

23rd December, 2024

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
BSE Scrip Code: 500020

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1, 'G' Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051
NSE Symbol: BOMDYEING

Dear Sir/Madam,

SUB: VOTING RESULTS OF POSTAL BALLOT

REF: REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation") including any statutory modification(s) or re-enactment thereof for the time being in force and applicable circulars issued by Ministry of Corporate Affairs, the Company conducted the Postal Ballot (through remote e-voting) for seeking the approval of the Members on the following items:

- Special Resolution: Appointment of Dr. Yashwant Shankarrao Patil Thorat (DIN: 00135258) as a Non-Executive Independent Director on the Board of the Company for a term of 5 years.
- Ordinary Resolution: Appointment of Mr. Jehangir Nusli Wadia (DIN: 00088831) as a Non-Executive Non-Independent Director on the Board of the Company.

Pursuant to the provisions of Regulation 44(3) of the Listing Regulation, please find enclosed Voting Results and Report of the Scrutinizer, issued by Mr. Mitesh Dhaliwala from M/s. Parikh & Associates, Practicing Company Secretaries.

The aforesaid resolutions have been passed with requisite majority on Monday, 23rd December, 2024 which was the last date of remote e-voting provided for Postal Ballot.

Kindly take the same on record.

Thanking You,

Yours faithfully,

For The Bombay Dyeing and Manufacturing Company Limited

Sanjive Arora
Company Secretary
Membership No.: F3814
Encl: As Above



THE BOMBAY DYEING & MANUFACTURING CO. LTD.

Regd. Office: Neville House, J.N. Heredia Marg, Ballard Estate, Mumbai - 400 001, India.

Office : +91 22 666 20000 Website : www.bombaydyeing.com Email : corporate@bombaydyeing.com CIN : L17120MH1879PLC000037

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CC: National Securities Depository Ltd.,
Trade World, 4th floor, Kamala Mills Compound,
S. Bapat Marg, Lower Parel,
Mumbai – 400 013

Central Depository Services (India) Ltd.,
Marathon Futurex, A Wing, 25th Floor
N. M. Joshi Marg, Lower Parel
Mumbai - 400 013

M/s KFin Technologies Limited
Selenium Tower B, Plot 31-32,
Gachibowli, Financial District,
Nanakramguda, Hyderabad,
Telangana – 500032.



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	THE BOMBAY DYEING AND MANUFACTURING COMPANY LTD
Date of the AGM/EGM	23-12-2024
Total number of shareholders on record date	148758
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Dr. Yashwant Shankarrao Patil Thorat (DIN: 00135258) as a Non- Executive Independent Director on the Board of the Company for a term of 5 years									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	11,06,58,618	11,00,54,398	99.4540	11,00,54,398	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,00,54,398	99.4540	11,00,54,398	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	54,45,449	12,15,538	22.3221	6,24,369	5,91,169	51.3657	48.6343	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		12,15,538	22.3221	6,24,369	5,91,169	51.3657	48.6343	0	0
Public- Non Institutions	E-Voting	9,04,30,833	10,73,823	1.1875	1,87,500	8,86,323	17.4610	82.5390	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,73,823	1.1875	1,87,500	8,86,323	17.4610	82.5390	0	0
Total		20,65,34,900	11,23,43,759	54.3946	11,08,66,267	14,77,492	98.6848	1.3152	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Jehangir Nusli Wadia (DIN: 00088831) as a Non-Executive Non-Independent Director on the Board of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	11,06,58,618	10,99,16,873	99.3297	10,99,16,873	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,99,16,873	99.3297	10,99,16,873	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	54,45,449	12,15,538	22.3221	9,91,964	2,23,574	81.6070	18.3930	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		12,15,538	22.3221	9,91,964	2,23,574	81.6070	18.3930	0	0
Public- Non Institutions	E-Voting	9,04,30,833	10,71,948	1.1854	1,84,568	8,87,380	17.2180	82.7820	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,71,948	1.1854	1,84,568	8,87,380	17.2180	82.7820	0	0
Total		20,65,34,900	11,22,04,359	54.3271	11,10,93,405	11,10,954	99.0099	0.9901	0	0

December 23, 2024

To,
The Bombay Dyeing and Manufacturing Company Limited
Neville House, J N Heredia Marg,
Ballard Estate, Mumbai – 400001.

