

15th July, 2020

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: Summary of Proceedings of the 140th Annual General Meeting ("AGM") of the Company held on 15th July, 2020.

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

With reference to the above cited subject, this is to inform that the 140th AGM of the Company was held on Wednesday, 15th July, 2020, at 11.00 a.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.

Request you to kindly take the above information on record.

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

Sanjive Arora
Company Secretary

Encl: As above

CC: National Securities Depository Ltd.,
Trade World, 4th Floor, Kamala Mills Compound,
S. Bapat Marg, Lower Parel,
Mumbai - 400 013.

Central Depository Services (India) Ltd.,
Marathon Futurex, A Wing, 25th Floor
N. M. Joshi Marg, Lower Parel (East)
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 KFin Technologies Pvt. Ltd.
Selenium Building, Tower B,
Plot 31-32, Gachibowli,
Financial District, Nanakramguda,
Hyderabad - 500 032

SUMMARY OF PROCEEDINGS OF THE 140th ANNUAL GENERAL MEETING

The 140th Annual General Meeting ("AGM") of the Company was held on Wednesday, 15th July, 2020, at 11.00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). The Meeting was held in compliance with the Ministry of Corporate Affairs (MCA) Circulars dated 5th May 2020, 8th April 2020 and 13th April 2020, Securities and Exchange Board of India (SEBI) Circular dated 12th May, 2020 and other applicable provisions.

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 required to be kept for inspection during the AGM were available for the inspection of Members on the NSDL website. Notice of 140th AGM and Annual Report for the Financial Year 2019-20 were sent by e-mail to the Members whose e-mail address was registered with the Company or the Depository Participant(s). Those Members who had not registered their e-mail address with the Company, could access the Annual Report through the Company's website. With the permission of the Members, he took the 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 submitted in advance. The Chairman then requested the Members to raise any additional queries which would be responded either at the Meeting or at their respective email ids.

He thanked the Directors and Members for participating in the Meeting and wished everyone the best of health and safety in the year ahead.

Chairman thereafter authorised Mr. Sanjive Arora, Company Secretary to conduct the e-voting on following items of business as set out in the Notice convening the 140th Annual General Meeting.

Sr. No.	Particulars	Type of Resolution
1	To receive, consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2020, 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, 2020, together with the Report of the Auditors thereon.	Ordinary Resolution
2	To declare pro-rata Dividend on Preference Shares for the financial year ended 31 st March, 2020.	Ordinary Resolution

3	To declare Dividend on Equity Shares for the financial year ended 31 st March, 2020.	Ordinary Resolution
4	To appoint Dr. (Mrs.) Minnie Bodhanwala (DIN: 00422067) as Non-Executive/ Non-Independent Director, who retires by rotation and is eligible for Re-appointment.	Ordinary Resolution
5	Approval for re-appointment and fixation of remuneration of Mr. Jehangir N. Wadia (DIN: 00088831), the Managing Director of the Company.	Special Resolution
6	Approval for continuation of Mr. Keki M. Elavia (DIN: 0003940) as Non-Executive Independent Director under Regulation 17(1A) of SEBI (LODR) Amendment Regulations, 2018.	Special Resolution
7	Approval of remuneration of Cost Auditors for the financial year ending 31 st March, 2021.	Ordinary Resolution
8	Approval for borrowings under section 180(1)(c) of the Companies Act, 2013 upto Rs. 5500 crores.	Special Resolution
9	Approval under section 180(1)(a) of the Companies Act, 2013 for creating charges, mortgages in connection with the borrowings upto Rs. 5500 crores.	Special Resolution

Lastly, the Company Secretary 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. Results of the e-voting would be announced on or before 17th July, 2020 and the same would be intimated to the Stock Exchanges and uploaded on the websites of the Company and NSDL.

This is for your information and record.

Yours faithfully,
For The Bombay Dyeing and Manufacturing Company Limited

Sanjive Arora
Company Secretary