

11<sup>th</sup> August, 2017

The Secretary,  
BSE Ltd.,  
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 137<sup>th</sup> Annual General Meeting (“AGM”) of the Company held on 10<sup>th</sup> August, 2017.**

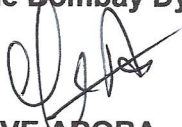
**Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is to inform you that 137<sup>th</sup> Annual General Meeting of the Company was held on Thursday, 10<sup>th</sup> August, 2017, at 3.45 p.m. at Yashwantrao Chavan Center Auditorium, General Jagannathrao Bhosale Marg, Nariman Point, Mumbai - 400 021.

Enclosed please find Summary of Proceedings of the AGM as required under Reg. 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part - A of Schedule III of LODR Regulations.

You are requested to take note of the above.

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



**SANJIVE ARORA**  
Company Secretary

Encl: As above



**THE BOMBAY DYEING & MANUFACTURING CO. LTD.**



**BOMBAY DYEING**

**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.,  
Phiroze Jeejeebhoy Towers, 16<sup>th</sup> 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,  
14<sup>th</sup> Floor, 388, Greenwich Street,  
NEWYORK, NY (USA) 10013.**

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



**Summary of Proceedings of the 137<sup>th</sup> Annual General Meeting**

137<sup>th</sup> Annual General Meeting (“AGM”) of the Company was held on Thursday, 10<sup>th</sup> August, 2017, at 3.45 p.m. at Yashwantrao Chavan Center Auditorium, General Jagannathrao Bhosale Marg, Nariman Point, Mumbai - 400 021. 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 9<sup>th</sup> August, 2017 at 5.00 p.m. and Mr. P.N. Parikh and failing him, Mr. Mitesh Dhaliwala, Practicing Company Secretary who were appointed as the scrutinizer for the Remote e-voting were also appointed as the scrutinizer for ballot process at the AGM.

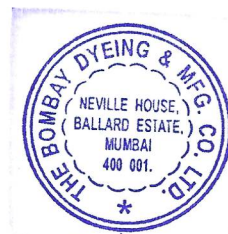
Chairman also informed Shareholders who had not voted through Remote e-voting, can vote by ballot process on items of business as given below.

Thereafter Chairman proposed the first resolution namely:

1. To receive, consider and adopt (a) The Audited Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2017, together with the Reports of the Board of Directors and the Auditors thereon; (b) the Audited Consolidated Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2017, together with the Report of the Auditors thereon.

Chairman thereafter invited shareholders to second the same and suggested 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 and thereafter invited shareholders to propose and second the rest of the resolutions namely:

2. Declaration of Dividend on Equity Shares.
3. Appointment of Mr. Ness N. Wadia as a Director, who retires by rotation and is eligible for Re-appointment.
4. Appointment of M/s. Kalyaniwalla & Mistry, LLP Chartered Accountants as Auditors from conclusion of this AGM to conclusion of next AGM.
5. Approval of remuneration payable to Cost Auditors, M/s. D. C. Dave & Co., Cost Accountants for 2017-18.
6. Appointment of Mr. Vinesh Kumar Jairath as an Independent Director of the Company.



7. Appointment of Dr. (Mrs.) Minnie Bodhanwala as a Non-Executive, Non-Independent Director of the Company.
8. Appointment of Mr. Keki M. Elavia as an Independent Director of the Company.

Lastly Chairman requested scrutinizer to take custody of the ballot boxes in which the ballots have been cast 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 & Mfg. Co. Ltd.**



**SANJIVE ARORA**  
**Company Secretary**

Encl: As above

