

**EXTRACT OF THE E Mail DATED JANUARY 12, 2015 FROM D B REALTY TO SEBI****From:** Narayanan [mailto:sak.narayanan@dbg.co.in]**Sent:** Monday, January 12, 2015 6:24 PM**To:** 'sanjayd@sebi.gov.in'**Cc:** 'Kirti Shah'; 'AB'; 'jignesh.shah@dbg.co.in'**Subject:** Application under CI 24(F) for merger of Gokuldham Real Estate Development Co P Ltd with D B Realty Ltd

Dear Sir,

We thank you for the courtesy extended to us during our appointment with you, on January 9,2015, in connection with our application under CI 24(f) of the Listing Agreement for the proposed merger of our Subsidiary Company Gokuldham Real Estate Development Company Pvt Ltd with our Company. The replies to the queries raised by you are as under:

1. **Brief background of Konark Realtech Pvt Ltd:** The promoters of the company are Mr.Prakashchand Dalmia and his family members. The current shareholding of the company is as under:

Sr No	Name of the Shareholder	No of shares held
1	Prakashchand Dalmia	1903581
2	Prakashchand Dalmia HUF	1458000
3	Rakadevi Dalmia	360936
4	Shonit Dalmia	3483
5	Shikha Dalmia	324000
	<b>TOTAL</b>	<b>4050000</b>

The Directors of this Company are (1) Mr. Ramniwas Bhawarlal Somany and (2) Mr.Anup Deshmukh. This company is engaged in real estate development. This Company holds 25% of the Equity Shares of Gokuldham Real Estate Development Company Pvt Ltd. Gokuldham Real Estate Development Company Pvt Ltd has only one project Orchid Woods at Goregaon, Mumbai.

The Directors and shareholders of Konark Realtech Pvt Ltd are not related to the Promoters of D B Realty Limited.

**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

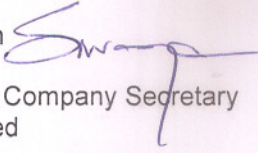
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2. **Query regarding Equity shares in lieu of Preference Shares:** As on the date of valuation 25% Share of Gokuldharm Real Estate Development Company Pvt Ltd owned by Konark is valued at Rs.71.75 crores and based on the closing price at BSE of Rs 50.65 as on valuation date , the number of equity shares in lieu of preference would be 14165844 which is equivalent to 5.82% of the existing Equity shares of D B realty Ltd.
  
3. D B Realty Ltd is intending to list the Preference shares proposed to be issued to Konark Realtech Pvt Ltd, as per the draft scheme, subject to all approvals.

Hope the above clarifies your queries. We request you to kindly process our application and grant us your approval to enable us to proceed with the other compliances.

Thanks and regards,

S A K Narayanan



Vice President & Company Secretary  
D B Realty Limited

