

**KALYANIWALLA
& MISTRY (Regd.)**

CHARTERED ACCOUNTANTS

**Auditor's Report on Quarterly Standalone Financial Results and Year to Date Results of the
Company pursuant to Regulation 33 of the SEBI (Listing Obligation and Disclosure
Requirements) Regulations 2015.**

**To The Board of Directors
The Bombay Dyeing and Manufacturing Company Limited**

1. We have audited the quarterly standalone financial results of **The Bombay Dyeing and Manufacturing Company Limited** (the Company) for the quarter ended March 31, 2016 and the year to date financial results for the year ended March 31, 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the standalone financial statements, which are the responsibility of the Company's Management. Our responsibility is to express an opinion on these standalone financial results based on our audit of such financial statements, which have been prepared in accordance with the Accounting Standard notified under section 133 of the Companies Act, 2013, read with the Rule 7 of Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India. Attention is drawn to the fact that the figures for the quarter ended March 31, as reported in these results are balancing figures between audited figures in respect of the financial years ended March 31, and the published year to date figures up to the end of the third quarter of the relevant financial years.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. We draw attention to:
 - a) Note 4 to the financial results regarding agreements to sell certain apartments in the proposed residential towers being constructed at Island City Centre to SCAL Services Ltd., a Group company, in terms of various MOUs entered between the companies till March 2016. The Company has during the year recognized net revenues of Rs. 239.26 crores (2014-15: Rs. 301.11 crores) and resultant profit before tax of Rs. 158.63 crore (2014-15: Rs. 224.49 crore) on sale of apartments to SCAL.
 - b) The remuneration paid to the Managing Director is in excess of the limits prescribed under sections 198 read with schedule V of the Companies Act 2013 by Rs. 4.43 crore, due to inadequacy of profits. The excess remuneration is subject to the approval of the Central Government for which an application has been made.

Our opinion is not modified in respect of the above matters.

4. In our opinion and to the best of our information and according to the explanations given to us, these quarterly standalone financial results as well as the year to date results:
 - a) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 in this regard; and



KALPATARU HERITAGE, 127 MAHATMA GANDHI ROAD, MUMBAI 400 001
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**KALYANIWALLA
& MISTRY**

- b) give a true and fair view of the net loss and other financial information for the quarter ended March 31, 2016 as well as the year to date results for the period from April 1, 2015 to March 31, 2016.

For KALYANIWALLA & MISTRY

Chartered Accountants

Firm Registration No. 104607W

Ermin K. Irani

ERMIN K. IRANI

Partner

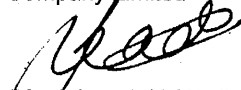



Membership No.: 35646

Mumbai: May 27, 2016



FORM A

Format of covering letter of the annual audit report to be filed with the Stock exchanges

1.	Name of the Company:	The Bombay Dyeing and Manufacturing Company Limited - Standalone financial statements
2.	Annual financial statements for the year ended	31 st March, 2016
3.	Type of Audit observation	Un-qualified with Matter of Emphasis
4.	Frequency of observation	Observation 1 - since FY 2012-13 Observation 2 - since FY 2013-14
5.	To be signed by-	For The Bombay Dyeing and Manufacturing Company Limited
	•CEO/Managing Director	 (Mr. Jehangir N. Wadia) Managing Director
	•CFO	For The Bombay Dyeing and Manufacturing Company Limited  (Mr. Pushpamitra Das) Chief Financial Officer
	•Auditor of the Company	For Kalyaniwalla & Mistry Chartered Accountants Firm Reg. No. 104607W  Ermin K. Irani (Partner) Membership No.: 35646
	•Audit Committee Chairman	For The Bombay Dyeing and Manufacturing Company Limited  (Mr. Ishaat Hussain) Director

**KALYANIWALLA
& MISTRY (Regd.)**

CHARTERED ACCOUNTANTS

**Auditor's Report on Quarterly Consolidated Financial Results and Consolidated Year to Date
Results of the Company pursuant to Regulation 33 of the SEBI (Listing Obligation and
Disclosure Requirements) Regulations 2015**

