

11<sup>th</sup> October, 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. : VOTING RESULTS OF THE EXTRA-ORDINARY GENERAL MEETING ("EGM") OF THE COMPANY HELD ON 11<sup>TH</sup> OCTOBER, 2023.**

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

This is to inform that the Extra-Ordinary General Meeting of the Company was held on Wednesday, 11th October, 2023, at 03.00 p.m. at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400020.

Please find enclosed the Voting Results of the EGM 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.

.. 2 ..

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.

	<b>THE BOMBAY DYEING AND MANUFACTURING COMPANY LIMITED</b>
<b>Date of AGM/EGM</b>	11-10-2023
<b>Total number of shareholders on record date</b>	152475
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	25
<b>Public:</b>	224
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	Special - Approval for Sale/Disposal of land of the Company pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A(1) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015.									
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	11,00,54,898	99.4544	11,00,54,898	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
	<b>Total</b>		<b>11,00,54,898</b>	<b>99.4544</b>	<b>11,00,54,898</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	27,83,779	11,53,101	41.4221	11,53,101	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
	<b>Total</b>		<b>11,53,101</b>	<b>41.4221</b>	<b>11,53,101</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	9,30,92,503	75,34,244	8.0933	75,12,730	21,514	99.7145	0.2855	0	0
	Poll		40,73,817	4.3761	40,73,817	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,16,08,061</b>	<b>12.47</b>	<b>1,15,86,547</b>	<b>21,514</b>	<b>99.8147</b>	<b>0.1853</b>	<b>0</b>	<b>0</b>
<b>Total</b>	<b>20,65,34,900</b>	<b>12,28,16,060</b>	<b>59.4650</b>	<b>12,27,94,546</b>	<b>21,514</b>	<b>99.9825</b>	<b>0.0175</b>	<b>0</b>	<b>0</b>	

Resolution No.	2									
Resolution required: (Ordinary/ Special)	<b>Special-</b> Approval of Limits to give loans/guarantees or provide security in connection with loans made to any person(s) or body corporate or acquire by way of subscription, purchase or otherwise the securities of any other body corporate in excess of the limits prescribed in Section 186 of the Companies Act, 2013.									
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	11,00,54,898	99.4544	11,00,54,898	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
	<b>Total</b>		<b>11,00,54,898</b>	<b>99.4544</b>	<b>11,00,54,898</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	27,83,779	11,53,101	41.4221	6,23,082	5,30,019	54.0353	45.9646	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
	<b>Total</b>		<b>11,53,101</b>	<b>41.4221</b>	<b>6,23,082</b>	<b>5,30,019</b>	<b>54.0353</b>	<b>45.9647</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	9,30,92,503	75,33,242	8.0922	74,87,237	46,005	99.3893	0.6107	0	0
	Poll		40,73,817	4.3761	40,73,317	500	99.9877	0.0123	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,16,07,059</b>	<b>12.47</b>	<b>1,15,60,554</b>	<b>46,505</b>	<b>99.5993</b>	<b>0.4007</b>	<b>0</b>	<b>0</b>
	<b>Total</b>	<b>20,65,34,900</b>	<b>12,28,15,058</b>	<b>59.4646</b>	<b>12,22,38,534</b>	<b>5,76,524</b>	<b>99.5306</b>	<b>0.4694</b>	<b>0</b>	<b>0</b>



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 and voting through electronic voting system ("e-Voting") at the Extra-Ordinary General Meeting of The Bombay Dyeing and Manufacturing Company Limited held at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020 on Wednesday, October 11, 2023 at 3.00 p.m.**

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 Extra-Ordinary General Meeting ("EGM") of The Bombay Dyeing and Manufacturing Company Limited on Wednesday, October 11, 2023 at 3.00 p.m.

I was also appointed as Scrutinizer to scrutinize the e-Voting process at the said EGM.

The notice dated September 13, 2023, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the EGM 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 May 5, 2020 read with Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 02/2022 dated May 5, 2022 and Circular No. 10/2022 dated December 28, 2022 (hereinafter collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide Circular Nos. SEBI/ HO/ CFD/CMD1CIR/P/2020/79 dated May 12, 2020, SEBI/ HO/ CFD/ CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (hereinafter collectively referred to as SEBI Circulars).

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 EGM.

The voting period for remote e-Voting commenced on Sunday, October 8, 2023 at 9.00 a.m. and ended on Tuesday, October 10, 2023 at 5.00 p.m. and the NSDL e-voting platform was disabled thereafter.

The Company had also provided voting by electronic means (“e-Voting”) facility to the shareholders present at the EGM and who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the “cut-off” date of Wednesday, October 4, 2023 were entitled to vote on the resolutions as contained in the Notice of the EGM.

After the closure of e-Voting at the EGM, 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 EGM on the resolutions contained in the notice of the EGM.

My responsibility as scrutinizer for the remote e-Voting and e-Voting at the EGM 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 EGM in respect of the said resolutions.

**Resolution 1: Special Resolution**

**Approval for Sale/Disposal of land of the Company pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A(1) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015.**

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

Category	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Promoter	42	11,00,54,898	--
Public	390	1,27,39,648	--
<b>Total</b>	<b>432</b>	<b>12,27,94,546</b>	<b>99.98</b>

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

Category	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Promoter	NIL	NIL	--
Public	12	21,514	--
<b>Total</b>	<b>12</b>	<b>21,514</b>	<b>0.02</b>

(iii) **Invalid** votes:

Category	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Promoter	NIL	NIL
Public	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**Resolution 2: Special Resolution**

**Approval of Limits to give loans/guarantees or provide security in connection with loans made to any person(s) or body corporate or acquire by way of subscription, purchase or otherwise the securities of any other body corporate in excess of the limits prescribed in Section 186 of the Companies Act, 2013.**

(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
407	12,22,38,534	99.53

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
36	5,76,524	0.47

(iii) **Invalid** votes:

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

Thanking you,  
Yours faithfully,

Mitesh Dilip  
Dhabliwala

Digitally signed by Mitesh Dilip  
Dhabliwala  
Date: 2023.10.11 21:23:56 +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: October 11, 2023  
UDIN: F008331E001269404  
P/R No.: 1129/2021