Kind Attn: Mr. Sanjive Arora

Sub.: Report on Postal Ballot Voting of The Bombay Dyeing and Manufacturing Company Limited ('the Company').

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following resolutions:

1. Special Resolution for appointment of Dr. Yashwant Shankarrao Patil Thorat (DIN: 00135258) as a Non-Executive Independent Director on the Board of the Company for a term of 5 years.
2. Ordinary Resolution for appointment of Mr. Jehangir Nusli Wadia (DIN: 00088831) as a Non-Executive Non-Independent Director on the Board of the Company.

I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballots conducted only through the electronic voting process.
- b) The register showing the particulars of the e-votes registered on the National Securities Depository Limited ("NSDL") e-voting system in respect of the said Resolution.

Thanking-you.

Yours faithfully,

Mitesh Dilip
Dhabliwala

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Mitesh Dilip Dhabliwala
Date: 2024.12.23
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Mitesh Dhabliwala
Parikh & Associates
Encl.: As above.

To,
The Chairman
The Bombay Dyeing and Manufacturing Company Limited
Neville House, J N Heredia Marg,
Ballard Estate, Mumbai – 400001.

Report of Scrutinizer

I, Mitesh Dhaliwala, of Parikh & Associates, Practising Company Secretaries (Membership No. FCS 8331 CP 9511), having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai-400053, have been appointed as the Scrutinizer to conduct the Postal ballot process through electronic voting process (“remote e-voting”) in respect of the following resolutions:

1. Special Resolution for appointment of Dr. Yashwant Shankarrao Patil Thorat (DIN: 00135258) as a Non-Executive Independent Director on the Board of the Company for a term of 5 years.
2. Ordinary Resolution for appointment of Mr. Jehangir Nusli Wadia (DIN: 00088831) as a Non-Executive Non-Independent Director on the Board of the Company.

Pursuant to the Postal Ballot Notice dated November 12, 2024, issued under Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, (‘the Act’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, (‘Rules’), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (‘SS-2’), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (‘MCA’) vide its General Circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 09, 2024 (collectively referred to as (‘MCA Circulars’) and pursuant to other applicable laws and regulations, along with a statement setting out material facts under Section 102 of the Act in respect of the above-mentioned resolutions, as confirmed by the Company, was sent, electronically only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/ Depositories.

The Company had availed the e-voting facility offered by National Securities Depository Limited (‘NSDL’) for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the “cut-off” date of Friday, November 15, 2024, were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced at 9.00 a.m. (IST) on Sunday, November 24, 2024 and ended at 5.00 p.m. (IST) on Monday, December 23, 2024 and the National Securities Depository Limited (‘NSDL’) e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolutions.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Resolutions as under:

Resolution 1: Special Resolution

Appointment of Dr. Yashwant Shankarrao Patil Thorat (DIN: 00135258) as a Non-Executive Independent Director on the Board of the Company for a term of 5 years.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
554	11,08,66,267	98.6848

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
51	14,77,492	1.3152

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast (Shares)
NIL	NIL

Resolution 2: Ordinary Resolution

Appointment of Mr. Jehangir Nusli Wadia (DIN: 00088831) as a Non-Executive Non-Independent Director on the Board of the Company.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
558	11,10,93,405	99.0099

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
45	11,10,954	0.9901

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast (Shares)
NIL	NIL

Mitesh Dilip
Signature: Dhabliwala

Digitally signed by
Mitesh Dilip Dhabliwala
Date: 2024.12.23
18:44:44 +05'30'

Name: Mitesh Dhabliwala
Scrutinizer
FCS: 8331 CP: 9511
P/R No.:1129/2021
UDIN: F008331F003470548



Dated: December 23, 2024
Place: Mumbai