**To The Board of Directors
The Bombay Dyeing and Manufacturing Company Limited**

- 1) We have audited the quarterly consolidated financial results of **The Bombay Dyeing and Manufacturing Company Limited** (the Holding Company) and its Subsidiary, (Holding Company and subsidiary, collectively referred to as the "Group") its Associates and Jointly Controlled Entity for the quarter ended March 31, 2016, and the consolidated year to date results for the period April 1, 2015 to March 31, 2016 attached herewith, being submitted by the Company pursuant to the requirement Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These consolidated quarterly financial results as well as the consolidated year to date financial results have been prepared on the basis of the consolidated financial statements which are the responsibility of the Holding Company's Management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of such consolidated financial statements, which have been prepared in accordance with the Accounting Standards notified under section 133 of the Companies Act, 2013, read with the Rule 7 of Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India.
- 2) We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance as to whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
- 3) We draw attention to:
 - a) Note 4 to the financial results regarding agreements to sell certain apartments in the proposed residential towers being constructed at Island City Centre to SCAL Services Ltd., a Group company, in terms of various MOUs entered between the companies till March 2016. The Company has during the year recognized net revenues of Rs. 239.26 crores (2014-15: Rs. 301.11 crores) and resultant profit before tax of Rs. 158.63 crore (2014-15: Rs. 224.49 crore) on sale of apartments to SCAL.
 - b) The remuneration paid to the Managing Director is in excess of the limits prescribed under sections 198 read with schedule V of the Companies Act 2013 by Rs. 4.43 crore, due to inadequacy of profits. The excess remuneration is subject to the approval of the Central Government for which an application has been made.

Our opinion is not modified in respect of the above matters.



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**KALYANIWALLA
& MISTRY**

- 4) We did not audit the financial statements of one subsidiary and one jointly controlled entity whose financial statements reflect total assets of Rs. 137.27 crore as at March 31, 2016 and total revenues of Rs. 14.05 crore for the year ended on that date, as considered in the consolidated financial results.

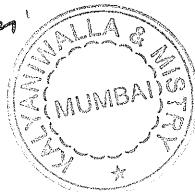
The consolidated financial results also include the group share of net loss of Rs. 0.01 crore for the year ended March 31, 2016, as considered in the consolidated financial results in respect of two associates whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the consolidated financial results in so far as it relates to the amounts and disclosures included in respect of this subsidiary, jointly controlled entity and associates, and our report in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in so far as it relates to the aforesaid subsidiary, jointly controlled entity and associates is based solely on the reports of the other auditors.

- 5) In our opinion and to the best of our information and according to the explanations given to us these consolidated quarterly financial results as well as the consolidated year to date results:
- Include the quarterly financial results and year to date results of its subsidiary, Archway Investments Limited, one jointly controlled entity, P T Five Star Textiles Indonesia and two associates Bombay Dyeing Real Estate Company Limited and Pentafil Textile Dealers Limited.
 - have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
 - give a true and fair view of the consolidated net loss and other financial information for the quarter ended March 31, 2016 as well as the consolidated year to date results for the period from April 1, 2015 to March 31, 2016.

For KALYANIWALLA & MISTRY
Chartered Accountants
Firm Registration No. 104607W

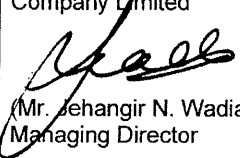

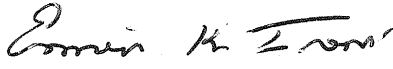

Ermin K. Irani

ERMIN K. IRANI
Partner
Membership No.: 35646
Mumbai: May 27, 2016



FORM A

Format of covering letter of the annual audit report to be filed with the Stock exchanges

