

Form No. MGT-7

Form language

☒ English ☐ Hindi**Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L17120MH1879PLC000037

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2026

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	THE BOMBAY DYEING AND MANUFACTURING COMPANY LIMITED	THE BOMBAY DYEING AND MANUFACTURING COMPANY LIMITED
Registered office address	NEVILL HOUSE, JN HEREDIA MARG, BALLARD ESTATE,,NA,MUMBAI,Maharashtra,India,400001	NEVILL HOUSE, JN HEREDIA MARG, BALLARD ESTATE,,NA,MUMBAI,Maharashtra,India,400001
Latitude details	18.93583	18.93583
Longitude details	72.83960	72.83960

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

573627049_Registeredofficephoto.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****8K

(c) *e-mail ID of the company

*****ance_redressal_cell@bombaydyeing.com

(d) *Telephone number with STD code

02*****00

(e) Website	www.bombaydyeing.com									
iv *Date of Incorporation (DD/MM/YYYY)	23/08/1879									
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	Public company									
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	Company limited by shares									
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	Indian Non-Government company									
vi *Whether company is having share capital (as on the financial year end date)	☒ Yes ☐ No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	☒ Yes ☐ No									
(b) Details of stock exchanges where shares are listed										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)	2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
S. No.	Stock Exchange Name	Code								
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
viii Number of Registrar and Transfer Agent	1									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 20%;">Name of the Registrar and Transfer Agent</th> <th style="width: 30%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 30%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">L72400MH2017PLC444072</td> <td style="text-align: center;">KFIN TECHNOLOGIES LIMITED</td> <td>301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070</td> <td style="text-align: center;">INR000000221</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221	
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent							
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221							
ix * (a) Whether Annual General Meeting (AGM) held	☐ Yes ☒ No									
(b) If yes, date of AGM (DD/MM/YYYY)										
(c) Due date of AGM (DD/MM/YYYY)	30/09/2026									
(d) Whether any extension for AGM granted	☐ Yes ☒ No									
(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension										

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

AGM will be held on or before due date

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

3

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	13	Manufacture of Textiles	94.4
2	G	Wholesale and retail trade; repair of motor vehicles and motorcycles	47	Retail trade, except of motor vehicles and motorcycles	3.4
3	F	Construction	41	Construction of Buildings	2.2

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

3

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U65993MH1984PLC253516		PENTAFIL TEXTILE DEALERS LIMITED	Associate	49
2	U70102MH2008PLC183489		BOMBAY DYEING REAL ESTATE COMPANY LIMITED	Associate	40
3	00000000BYJGX19780012		P.T. Five Star Textile, Indonesia	Subsidiary	97.36

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY**i SHARE CAPITAL****(a) Equity share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	510000000.00	206534900.00	206534900.00	206534900.00
Total amount of equity shares (in rupees)	1020000000.00	413069800.00	413069800.00	413069800.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	510000000	206534900	206534900	206534900
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	1020000000.00	413069800.00	413069800	413069800

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	400000.00	388800.00	388800.00	388800.00
Total amount of preference shares (in rupees)	40000000.00	38880000.00	38880000.00	38880000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
8% Redeemable Non Convertible Non Cumulative Pref Sh				

Number of preference shares	400000	388800	388800	388800
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	40000000.00	38880000.00	38880000	38880000

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	1261173	205273727	206534900.00	413069800	413069800	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00	0	0	
At the end of the year	1261173.00	205273727.00	206534900.00	413069800.00	413069800.00	
(ii) Preference shares						
At the beginning of the year	0	388800	388800.00	38880000	38880000	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00	0	0	
At the end of the year	0.00	388800.00	388800.00	38880000.00	38880000.00	

ISIN of the equity shares of the company

ii Details of stock split/consolidation during the year (for each class of shares)

Class of shares		
Before split / Consolidation		Number of shares

	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)

Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

14603300000

ii * Net worth of the Company

19254100000

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	1934953	0.94	0	0.00
	(ii) Non-resident Indian (NRI)	2801560	1.36	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00

