

# REALTY

14<sup>th</sup> July, 2016

The General Manager, Listing Department, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Vice-President, Listing Department, National Stock Exchange of India Limited "Exchange Plaza", Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051
<b>Scrip Code : 533160</b>	<b>Scrip Symbol : DBREALTY</b>
<b>Fax No.: 022 – 2272 2037/ 39/ 3121</b>	<b>Fax No.: 022 – 26598237/38</b>

Dear Sirs,

**Sub.: Corporate Governance Details (Annexure I) in terms of Regulation 27(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015**

In terms of Regulation 27(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 we are enclosing compliance report in the format of Annexure I duly signed for the first quarter ended 30.6.2016.

Kindly acknowledge the receipt of the same and take on records.

Thanking you,

Yours faithfully,

**For, D B Realty Limited**



**S.A.K. Narayanan**  
**Company Secretary**

*for*

Encl: As above

**D B REALTY LIMITED**

XBRL Excel Utility	
1.	<a href="#">Overview</a>
2.	<a href="#">Before you begin</a>
3.	<a href="#">Index</a>
4.	<a href="#">Steps for Filing - Corporate Governance Report</a>

### 1. Overview

The excel utility can be used for creating the XBRL/XML file for e-filing of Corporate Governance Report  
 XBRL filing consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to BSE Listing Center Website (www.listing.bseindia.com) .

### 2. Before you begin

1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above.
2. The system should have a file compression software to unzip excel utility file.
3. Make sure that you have downloaded the latest Excel Utility from BSE Website to your local system.
4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility
5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine.  
Please first go through Enable Macro - Manual attached with zip file.

### 3. Index

1	Details of general information about company	<a href="#">General Info</a>
2	Composition of BOD	<a href="#">Annexure I - Composition of BOD</a>
3	Composition of Committee	<a href="#">Annexure I - Composition of Committee</a>
4	Meeting of BOD	<a href="#">Annexure I - Meeting of BOD</a>
5	Meeting of Committees	<a href="#">Annexure I - Meeting of Committees</a>
6	Related Party Transaction	<a href="#">Annexure I - Related Party Transaction</a>
7	Affirmation	<a href="#">Annexure I - Affirmation</a>
8	Website	<a href="#">Annexure II - Website</a>
9	Annual Affirmation	<a href="#">Annexure II - Annual Affirmation</a>
10	Annual Affirmation Continue	<a href="#">Annexure II - Annual Affirmation Continue</a>
11	Annexure III	<a href="#">Annexure III</a>
12	Signatory Details	<a href="#">Signatory Details</a>

#### 4. Steps for Filing Corporate Governance Report

**I. Fill up the data:** Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.)

- Use paste special command to paste data from other sheet.

**II. Validating Sheets:** Click on the "**Validate**" button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same.

**III. Validate All Sheets:** Click on the "**Home**" button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets.

Excel Utility will not allow you to generate XBRL/XML until you rectify all errors.

**IV. Generate XML :** Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on 'Generate XML' to generate XBRL/XML file.

- Save the XBRL/XML file in your desired folder in local system.

**V. Generate Report :** Excel Utility will allow you to generate Report. Now click on 'Generate Report' to generate html report.

- Save the HTML Report file in your desired folder in local system.
- To view HTML Report open "Chrome Web Browser" .
- To print report in PDF Format, Click on print button and save as PDF.

**VI. Upload XML file to BSE Listing Center:** For uploading the XBRL/XML file generated through Utility, login to BSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML.

#### 5. Fill up the data in excel utility

1. Cells with red fonts indicate mandatory fields.

2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML.

3. You are not allowed to enter data in the Grey Cells.

4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field.

5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML.

6. Select data from "Dropdown list" wherever applicable.

7. Adding Notes: Click on "Add Notes" button to add notes

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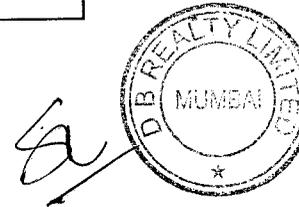
### General information about company

Scrip code	533160
Name of the entity	<b>D B Realty Limited</b>
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Quarterly
Date of Report	30-06-2016
Risk management committee	Not Applicable

Enter the quarter  
ended date only

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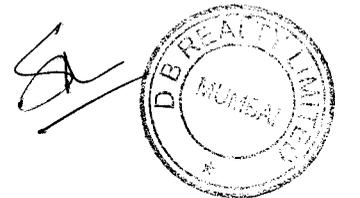
[Home](#)[Validate](#)**Annexure I****Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