1.	Name of the Company:	The Bombay Dyeing and Manufacturing Company Limited - Consolidated financial statements
2.	Annual financial statements for the year ended	31 st March, 2016
3.	Type of Audit observation	Un-qualified with Matter of Emphasis
4.	Frequency of observation	Observation 1 - since FY 2014-15 Observation 2 - since FY 2014-15
5.	To be signed by-	For The Bombay Dyeing and Manufacturing Company Limited
	•CEO/Managing Director	 (Mr. Jehangir N. Wadia) Managing Director
	•CFO	For The Bombay Dyeing and Manufacturing Company Limited  (Mr. Pushpamitra Das) Chief Financial Officer
	•Auditor of the Company	For Kalyaniwalla & Mistry Chartered Accountants Firm Reg. No. 104607W  Ermin K. Irani (Partner) Membership No.: 35646
	•Audit Committee Chairman	For The Bombay Dyeing and Manufacturing Company Limited  (Mr. Ishaat Hussain) Director

THE BOMBAY DYEING AND MANUFACTURING COMPANY LTD.

Neville House, J. N.Heredia Marg, Ballard Estate, Mumbai-400 001

AUDITED FINANCIAL RESULTS (STANDALONE AND CONSOLIDATED) FOR THE YEAR ENDED 31ST MARCH, 2016

CIN : L17120MH1879PLC000037

Rs. in Crores

	PARTICULARS	(1)	(2)	(3)	(4)	(5)	(6)	(7)	
		Standalone				Consolidated			
		QUARTER ENDED 31.03.2016 (Unaudited)	QUARTER ENDED 31.12.2015 (Unaudited)	QUARTER ENDED 31.03.2015 (Unaudited)	YEAR ENDED 31.03.2016 (Audited)	YEAR ENDED 31.03.2015 (Audited)	YEAR ENDED 31.03.2016 (Audited)	YEAR ENDED 31.03.2015 (Audited)	
	PART I								
1	Income from operations								
	(a) Net sales/income from operations (Net of excise duty)	656.38	325.77	745.77	1804.72	2327.68	1809.07	2335.82	
	(b) Other operating income	9.38	9.78	12.07	40.29	50.59	40.39	50.60	
	Total income from operations (net)	665.76	335.55	757.84	1845.01	2378.27	1849.46	2386.42	
2	Expenses								
	(a) Cost of materials consumed	193.72	207.25	235.85	897.96	1270.59	899.96	1276.01	
	(b) Purchase of stock-in-trade	29.07	39.73	34.32	206.75	187.87	206.75	187.87	
	(c) Change in inventories of finished goods, work-in-progress and stock-in-trade	(32.77)	(37.36)	(429.08)	(152.08)	(400.59)	(151.73)	(399.97)	
	(d) Employee benefits expense	27.15	25.33	25.18	100.47	90.02	102.46	92.47	
	(e) Depreciation and amortisation expenses	7.95	7.99	11.31	33.91	46.82	34.36	47.27	
	(f) Impairment of fixed assets	-	-	13.26	-	13.26	-	13.26	
	(g) Other expenses	256.37	110.93	644.38	599.98	963.05	604.69	964.00	
	Total expenses	481.49	353.87	535.22	1686.99	2171.02	1696.49	2180.91	
3	Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)	184.27	(18.32)	222.62	158.02	207.25	152.97	205.51	
4	Other Income	6.15	14.75	23.52	39.38	54.91	46.50	57.80	
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	190.42	(3.57)	246.14	197.40	262.16	199.47	263.31	
6	Finance costs	78.50	74.58	57.21	282.64	227.22	289.92	232.12	
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	111.92	(78.15)	188.93	(85.24)	34.94	(90.45)	31.19	
8	Exceptional Items	-	-	-	-	-	-	-	
9	Profit/(Loss) from ordinary activities before tax (7-8)	111.92	(78.15)	188.93	(85.24)	34.94	(90.45)	31.19	
10	Tax expense								
	- Current	-	-	10.38	-	10.38	0.53	10.68	
11	Net Profit/(Loss) from ordinary activities after tax (9-10)	111.92	(78.15)	178.55	(85.24)	24.56	(90.98)	20.51	
12	Extraordinary items (net of tax expense)	-	-	-	-	-	-	-	
13	Net Profit/(Loss) for the period (11-12)	111.92	(78.15)	178.55	(85.24)	24.56	(90.98)	20.51	
14	Share of profit / (loss) of associates	-	-	-	-	-	(0.01)	(0.18)	
15	Minority Interest	-	-	-	-	-	(0.10)	0.02	
16	Net Profit/(Loss) after taxes, minority interest and share of profit / (loss) of associates (13+14+15)	111.92	(78.15)	178.55	(85.24)	24.56	(91.09)	20.35	
17	Paid up equity share capital (Face value Rs.2 per share)	41.31	41.31	41.31	41.31	41.31	41.31	41.31	
18	Reserves excluding revaluation reserves	-	-	-	336.39	432.69	274.71	376.76	
19.i	Earnings per share (before extraordinary items)								
	Basic (Rs.)	5.42	(3.78)	8.64	(4.13)	1.19	(4.41)	0.99	
	Diluted (Rs.)	5.42	(3.78)	8.64	(4.13)	1.19	(4.41)	0.99	
19.ii	Earnings per share (after extraordinary items)								
	Basic (Rs.)	5.42	(3.78)	8.64	(4.13)	1.19	(4.41)	0.99	
	Diluted (Rs.)	5.42	(3.78)	8.64	(4.13)	1.19	(4.41)	0.99	
	See accompanying notes to the financial results.								