4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	104893575	50.79	0	0.00
10	Others	1028530	0.50	0	0.00
	Trust				
	Total	110658618.00	53.59	0.00	0

Total number of shareholders (promoters)

44

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	74143160	35.90	0	0.00
	(ii) Non-resident Indian (NRI)	1555004	0.75	0	0.00
	(iii) Foreign national (other than NRI)	896	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	493765	0.24	0	0.00

4	Banks	125681	0.06	0	0.00
5	Financial institutions	3250365	1.57	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	267005	0.13	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	12053010	5.84	388800	100.00
10	Others	3987396	1.93	0	0.00
	Trust ClearingM IEPF				
	Total	95876282.00	46.42	388800.00	100

Total number of shareholders (other than promoters)

154264

Total number of shareholders (Promoters + Public/Other than promoters)

154308.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	29296
2	Individual - Male	56915
3	Individual - Transgender	0
4	Other than individuals	68097
	Total	154308.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**[Details of Promoters, Members (other than promoters), Debenture holders]**

Details	At the beginning of the year	At the end of the year
Promoters	44	43
Members (other than promoters)	150284	154264
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	3	0	3	0	0.94
B Non-Promoter	0	9	0	8	0.00	0.00
i Non-Independent	0	3	0	2	0	0
ii Independent	0	6	0	6	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	0	12	0	11	0.00	0.94

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

14

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
NUSLI NEVILLE WADIA	00015731	Director	603220	
JEHANGIR NUSLI WADIA	00088831	Director	120075	
NESS NUSLI WADIA	00036049	Director	1219418	
MINNIE AARASP BODHANWALA	00422067	Director	0	
SUNIL SIDDHARTH LALBHAI	00045590	Director	1000	
RAJESH KUMAR BATRA	00020764	Director	0	
VENKATARAMAN NATARAJAN	05220857	Director	0	
SUJAL ANIL SHAH	00058019	Director	0	
SRINIVASAN VISHWANATHAN	00208978	Director	0	
YASHWANT SHANKARRAO PATIL THORAT	00135258	Director	0	
RUUKHSHANA JINA MISTRY	08398795	Director	0	
RAJNESH DATT	AADPD6983A	Manager	0	
NIRAJ KUMAR	ASTPK1933H	CFO	0	
SANJIVE ARORA	ACRPA4515D	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
CHANDRA IYENGAR	02821294	Director	29/05/2025	Cessation
RUUKHSHANA JINA MISTRY	08398795	Director	26/08/2025	Appointment
VARUN BERRY	05208062	Director	10/11/2025	Cessation
KHIRODA CHANDRA JENA	AHCPK2425Q	CFO	13/02/2026	Cessation
NIRAJ KUMAR	ASTPK1933H	CFO	31/03/2026	Appointment

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	13/08/2025	140834	125	54

B BOARD MEETINGS

*Number of meetings held

5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/05/2025	12	12	100
2	08/08/2025	11	10	90.91
3	06/11/2025	12	12	100
4	11/02/2026	11	10	90.91
5	27/03/2026	11	10	90.91

C COMMITTEE MEETINGS

Number of meetings held

20

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	05/05/2025	7	7	100

2	Audit Committee	09/06/2025	6	5	83.33
3	Audit Committee	08/08/2025	6	6	100
4	Audit Committee	10/09/2025	6	4	66.67
5	Audit Committee	06/11/2025	6	6	100
6	Audit Committee	03/12/2025	7	7	100
7	Audit Committee	11/02/2026	7	6	85.71
8	Audit Committee	05/03/2026	7	7	100
9	Nomination Remuneration Committee	05/05/2025	3	3	100
10	Nomination Remuneration Committee	23/05/2025	3	3	100
11	Nomination Remuneration Committee	08/08/2025	3	3	100
12	Nomination Remuneration Committee	22/08/2025	4	4	100
13	Nomination Remuneration Committee	11/02/2026	4	4	100
14	Stakeholders Relationship Committee	05/03/2026	4	4	100
15	CSR Committee	05/03/2026	3	3	100
16	Independent Directors Meeting	11/02/2026	6	6	100
17	Strategic Committee	06/08/2025	6	6	100
18	Strategic Committee	06/11/2025	7	7	100
19	Risk Management Committee	09/06/2025	3	3	100
20	Risk Management Committee	03/12/2025	4	4	100

