

DBRL/BSE/AMAL

Date: November 13, 2014

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Kind Attn: Ms.Forum Rajkotia/Ms.Bhuvana Sriram

Dear Sirs,

Sub: Application under Clause 24(f) of the Listing Agreement for the proposed Scheme of Amalgamation and Arrangement between Gokuldham Real Estate Development Company Private Limited, a subsidiary company with D B Realty Limited (Holding Company) and their respective shareholders

**Our Letter dated 17th Sept, 2014 (Delivered on 18th Sept, 2014) and 8th October, 2014
Your E mail dated 7th November, 2014**

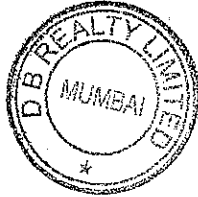
In response to your e mail dated 7th November, 2014, asking us to provide the SHP of the Transferor and Transferee Companies in a combined format, we are furnishing the same herewith, as specified.

Kindly acknowledge

Thanking you

Yours faithfully,
For D B Realty Limited


S A K Narayanan
Company Secretary



Encl: as above

		Transferor Company		Transferee Company					
		Gokuldharm Real Estate Development Company Pvt Ltd		D B Realty Limited					
Sr	Description	Pre-arrangement		Pre-arrangement		Pre-arrangement		Post-arrangement	
		No.of shares	%	No.of shares (As on 31.3.2013) (Appointed date as per Scheme 01.04.2013)	%	No.of shares (As on 30.6.2014)	%	No.of shares(As on 30.9.2014 & proposed post arrangement *)	%
(A)	Shareholding of Promoter and Promoter Group								
1	Indian								
(a)	Individuals/ Hindu Undivided Family								
	Names of Individuals								
	K.M.Goenka, Vinod Goenka, Vinod Goenka, Karta HUF, Pramod Goenka, Sunita Goenka, Shanita Jain, Partners as K.G.Enterprises	5	0.001	Nil	Nil	Nil	Nil	Nil	Nil
	Vinod Goenka	Nil	Nil	136,32,108	5.60	136,32,108	5.60	1,36,32,108	5.60
	Vinod Goenka	Nil	Nil	16,32,108	0.67	16,32,108	0.67	16,32,108	0.67
	Vinod Goenka, Aseela Goenka	Nil	Nil	1,00,000	0.04	1,00,000	0.04	1,00,000	0.04
	Vinod Goenka HUF	Nil	Nil	94,05,502	3.87	94,05,502	3.87	24,05,502	0.99
	Sanjana Vinod Goenka @	Nil	Nil	Nil	Nil	Nil	Nil	70,00,000	2.88
	Aseela Goenka, Sunita Goenka, Alok Agarwal	Nil	Nil	1,20,00,000	4.93	1,20,00,000	4.93	1,20,00,000	4.93
	Aseela Vinod Goenka, Vinod K Goenka	Nil	Nil	27,79,715	1.14	27,79,715	1.14	27,79,715	1.14
	Aseela Vinod Goenka	Nil	Nil	27,40,177	1.13	27,40,177	1.13	27,40,177	1.13
	Aseela Vinod Goenka, Vinod Goenka	Nil	Nil	3,15,000	0.13	9,92,850	0.41	10,12,850	0.42
	Karim Gulamali Morani	Nil	Nil	3,99,643	0.16	3,99,643	0.16	3,99,643	0.16
	Mohammed Gulamali Morani	Nil	Nil	3,80,612	0.16	3,80,612	0.16	3,80,612	0.16
	Ali Gulamali Morani	Nil	Nil	1,71,276	0.07	1,71,276	0.07	1,71,276	0.07
	Shabana Balwa	Nil	Nil	1,53,090	0.06	1,53,090	0.06	1,53,090	0.06
	Mohammad Salim Balwa	Nil	Nil	85,886	0.04	85,886	0.04	85,886	0.04
	Usman Balwa	Nil	Nil	74,445	0.03	74,445	0.03	74,445	0.03
	Wahida Asif Balwa, Asif Yusuf Balwa	Nil	Nil	78,445	0.03	74,445	0.03	74,445	0.03
	Salim Balwa	Nil	Nil	74,340	0.03	74,340	0.03	74,340	0.03
	Salim Usman Balwa	Nil	Nil	50,133	0.02	Nil	Nil	Nil	Nil
	Sabina Salim Balwa	Nil	Nil	50,000	0.02	Nil	Nil	Nil	Nil
	Ishaq Balwa	Nil	Nil	74,340	0.03	74,340	0.03	74,340	0.03
	Mohammed Yusuf Balwa	Nil	Nil	74,340	0.03	72,340	0.03	72,340	0.03
(b)	Central Government/ State Government(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(c)	Bodies Corporate								
	Names of Bodies Corporate								
	D B Realty Limited	3,74,990	74.998	Nil	Nil	Nil	Nil	Nil	Nil



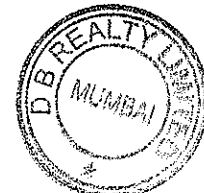

D B REALTY LIMITED

Regd. Office : DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063. • Tel.: 91-22-4077 8600 • Fax: 91-22-2841 5550 / 2842 1667