THE BOMBAY DYEING AND MANUFACTURING COMPANY LTD.

Neville House, J. N. Heredia Marg, Ballard Estate, Mumbai-400 001

SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

CIN : L17120MH1879PLC000037

Rs. in Crores

PARTICULARS	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	Standalone				Consolidated		
	QUARTER ENDED 31.03.2016 (Unaudited)	QUARTER ENDED 31.12.2015 (Unaudited)	QUARTER ENDED 31.03.2015 (Unaudited)	YEAR ENDED 31.03.2016 (Audited)	YEAR ENDED 31.03.2015 (Audited)	YEAR ENDED 31.03.2016 (Audited)	YEAR ENDED 31.03.2015 (Audited)
1. Segment Revenue (net sales/income from each segment)							
(a) Textile	58.58	48.69	110.25	305.66	569.94	310.11	578.09
(b) Polyester	274.96	242.64	280.20	1069.12	1366.75	1069.12	1366.75
(c) Real Estate	332.22	44.22	367.39	470.23	444.23	470.23	444.23
(d) Unallocated	-	-	-	-	0.05	-	0.05
Total	665.76	335.55	757.84	1845.01	2380.97	1849.46	2389.12
Add/(Less) : Inter segment revenue	-	-	-	-	(2.70)	-	(2.70)
Net Sales/Income from Operations	665.76	335.55	757.84	1845.01	2378.27	1849.46	2386.42
2. Segment Results - Profit/ (Loss)							
(a) Textile	(13.00)	(16.81)	(0.13)	(21.31)	26.20	(26.30)	25.10
(b) Polyester	1.94	(3.86)	(5.56)	(22.66)	(9.77)	(22.66)	(9.77)
(c) Real Estate	211.60	15.44	266.47	277.20	302.69	277.20	302.69
Total	200.62	(5.23)	260.18	233.23	319.12	228.24	318.02
Less: (i) Net interest expense	78.50	74.58	57.21	282.64	227.22	289.92	232.12
(ii) Other un-allocable expenditure net of un-allocable income	10.20	(1.66)	14.64	35.83	56.96	28.77	54.71
Total Profit/ (Loss) before Tax	111.92	(78.15)	188.93	(85.24)	34.94	(90.45)	31.19
3. Capital Employed (Segment Assets - Segment Liabilities)							
(a) Textile	295.12	338.04	369.09	295.12	369.09	359.07	355.19
(b) Polyester	361.04	451.91	306.23	361.04	306.23	361.04	306.23
(c) Real Estate	2957.63	2560.32	2459.98	2957.63	2459.98	2957.63	2459.98
Unallocated: (i) Others	129.85	283.82	162.80	129.85	162.80	129.85	162.80
Total Capital Employed	3743.64	3634.09	3298.10	3743.64	3298.10	3807.59	3284.20



