

FORM NO. MGT-7

[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]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L17120MH1879PLC000037

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACT2328K

(ii) (a) Name of the company

THE BOMBAY DYEING AND MA

(b) Registered office address

NEVILL HOUSE, JN HEREDIA MARG,
BALLARD ESTATE,
MUMBAI
Maharashtra
400001

(c) *e-mail ID of the company

grievance_redressal_cell@bom

(d) *Telephone number with STD code

02266620000

(e) Website

www.bombaydyeing.com

(iii) Date of Incorporation

1879-08-23T00:00:00+05:30

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital



Yes



No

(vi) *Whether shares listed on recognized Stock Exchange(s)



Yes



No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

09/09/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*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	C2	Textile, leather and other apparel products	63.28
2	G	Trade	G2	Retail Trading	2.35
3	F	Construction	F1	Buildings	34.37

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

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

3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	PENTAFIL TEXTILE DEALERS LIM	U65993MH1984PLC253516	Associate	49
2	BOMBAY DYEING REAL ESTATE	U70102MH2008PLC183489	Associate	40
3	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	510,000,000	206,534,900	206,534,900	206,534,900
Total amount of equity shares (in Rupees)	1,020,000,000	413,069,800	413,069,800	413,069,800

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	510,000,000	206,534,900	206,534,900	206,534,900
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	1,020,000,000	413,069,800	413,069,800	413,069,800

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	400,000	388,800	388,800	388,800
Total amount of preference shares (in rupees)	40,000,000	38,880,000	38,880,000	38,880,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
8% Redeemable Non-convertible Non-cumulative P				
Number of preference shares	400,000	388,800	388,800	388,800
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	40,000,000	38,880,000	38,880,000	38,880,000

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	2,593,503	203,941,397	206534900	413,069,800	413,069,800	
Increase during the year	0	102,650	102650	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		102,650	102650			
Dematerialisation of shares						
Decrease during the year	102,650	0	102650	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	102,650		102650			
Dematerialisation of shares						
At the end of the year	2,490,853	204,044,047	206534900	413,069,800	413,069,800	
Preference shares						

At the beginning of the year	0	388,800	388800	38,880,000	38,880,000	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
NA						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
NA						
At the end of the year	0	388,800	388800	38,880,000	38,880,000	

ISIN of the equity shares of the company

INE032A01023

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

0

Class of shares		(i)	(ii)	(iii)
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

[Details being provided in a CD/Digital Media]

☐ Yes

☒ No

☐ Not Applicable

Separate sheet attached for details of transfers

☒ Yes

☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor							
Transferor's Name							
	Surname		middle name		first name		
Ledger Folio of Transferee							
Transferee's Name							
	Surname		middle name		first name		

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of 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
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(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

11,934,201,323

(ii) Net worth of the Company

-6,817,469,493

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	2,084,953	1.01	0	0
	(ii) Non-resident Indian (NRI)	2,801,560	1.36	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	101,658,925	49.22	0	0
10.	Others Trust	1,523,180	0.74	0	0
	Total	108,068,618	52.33	0	0

Total number of shareholders (promoters)

44

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	74,057,211	35.86	0	0
	(ii) Non-resident Indian (NRI)	2,279,742	1.1	0	0
	(iii) Foreign national (other than NRI)	427	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	7,664,849	3.71	0	0
4.	Banks	169,166	0.08	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	55,978	0.03	0	0
7.	Mutual funds	9,297	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	8,592,874	4.16	388,800	100
10.	Others ClearingMembers,IEPF,NBF	5,636,738	2.73	0	0
	Total	98,466,282	47.67	388,800	100

Total number of shareholders (other than promoters)

156,472

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

156,516

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

6

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
SPDR S AND P EMERG	'STATE STREET FINANCIAL CENTER			45,803	0.02
BAO VALUE FUND	'C/O HAREL MALLAC GLOBAL SERV			5,000	0
DAVOS INTERNATION	'C/o Harel Mallac Global Services L			1,950	0
AMERICAN CENTURY I	'DEUTSCHE BANK AG, DB HOUSE, I			1,774	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ASPIRE EMERGING FUND	'C/O AURISSE INTERNATIONAL LTD			1,450	0
BNP PARIBAS ARBITRA	'160 162 BD MACDONALD PARIS			1	

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

Details	At the beginning of the year	At the end of the year
Promoters	46	44
Members (other than promoters)	137,556	156,516
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	1	2	1	2	0.14	0.59
B. Non-Promoter	0	6	0	6	0	0.02
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	5	0	5	0	0.02
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & 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	1	8	1	8	0.14	0.61

