

October 12, 2017

The Secretary,
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: Compliance Certificate under Regulation 40 (9) of SEBI (LODR) Regulations, 2015.

Pursuant to Regulation 40(9) of SEBI (LODR) Regulations, 2015, please find enclosed herewith Compliance Certificate issued by M/s Parikh Parekh & Associates, Practicing Company Secretaries, for the half year ended 30th September, 2017.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For THE BOMBAY DYEING & MFG. CO. LTD.



SANJIVE ARORA
Company Secretary

Encl : As above

c.c. National Securities Depository Ltd.,
Trade World, 4th floor, Kamala Mills Compound,
S. Bapat Marg, Lower Parel,
MUMBAI-400013.

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THE BOMBAY DYEING & MANUFACTURING CO. LTD.



BOMBAY DYEING

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Central Depository Services (India) Ltd.,
Phiroze Jeejeebhoy Towers, 28th Floor,
Dalal Street,
MUMBAI – 400023.

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 Karvy Computershare Private Limited
Karvy Selenium Tower B,
Plot 31-32, Gachibowli,
Financial District, Nanakramguda,
Hyderabad – 500 032

**CERTIFICATE UNDER REGULATION 40(9) OF SECURITIES AND EXCHANGE BOARD
OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015**

FOR THE HALF YEAR ENDED 30th SEPTEMBER, 2017

We have examined Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **The Bombay Dyeing and Manufacturing Company Limited** (the Company) maintained by Karvy Computershare Private Limited, Registrar and Share Transfer Agents pertaining to transfer of equity shares of the company for the period from 1st April, 2017 to 30th September, 2017 for the purpose of issuing a Certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company. We hereby certify that :

A) 1.a. the Company has delivered during half year ended on 30th September, 2017 share certificates relating to the transfer of shares received during the period from 1st April, 2017 to 30th September, 2017, within thirty days, as entered in the Memorandum of Transfers from the respective date of lodgment of each deed excepting those rejected on technical grounds;

1.b. As per the records made available to us there were no requests relating to sub-division (split), consolidation, renewal, exchange or endorsement of calls/allotment monies received during the period from 1st April, 2017 to 30th September, 2017 .

B) Any other information, if applicable: —



Place: Mumbai
Date: October 12, 2017

Signature:
Name of Company Secretary : **Ms. Shalini Bhat**

For Parikh Parekh & Associates

A handwritten signature in cursive script, appearing to read "Shalini Bhat".

Partner
FCS: 6484 CP: 6994