

26th April, 2016

The General Manager, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	Vice President, National Stock Exchange of India Limited "Exchange Plaza", Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051
Scrip Code : 533160	Scrip Symbol : DBREALTY
Fax No.: 022 – 2272 2037/ 39	Fax No.: 022 – 26598237/38

Sub.: Certificate under Clause 40 (9) of the SEBI (LODR) Regulations, 2015

Please find enclosed the Certificate under Clause 40 (9) of the SEBI (LODR) Regulations, 2015 for the half year ended 31st March, 2016, issued by a Practising Company Secretary.

Thanking you,

Yours faithfully,

For D B Realty Limited

S.A.K. Narayanan Company Secretary

Encl: as above

S. ANANTHA & CO.

C-316, 3rd Floor, Nirmal Avior - Galaxy LBS Marg, Mulund (W), Mumbai 400080

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To
The Board of Directors
D B Realty Limited
DB House, Gen. A. K. Vaidya Marg
Goregaon (East), Mumbai - 400 063

Dear Sirs/Madam,

<u>CERTIFICATE AS PER REGULATION 40(9) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015</u>

FOR THE HALF YEAR ENDED 31ST MARCH, 2016

We have examined all the Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **D** B Realty Limited maintained by Link Intime India Private Limited pertaining to transfer of Equity Shares and issue of Share Certificates of the Company for the period from 01^{st} October, 2015 to 31^{st} March, 2016 for the purpose of issuing this Certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company/Registrar and Share Transfer Agent, we hereby certify that during the half year ended 31^{st} March, 2016:

A) The Company has delivered Share Certificate(s) relating to the Share Transfer Deeds, received during the period from 01st October, 2015 to 31st March, 2016 as entered in the Memorandum of Transfers, within Fifteen days from the respective date of lodgment of each deed, except those rejected on technical grounds. (NOT APPLICABLE, as there was NO transfer documents received during the period from 01st October, 2015 to 31st March, 2016):

and

B) The Company has issued all the certificates within 30 days for sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies, if any, during the period from 01st October, 2015 to 31st March, 2016, the same is NOT APPLICABLE, as there was NO request received for such instance during the half year ended 31st March, 2016.

For S. ANANTHA & Co. Company Secretaries

S. Anantha Rama Subramanian

Proprietor CP No.:1925

Place: Mumbai

Date: 26th April, 2016