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

11

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
KEKI MANCHERSHA E	00003940	Director	0	
NUSLI NEVILLE WADIA	00015731	Director	0	
NESS NUSLI WADIA	00036049	Director	1,219,418	
RAGOTHAMAN RAO S	00042395	Director	35,000	
SUNIL SIDDHARTH LA	00045590	Director	0	
JEHANGIR NUSLI WADIA	00088831	Managing Director	287,525	01/04/2021
VINESH KUMAR JAIRAJ	00391684	Director	0	
MINNIE AARASP BODHI	00422067	Director	0	
GAURI ATUL KIRLOSKAR	03366274	Director	0	
HITESH VORA	ABYPV2030J	CFO	0	
SANJIVE ARORA	ACRPA4515D	Company Secretary	0	

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

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	15/07/2020	150,192	81	52.05

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	09/06/2020	9	9	100
2	20/07/2020	9	9	100
3	20/10/2020	9	9	100
4	08/02/2021	9	9	100
5	26/03/2021	9	9	100

C. COMMITTEE MEETINGS

Number of meetings held

20

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	09/06/2020	6	6	100
2	Audit Committee	20/07/2020	6	6	100
3	Audit Committee	19/10/2020	6	6	100
4	Audit Committee	12/01/2021	6	4	66.67
5	Audit Committee	06/02/2021	6	4	66.67
6	Nomination and Remuneration Committee	09/06/2020	4	4	100
7	Nomination and Remuneration Committee	08/02/2021	4	4	100
8	Nomination and Remuneration Committee	26/03/2021	4	4	100
9	Stakeholders Forum	26/03/2021	3	2	66.67
10	Corporate Social Responsibility Committee	26/03/2021	3	3	100

D. * ATTENDANCE OF DIRECTORS

S. No.	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	09/09/2021
								(Y/N/NA)
1	KEKI MANCH	5	5	100	8	8	100	Yes

2	NUSLI NEVILI	5	5	100	10	10	100	Yes
3	NESS NUSLI	5	5	100	6	4	66.67	Yes
4	RAGOTHAMA	5	5	100	9	9	100	No
5	SUNIL SIDDH	5	5	100	6	6	100	Yes
6	JEHANGIR NU	5	5	100	3	2	66.67	No
7	VINESH KUM	5	5	100	19	19	100	Yes
8	MINNIE AARA	5	5	100	7	5	71.43	Yes
9	GAURI ATUL	5	5	100	6	6	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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	JEHANGIR N WAD	MANAGING DIR	52,763,159.31	0	0	0	52,763,159.31
	Total		52,763,159.31	0	0	0	52,763,159.31

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SANJIVE ARORA	COMPANY SEC	3,899,206	0	0	0	3,899,206
2	HITESH VORA	CHIEF FINANC	5,614,404	0	0	0	5,614,404
	Total		9,513,610	0	0	0	9,513,610

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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	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	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. 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.

Name

Ms. Shalini Bhat

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

6994

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 all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the 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.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

MINNIE
AARASP
BODHANWALA
Digitally signed by
MINNIE AARASP
BODHANWALA
Date: 2021.11.03
14:31:09 +05'30'

DIN of the director

00422067

To be digitally signed by

Sanjive
Arora
Digitally signed by
Sanjive Arora
Date: 2021.11.03
14:31:09 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

3814

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

FII FPI FPC List.pdf
Transaction details.pdf
Details of Committee Meeting_FY 2020-21
Preference Shareholders.pdf
MGT-8.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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

THE BOMBAY DYEING AND MANUFACTURING COMPANY LIMITED**Details required under Form MGT-7****IX(C) Committee Meeting held during FY 2020-21:**

Sr. No.	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1.	Audit Committee	09/06/2020	6	6	100
2.	Audit Committee	20/07/2020	6	6	100
3.	Audit Committee	19/10/2020	6	6	100
4.	Audit Committee	12/01/2021	6	4	66.67
5.	Audit Committee	06/02/2021	6	4	66.67
6.	Nomination and Remuneration Committee	09/06/2020	4	4	100
7.	Nomination and Remuneration Committee	08/02/2021	4	4	100
8.	Nomination and Remuneration Committee	26/03/2021	4	4	100
9.	Stakeholders Relationship Committee	26/03/2021	3	2	66.67
10.	Corporate Social Responsibility Committee	26/03/2021	3	3	100
11.	Independent Directors Meeting	26/03/2021	5	5	100
12.	Strategic Committee	14/04/2020	3	3	100
13.	Strategic Committee	28/04/2020	3	3	100
14.	Strategic Committee	13/05/2020	3	3	100
15.	Strategic Committee	01/06/2020	3	3	100
16.	Strategic Committee	15/07/2020	3	3	100
17.	Strategic Committee	04/02/2021	2	2	100
18.	Strategic Committee	16/03/2021	3	3	100
19.	Risk Management Committee	21/07/2020	4	4	100
20.	Risk Management Committee	06/10/2020	4	4	100