[Add Notes](#)

Is there any change in composition of board of directors compare to previous quarter

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)
1	Mr	Vinod Kumar Goenka	AEUPG7032A	00029033	Executive Director	Chairperson	MD	08-01-2007		
2	Mr	Shahid Usman Balwa	AACP80311K	00016839	Executive Director	Not Applicable	MD	10-12-2011		
3	Mr	Mahesh Manilal Gandhi	AABPG3545P	00165638	Non-Executive - Independent Director	Not Applicable	Shareholder Director	27-09-2014		60
4	Mr	Janak Ishwarbhai Desai	ATFPD9067N	03527571	Non-Executive - Independent Director	Not Applicable	Shareholder Director	27-09-2014		60
5	Mr	Jagat Anil Killawala	AABPK7762J	00262857	Non-Executive - Independent Director	Not Applicable	Shareholder Director	27-09-2014		60
6	Mr	Nasir Mahmud Rafique	ABVPR5715N	01623598	Non-Executive - Independent Director	Not Applicable	Shareholder Director	27-09-2014		60
7	Ms	Sunita Goenka	AAKPB1531D	01010145	Non-Executive - Non Independent Director	Not Applicable	Shareholder Director	30-03-2015		
8	Mr	Jayvardhan Vinod Goenka	AOCPG4140H	03546392	Non-Executive - Non Independent Director	Not Applicable	Shareholder Director	10-12-2011		
9	Mr	Salim Usman Balwa	AABPB2668J	00017899	Non-Executive - Non Independent Director	Not Applicable	Shareholder Director	10-12-2011		
10	Mr	Omprakash Hanumansahai Agrawal	AABPA0245L	00234104	Non-Executive - Independent Director	Not Applicable	Shareholder Director	30-03-2015	27-05-2016	60

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No of Directorship in listed entities including this listed entity	Number 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	Notes
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1	1	0	41
1	2	0	
1	0	1	31
1	0	1	32
1	4	0	38
1	4	0	34
1	0	0	
1	0	1	35
1	0	0	
1	1	0	37

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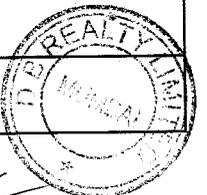
[Home](#)[Validate](#)**Annexure 1****II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

[Add Notes](#)

Is there any change in composition of committees compare to previous quarter

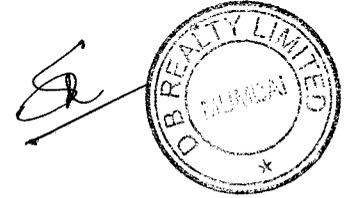
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
<b>Enter only one committee member name in one row</b>					
	<a href="#">Add</a>	<a href="#">Delete</a>			
1	Audit Committee	Mahesh Manilal Gandhi	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Shahid Usman Balwa	Executive Director	Member	
3	Audit Committee	Nasir Mahmud Rafique	Non-Executive - Independent Director	Member	
4	Audit Committee	Omprakash Hanumansahai Agrawal	Non-Executive - Independent Director	Member	
5	Nomination and remuneration committee	Mahesh Manilal Gandhi	Non-Executive - Independent Director	Chairperson	
6	Nomination and remuneration committee	Jagat Anil Killawala	Non-Executive - Independent Director	Member	
7	Nomination and remuneration committee	Janak Ishwarbhai Desai	Non-Executive - Independent Director	Member	
8	Stakeholders Relationship Committee	Janak Ishwarbhai Desai	Non-Executive - Independent Director	Chairperson	
9	Stakeholders Relationship Committee	Jagat Anil Killawala	Non-Executive - Independent Director	Member	
10	Stakeholders Relationship Committee	Shahid Usman Balwa	Executive Director	Member	



11	Corporate Social Responsibility Committee	Mahesh Manilal Gandhi	Non-Executive - Independent Director	Chairperson	
12	Corporate Social Responsibility Committee	Nasir Mahmud Rafique	Non-Executive - Independent Director	Member	
13	Corporate Social Responsibility Committee	Jayvardhan Vinod Goenka	Non-Executive - Non Independent Director	Member	
14	Other Committee	Vinod Kumar Goenka	Executive Director	Chairperson	Finance & Investment Committee
15	Other Committee	Mahesh Manilal Gandhi	Non-Executive - Independent Director	Member	Finance & Investment Committee
16	Other Committee	Jagat Anil Killawala	Non-Executive - Independent Director	Member	Finance & Investment Committee

