

September 26, 2023

The Secretary
The Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkata- 700001

Asst. Vice President
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East),
Mumbai- 400051
Code: BINANIIND

General Manager- DCS
BSE Limited,
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai- 400001
Code: 500059

Dear Sirs,

Sub: Voting Results of the 60th Annual General Meeting of the Company held on September 26, 2023.

Pursuant to Regulation 44(3) of the Securities Exchange Board of India Limited (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Obligations') please find enclosed the following:

- i. Voting Results of the businesses transacted at the 60th AGM, as required under Regulation 44(3) of the Listing Regulations - Annexure A.
- ii. The Consolidated Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - Annexure B.

The above information is also uploaded on the website of the Company.

You are requested to take the same on records.

Thanking you,
Yours sincerely,
For **Binani Industries Limited**

ASHISH DHIRAJLAL
TURAKHIA

Digitally signed by ASHISH
DHIRAJLAL TURAKHIA
Date: 2023.09.26 18:08:58 +05'30'

 **Ashish Turakhia**
Company Secretary & Compliance Officer

Encl: as above

Binani Industries Limited

CIN: L24117WB1962PLC025584

Corporate Office: Mercantile Chambers, 12, J. N. Heredia Marg, Ballard, Estate, Mumbai - 400 001, India.

Tel: +91 22 4126 3000 / 01 | Fax: +91 22 2264 0044 | Email: mumbai@binani.net | www.binaniindustries.com

Registered Office: 37/2, Chinar Park, New Town, Rajarhat Main Road, P.O. Hatiara, Kolkata - 700 157. India

Tel: 08100326795 | Fax: +91 33 4008 8802

BINANI INDUSTRIES LIMITED

Details of Voting Result

Date of e-AGM	:	September 26, 2023
Total number of shareholders on record date	:	September 19, 2023, the cut-off date for reckoning the voting rights of the shareholders
		Total Number of Shareholders: 41032
No. of shareholders present in the meeting either in person or through proxy		
Promoters and Promoter Group	:	Not Applicable
Public	:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing		
Promoters and Promoter Group	:	10
Public	:	34

Details of Agenda: As per the Annexure (1-7)



Binani Industries Limited
CIN: L24117WB1962PLC025584

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Tel: 08100326795 | **Fax:** +91 33 4008 8802

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Equity Shareholders:

Resolution No.			01					
Resolution Required : (Ordinary)			To receive, consider and adopt the Audited Financial Statements including Audited Consolidated Financial Statements for the financial year ended March 31, 2023 together with Reports of the Board of Directors and the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting-Remote	16503654	16471754	99.8067	16471754	0	100.0000	0
	E-Voting AGM		31900	0.1933	31900	0	100.0000	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		16503654	100.00	16503654	0	100.0000	0
Public Institutions	E-Voting-Remote	653745	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting-Remote	14208776	34081	0.2399	33812	269	99.2107	0.78
	E-Voting AGM		4600	0.0324	0	4600	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		38681	0.2723	33812	4869	87.4124	12.5876
Total		31366175	16542335	52.7394	16537466	4869	99.9706	0.0294

Binani Industries Limited

CIN: L24113 WB1962PLC025584

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Preference Shareholder (Single shareholder):

In terms of Section 47 (2) of the Companies Act, 2013, on account of non- payment of Dividend, Triton Trading Company Private Limited (TTCPL) the sole Preference Shareholder of the Company holding 12298000- 0.01% Non-Cumulative Redeemable Preference Shares of Rs. 100/- shares fully paid up has a right to vote on all resolutions placed before the Company.

