

13th August, 2025

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street Fort,
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 the 145th Annual General Meeting (“AGM”) of the Company held on 13th August, 2025.

REF: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.

This is to inform that the 145th Annual General Meeting of the Company was held on Wednesday, 13th August, 2025, at 3:30 p.m. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).

Please find enclosed the Voting Results of the AGM of the Company as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer’s Report thereon.

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

	THE BOMBAY DYEING AND MANUFACTURING COMPANY LIMITED
Date of AGM/EGM	13-08-2025
Total number of shareholders on record date	1,63,019
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	18
Public:	107

Resolution No.	1									
Resolution required: (Ordinary/Special)	ORDINARY - To receive, consider and adopt: a. The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025, together with the Reports of the Board of Directors and the Auditors thereon; and, b. The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2025, together with the Report of the Auditors thereon.									
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	9,73,84,828	9,67,80,608	99.3796	9,67,80,608	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		9,67,80,608	99.3796	9,67,80,608	0	100.0000	0.0000	0	0
Public-Institutions	E-Voting	45,51,373	13,83,682	30.4014	10,61,736	3,21,946	76.7326	23.2673	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



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	Total		13,83,682	30.4014	10,61,736	3,21,946	76.7327	23.2673	0	0
Public- Non Institutions	E-Voting	10,45,98,699	1,33,90,994	12.8023	1,33,88,625	2,369	99.9823	0.0176	0	0
	Poll		17,089	0.0163	17,089	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,34,08,083	12.8186	1,34,05,714	2,369	99.9823	0.0177	0	0
	Total	20,65,34,900	11,15,72,373	54.0211	11,12,48,058	3,24,315	99.7093	0.2907	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend on Preference Shares for the financial year ended 31st March, 2025.									
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	9,73,84,828	9,67,80,608	99.3796	9,67,80,608	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		9,67,80,608	99.3796	9,67,80,608	0	100.0000	0.0000	0	0
Public-Institutions	E-Voting	45,51,373	13,83,682	30.4014	10,61,736	3,21,946	76.7326	23.2673	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		13,83,682	30.4014	10,61,736	3,21,946	76.7327	23.2673	0	0
Public- Non Institutions	E-Voting	10,45,98,699	1,33,91,079	12.8023	1,33,88,736	2,343	99.9825	0.0174	0	0
	Poll		17,089	0.0163	17,089	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,34,08,168	12.8186	1,34,05,825	2,343	99.9825	0.0175	0	0
	Total	20,65,34,900	11,15,72,458	54.0211	11,12,48,169	3,24,289	99.7093	0.2907	0	0



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Resolution No.	3									
Resolution required: (Ordinary/Special)	ORDINARY - To declare dividend on Equity Shares for the financial year ended 31st March, 2025.									
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	9,73,84,828	9,67,80,608	99.3796	9,67,80,608	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		9,67,80,608	99.3796	9,67,80,608	0	100.0000	0.0000	0	0
Public-Institutions	E-Voting	45,51,373	13,83,682	30.4014	10,61,736	3,21,946	76.7326	23.2673	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		13,83,682	30.4014	10,61,736	3,21,946	76.7327	23.2673	0	0
Public- Non Institutions	E-Voting	10,45,98,699	1,33,91,079	12.8023	1,33,90,711	368	99.9972	0.0027	0	0
	Poll		17,089	0.0163	17,089	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,34,08,168	12.8186	1,34,07,800	368	99.9973	0.0027	0	0
Total	20,65,34,900	11,15,72,458	54.0211	11,12,50,144	3,22,314	99.7111	0.2889	0	0	



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Resolution No.	4									
Resolution required: (Ordinary/Special)	ORDINARY - To appoint a Director in place of Mr. Ness N. Wadia (DIN: 00036049), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.									
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	9,73,84,828	9,67,80,608	99.3796	9,67,80,608	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		9,67,80,608	99.3796	9,67,80,608	0	100.0000	0.0000	0	0
Public-Institutions	E-Voting	45,51,373	13,83,682	30.4014	10,94,730	2,88,952	79.1171	20.8828	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		13,83,682	30.4014	10,94,730	2,88,952	79.1172	20.8828	0	0
Public- Non Institutions	E-Voting	10,45,98,699	1,33,91,069	12.8023	1,33,89,477	1,592	99.9881	0.0118	0	0
	Poll		17,089	0.0163	17,089	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,34,08,158	12.8186	1,34,06,566	1,592	99.9881	0.0119	0	0
Total	20,65,34,900	11,15,72,448	54.0211	11,12,81,904	2,90,544	99.7396	0.2604	0	0	



