

14<sup>th</sup> June, 2016

The Secretary,  
BSE Ltd.,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI-400001.

National Stock Exchange of India Ltd.,  
Exchange Plaza, 5<sup>th</sup> floor,  
Plot No.C/1, 'G' Block, Bandra-Kurla Complex,  
Bandra (E).  
MUMBAI 400 051.

Dear Sirs,

Sub.: A minor typographical error in the Auditor's Report on Quarterly Standalone and Consolidated Financial Results and year to date results for the period ended 31<sup>st</sup> March, 2016.

We refer to the Auditor's Report on Quarterly Standalone and Consolidated Financial Results and year to date results for the period ended 31<sup>st</sup> March, 2016 submitted along with the financial results submitted to you under cover of our letter dated 27<sup>th</sup> May, 2016.

Under Item No. 3(b) of Auditor's Report on both Quarterly Standalone and Consolidated Financial Results and year to date results for the period ended 31<sup>st</sup> March, 2016 the excess remuneration paid to MD was shown as Rs. 4.43 crore, where as the actual amount is Rs. 4.40 crore.

We are attaching the Auditor's Report of both the Standalone and Consolidated Financial Results for the period ended 31<sup>st</sup> March, 2016, duly corrected. Please take the same on record.

We sincerely regret the inconvenience caused.

Yours faithfully,  
For The Bombay Dyeing & Mfg. Co. Ltd.

  
(N. Venkat Krishnan)  
DGM - Secretarial

Encl.: Standalone and Consolidated Auditor's Report



**KALYANIWALLA  
& MISTRY ( Regd. )**

**C H A R T E R E D   A C C O U N T A N T S**

**Auditor's Report on Quarterly Standalone Financial Results and Year to Date Results of the  
Company pursuant to Regulation 33 of the SEBI (Listing Obligation and Disclosure  
Requirements) Regulations 2015.**

**To The Board of Directors  
The Bombay Dyeing and Manufacturing Company Limited**

1. We have audited the quarterly standalone financial results of **The Bombay Dyeing and Manufacturing Company Limited** (the Company) for the quarter ended March 31, 2016 and the year to date financial results for the year ended March 31, 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the standalone financial statements, which are the responsibility of the Company's Management. Our responsibility is to express an opinion on these standalone financial results based on our audit of such financial statements, which have been prepared in accordance with the Accounting Standard notified under section 133 of the Companies Act, 2013, read with the Rule 7 of Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India. Attention is drawn to the fact that the figures for the quarter ended March 31, as reported in these results are balancing figures between audited figures in respect of the financial years ended March 31, and the published year to date figures up to the end of the third quarter of the relevant financial years.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. We draw attention to:
  - a) Note 4 to the financial results regarding agreements to sell certain apartments in the proposed residential towers being constructed at Island City Centre to SCAL Services Ltd., a Group company, in terms of various MOUs entered between the companies till March 2016. The Company has during the year recognized net revenues of Rs. 239.26 crores (2014-15: Rs. 301.11 crores) and resultant profit before tax of Rs. 158.63 crore (2014-15: Rs. 224.49 crore) on sale of apartments to SCAL.
  - b) The remuneration paid to the Managing Director is in excess of the limits prescribed under sections 198 read with schedule V of the Companies Act 2013 by Rs. 4.40 crore, due to inadequacy of profits. The excess remuneration is subject to the approval of the Central Government for which an application has been made.

Our opinion is not modified in respect of the above matters.

4. In our opinion and to the best of our information and according to the explanations given to us, these quarterly standalone financial results as well as the year to date results:
  - a) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 in this regard; and



KALPATARU HERITAGE, 127 MAHATMA GANDHI ROAD, MUMBAI 400 001  
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- b) give a true and fair view of the net loss and other financial information for the quarter ended March 31, 2016 as well as the year to date results for the period from April 1, 2015 to March 31, 2016.

**For KALYANIWALLA & MISTRY**  
Chartered Accountants  
Firm Registration No. 104607W

*Ermin K. Irani*

**ERMIN K. IRANI**

Partner

Membership No.: 35646

Mumbai: May 27, 2016



**KALYANIWALLA  
& MISTRY ( Regd. )**

**C H A R T E R E D   A C C O U N T A N T S**

**Auditor's Report on Quarterly Consolidated Financial Results and Consolidated Year to Date  
Results of the Company pursuant to Regulation 33 of the SEBI (Listing Obligation and  
Disclosure Requirements) Regulations 2015**

**To The Board of Directors  
The Bombay Dyeing and Manufacturing Company Limited**

- 1) We have audited the quarterly consolidated financial results of **The Bombay Dyeing and Manufacturing Company Limited** (the Holding Company) and its Subsidiary, (Holding Company and subsidiary, collectively referred to as the "Group") its Associates and Jointly Controlled Entity for the quarter ended March 31, 2016, and the consolidated year to date results for the period April 1, 2015 to March 31, 2016 attached herewith, being submitted by the Company pursuant to the requirement Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These consolidated quarterly financial results as well as the consolidated year to date financial results have been prepared on the basis of the consolidated financial statements which are the responsibility of the Holding Company's Management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of such consolidated financial statements, which have been prepared in accordance with the Accounting Standards notified under section 133 of the Companies Act, 2013, read with the Rule 7 of Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India.
- 2) We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance as to whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
- 3) We draw attention to:
  - a) Note 4 to the financial results regarding agreements to sell certain apartments in the proposed residential towers being constructed at Island City Centre to SCAL Services Ltd., a Group company, in terms of various MOUs entered between the companies till March 2016. The Company has during the year recognized net revenues of Rs. 239.26 crores (2014-15: Rs. 301.11 crores) and resultant profit before tax of Rs. 158.63 crore (2014-15: Rs. 224.49 crore) on sale of apartments to SCAL.
  - b) The remuneration paid to the Managing Director is in excess of the limits prescribed under sections 198 read with schedule V of the Companies Act 2013 by Rs. 4.40 crore, due to inadequacy of profits. The excess remuneration is subject to the approval of the Central Government for which an application has been made.

Our opinion is not modified in respect of the above matters.



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- 4) We did not audit the financial statements of one subsidiary and one jointly controlled entity whose financial statements reflect total assets of Rs. 137.27 crore as at March 31, 2016 and total revenues of Rs. 14.05 crore for the year ended on that date, as considered in the consolidated financial results. The consolidated financial results also include the group share of net loss of Rs. 0.01 crore for the year ended March 31, 2016, as considered in the consolidated financial results in respect of two associates whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the consolidated financial results in so far as it relates to the amounts and disclosures included in respect of this subsidiary, jointly controlled entity and associates, and our report in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in so far as it relates to the aforesaid subsidiary, jointly controlled entity and associates is based solely on the reports of the other auditors.
- 5) In our opinion and to the best of our information and according to the explanations given to us these consolidated quarterly financial results as well as the consolidated year to date results:
- Include the quarterly financial results and year to date results of its subsidiary, Archway Investments Limited, one jointly controlled entity, P T Five Star Textiles Indonesia and two associates Bombay Dyeing Real Estate Company Limited and Pentafil Textile Dealers Limited.
  - have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
  - give a true and fair view of the consolidated net loss and other financial information for the quarter ended March 31, 2016 as well as the consolidated year to date results for the period from April 1, 2015 to March 31, 2016.

**For KALYANIWALLA & MISTRY**  
Chartered Accountants  
Firm Registration No. 104607W

*Ermin K. Irani*



**ERMIN K. IRANI**  
Partner  
Membership No.: 35646  
Mumbai: May 27, 2016