

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.



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 the Notice	27-03-2024
Total number of shareholders on record date	1,39,278
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:	Not applicable
Public:	Not applicable

Resolution No.	1									
Resolution required: (Ordinary/Special)	Ordinary - Appointment of Mr. Natarajan Venkataraman (DIN: 05220857) as a Non-Executive Non-Independent Director on the Board of the Company									
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 (8)	Votes Abstained (9)
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	0
Public- Institutions	E-Voting	75,26,800	6,73,213	8.9442	6,71,068	2,145	99.6813	0.3186	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		6,73,213	8.9442	6,71,068	2,145	99.6814	0.3186	0	0
Public- Non Institutions	E-Voting	8,83,49,482	24,65,776	2.7909	24,26,401	39,375	98.4031	1.5968	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		24,65,776	2.7909	24,26,401	39,375	98.4031	1.5969	0	0
Total		20,65,34,900	11,31,93,387	54.8059	11,31,51,867	41,520	99.9633	0.0367	0	0



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May 02, 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 Ordinary Resolution for Appointment of Mr. Natarajan Venkataraman (DIN: 05220857) 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

Digitally signed by
Mitesh Dilip Dhabliwala
Date: 2024.05.02
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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 Ordinary Resolution for appointment of Mr. Natarajan Venkataraman (DIN: 05220857) as a Non-Executive Non-Independent Director on the Board of the Company.

Pursuant to the Postal Ballot Notice dated March 27, 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 and September 25, 2023 (collectively referred to as ('MCA Circulars') and pursuant to other applicable laws and regulations.

The Postal Ballot Notice dated March 27, 2024 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, 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 Wednesday, March 27, 2024 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commences at 9.00 a.m. (IST) on Tuesday, April 02, 2024 and ended at 5.00 p.m. (IST) on Wednesday, May 01, 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 Resolution 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 resolution.

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 Ordinary Resolution as under:

Resolution 1: Ordinary Resolution**Appointment of Mr. Natarajan Venkataraman (DIN: 05220857) 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
588	11,31,51,867	99.96

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
45	41,520	0.04

(iii) **Invalid** votes:

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

Mitesh Dilip Digitally signed by
Mitesh Dilip Dhabliwala
Signature: Dhabliwala Date: 2024.05.02
12:47:12 +05'30'

Name: Mitesh Dhabliwala
Scrutinizer
FCS: 8331 CP: 9511
P/R No.:1129/2021
UDIN: F008331F000289843

Dated: May 02, 2024
Place: Mumbai

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