			THE BOMBAY DYEING & MFG. CO. LTD							
		VI (c)	Details of FII, FPI and FPC as on 31/03/2021							
SLNO	DPID	FOLIO/CL-ID	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	REGN. NO WITH SEBI	HOLDING	% TO EQT	MINOR CODE	PAN NO
1	IN300167	10031520	SPDR S AND P EMERGING MARKETS ETF	STATE STREET FINANCIAL CENTER ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	INUSFP131416	45803	0.02	FPC	AAGTS4584D
2	IN301524	30031790	BAO VALUE FUND	C/O HAREL MALLAC GLOBAL SERVICES LTD HAREL MALLAC BUILDING 18 EDITH CAVELL STREET PORT LOUIS	MAURITIUS	INMUFP073116	5000	0.00	FPC	AAQCS4646H
3	IN301524	30042381	DAVOS INTERNATIONAL FUND	C/o Harel Mallac Global Services Ltd Harel Mallac Building 18 Edith Cavell Street Port Louis Republic Of Mauritius Mauritius	MAURITIUS	INMUFP042414	1950	0.00	FPC	AADC7742G
4	IN300167	10159933	AMERICAN CENTURY ETF TRUST- AVANTIS EMERGING MARKET S EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INDIA	INUSFP083219	1774	0.00	FPC	AAHTA5157H
5	IN301348	20032729	ASPIRE EMERGING FUND	C/O AURISSE INTERNATIONAL LTD 2nd Floor Wing A Cyber Tower Ebene Cyber City	MAURITIUS	INMUFP061717	1450	0.00	FPC	AALCA5544M
6	IN301799	10081740	BNP PARIBAS ARBITRAGE	160 162 BD MACDONALD PARIS	FRANCE	INFRFP085515	1	0.00	FPC	AAGFB5324G
			TOTAL:				55978	0.03		

THE BOMBAY DYEING & MFG. CO. LTD

PREFERENCE SHARE HOLDING PATTERN AS ON 31/03/2021

Sno	Description	Cases	Shares	% Holding
1	Bombay Dyeing Real Estate Co Ltd	1	91200	23.46
2	Pentafil Textile Dealers Ltd	1	91200	23.46
3	BDS Urban Infrastructures Private Limited	1	206400	53.08
	Total	3	388800	100

THE BOMBAY DYEING & MFG. CO. LTD									
Regd.Office:NEVILLE HOUSE J N HEREDIA MARG BALLARD ESTATE MUMBAI ,MAHARASHTRA 400001									
CIN NO:L17120MH1879PLC000037									
IV (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)								
	Sno	Date of Registration of Transfer of Shares	Type of Security	No of Shares	Nominal value (each in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
	1	11/05/2020	1	50	2	N07415	NEENA VAIDYA	BDM0100819	DILEEP VAIDYA
	2	11/05/2020	1	150	2	D02801	DAMJI MULJI SUCHDE	BDM0100820	SAVITRI PRAVIN SUCHDE
	3	15/12/2020	1	100	2	D05756	DEVIKA R PARIKH	BDM0100822	DEVIKA R PARIKH
	4	15/12/2020	1	1050	2	D03301	DEVIKA R PARIKH	BDM0100822	DEVIKA R PARIKH
	5	15/12/2020	1	100	2	D05755	DEVIKA R PARIKH	BDM0100822	DEVIKA R PARIKH
	6	04/01/2021	1	70	2	T02543	TEHMINA ERUCH KAVARANA	BDM0100823	JASMINE KERSI PALSETIA
	7	11/01/2021	1	210	2	N03823	NAYANA JASWANTBHAI ZAVERI	BDM0100824	NAYANA JASWANTBHAI ZAVERI
	8	11/01/2021	1	180	2	N03827	NAYANA J ZAVERI	BDM0100824	NAYANA JASWANTBHAI ZAVERI
	9	25/01/2021	1	500	2	S27319	SHAKUNTALA SHRIKUMAR KHANDARE	BDM0100825	VRUNDA SUHAS MANDGE
	10	08/02/2021	1	470	2	K01703	KALPESH KUNDANLAL	BDM0100828	KALPESH KUNDANLAL SHAH
	11	08/02/2021	1	190	2	V00943	VADAKKANTHARA SUBRAMANIA HARIHARAN	BDM0100829	SUNDER HARIHARAN
	12	08/02/2021	1	40	2	V06154	V S HARIHARAN	BDM0100829	SUNDER HARIHARAN
	13	08/02/2021	1	10	2	V06155	V S HARIHARAN	BDM0100829	SUNDER HARIHARAN
	14	08/02/2021	1	500	2	B01527	BHIKHUBHAI RATILAL MUKHTYAR ESQ	BDM0100830	JAWAHAR BHIKHUBHAI MUKHTYAR
	15	08/02/2021	1	10	2	M17250	MADHULATA	BDM0100831	KUMUD V DALAL
	16	08/02/2021	1	600	2	Y00158	YATIN PURSHOTTAM KAPADIA	BDM0100832	YAMINI YATIN KAPADIA
	17	08/03/2021	1	500	2	B09086	BANWARILAL J SINGHANIA	BDM0100837	SUNIL B SINGHANIA
	18	22/03/2021	1	1000	2	K05771	KUSUMBEN RAJENDRABHAI SHAH	BDM0100840	SONALI R SHAH
	19	22/03/2021	1	75	2	M00464	MRUDULA SAVLA BHATIKAR	BDM0100843	SAVLA PRABHU BHATIKAR
	20	22/03/2021	1	250	2	P06932	PRADIP KUMAR MOHANLAL JOSHI	BDM0100844	ASHABEN PRADIPBHAI JOSHI