Accordingly, the notice was also sent to the Preference Shareholder and they have also voted in favour of the Resolution. Their voting details are as under:

Sr. No	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes - in favour	No. of votes- in against	%of votes in favour of votes polled	% of votes against on polled
1.	E-voting	12298000	12298000	100	12298000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	12298000	12298000	100	12298000	0	100	0

**Binani Industries Limited**

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Equity Shareholders:

Resolution No.			02					
Resolution Required : (Ordinary)			To appoint a Director in place of Mr. Rajesh Kumar Bagri (DIN - 00191709), who retires by rotation and who being eligible, offers himself for reappointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
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Promoter and Promoter Group	E-Voting-Remote	16503654	16471754	99.8067	16471754	0	100.0000	0
	E-Voting AGM		31900	0.1933	31900	0	100.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16503654	100.0000	16503654	0	100.0000	16503654
Public Institutions	E-Voting-Remote	653745	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting-Remote	14208776	34081	0.2399	32862	1219	96.4232	3.5768
	E-Voting AGM		4600	0.0324	0	4600	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		38681	0.2723	32862	5819	84.9564	15.0436
Total		31366175	16542335	52.7394	16536516	5819	99.9648	0.0352

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Accordingly, the notice was also sent to the Preference Shareholder and they have also voted in favour of the Resolution. Their voting details are as under:

Sr. No	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes - in favour	No. of votes- in against	%of votes in favour of votes polled	% of votes against on polled
1.	E-voting	12298000	12298000	100	12298000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	12298000	12298000	100	12298000	0	100	0

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Equity Shareholders:

Resolution No.			03					
Resolution Required : (Ordinary)			To avail financial assistance in one or more tranches from one or more constituent of the Promoter Group of the Company in general and Triton Trading Company Private Limited- the immediate holding company of the Company in particular, as may be required for the ordinary and normal day-to-day operations of the Company at NIL rate of interest.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting-Remote	16503654	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Institutions	E-Voting-Remote	653745	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting-Remote	14208776	34081	0.2399	33712	369	98.9173	1.0827
	E-Voting AGM		4600	0.0324	0	4600	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		38681	0.2723	33712	4969	87.1539	12.8461
Total		31366175	38681	0.1233	33712	4969	87.1539	12.8461

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Preference Shareholder (Single shareholder):

In terms of Section 47 (2) of the Companies Act, 2013, on account of non- payment of Dividend, Triton Trading Company Private Limited (TTCPL) the sole Preference Shareholder of the Company holding 12298000- 0.01% Non-Cumulative Redeemable Preference Shares of Rs. 100/- shares fully paid up has a right to vote on all resolutions placed before the Company.

Accordingly, the notice was also sent to the Preference Shareholder and they have not voted for this Resolution. Their voting details are as under:

Sr. No	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes - in favour	No. of votes- in against	%of votes in favour of votes polled	% of votes against on polled
1.	E-voting	12298000	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total	12298000	0	0	0	0	0	0



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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended)]

To,
 The Chairman,
Binani Industries Limited
 37/2, Chinar Park, New Town, Rajarhat, Main Road,
 P.O. Hatiara, Kolkata -700157, West Bengal

Sub.: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the Sixtieth Annual General Meeting of Binani Industries Limited held on Tuesday, September 26, 2023, from 11:00 a.m. (IST) onwards conducted through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') ("said AGM")

I, Mohammed Aabid, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of the Company of Binani Industries Limited ("*the Company*"), for the purpose of scrutinizing the e-voting process i.e. remote e-voting process and e-voting at the said AGM (*hereinafter collectively referred to as "e-voting"*), pursuant to Section 108 of the Companies Act, 2013 (*hereinafter referred to as "the Act"*) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (*hereinafter referred to as "the Rules"*) and pursuant to Ministry of Corporate Affairs General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022 and 10/2022 issued on April 08, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 5, 2022 and December 28, 2022 respectively (*hereinafter referred to as "MCA Circulars"*) & Securities and Exchange Board of India circular SEBI/HO/CFD/CMDI /CIR /P/2020/79 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 issued on May 12, 2020 and January 5, 2023 ("*SEBI Circulars*") respectively & Secretarial Standard-2 issued by the Institute of Company Secretaries of India.