THE BOMBAY DYEING AND MANUFACTURING COMPANY LTD.
Neville House, J. N. Heredia Marg, Ballard Estate, Mumbai-400 001

STATEMENT OF STANDALONE / CONSOLIDATED ASSETS AND LIABILITIES AS AT 31ST MARCH, 2016

(Rs. in Crores)

Particulars	Standalone		Consolidated	
	As at	As at	As at	As at
	March 31, 2016	March 31, 2015	March 31, 2016	March 31, 2015
	Audited	Audited	Audited	Audited
A EQUITY AND LIABILITIES				
1 Shareholders' Funds				
(a) Share capital	41.31	41.31	41.31	41.31
(b) Reserves and surplus	1,270.81	1,530.97	1,244.89	1,510.78
Sub Total	1,312.12	1,572.28	1,286.20	1,552.09
2 Minority Interest			2.79	2.69
3 Non-current liabilities				
(a) Long-term borrowings	1,215.07	906.03	1,281.69	918.29
(b) Other long-term liabilities	10.44	6.85	10.44	6.85
(c) Long-term provisions	14.92	13.60	14.92	13.60
Sub Total	1,240.43	926.48	1,307.05	938.74
4 Current liabilities				
(a) Short term borrowings	824.07	430.50	844.57	527.21
(b) Trade payables	296.49	480.75	296.59	480.84
(c) Other current liabilities	678.82	545.96	680.23	540.87
(d) Short-term provisions	41.52	42.47	41.52	42.47
Sub Total	1,840.90	1,499.68	1,862.91	1,591.39
TOTAL-EQUITY AND LIABILITIES	4,393.45	3,998.44	4,458.95	4,084.91
B ASSETS				
1 Non-current assets				
(a) Fixed assets	662.72	912.55	703.31	953.52
(b) Non-current investments	55.96	55.96	54.38	54.40
(c) Long-term loans and advances	34.86	37.25	17.62	22.31
(d) Other non current assets	1,812.82	1,190.74	1,812.82	1,190.74
Sub Total	2,566.36	2,196.50	2,588.13	2,220.97
2 Current assets				
(a) Inventories	679.87	710.27	680.32	711.14
(b) Trade receivables	238.15	264.79	238.31	264.98
(c) Cash and cash equivalents	113.77	68.42	121.49	68.54
(d) Short-term loans and advances	143.11	221.01	177.17	286.25
(e) Other current assets	429.46	537.45	430.80	533.03
(f) Assets held for sale	222.73	-	222.73	-
Sub Total	1,827.09	1,801.94	1,870.82	1,863.94
TOTAL-ASSETS	4,393.45	3,998.44	4,458.95	4,084.91



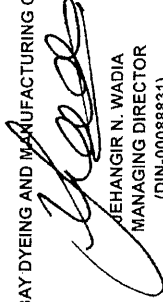
THE BOMBAY DYEING AND MANUFACTURING COMPANY LTD.
Neville House, J. N. Heredia Marg, Ballard Estate, Mumbai-400 001

AUDITED FINANCIAL RESULTS (STANDALONE AND CONSOLIDATED) FOR THE YEAR ENDED 31ST MARCH, 2016
NOTES.