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Resolution No.	5									
Resolution required: (Ordinary/Special)	ORDINARY - Ratification of Remuneration payable to Cost Auditors of the Company for the Financial Year ending 31st March, 2026.									
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	9,73,84,828	9,67,80,608	99.3796	9,67,80,608	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		9,67,80,608	99.3796	9,67,80,608	0	100.0000	0.0000	0	0
Public-Institutions	E-Voting	45,51,373	13,83,682	30.4014	13,83,682	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		13,83,682	30.4014	13,83,682	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	10,45,98,699	1,33,91,069	12.8023	1,33,88,640	2,429	99.9818	0.0181	0	0
	Poll		17,089	0.0163	17,089	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,34,08,158	12.8186	1,34,05,729	2,429	99.9819	0.0181	0	0
Total	20,65,34,900	11,15,72,448	54.0211	11,15,70,019	2,429	99.9978	0.0022	0	0	

Resolution No.	6									
Resolution required: (Ordinary/Special)	ORDINARY - Appointment of M/s. Parikh & Associates, Practicing Company Secretaries as Secretarial Auditors 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	9,73,84,828	9,67,80,608	99.3796	9,67,80,608	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		9,67,80,608	99.3796	9,67,80,608	0	100.0000	0.0000	0	0
Public-Institutions	E-Voting	45,51,373	13,83,682	30.4014	13,83,682	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		13,83,682	30.4014	13,83,682	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	10,45,98,699	1,33,91,069	12.8023	1,33,88,590	2,479	99.9814	0.0185	0	0
	Poll		17,089	0.0163	17,089	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,34,08,158	12.8186	1,34,05,679	2,479	99.9815	0.0185	0	0
Total	20,65,34,900	11,15,72,448	54.0211	11,15,69,969	2,479	99.9978	0.0022	0	0	



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

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 145th Annual General Meeting of The Bombay Dyeing and Manufacturing Company Limited held on Wednesday, August 13, 2025 at 3:30 PM (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, Mitesh Dhaliwala, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of The Bombay Dyeing and Manufacturing Company Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 145th Annual General Meeting ("AGM") of The Bombay Dyeing and Manufacturing Company Limited on Wednesday, August 13, 2025 at 3:30 PM (IST) through VC / OAVM.

I was also appointed as Scrutinizer to scrutinize the e-voting process at the said AGM.

The notice of 145th AGM dated May 05, 2025, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular No. 20/2020 dated 5th May, 2020 read with Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular No. 19/2021 dated 8th December, 2021, Circular No. 02/2022 dated 05th May, 2022, Circular No. 10/2022 dated 28th December, 2022, Circular No. 09/2023 dated 25th September, 2023 and Circular No. 09/2024 dated 19th September, 2024 (hereinafter collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07th October, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 (hereinafter collectively referred to as SEBI Circulars).

Continuation Sheet

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 and e-voting at the said AGM.

The voting period for remote e-voting commenced on Sunday, August 10, 2025 at 9:00 a.m. and ended on Tuesday, August 12, 2025 at 5:00 p.m. and the NSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Wednesday, August 06, 2025 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on voting done at the meeting and the votes cast under remote e-voting facility were unblocked and were counted.

I have scrutinized and reviewed the remote e-voting and e-voting at the meeting and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting at the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting and e-voting at the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt:

- a. **The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon; and,**
- b. **The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Report of the Auditors thereon.**

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
320	11,12,48,058	99.7093

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
20	3,24,315	0.2907

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 2: Ordinary Resolution

To declare dividend on Preference Shares for the financial year ended March 31, 2025.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
321	11,12,48,169	99.7093

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
20	3,24,289	0.2907

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 3: Ordinary Resolution**To declare dividend on Equity Shares for the financial year ended March 31, 2025.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
322	11,12,50,144	99.7111

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
19	3,22,314	0.2889

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 4: Ordinary Resolution

To appoint a Director in place of Mr. Ness N. Wadia (DIN: 00036049), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
315	11,12,81,904	99.7396

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
25	2,90,544	0.2604

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 5: Ordinary Resolution**Ratification of Remuneration payable to Cost Auditors of the Company for the Financial Year ending March 31, 2026.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
322	11,15,70,019	99.9978

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	2,429	0.0022

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 6: Ordinary Resolution**Appointment of M/s. Parikh & Associates, Practising Company Secretaries as Secretarial Auditors for a term of 5 years.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
322	11,15,69,969	99.9978

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	2,479	0.0022

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,
Yours faithfully,

Digitally signed by
Mitesh Dilip
Dhabliwala
Date: 2025.08.13
18:57:30 +05'30'

Mitesh Dhabliwala
Parikh & Associates
Practising Company Secretaries

FCS: 8331 CP No.: 9511
111,11th Floor, Sai Dwar CHS Ltd
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai – 400053
Place: Mumbai
Dated: August 13, 2025
UDIN: F008331G001004513
P/R No.: 6556/2025