I, hereby submit my report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Act relating to voting through electronic means on the resolutions contained in the Notice for the said AGM. My responsibility as a Scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" or "invalid votes", to the Chairman of the said AGM, on the resolutions with respect to all the items of the business enumerated in the Notice of said AGM.
2. **Dispatch of Notice convening the AGM:**

The Company had dispatched the Notice of AGM dated 26th September, 2023 along with the Statement stating out material facts, if any, under Section 102 of the Act via e-mail to 24,379 members, who have registered their email IDs with the Company/ Link Intime India Private Limited, the Registrar and Transfer Agents of the Company ("*RTA*") on September 4, 2023.

The Company had also uploaded the Notice of the said AGM on its website i.e., <https://binaniindustries.com> and on the websites of the RTA and Stock Exchanges viz. BSE



Limited and National Stock Exchange of India Limited to facilitate the members to cast their votes through remote e-voting.

Advertisement for sending of Notice:

Pursuant to clause IV of the MCA Circular dated May 5, 2020, the Company had published an advertisement in 'Financial Express' (English newspaper) and 'Aaj Kaal' (Bengali newspaper) on September 02, 2023 specifying the required information as provided under clause IV (a) to (f) of the said circular.

3. Cut-off date

The members of the Company holding shares as on the cut-off date i.e., Tuesday, September 19, 2023, were entitled to vote on the resolutions as set out in the Notice of the said AGM and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

4. E-Voting

a. Agency

- i. The Company engaged the services of Link Intime India Private Limited as the Service Provider, for the purpose of extending the facility of remote e-voting and e-voting at the AGM by facilitating via its website, <http://www.instavote.linkintime.co.in>. ("InstaVote") to the Members of the Company.
- ii. The Service Provider had through InstaVote provided a system for recording the votes of the Members, cast electronically through remote e-voting as well as e-voting at the AGM, on all the items of the business sought to be transacted as set out in the Notice of the said AGM held on Tuesday, September 26, 2023 at 11:00 a.m.

b. Remote e-voting

The remote e-voting platform was open from Saturday, September 23, 2023 (10:00 a.m. IST) to Monday, September 25, 2023 (5:00 p.m. IST) and members holding shares in physical form and dematerialized form were required to cast their votes electronically through Insta-Vote. The remote e-voting module was disabled for voting thereafter by the Service Provider.

c. E-voting at the AGM

The members who had not cast their vote by remote e-voting and who were present at the AGM through VC/OAVM facility were provided the facility of e-voting at the AGM via Insta-Vote. Detailed instructions to use the facility were explained in the Notice of the said AGM.

The facility of e-voting remained enabled till 11:35 a.m. IST (i.e. for 15 minutes' post conclusion of the AGM) and was disabled thereafter by the Service Provider.

5. Completion of e-voting and counting process

After the closure of the e-voting at the AGM, the votes cast through Insta-Vote at the AGM and through remote e-voting prior to the date of the AGM were unblocked and downloaded from the facility made available by the RTA. The e-voting data/ results downloaded were scrutinized and reviewed, the votes were counted and the results were prepared.



6. The Corporate members who had participated in the remote e-voting had provided scanned copy of the resolution passed by their board of directors authorizing them to exercise their votes through e-voting.

As a Scrutinizer, I, based on the reports generated from the e-voting system provided by RTA and e-voting conducted at the said AGM, have scrutinized the votes cast through e-voting and present herewith the Consolidated Scrutinizer's Report on the votes cast "in favor" or "against" or "invalid votes", with respect to each item on the agenda as set out in the Notice of the said AGM.

The particulars of all the electronic votes cast by the members through the e-voting process have been recorded in a register separately maintained for the purpose.

The result of the e-voting is as per the Annexure-1 attached herewith.


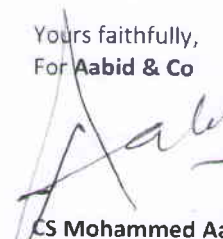
The Register and all other papers and relevant records relating to e-voting are maintained and kept in my safe custody.

