

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-2020**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent 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	Members hip in Committees of the Company	Remarks
Mr.	Vinod Kumar Goenka	00029033	AEUPG7032A	C & ED	MD	08-Jan-2007	29-Sep-2017			02-Jul-1959	NA		1	0	0	0	NA	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	MD	10-Dec-2011	29-Sep-2017			04-Jan-1974	NA		1	0	2	0	AC,SC	
Mr.	Jagat Anil Killawala	00262857	AABPK7762J	ID		17-May-2011	30-Sep-2019		60	07-May-1961	N.A		1	1	1	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		17-May-2011	30-Sep-2019		60	12-Dec-1949	N.A		1	1	1	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.
Ms.	Sunita Goenka	01010145	AAKPB1531D	NED		30-Mar-2015	30-Mar-2015			28-Jan-1962	N.A		1	0	0	0	NA	
Ms.	Maryam Khan	01263348	DCQPK9671C	ID		14-Aug-2018	14-Aug-2018		60	07-Nov-1976	N.A		1	1	0	0	NRC	Ms. Maryam Khan is an Independent Director of the Company & Member of NRC of the Company. She is also an Independent Director in MIG (Bandra) Realtors & Builders Pvt. Ltd. a wholly owned Subsidiary of the Company w.e.f.02/12/2019.

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

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	

Company Remarks	
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	Jagat Anil Killawala	ID	Member	10-Dec-2011	
3	Nasir Mahmud Rafique	ID	Chairperson	14-Feb-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. **Risk Management Committee**

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

d. **Nomination and Remuneration Committee**

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

Company Remarks	
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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
14-Nov-2019	11-Feb-2020	Yes	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	88

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	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	14-Nov-2019	11-Feb-2020	Yes	3	2
Nomination & Remuneration Committee		11-Feb-2020	Yes	3	3
Stakeholders Relationship Committee		11-Feb-2020	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	88

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. - **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) - **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:

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Name : **Shahid Usman Balwa**
Designation : **Managing Director**

ANNEXURE II

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			
<i>Item</i>	<i>Compliance status (Yes/No/NA)</i>	Company Remark	Website
As per regulation 46(2) of the LODR:			
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 personnel	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 directors	Yes		www.dbrealty.co.in
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		www.dbrealty.co.in
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances 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		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Not Applicable		
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		www.dbrealty.co.in
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Not Applicable		
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.dbrealty.co.in

As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.dbrealty.co.in
Materiality Policy as per Regulation 30	Yes		www.dbrealty.co.in
Dividend Distribution policy as per Regulation 43A (as applicable)	Not Applicable		
It is certified that these contents on the website of the listed entity are correct.	Yes		www.dbrealty.co.in
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	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), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	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>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	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>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	

<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent Directors</i>	25(10)	Not Applicable	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	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**