BOMBAY DYEING

June 4, 2012

The Secretary,
Corporate Relationship Dept.,
The Stock Exchange, Mumbai,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. C/1, 'G ' Block,
Bandra-Kurla Complex,
Bandra(E),
Mumbai – 400 051

Dear Sirs,

Kindly note that the Annual General Meeting of the Company will be held on 7th August, 2012. The notice in this connection is being dispatched to the members.

As required in terms of Clause 16 of the Listing Agreement, Notice is hereby given that the Register of Members of the Company will remain closed from Tuesday, 31st July, 2012 to Tuesday, 7th August, 2012 (both days inclusive) for the purpose of payment of dividend for the year ended 31st March, 2012 when declared at the ensuing Annual General Meeting. The transfer books of the Company will also remain closed during the aforesaid period. It is also notified that the dividend for the year ended 31st March, 2012 will be made payable to those shareholders whose names stand on the Register of Members of the Company after giving effect to all valid share transfers in physical form lodged with the Registrar & Share Transfer Agents of the Company on or before 30th July, 2012, in respect of shares held in physical form. In respect of shares held in electronic form, the dividend for the year ended 31st March, 2012 when declared will be payable to the beneficial owners of shares as at the closing hours of 30th July, 2012 as per details furnished by National Securities Depository Limited and Central Depository Services (India) Limited for this purpose.

A copy of the Notice being released pursuant to Section 154 of the Companies Act, 1956 is enclosed for your information.

Thanking you,

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

(J. C. BHAM)
Company Secretary

Encl : As above.

CC : National Securities Depository Ltd.,
Trade World, 4th Floor, Kamala Mills Compound,
S. Bapat Marg, Lower Parel,
MUMBAI – 400013.

Central Depository Services (India) Ltd.,
Phiroze Jeejeebhoy Towers, 16th Floor,
Dalal Street,
MUMBAI – 400023.

Bourse de Luxembourg,
Societe de La Bourse de Luxembourg,
Societe Anonyme, R. C. 36222, BP 165, L-2011,
LUXEMBOURG.

Sharepro Services (India) Pvt. Ltd.,
13AB, 2nd Floor, Samhita Warehousing Complex,
Saki Naka Telephone Exchange Lane,
Off Andheri Kurla Road,
Saki Naka, Andheri (E),
Mumbai 400 072.

Citibank N.A.,
DR Account Management,
Citigroup Corporate & Investment Bank,
14th Floor, 388, Greenwich Street,
New York, NY (USA) 10013.

BOMBAY DYEING

NOTICE

THE BOMBAY DYEING & MANUFACTURING COMPANY LIMITED

Registered Office : Neville House, J. N. Heredia Marg, Ballard Estate Mumbai – 400 001
Tel: 022-66620000 Fax: 022-66193262 Website: www.bombaydyeing.com
Email: grievance_redressal_cell@bombaydyeing.com

Registrar & Transfer Agents: Sharepro Services (India) Pvt. Ltd., Unit: Bombay Dyeing
13AB, Samhita Warehousing Complex, Sakinaka Telephone Exchange Lane, Off Andheri Kurla Road, Sakinaka, Andheri (East), Mumbai 400 072 Tel: 022-67720300/ 67720400
Fax: 022-28591568 Email: sharepro@shareproservices.com

NOTICE is hereby given that the 132nd Annual General Meeting (AGM) of the Members of The Bombay Dyeing & Manufacturing Company Limited (the Company) will be held on **Tuesday, 7th August, 2012, at 3.45 p.m. at Yashwantrao Chavan Center Auditorium, General Jagannathrao Bhonsle Marg, Nariman Point, Mumbai 400021**, to transact the business as set out in the Notice dated 28th May, 2012 which is being sent to the Members alongwith the Annual Report for the financial year 2011-12.

NOTICE is further given pursuant to Section 154 of the Companies Act, 1956, that the Register of Members and the Share Transfer Books of the Company will remain closed from **Tuesday, 31st July, 2012 to Tuesday, 7th August, 2012** (both days inclusive) for the purpose of payment of dividend for the financial year 2011-12.

The dividend of Rs. 5/- per equity share of Rs. 10/- each as recommended by the Board of Directors, if approved by the Members at the AGM, will be dispatched/ remitted commencing from the day after the AGM to those Members whose names appear in the Register of Members of the Company/ the statement of beneficial ownership maintained by the Depositories, as at the close of business hours on **Monday, 31st July, 2012.**

Members and all other persons concerned are hereby requested to take note of the above and lodge the share transfer deed(s), if any, duly executed, with the Registrar & Transfer Agents (R&TA) at the above mentioned address and also notify change in their address/ bank mandate, if any, to the R&TA in case the shares are held in physical form or to their Depository Participant(s) (DP) in case the shares are held in electronic form, on or before **Monday, 31st July, 2012.**

The attention of the Members is also drawn to the Circulars issued by the Ministry of Corporate Affairs (MCA) bearing nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively clarifying that a company would be deemed to have complied with the provisions of Sections 53 and 219(1) of the Companies Act, 1956, if documents like notices, annual reports, etc. are sent in electronic form to its Members.

Accordingly, the said documents of the Company for the financial year ended March 31, 2012 are being sent by e-mail to those Members who have registered their e-mail address with their DP and made available to the Company by the Depositories.

(a) Members holding equity shares of the Company in physical form, are requested to provide their e-mail address giving their Registered Folio Number to the dedicated email address at 'bombaydyeing@shareproservices.com' or login at the R&TA's website 'www.shareproservices.com' and register their request.

(b) Members holding equity shares of the Company in electronic form are requested to register their e-mail address with their DP.

(c) However, in case a Member wishes to receive a physical copy of the said documents, he/she may write to the Company or R&TA or send an e-mail to 'bombaydyeing@shareproservices.com' or login at the R&TA's website 'www.shareproservices.com' and register their request.

Please note that the said documents are being uploaded on the website of the Company viz. **www.bombaydyeing.com** for your ready reference and will be made available for inspection at the Registered Office of the Company during business hours.

By Order of the Board
Sd/-

J. C. BHAM
Company Secretary

Place : Mumbai
Date :