



BINNY LIMITED

Estd 1799
CIN No. : L 17111TN1969PLC005736

SEC/2023-24/SE/054

January 03, 2024

The Manager-Corporate Service Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001

Scrip Code: 514215

Dear Sir/Madam,

Sub.: Submission of Scrutinizer Report on the E-voting results of the Annual General Meeting held on 28th December, 2023 in terms of Rule 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular no.CIR/CFD/CMD/8/2015 dated November 4,2015 and Section 108 of the Companies Act,2013 read with Companies (Management & Administration Rules,2014) as amended from time to time.

Enclosed Scrutinizer Report on the E-voting results of the Annual General Meeting (AGM) held on 28th December, 2023.

You are requested to take the above information on record.

Yours Faithfully,

For **BINNY LIMITED**

M.Nandagopal
Managing Director & Executive Chairman

Regd. Office :

No. 1, Cooks Road, Perambur, Chennai - 600 012.

Tel No. : 044-2662 1053, Fax : 044-2662 1056 e-mail : binnyho@binnyltd.in

GSTIN: 33AAACB2529G1Z6 Website: www.binnyltd.in



Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended]

Dated: 02.01.2024

To
The Chairman of the Annual General Meeting
M/s. BINNY LIMITED,
No.1, Cooks Road, Otteri,
Perambur, Chennai – 600012.

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 54th Annual General Meeting of M/s. Binny Limited, held on Thursday, December 28, 2023 at 11:00 A.M, IST, through video conferencing ('VC') / other audio visual means ('OAVM').

We, V Suresh Associates, Practising Company Secretaries, have been appointed by the Board of Directors of M/s. Binny Limited (the "Company") at its meeting held on 29th November, 2023 as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority, on the resolutions contained in the Notice dated November 29, 2023 issued in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, and 21/2021 dated December 14, 2021 Circular No 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars") and the SEBI vide its Circular No. SEBI /HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 issued by the Securities and Exchange Board of India (referred to as 'SEBI Circulars'), Government of India, for the 54th Annual General Meeting (AGM) of the members of the Company, held on Thursday, December 28, 2023 at 11:00 A.M, IST, through video conferencing ('VC') / other audio visual means ('OAVM').

We were also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

As confirmed by the Company, the Notice dated 29th November, 2023 was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the aforesaid MCA & SEBI Circulars.



Pursuant to General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021, Circular No 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, a public advertisement was published in an English newspaper "Business Standard" all editions and in a vernacular newspaper "Makkal Kural" having electronic editions on 02nd December, 2023 specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of 54th Annual General Meeting (AGM) of the members of the Company. Our responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

The e-voting period remained open from Monday, December 25, 2023 (9.00 A.M. IST) to Wednesday, December 27, 2023 (5.00 P.M. IST) (both days inclusive).

The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses who were not in employment of the Company.

The Corporate members who had participated in the remote e-voting had provided scanned copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through e-voting.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The members of the Company as on the "cut-off" date i.e. December 01, 2023 were entitled to vote on the resolutions (items no. 1 and 2 as set out in the Notice of the 54th AGM of the Company.)

After the closure of remote e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.

Thereafter, the consolidated results containing, inter alia, list of Equity Shareholders, who voted "for", "against" or "abstained", in respect of the each of the resolutions that were put to vote, were generated from the e-voting website of M/s. Central Depository Services (India) Limited (CDSL), (i.e.) <https://www.cdslindia.com> and remote e-voting at the AGM, was prepared.

The consolidated results are as follows:




Resolution No 1: Ordinary Resolution

A) Ordinary Business: Adoption of the audited Financial Statements for the financial year ended March 31, 2023 with the reports of the Board of Directors' and Auditor's thereon.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-voting	1,17,37,898	6	1,17,37,894	99.99	1	4	0.01	946	-
Voting at AGM	32,225	5	1,529	4.74	8	30,696	95.26	-	-
Total	1,17,70,123	11	1,17,39,423	99.98	9	30,700	0.02	946	-

Resolution No 2: Ordinary Resolution

Special Business: Reclassification of Shares of M/s. Tiger Farms and Enterprise Private Limited from "Promoter Group" category to "Public" category.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-voting	1,17,37,898	6	1,17,37,894	99.99	1	4	0.01	946	-
Voting at AGM	32,225	6	7,770	24.11	7	24,455	75.89	-	-
Total	1,17,70,123	12	1,17,45,664	99.98	8	24,459	0.02	946	-

All the resolutions have been passed with requisite majority.

Thanking you,
Yours Faithfully,

For V Suresh Associates



V Suresh
Senior Partner,
Practising Company Secretaries
Membership No. 2969
CP No. 6032
UDIN: F002969E003093815

