

June 29, 2022

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 142nd Annual General Meeting ("AGM") of the Company held on 29th June, 2022.

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 142nd AGM of the Company was held on Wednesday, 29th June, 2022, 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 4:55 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

Encl: As above

.. 2 ..

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

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,
14th 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 142ND ANNUAL GENERAL MEETING

The 142nd Annual General Meeting ("AGM") of the Company was held on Wednesday, 29th June, 2022 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, and Circular No. 2/2022 dated 5th May, 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 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, 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 142nd AGM and Annual Report for the Financial Year 2021-22 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 142nd AGM, there were 4 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 Directors and Members for participating in the Meeting and wished everyone the very best for a safe and healthier tomorrow.

.. 4 ..

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 Statements of the Company for the financial year ended 31 st March, 2022, 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 31 st March, 2022, together with the Report of the Auditors thereon. | Ordinary Resolution |
| 2. | Appointment of Mr. Ness N. Wadia (DIN: 00036049) as Non-Executive Director, who retires by rotation and is eligible for re-appointment. | Ordinary Resolution |
| 3. | Ratification of remuneration of Cost Auditors for the financial year ending 31 st March, 2023. | Ordinary Resolution |
| 4. | Approval for re-appointment of Mr. Keki M. Elavia (DIN: 00003940) as a Non-Executive Independent Director of the Company for a second term of two consecutive years commencing from 22 nd May, 2022 till the conclusion of 144 th AGM of the Company to be held in the year 2024. | Special Resolution |

Thereafter, Company Secretary informed that the remote e-voting facility was provided by the Company between Sunday, 26th June, 2022 (9:00 A.M. IST) and Tuesday, 28th June, 2022 (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.

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 on or before 1st July, 2022 and the same would be intimated to the Stock Exchanges and would also be uploaded on the websites of the Company and NSDL.

.. 5 ..

He thanked all the Members, Directors and Auditors 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