

September 2, 2025

**The Manager (Listing - CRD)
BSE Limited**

Phiroze Jeejeebhoy Tower,
Dalal Street, Fort,
Mumbai - 400 001
Scrip Code: 533151

**The Manager (Listing Department)
National Stock Exchange of India Limited**

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051
SYMBOL: DBCORP

ISIN: INE950I01011

Sub.: Proceedings of the 29th Annual General Meeting ('AGM') of D. B. Corp Limited ('the Company') held on September 2, 2025

Ref.: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Dear Sir/Madam,

In compliance with Regulation 30 read with Schedule III of the SEBI Listing Regulations, please find enclosed summary of proceedings of the 29th AGM of the Company held on **Tuesday, September 2, 2025 at 11:30 a.m. (IST)** through Video Conferencing/ Other Audio Visual Means as Annexure A.

The disclosures pertaining to the voting results of remote e-voting and e-voting during the 29th AGM pursuant to provisions of Regulation 44(3) of the SEBI Listing Regulations, along with the Consolidated Scrutinizer's Report shall be submitted separately.

The said information is also being made available on the Company's website at <https://www.dbcorpltd.com/Investors.php>.

This is for your information and records.

Thanking you,

For **D.B. Corp Limited**

Om Prakash Pandey
Company Secretary & Compliance Officer
Membership Number: F7555

Encl.: as above

Annexure A

Summary of Proceedings of the 29th Annual General Meeting of D. B. Corp Limited

Day, Date, Time and Venue														
Day and Date: Tuesday, September 2, 2025	Time: Commenced at: 11:30 a.m. (IST) Concluded at: 01:07 p.m. (IST)	Deemed Venue: Registered Office of the Company, i.e., Plot No. 280, Sarkhej-Gandhinagar Highway, Near YMCA Club, Makarba, Ahmedabad, Gujarat- 380051												
Mode of participation in the AGM by Shareholders														
Through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')														
Proceedings in Brief														
<p>The 29th Annual General Meeting ('AGM' or 'Meeting') of the Members of D. B. Corp Limited ('the Company') was held on Tuesday, September 2, 2025 at 11:30 a.m. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'). The Company has adhered to the Circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') and the applicable provisions of the Companies Act, 2013 ('the Act') and rules made thereunder for calling, convening and conducting the Meeting.</p> <p>Mr. Om Prakash Pandey, Company Secretary & Compliance Officer welcomed the Members to the Meeting and briefed them on few procedural aspects relating to participation at the Meeting through VC/OAVM including e-voting.</p> <p>❖ <u>Chairman:</u></p> <p>Mr. Pawan Agarwal, Deputy Managing Director chaired the 29th AGM of the Company as per Article 29.3 read with Article 37 of the Articles of Association of the Company.</p> <p>❖ <u>Quorum:</u></p> <p>Considering the requisite quorum being present, Mr. Pawan Agarwal, Chairman of the 29th AGM declared the Meeting to be in order.</p> <p>❖ <u>Present:</u></p> <p><u>Directors:</u></p> <table><tbody><tr><td>Mr. Pawan Agarwal</td><td>Deputy Managing Director and Chairman of AGM</td></tr><tr><td>Mr. Sudhir Agarwal</td><td>Managing Director</td></tr><tr><td>Mr. Girish Agarwal</td><td>Non-Executive Director</td></tr><tr><td>Ms. Paulomi Dhawan</td><td>Independent Director</td></tr><tr><td>Mr. Santosh Desai</td><td>Independent Director</td></tr><tr><td>Mr. Runit Shah</td><td>Independent Director</td></tr></tbody></table>			Mr. Pawan Agarwal	Deputy Managing Director and Chairman of AGM	Mr. Sudhir Agarwal	Managing Director	Mr. Girish Agarwal	Non-Executive Director	Ms. Paulomi Dhawan	Independent Director	Mr. Santosh Desai	Independent Director	Mr. Runit Shah	Independent Director
Mr. Pawan Agarwal	Deputy Managing Director and Chairman of AGM													
Mr. Sudhir Agarwal	Managing Director													
Mr. Girish Agarwal	Non-Executive Director													
Ms. Paulomi Dhawan	Independent Director													
Mr. Santosh Desai	Independent Director													
Mr. Runit Shah	Independent Director													

Key Managerial Personnel:

Mr. Lalit Jain

Chief Financial Officer

Mr. Om Prakash Pandey

Company Secretary & Compliance Officer

Scrutinizer:

Mr. Hitesh D. Buch

M/s. Hitesh Buch & Associates, Practicing Company
Secretaries

The Chairman welcomed the Members joining over Video Conferencing and introduced all Directors present at the AGM to the Members through VC/OAVM. All Directors of the Company were present at the Meeting through VC/OAVM. Ms. Paulomi Dhawan, Chairperson of the Audit Committee, Nomination & Remuneration Committee and Corporate Social Responsibility Committee and Mr. Girish Agarwal, Chairperson of the Stakeholders Relationship Committee and Risk Management Committee were present at the Meeting through VC/OAVM. The Chairman informed the Members that Mr. Lalit Jain, Chief Financial Officer and Mr. Prasoon Pandey, Head-Investor Relations were also present at the Meeting through VC/OAVM.

Mr. Priyanshu Gundana, Mr. Bhavesh Ratanghayra and Mr. Umang Modi representing Price Waterhouse Chartered Accountants LLP, Joint Statutory Auditors, Ms. Shilpa Gupta representing Gupta Mittal & Co., Chartered Accountants, Joint Statutory Auditors, Mr. Abhishek Gupta representing M/s. Makarand M. Joshi & Co., Company Secretaries, Secretarial Auditors and Mr. Hitesh D. Buch, Scrutinizer were also present at the Meeting through VC/OAVM from their respective locations.