- 1 The above results were reviewed by the Audit Committee at their meeting held on 26th May, 2016 and approved by the Board of Directors at their meeting held on 27th May, 2016.
- 2 The figures of last quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the 3rd quarter of the current financial year.
- 3 Board of Directors has recommended a dividend of Re.0.50/- per equity share of Rs.2/- each for the year ended 31st March, 2016.
- 4 The Company has agreed to sell several apartments in the proposed residential towers being constructed at Island City Centre to SCAL Services Ltd. (SCAL), a Group company, in terms of various Memorandum of Understanding (MOUs) entered between the companies till March 31, 2016. Based on the method of accounting (percentage of completion) followed by the Company, net revenue of Rs.239.26 crores (March'2015 Rs.301.11 crores) and resultant profit before tax of Rs.158.64 crores (March'2015 Rs.224.49 crores) has been recognised during the year ended 31st March, 2016 on sales to SCAL.
- 5 Figures for the previous periods have been regrouped / restated wherever necessary.

Mumbai: 27th May, 2016

FOR THE BOMBAY DYEING AND MANUFACTURING COMPANY LIMITED


JEHANGIR N. WADIA
MANAGING DIRECTOR
(DIN-00088831)



THE BOMBAY DYEING AND MANUFACTURING COMPANY LTD.

Neville House, J. N. Heredia Marg, Ballard Estate, Mumbai-400 001

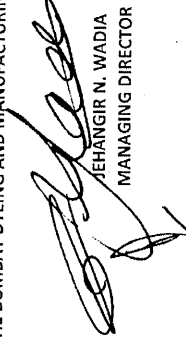
Tel No. 022-66620000. Fax 022-66192001. Website: www.bombaydyeing.com Email: corporate@bombaydyeing.com
CIN : L17120MH1879PLC000037

Extract of Audited Financial Results (Standalone and Consolidated) for the Quarter and Year ended March 31, 2016

Sr. No.	Particulars	Standalone				Consolidated			
		Quarter ended 31.03.2016 (Unaudited)	Quarter ended 31.12.2015 (Unaudited)	Quarter ended 31.03.2015 (Unaudited)	Year ended 31.03.2016 (Audited)	Year ended 31.03.2015 (Audited)	Year ended 31.03.2016 (Audited)	Year ended 31.03.2015 (Audited)	
1	Total income from operations (net)	665.76	335.55	757.84	1,845.01	2,378.27	1,849.46	2,386.42	
2	Net Profit/(Loss) from ordinary activities after tax	111.92	(78.15)	178.55	(85.24)	24.56	(90.98)	20.51	
3	Net Profit/(Loss) for the period after tax (after Extraordinary items)	111.92	(78.15)	178.55	(85.24)	24.56	(90.98)	20.51	
4	Paid-up Equity Share Capital (Face value per share: ₹ 2)	41.31	41.31	41.31	41.31	41.31	41.31	41.31	
5	Reserves (excluding Revaluation Reserve as shown in the Balance sheet)				336.39	432.69	274.71	376.76	
6	Earnings per share (before extraordinary items) (of ₹ 2 each) (Not Annualised)	5.42	(3.78)	8.64	(4.13)	1.19	(4.41)	0.99	
	(a) Basic (₹)	5.42	(3.78)	8.64	(4.13)	1.19	(4.41)	0.99	
	(b) Diluted (₹)	5.42	(3.78)	8.64	(4.13)	1.19	(4.41)	0.99	
7	Earnings per share (after extraordinary items) (of ₹ 2 each) (Not Annualised)	5.42	(3.78)	8.64	(4.13)	1.19	(4.41)	0.99	
	(a) Basic (₹)	5.42	(3.78)	8.64	(4.13)	1.19	(4.41)	0.99	
	(b) Diluted (₹)	5.42	(3.78)	8.64	(4.13)	1.19	(4.41)	0.99	

Note: The above is an extract of the detailed format of Quarterly / Full year Financial Results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015. The Full format of the Quarterly / Full year Financial Results are available on the Stock Exchange websites viz. www.bseindia.com and www.nseindia.com. The same is also available on the Company's website viz. www.bombaydyeing.com

FOR THE BOMBAY DYEING AND MANUFACTURING COMPANY LIMITED


JEHANGIR N. WADIA
MANAGING DIRECTOR

Place: Mumbai
Date: 27th May, 2016

