

BOMBAY DYEING LTD (CIN : L17120MH1879PLC000037)								
Clause 35A (Physical and e-Voting)								
Resolution 1								
	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter/PUBLIC								
Promoter and Promoter Group	43	108122618	108122618	100.000000	108122618	0	100.000000	0.000000
Public - Institutional holders	32	40862944	18459243	45.173551	7183846	11275397	38.917338	61.082662
Public-Others	243	57549338	294919	0.512463	288196	6723	97.720391	2.279609
<b>Total</b>	<b>318</b>	<b>206534900</b>	<b>126876780</b>	<b>61.431158</b>	<b>115594660</b>	<b>11282120</b>	<b>91.107813</b>	<b>8.892187</b>

For The Bombay Dyeing & Mfg. Co. Ltd.



(S. S. Kelkar)  
Director

DATE: 9/7/2015.



**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office :  
111, 11th Floor, Sai-Dwar CHS Ltd,  
Sab TV Lane, Opp Laxmi Industrial Estate  
Off Link Road, Above Shabari Restaurant,  
Andheri (W), Mumbai : 400 053  
Tel. : 26301232 / 26301233 / 26301240  
Email : cs@parikhassociates.com  
parikh.associates@rediffmail.com

July 09, 2015

To,  
The Bombay Dyeing and Manufacturing Company Limited  
Neville House, J.N Heredia Marg,  
Ballard Estate, Mumbai 400 001.

Kind Attn: Mr. K. Subharaman

Sub. : Postal Ballot

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the Special Resolution under Section 180(1)(a) of the Companies Act, 2013 to sell/dispose off the Textile Processing Unit of the Company at Ranjangaon on a slump sale basis.

I now enclose the following:

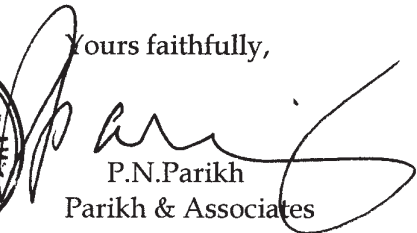
- a) My report to the Chairman of the Company on the result of the postal ballots received from shareholders in physical and electronic mode.
- b) The register showing the particulars of the physical postal ballots processed by the Registrar and Share Transfer Agent of the Company and the e-votes registered on the Central Depository Services (India) Limited (CDSL) e-voting system in respect of the said resolution.

I hope you will find the above in order.

Thanking you.

Yours faithfully,



  
P.N.Parikh  
Parikh & Associates

Encl.: As above.

**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office :  
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Tel. : 26301232 / 26301233 / 26301240  
Email : cs@parikhassociates.com  
parikh.associates@rediffmail.com

To,  
The Chairman  
The Bombay Dyeing and Manufacturing Company Limited  
Neville House, J.N Heredia Marg  
Ballard Estate, Mumbai 400 001.

**Report of Scrutinizer**

I, P.N.Parikh, of M/s Parikh & Associates, Practicing Company Secretaries, having my office at 111, 11<sup>th</sup> Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai 400 053 had been appointed as the Scrutinizer to conduct the postal ballot process in respect of the Special Resolution under Section 180(1)(a) of the Companies Act, 2013 to sell/dispose off the Textile Processing Unit of the Company at Ranjangoan on a slump sale basis.

I have scrutinized the ballot forms and e-voting and votes tendered therein and maintained register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014.

I now submit my Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Resolution.

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(a) Special Resolution under Section 180(1)(a) of the Companies Act, 2013 to sell/dispose off the Textile Processing Unit of the Company at Ranjangoan on a slump sale basis.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast(Shares)	% of total number of valid votes cast
288	11,55,94,660	91.11

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast(Shares)	% of total number of valid votes cast
30	1,12,82,120	8.89

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast(Shares)
18	41,345

Place: Mumbai  
Date: July 09, 2015



For Parikh & Associates

Company Secretaries

Signature:  
Name:

P.N.Parikh

Scrutinizer

FCS: 327 CP No: 1228