As per the attendance records, 79 (Seventy nine) Members were present in the Meeting through VC/OAVM.

The compliance with all the applicable provisions of the Act and rules made thereunder, Secretarial Standard on General Meeting issued under Section 118 (10) of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable circulars of MCA and SEBI with respect to calling, convening and conducting this 29th Annual General Meeting was confirmed. Further, it was also confirmed that all efforts feasible under the circumstances have indeed been made by the Company to enable members to participate and vote on the items being considered in the Meeting.

The Register of Directors and KMP and their shareholding; Register of Contracts or Agreements in which Directors are interested; Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2025; Independent Auditor Reports on the Audited Standalone and Consolidated Financial Statements of the Company; Secretarial Audit Report for the financial year ended March 31, 2025; Certificate of Secretarial Auditor on implementation of D.B. Corp Limited - Employee Stock Option Scheme 2011 and D.B. Corp Limited - Employee Stock Option Scheme 2021 as required under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Consent and eligibility confirmation letter of Makarand M. Joshi & Co., Company Secretaries for appointment as Secretarial Auditor; and Memorandum and Articles of Association of the Company were open for inspection in electronic mode during the Meeting.

The members were informed that the Company has extended the facility to exercise their right to vote by electronic means through remote e-voting. The remote e-voting period began on Friday, August 29, 2025 at 9:00 a.m. (IST) and ended on Monday September 1, 2025 at 5:00 p.m. (IST). Further, the facility for voting through e-

voting system was also available for all those members, who were present in the Meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so. Members, who had already cast their votes through remote e-voting were not entitled to vote again and vote, if any, cast in the Meeting were treated as invalid. Mr. Hitesh D. Buch, Company Secretary, Proprietor of M/s. Hitesh Buch & Associates, Practicing Company Secretaries, was appointed by the Board of Directors as Scrutinizer to scrutinize the remote e-voting and e-voting in the Meeting.

Thereafter, the members were informed that the Notice of the AGM along with the Annual Report FY 2024-25 has been uploaded on the website of the Company and the websites of the Stock Exchanges i.e., BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') and the Company's Registrar and Transfer Agent, KFin Technologies Limited.

The members were informed that the Auditors' Reports for the financial year ended March 31, 2025 does not contain any qualification, reservation, adverse remark or disclaimer, further the Secretarial Audit Report for the financial year ended March 31, 2025 also does not contain any qualification, reservation, adverse remark or disclaimer. Therefore, with the consent of the Members, the Notice of the AGM, Statutory Auditors' Reports and Secretarial Audit Report were taken as read.

The following four (4) items of business as set out in the Notice convening the 29th AGM were transacted at the Meeting:

Ordinary Business:

1. Item No. 1: As Ordinary Resolution

Adoption of:

- the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and Auditors thereon; and
- the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 and the Report of Auditors thereon.

Since Mr. Pawan Agarwal, Chairman of the Meeting was interested in item no. 2 pertaining to re-appointment of Mr. Girish Agarwal, as a Director liable to retire by rotation. Hence, Ms. Paulomi Dhawan, Independent Director chaired the Meeting and conducted the proceedings in respect of business item no. 2.

2. Item No. 2: As Ordinary Resolution

To appoint a Director in place of Mr. Girish Agarwal (DIN: 00051375), who retires by rotation in terms Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

Mr. Pawan Agarwal resumed the Chair for the remaining proceedings of the Meeting.

Special Business:

3. Item No. 3: As Ordinary Resolution

To ratify the remuneration payable to K. G. Goyal & Associates, Cost Accountants, the Cost Auditor of the

Company.

4. Item No. 4: As Ordinary Resolution

To appoint M/s. Makarand M. Joshi & Co., Company Secretaries as Secretarial Auditor of the Company.

Thereafter, the members were explained in detail the provisions of the applicable law, rationale, objective and implication of each items of business and the underlying resolutions to be moved.

Thereafter, the Chairman delivered his speech briefing the Members present on the performance of the Company during the financial year 2024-25 and future prospects as regards to various business segments.

The members were informed that who have registered themselves as speakers upon having sent their request as such in advance as per the procedure prescribed in the Notice of the Meeting will be invited to ask questions and offer their view/comments related to any item of the business of the Meeting. Thereafter, one-by-one speaker members asked their question/queries. The queries raised by the speaker members were replied by Mr. Pawan Agarwal, Chairman of the Meeting, Mr. Lalit Jain, Chief Financial Officer and Mr. Om Prakash Pandey, Company Secretary & Compliance Officer.

The Chairman thanked the Members for their presence and support extended to the Company. He also thanked the other Directors, Auditors, Scrutinizer and other participants for joining the Meeting.

Thereafter, the Chairman ordered activation of e-voting window for the members attending the AGM and who had not cast their votes by remote e-voting and otherwise not barred from doing so. The members were also informed that the voting will be allowed till 15 minutes after the conclusion of the Meeting. The Chairman authorised Mr. Om Prakash Pandey, Company Secretary & Compliance Officer to complete the necessary formalities in respect of receiving the Scrutinizer's Report and other related documents, declaring the result of e-voting and submission of the said Report along with result to various regulatory authorities.

The 29th AGM commenced at 11:30 a.m. (IST) and concluded at 01:07 p.m. (IST) including the extra time of 15 minutes given for e-voting after the conclusion of all the agenda of the AGM.

For **D.B. Corp Limited**

Om Prakash Pandey
Company Secretary & Compliance Officer
Membership Number: F7555