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**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors  
explanatory

Add Notes

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)
<p>Add Delete</p>		
1	06-02-2016	
2	27-05-2016	110

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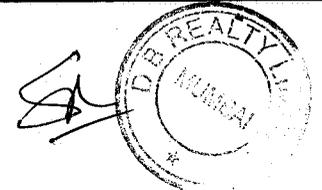
Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			<p>Add Notes</p>
Disclosure of notes of material transaction with related party			<p>Add Notes</p>

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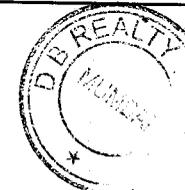


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## Annexure 1

## VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 100 listed entities)</b>	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<a href="#">Add Notes</a>

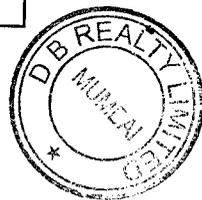
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Signatory Details	
Name of signatory	S.A.K. Narayanan
Designation of person	<b>Company Secretary</b>
Place	Mumbai
Date	12-07-2016

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**DB Realty Ltd.**  
**Related Party Transaction Statement**

Statement of Material Related Party Transactions during the quarter 1st April 2016 to 30th June 2016.

No.	Name of the Party	Opening Balance	Transactions		Closing Balance
			Debit	Credit	
<b>A</b>	<b>Unsecured Loan Given</b>				
<b>1</b>	<b>Loan to Subsidiary</b>				
	MIG Bandra Realtors & Builders Pvt Ltd ( WOS )	589,536,180	159,870,000	(589,767,969)	159,638,211
	Neelkamal Realtors Tower Pvt Ltd	-	285,740,625	-	285,740,625
		589,536,180	445,610,625	(589,767,969)	445,378,836

\* Figure in brackets ( ) indicates credit balance

\*\* Transactions included are Material Related Party Transaction during the year ( 10% of previous years Consolidated Turnover ).

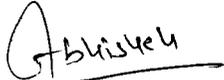
  
Ankit kansara  
(Asst. Manager Accounts)

  
Satish Agarwal  
(General Manager)



<b>DB Realty Ltd.</b>				
<b>Related Party Transaction - Loan Related</b>				
<b>1- April 2016 to 30- June 2016</b>				
<b>S. No.</b>	<b>Name of the Related Party</b>	<b>Security /Guarantee Provided</b>	<b>In favour of</b>	<b>Loan Amount</b>
1	Goregaon Hotel & Realty Pvt. Ltd.	Pledge of entire shareholding of the Co.	Reliance Capital Limited	1,40,00,00,000
2	YJ Realty & Aviation Pvt. Ltd.	Mortgage of Bacchuwadi property	ICICI Bank	85,00,00,000
3	Aerocity Hotel & Global Centre (Delhi) Pvt. Ltd.	Corporate Guarantee	Reliance Capital Limited	2,75,00,00,000
				<b>5,00,00,00,000</b>

For DB Realty Ltd.

  
**Abhishek Udawat**  
 (Senior Manager)

  
**Atul Bhatnagar**  
 (General Manager)

Place : Mumbai

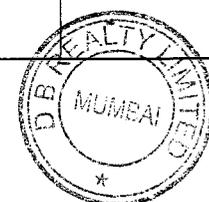
Date : 14/7/2016

**ANNEXURE I**

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

1. Name of Listed Entity - **D B Realty Limited**  
 2. Quarter ending - **30-Jun-2016**

<b>i. Composition of Board of Directors</b>										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	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
Mr.	Vinod Kumar Goenka	00029033	AEUPG7032A	C & ED	08-Jan-2007			1	1	0
Mr.	Shahid Usman Balwa	00016839	AACPB0311K	ED	10-Dec-2011			1	2	0
Mr.	Mahesh Manilal Gandhi	00165638	AABPG3545P	ID	27-Sep-2014		5 Years	1	0	1
Mr.	Janak Ishwarbhai Desai	03527571	ATFPD9067N	ID	27-Sep-2014		5 Years	1	0	1
Mr.	Jagat Anil Killawala	00262857	AABPK7762J	ID	27-Sep-2014		5 years	1	4	0
Mr.	Nasir Mahmud Rafique	01623598	ABVPR5415N	ID	27-Sep-2014		5 Years	1	4	0
Ms.	Sunita Goenka	01010145	AAKPB1531D	NED	30-Mar-2015			1	0	0
Mr.	Jayvardhan Vinod Goenka	03546392	AOCPG4140H	NED	10-Dec-2011			1	0	1
Mr.	Salim Usman Balwa	00017899	AABPB2668J	NED	10-Dec-2011			1	0	0
Mr.	Omprakash Hanumansahai Agrawal	00234104	AABPA0245L	ID	30-Mar-2015	27-May-2016	5 years	1	1	0



