

6th August, 2019

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
BSE Scrip Code: 500020

National Stock Exchange of India Limited,
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 139th Annual General Meeting (“AGM”) of the Company held on 5th August, 2019.

Ref.: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that 139th Annual General Meeting of the Company was held on Monday, 5th August, 2019, at 3.45 p.m. at 4th Floor, Swatantryaveer Savarkar Rashtriya Smarak Auditorium, 252, Veer Savarkar Marg, Shivaji Park, Dadar (West), Mumbai - 400 028.

Enclosed please find 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.

You are requested to take note of the above.

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


Sanjive Arora
Company Secretary

Encl.: As above.



THE BOMBAY DYEING & MANUFACTURING CO. LTD.



BOMBAY DYEING

Cc:

**National Securities Depository Limited,
Trade World, 4th Floor, Kamala Mills Compound,
S. Bapat Marg, Lower Parel,
MUMBAI – 400 013.**

**Central Depository Services (India) Limited,
Phiroze Jeejeebhoy Towers, 16th Floor,
Dalal Street,
Mumbai- 400 023.**

**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,
NEWYORK, NY (USA) 10013.**

**M/s Karvy Fintech Private Limited
Karvy Selenium Tower B,
Plot 31-32, Gachibowli,
Financial District, Nanakramguda,
Hyderabad – 500 032**



BOMBAY DYEING

SUMMARY OF PROCEEDINGS OF THE 139TH ANNUAL GENERAL MEETING

Date, Time and Venue of the Meeting

139th Annual General Meeting ("AGM") of the Company was held on Monday, 5th August, 2019, at 3.45 p.m. at 4th Floor, Swatantryaveer Savarkar Rashtriya Smarak Auditorium, 252, Veer Savarkar Marg, Shivaji Park, Dadar (West), Mumbai - 400 028.

Proceeding in Brief

Mr. Nusli N. Wadia chaired the Meeting. He welcomed all Shareholders and informed that the required quorum to conduct the proceedings of the meeting was present and with the permission of Shareholders, took the Directors' Report and the Financial Statements (Standalone and Consolidated) and Auditor's Report thereon as read.

Further he informed that as per Companies Act, 2013 since Resolutions had been put to vote through Remote e-voting, voting by show of hands was not permitted. The electronic voting process (Remote e-voting) had ended on 4th August, 2019 at 5.00 p.m. and Mr. P. N. Parikh (FCS 327), and failing him, Mr. Mitesh Dhabliwala (FCS 8331) and failing him Ms. Sarvari Shah (ACS 27572) from Parikh & Associates, Practicing Company Secretaries, who were appointed as the scrutinizer for the Remote e-voting were also appointed as the scrutinizer for Instapoll voting facility at the AGM.

Chairman thereafter requested members to ask for any clarifications on accounts and company's working. Many shareholders asked questions with regard to company's accounts and performance and the chairman replied to queries of all the shareholders.

Chairman thereafter requested eligible Members, who have not voted through Remote e-voting facility, to cast their vote by Instapoll voting facility on following items of business as set out in the Notice Convening the 139th Annual General Meeting.

Ordinary Business:

1. To receive, consider and adopt:
 - (a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2019, 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 31st March, 2019, together with the Report of the Auditors thereon.
2. To declare dividend on equity shares for the financial year ended March 31, 2019.
3. To appoint a Director in place of Mr. Ness N. Wadia (DIN: 00036049), a Non-Executive/Non Independent Director, who retires by rotation and being eligible, offers himself for reappointment.

Special Business:

4. Appointment of Mr. Sunil S. Lalbhai (DIN: 00045590) as Non-Executive Independent Director of the Company.
5. Appointment of Mrs. Gauri Kirloskar (DIN: 03366274) as Non-Executive Independent Director of the Company



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6. Re-appointment of Mr. S. Ragothaman (DIN: 00042395) as Non-Executive Independent Director of the Company for a second term of three years; by way of Special Resolution.
7. Approval of remuneration of Cost Auditors for the financial year ending 31st March, 2020.
8. Approval of remuneration of Managing Director for FY 2016-17 pursuant to the amended Section 197 of the Companies Act, 2013; by way of Special Resolution.

Lastly Chairman requested scrutinizer to take note of votes cast through Instapoll voting facility at AGM and informed that the results would be declared within 48 hours from the conclusion of the AGM and would be put up on the Website and also informed to Stock Exchanges.

This is for your information and record.

For The Bombay Dyeing and Manufacturing Company Limited

Sanjive Arora
Company Secretary