E-mail: info@dbg.co.in • Website: www.dbrealty.co.in

CIN: L70200MH2007PLC166818

	Conwood Construction & Developers Pvt Ltd	5	0.001	Nil	Nil	Nil	Nil	Nil	Nil
	Konark realtech Pvt Ltd	1,25,000	25.000	Nil	Nil	Nil	Nil	Nil	Nil
	Neelkamal Tower Construction LLP	Nil	Nil	@@ 10,45,64,838	42.99	@@ 10,45,64,838	42.99	@@ 10,45,64,838	42.99
(d)	Financial Institutions/ Banks	NIL	Nil	NIL	Nil	NIL	Nil	NIL	Nil
(e)	Any Others	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Sub Total(A)(1)	5,00,000	100.00	14,88,35,998	61.18	14,94,07,715	61.42	14,94,27,715	61.43
2	Foreign								
(a)	Individuals (Non-Residents Individuals/ Foreign Individuals)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Names								
(b)	Bodies Corporate	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Names								
(c)	Institutions	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(d)	Any Others	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Sub Total(A)(2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	5,00,000	100.00	14,88,35,998	61.18	14,94,07,715	61.42	14,94,27,715	61.43
(B)	Public shareholding								
1	Institutions								
(a)	Mutual Funds/ UTI	Nil	Nil	2,372	0.00	1,623	0.00	1,593	0.00
(b)	Financial Institutions / Banks	Nil	Nil	16,94,871	0.70	15,30,637	0.63	15,24,637	0.63
(c)	Central Government/ State Government(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(d)	Venture Capital Funds	Nil	Nil	14,90,538	0.61	14,90,538	0.61	14,90,538	0.61
(e)	Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(f)	Foreign Institutional Investors	Nil	Nil	1,19,45,701	4.91	2,12,71,784	8.74	2,21,50,765	9.11
(g)	Foreign Venture Capital Investors	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(h)	Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Sub-Total (B)(1)	Nil	Nil	1,51,33,482	6.22	2,42,94,582	9.99	2,51,67,533	10.35
2	Non-institutions								
(a)	Bodies Corporate	Nil	Nil	2,43,45,934	10.01	1,60,67,089	6.60	1,50,41,808	6.18
(b)	Individuals (Total)								



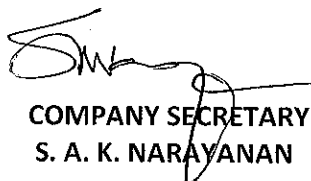

DB REALTY LIMITED

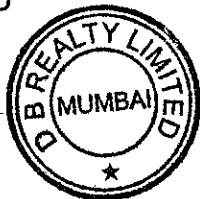
I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh	Nil	Nil	69,10,001	2.84	54,20,805	2.23	59,61,905	2.45
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	Nil	Nil	1,02,09,579	4.20	92,04,443	3.78	88,16,207	3.62
(c)	Any Other(Total)	Nil	Nil	3,78,23,788	15.55	3,88,64,148	15.98	3,88,43,614	15.97
	Clearing Members	Nil	Nil	13,78,536	0.57	11,12,978	0.46	10,62,451	0.44
	Foreign Companies	Nil	Nil	3,56,04,853	14.64	3,56,04,853	14.64	3,56,04,853	14.64
	NRI s (Non Repatriable)	Nil	Nil	56,447	0.02	54,559	0.02	49,592	0.02
	NRIs (Repatriable)	Nil	Nil	6,13,952	0.25	19,34,258	0.80	19,69,218	0.81
	Trusts	Nil	Nil	1,70,000	0.07	1,57,500	0.06	1,57,500	0.06
	Sub-Total (B)(2)	Nil	Nil	7,92,89,302	32.59	6,95,56,485	28.59	6,86,63,534	28.23
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	Nil	Nil	9,44,22,784	38.82	9,38,51,067	38.58	9,38,31,067	38.57
	TOTAL (A)+(B)	Nil	Nil	24,32,58,782	100.00	24,32,58,782	100.00	24,32,58,782	100.00
(C)	Shares held by Custodians and against which DRs have been issued							Nil	Nil
	GRAND TOTAL (A)+(B)+(C)	Nil	Nil	24,32,58,782	100.00	24,32,58,782	100.00	24,32,58,782	100.00
Post Arrangement Preference Shares Holding Pattern _									
8% Redeemable Preference Shares									
	Promoters and Promoter Group(D)							5,740	0.010
	Conwood Construction & Developers Pvt Ltd					NIL	NIL	2,870	0.005
	K.M.Goenka, V.K.Goenka, V.K.Goenka, Karta, HUF, Pramod K Goenka, Sunita Goenka, Shanita Jain, Partners of K.G.Enterprises					NIL	NIL	2,870	0.005
Public (E)									
	Konark Realtech Private Limited	Nil	Nil	Nil	Nil	NIL	NIL	7,17,50,000	99.99
	TOTAL (D)+(E)							7,17,55,740	100.00

Note:

- Proposed post arrangement holdings are subject to any acquisitions after 30/09/2014 by Promoter and Promoter Group
- @ Acquired on loan basis from Vinod Goenka HUF
- @@ The shares of Neelkamal Tower Construction LLP includes shares borrowed from others in the Promoter Group Viz (1) Sanjana Goenka 13632108, (2) Vinod Goenka HUF 2366889, (3) Aseela Goenka 8112216 and (4) V. S. Erectors & Builders Pvt. Ltd. 5244750 shares transferred on loan basis by respectively.

FOR D B REALTY LIMITED


COMPANY SECRETARY
S. A. K. NARAYANAN



D B REALTY LIMITED