*[Handwritten signature]*

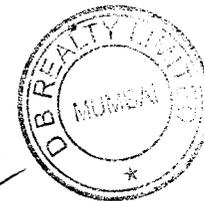
## II. Composition of Committees

<b>Audit Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Shahid Usman Balwa	ED	Member
2	Nasir Mahmud Rafique	ID	Member
3	Omprakash Hanumansahai Agrawal	ID	Member
4	Mahesh Manilal Gandhi	ID	Chairperson

<b>Stakeholders Relationship Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Shahid Usman Balwa	ED	Member
2	Janak Ishwarbhai Desai	ID	Chairperson
3	Jagat Anil Killawala	ID	Member

<b>Risk Management Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>

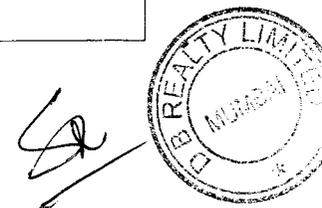
<b>Nomination and Remuneration Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Mahesh Manilal Gandhi	ID	Chairperson
2	Janak Ishwarbhai Desai	ID	Member
3	Jagat Anil Killawala	ID	Member



<b>III. Meeting of Board of Directors</b>		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
06-Feb-2016	27-May-2016	110

<b>IV. Meeting of Committees</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
27-May-2016	yes	06-Feb-2016	70
	yes	17-Mar-2016	

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

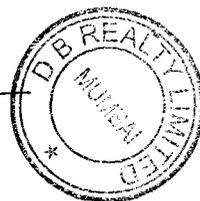


**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
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) - **No**
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:

**As per Affirmations No. (1) The Vacancy arising out of the resignation of Mr. Om Prakash Agrawal, Independent Director on 27th May, 2016 will be filled within the prescribed time.**

Name : S.A.K. Narayanan  
Designation : Company Secretary



**DB Realty Ltd.**  
**Related Party Transaction Statement**

Statement of Material Related Party Transactions during the quarter 1st April 2016 to 30th June 2016.

No.	Name of the Party	Opening Balance	Transactions		Closing Balance
			Debit	Credit	
<b>A</b>	<b>Unsecured Loan Given</b>				
<b>1</b>	<b>Loan to Subsidiary</b>				
	MIG Bandra Realtors & Builders Pvt Ltd ( WOS )	589,536,180	159,870,000	(589,767,969)	159,638,211
	Neelkamal Realtors Tower Pvt Ltd	-	285,740,625	-	285,740,625
		589,536,180	445,610,625	(589,767,969)	445,378,836

\* Figure in brackets ( ) indicates credit balance

\*\* Transactions included are Material Related Party Transaction during the year ( 10% of previous years Consolidated Turnover ).

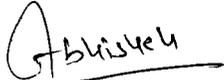
  
Ankit kansara  
(Asst. Manager Accounts)

  
Satish Agarwal  
(General Manager)



<b>DB Realty Ltd.</b>				
<b>Related Party Transaction - Loan Related</b>				
<b>1- April 2016 to 30- June 2016</b>				
<b>S. No.</b>	<b>Name of the Related Party</b>	<b>Security /Guarantee Provided</b>	<b>In favour of</b>	<b>Loan Amount</b>
1	Goregaon Hotel & Realty Pvt. Ltd.	Pledge of entire shareholding of the Co.	Reliance Capital Limited	1,40,00,00,000
2	YJ Realty & Aviation Pvt. Ltd.	Mortgage of Bacchuwadi property	ICICI Bank	85,00,00,000
3	Aerocity Hotel & Global Centre (Delhi) Pvt. Ltd.	Corporate Guarantee	Reliance Capital Limited	2,75,00,00,000
				<b>5,00,00,00,000</b>

For DB Realty Ltd.

  
**Abhishek Udawat**  
 (Senior Manager)

  
**Atul Bhatnagar**  
 (General Manager)

Place : Mumbai

Date : 14/7/2016