum Directorship & Tenure	25(1) & (2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

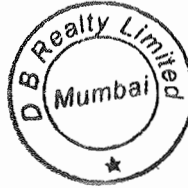
Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name :  Shahid Usman Balwa
Designation : Managing Director



DB Realty Limited
Related Party Transaction Statement
01-January-2019 to 31-March-2019

Sr No	Name	Opening	Debit	Credit	Closing
	<u>Unsecured Loan Given/(Taken)</u>				
a	<u>Loan taken from Wholly Owned Subsidiary</u>				
	MIG Bandra Realtors & builders Pvt Ltd	(730,396,007)	24,490,156	259,216,084	(921,546,987)
	Neelkamal Realtors & Builders Pvt Ltd	(211,451,578)	220,124,654	10,500,000	(1,876,924)
	Turf Estate JV	1,813,314,272	134,458,909	5,555,200	1,940,964,272
	Total	871,466,687	379,073,719	275,271,284	1,017,540,361

* Figures in () indicate credit balance

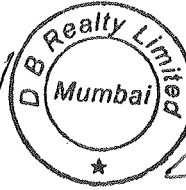
** Transactions included are Material Related Party Transaction during the Quarter (10% of Previous Years Consolidated Turnover)

Place - Mumbai
 Date - 10.04.2019



For D B Realty Limited

Satish Agarwal
 (GM Accounts)



Asif Balwa
 (Chief Finance Officer)