Conclusion:

All the resolutions having secured requisite majority of votes, the respective resolutions have been passed. The Chairman of the said AGM or person authorized by the Chairman may accordingly declare the result of voting pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours faithfully,
For Aabid & Co



CS Mohammed Aabid
F.C.S.: 6579
C.O.P No.: 6625
UDIN: F006579E001090266

Countersigned
For Binani Industries Limited



Ashish Turakhia
Company Secretary & Compliance Officer



Place: Mumbai
Date: September 26, 2023

ANNEXURE-1ORDINARY BUSINESSItem No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements including Audited Consolidated Financial Statements for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors' thereon.

Equity Shareholders:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	16503654	16471754	99.8067	16471754	0	100	0
	Poll		31900	0.1933	31900	0	100	0
	Postal Ballot		0	0.00	0	0	0	0
	Total		16503654	100.00	16503654	0	100	0
Public Institutions	E-Voting	653745	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-Voting	14208776	34081	0.2399	33812	269	99.2107	0.78
	Poll		4600	0.0324	0	4600	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		38681	0.2723	33812	4869	87.4124	12.5876
Total		31366175	16542335	52.7394	16537466	4869	99.9706	0.0294

In terms of Section 47 (2) of the Companies Act, 2013, on account of non-payment of Dividend, Triton Trading Company Private Limited (TTCPL) the sole Preference Shareholder of the Company holding 12298000- 0.01% Non-Cumulative Redeemable Preference Shares of Rs. 100/- shares fully paid up has a right to vote on all resolutions placed before the Company.

Accordingly, the notice was also sent to the Preference Shareholder and they have also voted in favour of the Resolution. Their voting details are as under:



Preference Shareholder (Single shareholder):

Sr. No	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of votes- in against	%of votes in favour of votes polled	% of votes against on polled
1.	E-voting	12298000	12298000	100	12298000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	12298000	12298000	100	12298000	0	100	0

Item No. 2: Ordinary Resolution

To appoint a director in place of Mr. Rajesh Kumar Bagri (Din: 00191709), who retires by rotation and who being eligible, offers himself for re-appointment.

Equity Shareholders:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	16503654	16471754	99.8067	16471754	0	100	0
	Poll		31900	0.1933	31900	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	16503654	16503654	100	16503654	0	100	0
Public Institutions	E-Voting	653745	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting	14208776	34081	0.2399	32862	1219	96.4232	3.5768
	Poll		4600	0.0324	0	4600	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	38681	0.2723	32862	5819	84.9564	15.0436	
Total	31366175	16542335	52.7394	16536516	5819	99.9648	0.0352	

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Preference Shareholder (Single shareholder):

Sr. No	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of votes- in against	%of votes in favour of votes polled	% of votes against on polled
1.	E-voting	12298000	12298000	100	12298000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		12298000	12298000	100	12298000	0	100

SPECIAL BUSINESS

Item No. 3: Ordinary Resolution

To consider and if thought fit to pass the resolution to avail financial assistance in one or more tranches from one or more constituent of the Promoter Group of the Company in general and Triton Trading Company Private Limited- the immediate holding company of the Company in particular, as may be required for the ordinary and normal day-to-day operations of the Company at NIL rate of interest.

Equity Shareholders:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	16503654	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Institutions	E-Voting	653745	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-Voting	14208776	34081	0.2399	33712	369	98.9173	1.0827
	Poll		4600	0.0324	0	4600	0	0



	Postal Ballot		0	0	0	0	0	0
	Total	38681	0.2723	33712	4969	87.1539	12.8461	
Total		31366175	38681	0.1233	33712	4969	87.1539	12.8461

In terms of Section 47 (2) of the Companies Act, 2013, on account of non-payment of Dividend, Triton Trading Company Private Limited (TTCPL) the sole Preference Shareholder of the Company holding 12298000- 0.01% Non-Cumulative Redeemable Preference Shares of Rs. 100/- shares fully paid up has a right to vote on all resolutions placed before the Company.

Accordingly, the notice was also sent to the Preference Shareholder and they have not voted for this Resolution. Their voting details are as under:

Preference Shareholder (Single shareholder):

Sr. No	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of votes- in against	%of votes in favour of votes polled	% of votes against on polled
1.	E-voting	12298000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		12298000	0	0	0	0	0