D ATTENDANCE OF DIRECTORS

S. N o	Name of the Director	Board Meetings	Committee Meetings	Whether attended AGM held on
--------------	----------------------------	----------------	--------------------	------------------------------------

		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	 (Y/N/NA)
1	NUSLI NEVILLE WADIA	5	5	100	5	5	100	
2	JEHANGIR NUSLI WADIA	5	5	100	0	0	0	
3	NESS NUSLI WADIA	5	5	100	9	7	77	
4	MINNIE AARASP BODHANWALA	5	4	80	4	4	100	
5	SUNIL SIDDHARTH LALBHAI	5	5	100	15	15	100	
6	RAJESH KUMAR BATRA	5	4	80	18	17	94	
7	VENKATARAMAN NATARAJAN	5	4	80	10	9	90	
8	SUJAL ANIL SHAH	5	5	100	9	9	100	
9	SRINIVASAN VISHWANATHAN	5	5	100	9	9	100	
10	YASHWANT SHANKARRAO PATIL THORAT	5	5	100	5	5	100	
11	RUKSHANA JINA MISTRY	5	3	60	1	1	100	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
1	RAJNESH DATT	Manager	5386800	0	0	8416253	13803053.00
	Total		5386800	0.00	0.00	8416253	13803053.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	KHIRODA JENA	CFO	8284230	0	0	9098057	17382247.00
2	NIRAJ KUMAR	CFO	0	0	0	0	0.00
3	SANJIVE ARORA	Company Secretary	3218400	0	0	6066653	9285053.00
	Total		11502630.00	0.00	0.00	15164710	26667300.00

C *Number of other directors whose remuneration details to be entered

13

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	NUSLI NEVILLE WADIA	Director	0	7200000	0	0	7200000.00
2	JEHANGIR NUSLI WADIA	Director	0	420000	0	0	420000.00
3	NESS NUSLI WADIA	Director	0	820000	0	0	820000.00
4	MINNIE AARASPBODHANWALA	Director	0	375000	0	0	375000.00
5	SUNIL SIDDHARTH LALBHAI	Director	0	1275000	0	0	1275000.00
6	RAJESH KUMAR BATRA	Director	0	1275000	0	0	1275000.00
7	VENKATARAMAN NATARAJAN	Director	0	860000	0	0	860000.00
8	SUJAL ANIL SHAH	Director	0	840000	0	0	840000.00
9	SRINIVASAN VISHWANATHAN	Director	0	840000	0	0	840000.00
10	YASHWANT SHANKARRAOPATIL THORAT	Director	0	595000	0	0	595000.00
11	RUKHSHANA JINA MISTRY	Director	0	420000	0	0	420000.00
12	CHANDRA IYENGAR	Director	0	120000	0	0	120000.00
13	VARUN BERRY	Director	0	180000	0	0	180000.00
	Total		0.00	15220000.00	0.00	0.00	15220000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

154308

XIV Attachments

(a) List of share holders, debenture holders

BDML_MGT-7_Validation
Format.xlsm

(b) Optional Attachment(s), if any

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

THE BOMBAY DYEING AND
MANUFACTURING
COMPANY LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Ms. Shalini Bhat

Date (DD/MM/YYYY)

06/07/2026

Place

Mumbai

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

6*9*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

3814

*(b) Name of the Designated Person

SANJIVE ARORA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* dated*
(DD/MM/YYYY) to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

*To be digitally signed by

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*4*2*6*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☐ Associate ☒ Fellow

Membership number

3*1*

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC4442286

eForm filing date (DD/MM/YYYY)

09/07/2026

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company