

10th December, 2021

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

General Manager – DCS
Bombay Stock Exchange Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street,
Fort, Mumbai-400001

The Asst. Vice President
National Stock Exchange of
India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai –
400051

Dear Sirs/Madam,

Sub: Disclosure under Regulation 30 and 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 (“Listing Regulations”)- Brief proceedings and details of voting results of the Postal Ballot

Further to our letter dated 8th November, 2021 and pursuant to Regulation 30 of the Listing Regulations, we wish to inform you that the outcome of the Special Resolutions as given in the notice of the postal ballot dated 3rd November, 2021, by way of a brief proceeding of the Postal Ballot conducted is attached herewith.

Further, pursuant to Regulation 44(3) of the Listing Regulations, we are submitting herewith the details regarding the voting results of the Postal Ballot conducted along with the Report of the Scrutinizer.

The above information is also being uploaded on the Website of the Company.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **Binani Industries Limited**



Visalakshi Sridhar
Managing Director, CFO & Company Secretary
DIN07325198



Encl: As above

Binani Industries Limited

CIN: L24117WB1962PLC025584

Corporate Office: Mercantile Chambers, Ground Floor, 12, J. N. Heredia Marg, Ballard, Estate, Mumbai - 400 001, India.
Tel: +91 22 3026 3000 / 01 / 02 | Fax: +91 22 2263 4960 | 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: 08100328795 / 08100126796 | Fax: +91 33 4008 8802

DETAILS OF THE PROCEEDINGS OF THE POSTAL BALLOT

SI No	Particulars	Details
1.	Date of Notice of Postal Ballot	3 rd November, 2021
2.	Cut- off Date for voting	29 th October, 2021
3.	E-Voting system provided by	National Securities Depository Limited
4.	Total No. of Shareholders as on Cut-off Date	43213
5.	Total No. of Shareholders who voted by means of physical ballots for Resolution 1	
	a. Promoters & Promoters Group	0
	b. Public Institution	0
	c. Public Non Institutions	0
6.	Total No. of shareholders who voted by means of e-voting for Resolution 1	
	a. Promoters & Promoters Group	8
	b. Public Institution	0
	c. Public Non Institutions	158
7.	Total No. of Shareholders who voted by means of physical ballots for Resolution 2	
	a. Promoters & Promoters Group	0
	b. Public Institution	0
	c. Public Non Institutions	0
8.	Total No. of shareholders who voted by means of e-voting for Resolution 2	
	a. Promoters & Promoters Group	8
	b. Public Institution	0
	c. Public Non Institutions	158

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In terms of Section 47(2) of the Companies Act, 2013 Triton Trading Company Private Limited (TTCPL) the preference shareholder of the Company shall have a right to vote on all resolution placed before the Company on account of non-payment of dividend on 12,298,000 – 0.01% Non-cumulative Redeemable Preference Shares of Rs.100 shares each fully paid-up held by TTCPL in the Company. Accordingly, they have voted.

Preference Shareholders (Single shareholder)

I. Voted in favour of the Resolution No. 1:

	Number of members who Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	12298000	100%
Physical	-	-	-
Total	1	12298000	100%

II. Voted in favour of the Resolution No. 2:

	Number of members who Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	12298000	100%
Physical	-	-	-
Total	1	12298000	100%

RESULT OF THE POSTAL BALLOT

Sl	Agenda	Resolution (Ordinary / Special)	Mode of Voting	Remarks
1.	Sale/Transfer/Dispose of Media Business as a going concern / on a slump sale basis	Special	E-voting	Passed with requisite majority
2.	Sale/Disposal of 100% shares held by the Company in subsidiaries and Fixed Assets	Special	E-voting	Passed with requisite majority



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REPORT OF SCRUTINIZER

(Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2015 as amended from time to time)

Date: 10th December, 2021

To,
The Chairman,
Binani Industries Limited
Mercantile Chambers, 12, J.N. Heredia Marg, Ballard Estate,
Mumbai 400001 Maharashtra

Sub: Scrutinizer Report on postal ballot voting including voting by electronic means in respect of passing of the resolutions contained in the Notice dated 3rd November, 2021 through Postal Ballot

Dear Madam/Sir,

I, Mohammed Aabid, Practicing Company Secretary has been appointed as the Scrutinizer by the Board of Directors of Binani Industries Limited hereinafter referred as the Company, for the purpose of scrutinizing the process of Postal Ballot including voting through electronic means pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 in respect of the below mentioned resolutions proposed through Postal Ballot Notice dated 3rd November, 2021.

