

September 8, 2023

**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(s),

**Sub: Summary of Proceedings of the 143<sup>rd</sup> Annual General Meeting ("AGM") of the Company held on 8<sup>th</sup> September, 2023.**

**Ref: Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

With reference to the above cited subject, this is to inform that the 143<sup>rd</sup> AGM of the Company was held on Friday, 8<sup>th</sup> September, 2023, at 3.30 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Please find enclosed the Summary of Proceedings of the AGM as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part - A of Schedule III thereof.

The AGM commenced at 3.30 PM (IST) and concluded at 5.00 PM (IST).

Request you to kindly take the above information on record.

Yours faithfully,  
For **The Bombay Dyeing and Manufacturing Company Limited**

**Sanjive Arora**  
**Company Secretary**  
**Membership No.: F3814**

Encl: As above

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

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

Bourse de Luxembourg,  
Societe de La Bourse de Luxembourg,  
Societe Anonyme, R. C. 36222, BP 165, L-2011,  
Luxembourg

Citibank N.A.,  
DR Account Management,  
Citigroup Corporate & Investment Bank,  
14<sup>th</sup> Floor, 388, Greenwich Street,  
New York, NY (USA) 10013

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

## **SUMMARY OF PROCEEDINGS OF THE 143<sup>RD</sup> ANNUAL GENERAL MEETING**

The 143rd Annual General Meeting ("AGM") of the Company was held on Friday, 8th September, 2023 at 3.30 p.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). The Meeting was held in compliance with the Ministry of Corporate Affairs (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. 2/2022 dated 5th May, 2022 and Circular No. 10/2022 dated 28th December, 2022 and Securities and Exchange Board of India (SEBI) Circular Nos. 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 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023 and other applicable provisions.

### **Proceedings in Brief**

Mr. Nusli N. Wadia, Chairman of the Board of Directors, chaired the Meeting conducted through Video Conference. He welcomed the Members and informed that live streaming of the Meeting was being broadcast on NSDL website. He further informed that the quorum of Members, as required under law, was present. The Company had taken requisite steps to enable Members to participate and vote on the items specified in the Notice of the AGM. He further informed that the Statutory Registers required to be kept for inspection during the AGM were available for the inspection of Members on the NSDL website. Notice of 143<sup>rd</sup> AGM and Annual Report for the Financial Year 2022-23 were sent by e-mail to the Members whose e-mail address was registered with the Company or the Depository Participant(s). Those Members who had not registered their e-mail address with the Company, could access the Annual Report through the Company's website. With the permission of the Members, he took the Directors' Report and the Financial Statements (Standalone and Consolidated) and Auditor's Report thereon as read.

The Chairman then delivered his speech and thereafter, the Members who had registered themselves as speakers were invited to express their views.

The Members were informed that the Company had responded to the queries of the shareholders received by it in advance. The Chairman then informed that any other queries raised would be responded at their registered email ids.

Thereafter, the Chairman stated that as per the Notice of 143<sup>rd</sup> AGM, there were 5 resolutions to be transacted at the Meeting. The Chairman authorised, Mr. Sanjive Arora, Company Secretary to conduct e-voting and conclude the Meeting.

He thanked the Members, Directors, Auditors and Officials for participating in the Meeting and once again thanked all the Members for their cooperation and continued support for Company's endeavours.

Mr. Sanjive Arora, Company Secretary read out the resolutions and stated the following:

Sr. No.	Particulars	Type of Resolution
1.	To receive, consider and adopt  (a) The Audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and  (b) The Audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2023, together with the Report of the Auditors thereon.	Ordinary Resolution
2.	To appoint a Director in place of Dr. (Mrs.) Minnie Bodhanwala (DIN: 00422067), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.	Ordinary Resolution
3.	To Re-appoint M/s. Bansi S. Mehta & Co., Chartered Accountants (Firm Registration No. 100991W) as Statutory Auditors of the Company for a second term of five years	Ordinary Resolution
4.	Ratification of remuneration of Cost Auditors for the financial year ending 31 <sup>st</sup> March, 2024.	Ordinary Resolution
5.	Appointment of Mr. Rahul Anand as the Manager of the Company.	Special Resolution

Thereafter, Company Secretary informed that the remote e-voting facility was provided by the Company between Tuesday, 5<sup>th</sup> September, 2023 (9:00 A.M. IST) and Thursday, 7<sup>th</sup> September, 2023 (5:00 P.M. IST).

The Members were informed that e-voting would be allowed to all those Members present at the AGM who have not cast their votes through remote e-voting. The Members may click on e-voting tab to cast their votes. The e-voting would be open for 30 minutes.

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The Company Secretary further informed that the Company had appointed M/s. Parikh & Associates, Practicing Company Secretaries, Mumbai as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner and the results of the e-voting would be announced not later than two working days of conclusion of the AGM and the same would be intimated to the Stock Exchanges and would also be uploaded on the websites of the Company and NSDL.

He thanked all the Members, Directors, Auditors and officials who had participated in the virtual meeting.

This is for your information and record.

Yours faithfully,

For **The Bombay Dyeing and Manufacturing Company Limited**

**Sanjive Arora**  
**Company Secretary**  
**Membership No.: F3814**