FORM NO. MGT-8

**[Pursuant to section 92(2) of the Companies Act, 2013 and Rule 11(2) of
Companies (Management and Administration) Rules, 2014]**

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **THE BOMBAY DYEING AND MANUFACTURING COMPANY LIMITED** (the Company) **CIN No. L17120MH1879PLC000037** having its Registered Office at Neville House, J. N. Heredia Marg, Ballard Estate, Mumbai -400001, as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2021. In our opinion and information to the extent provided by the Company, its officers, agents and authorised representatives during the conduct of audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by The Ministry of Corporate Affairs warranted due to the spread of the COVID-19 pandemic, 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 generally complied with provisions of the Act & Rules made thereunder 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, as applicable;
4. calling/convening/holding meetings of Board of Directors, committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, notices were given and the proceedings including the circular resolutions have been recorded in the Minute Book / registers maintained for the purpose.

No resolutions were passed through postal ballot during the year;

5. closure of Register of Members;
6. no advances/loans have been made to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. there were no contracts/arrangements with related parties as specified in section 188 of the Act except the transactions in the ordinary course of business and which were at arm's length basis;
8. transfer / transmission of shares and issue of security certificates in all instances; as applicable

there was no issue or allotment or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities;
9. keeping in abeyance the rights to dividend, rights shares, as applicable 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;
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 of auditors as per the provisions of section 139 of the Act;
14. no approvals were 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. the Company has not accepted any Fixed Deposits during the year;

the Company repaid the deposits aggregating to Rs. 0.01 crore during the year:
16. borrowings from public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable.

there were no borrowings from its directors and members during the year.

17. as per the opinion provided by the Company, the Company being in the business of providing infrastructure facilities, the provisions of section 186 of the Act, except sub-section (1), pertaining to loans, investment, guarantees, or security provided are not applicable;
18. there had been no alteration of the provisions of the Memorandum and/ or Articles of Association of the Company during the year.

For Parikh & Associates
Company Secretaries

Place: Mumbai
Date : October 29, 2021

SHALINI
Signature: **MOHAN BHAT**
Name of Company Secretary: Shalini Bhat
C.P.No. : 6994
UDIN:F006484C001327617
Peer Review No. 1129/2021

Digitally signed by SHALINI MOHAN BHAT
DN: c=IN, o=Parikh & Associates, postalCode=411005, st=Maharashtra,
2.5.4.20=Shalini Bhat, email=shalini@parikhassociates.com, serialNumber=218A97B2A3377A1D970EC0D9862B9AD295014E36,
DQED3879C9E216D2FABD5A22, cn=SHALINI MOHAN BHAT
Date: 2021.10.29 17:38:54 +05'30'

This Report is to be read with our letter of even date which is annexed as Annexure A to Form MGT-8 and Forms an integral part of this report.

'Annexure A to Form MGT-8'

To,

THE BOMBAY DYEING AND MANUFACTURING COMPANY LIMITED

Our Certificate on the Annual Return (Form MGT-8) of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. The Compliance of the provisions of Companies Act, 2013, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of records on test basis.

Place: Mumbai
Date : October 29, 2021

For Parikh & Associates
Company Secretaries

SHALINI
MOHAN BHAT

Signature:
Name of Company Secretary: Shalini Bhat
C.P.No. : 6994
UDIN:F006484C001327617
Peer Review No. 1129/2021

Digitally signed by SHALINI MOHAN BHAT
DN: c=IN, o=Personal, postalCode=411061, st=Maharashtra,
2.5.4.20=fac01f1671551004fe1dbbdc511300ea5ee3c761eff
161648553e4a04021e,
pseudonym=CF3EAE3921F75F806DF61D19F3430D053D3FE3
81,
serialNumber=21BA9782A337FA1D970EC0D9862B9AD29501
4E36D0ED3B79C9E216D2FAB05A22, cn=SHALINI MOHAN
BHAT
Date: 2021.10.29 17:39:34 +05'30'