The Postal Ballot Notice for passing the special businesses along with statement setting out material facts under Section 102 of the Companies Act, 2013 in respect of resolutions proposed as special business to be passed by the shareholders of the Company through Postal ballot process including voting by electronic means was sent to the shareholders on 9th November, 2021. The Company has availed services of National Securities Depository Limited ("NSDL") (herein after called "the NSDL") to provide e-voting facility to its Members.

The Shareholders of the Company holding shares either in physical or dematerialized form as on the Cut-off Date i.e. Friday, 29th October, 2021 were entitled to vote on the proposed resolutions as set out at item nos. 1&2 in the Postal Ballot Notice.



The voting period for e-voting commenced on Thursday, November 11, 2021 at 9.00 a.m. and ended on Friday, December 10, 2021 at 5:00 p.m. and e-voting system of NSDL was blocked immediately thereafter. Votes cast through physical ballot forms received till Friday, December 10, 2021 at 5:00 p.m., were considered. The Postal Ballot Forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the NSDL e-voting system and the Postal Ballot Forms received respectively.

I now submit my consolidated report on the results of e-voting and postal ballot conducted in relation to the Resolutions as under.

SPECIAL BUSINESS

Item No. 1: Special Resolution:

I. Sale / transfer / Dispose of media business as a going concern/ on a slump sale basis

Equity Shareholders

Voted in favour of the resolution:

	Number of members who Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	123	16533003	99.88%
Physical	-	-	
Total	123	16533003	99.88%

II. Voted against the resolution:

	Number of members who Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	43	18642	0.12%
Physical	-	-	
Total	43	18642	0.12%



III. Invalid Votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast by them
E-voting	-	-
Physical	-	-
Total	-	-

Preference Shareholders*

I. Voted in favour of the resolution:

	Number of members who Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	12298000	100%
Physical	-	-	-
Total	1	12298000	100%

In terms of Section 47(2) of the Companies Act, 2013 Triton Trading Company Private Limited (TTCPL) the preference shareholder of the Company shall have a right to vote on all resolution placed before the Company on account of non-payment of dividend on 12,298,000 – 0.01% Non-cumulative Redeemable Preference Shares of Rs.100 shares each fully paid-up held by TTCPL in the Company. Accordingly, they have voted.

II. Voted against the resolution:

	Number of members who Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	-	-	-
Physical	-	-	-
Total	-	-	-



III. Invalid Votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast by them
E-voting	-	-
Physical	-	-
Total	-	-

Item No. 2: Special Resolution:

- I. **Sale / Disposal of 100% shares held by the Company in subsidiaries and Fixed Assets / transfer / Dispose of media business as a going concern/ on a slump sale basis**

Equity Shareholders

- I. Voted in favour of the resolution:

	Number of members who Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	123	16527952	99.85%
Physical	-	-	-
Total	123	16527952	99.85%

- II. Voted against the resolution:

	Number of members who Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	43	23643	0.15%
Physical	-	-	-
Total	43	23643	0.15%

- III. Invalid Votes:



	Total number of members whose votes were declared invalid	Total number of Votes cast by them
E-voting	-	-
Physical	-	-
Total	-	-

Preference Shareholders*

I. Voted in favour of the resolution:

	Number of members who Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	12298000	100%
Physical	-	-	-
Total	1	12298000	100%

In terms of Section 47(2) of the Companies Act, 2013 Triton Trading Company Private Limited (TTCPL) the preference shareholder of the Company shall have a right to vote on all resolution placed before the Company on account of non-payment of dividend on 12,298,000 – 0.01% Non-cumulative Redeemable Preference Shares of Rs.100 shares each fully paid-up held by TTCPL in the Company. Accordingly, they have voted.

II. Voted against the resolution:

	Number of members who Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	-	-	-
Physical	-	-	-
Total	-	-	-

III. Invalid Votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast by them
E-voting	-	-



Physical	-	-
Total	-	-

The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Postal Ballot and the same shall be handed over to the Compliance Officer for safe keeping

Thanking You
Yours Faithfully,

For Aabid & Co.
Company Secretaries


Mohammed Aabid
Partner



Membership No.: F6579

C. P. No.: 6625

UDIN: F006579C001726321

Place: Mumbai

Date: 10th December 2021

Countersigned





Chairman