

13th August, 2025

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street Fort,
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/ Madam,

SUB: Summary of proceedings of the 145th Annual General Meeting (“AGM”) of the Company held on 13th August, 2025.

REF: Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 (“SEBI Listing Regulations”)

With reference to the above cited subject, this is to inform that the 145th AGM of the Company was held on Wednesday, 13th August, 2025, 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 5.35 PM (IST).

Request you to kindly take the above information on record.

Thanking you,

Yours faithfully,

For The Bombay Dyeing and Manufacturing Company Limited

Sanjive Arora
Company Secretary
Membership No.: F3814

Encl.: As above

SUMMARY OF PROCEEDINGS OF THE 145TH ANNUAL GENERAL MEETING

The 145th Annual General Meeting ("AGM") of the Company was held on Wednesday, 13th August, 2025 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, Circular No. 2/2022 dated 5th May, 2022, Circular No. 10/2022 dated 28th December, 2022, Circular No. 09/2023 dated 25th September, 2023 and Circular No. 09/2024 dated 19th September, 2024 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, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07th October, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 and other applicable provisions. The deemed venue of the Meeting was the Registered Office of the Company situated at Neville House, J. N. Heredia Marg, Ballard Estate, Mumbai-400 001, India.

All Directors, Manager, Chief Financial Officer & Chief Risk Officer (CFO & CRO), Chief Operating Officer (BR), Company Secretary of the Company and the representatives of the Statutory Auditors, Cost Auditors, Secretarial Auditors, Scrutinizers of the Company were present at the AGM.

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 and other documents required to be kept for inspection during the AGM were available for the inspection of Members electronically on the NSDL website. Notice of 145th AGM and Annual Report for the Financial Year 2024-25 were sent by e-mail to the Members whose e-mail address was registered with the Company or the Depository Participant(s) and for Members, whose email ids are not registered, a letter has been sent providing the web-link to access the Company's Annual Report for FY 2024-25 and Notice of 145th AGM. Further, the Annual Report is also available on the website of the Company, Stock Exchanges and NSDL. He further informed the Members that there were no comments or qualifications in the Report of the Statutory Auditors for the Financial Year 2024-25 and with the permission of the Members, he took the Notice, 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 within three working days.



THE BOMBAY DYEING & MANUFACTURING CO. LTD.

Regd. Office: Neville House, J.N. Heredia Marg, Ballard Estate, Mumbai - 400 001, India.

Office : +91 22 666 20000 Website : www.bombaydyeing.com Email : corporate@bombaydyeing.com CIN : L17120MH1879PLC000037

Thereafter, the Chairman stated that as per the Notice of 145th AGM, there were 6 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 Members, Directors, Auditors and Officials for participating in the Meeting and once again thanked all the Members for their cooperation and continued support for the Company.

Mr. Sanjive Arora, Company Secretary read out the resolutions and stated the following:

Ordinary Resolutions	
Resolution No. 1 :	To receive, consider and adopt: a. The Audited Standalone Financial Statements of the Company for the Financial Year ended 31 st March, 2025, 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, 2025, together with the Report of the Auditors thereon.
Resolution No. 2 :	To declare dividend on Preference Shares for the financial year ended 31 st March, 2025.
Resolution No. 3 :	To declare dividend on Equity Shares for the financial year ended 31 st March, 2025.
Resolution No. 4 :	To appoint a Director in place of Mr. Ness N. Wadia (DIN: 00036049), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
Resolution No. 5 :	Ratification of Remuneration payable to Cost Auditors of the Company for the Financial Year ending 31 st March, 2026.
Resolution No. 6 :	Appointment of M/s. Parikh & Associates, Practicing Company Secretaries as Secretarial Auditors for a term of 5 years.

Thereafter, Company Secretary informed that the remote e-voting facility was provided by the Company between Sunday, 10th August, 2025 (9:00 AM IST) and Tuesday, 12th August, 2025 (5:00 PM IST).

It was further informed that the 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 was open for 30 minutes.



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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 within two working days of conclusion of the AGM and the same would be intimated to the Stock Exchanges and would also be uploaded on the websites of the Company and NSDL.

He thanked all the Members, Directors, Auditors and officials who had participated in the virtual meeting.

Upon completion of E-voting, the Meeting concluded at 5:35 P.M. IST.

This is for your information and record.

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

Sanjive Arora
Company Secretary
Membership No.: F3814



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