



# BINNY LIMITED

Estd 1799

CIN No. : L 17111TN1969PLC005736

**SEC/2024-25/SE/032**

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

July 31, 2024

**SCRIP CODE: BINNY\514215**

Dear Sir/Madam,

**Subject: Declaration of results of the voting on resolutions set out in the Notice of Extra-Ordinary General Meeting held on Monday, July 29, 2024.**

Pursuant to the provisions of Section 100 of the Companies Act, 2013 ("Act"), the Extra-Ordinary General Meeting ("EGM") of the Company was convened on **Monday, July 29, 2024** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility to seek the approval of Members of the Company on the resolutions contained in notice of the said EGM.

In terms of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility for Members to cast vote on resolutions as contained in the Notice of EGM. Further those Members, who could not avail the said facility, were provided e-voting at the EGM to cast on vote on the aforesaid resolutions. The Company had appointed Mr. R.Kannan, Senior Partner of Ms.KRA Associates, Practicing Company Secretaries), as the Scrutinizer to oversee the voting process is being carried out in a fair and transparent manner

The Scrutinizer has submitted his report on the remote e-voting and e-voting at EGM, a copy of which is attached.

Further in compliance with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of voting results in the prescribed format, is attached for your information and records.

Please take the above on record and acknowledge.

Thanking You.

Yours Faithfully,

For **BINNY LIMITED**

M. Nandagopal

**Managing Director & Executive Chairman**

Encl; aa

Regd. Office :

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

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GSTIN: 33AAACB2529G1Z6 Website: www.binnyltd.in



# KRA & ASSOCIATES PRACTICING COMPANY SECRETARIES

PARTNERS

**CS R.KANNAN**

**CS AISHWARYA**

**SRI SANKARA GURUKRIPA ILLAM**

Regd OFF. : No. 6A, 10th Street,

New Colony, Adambakkam,

Chennai - 600 088

E-mail : gkrkgram@yahoo.in

Ph: 044 - 40051764

## SCRUTINIZER'S REPORT

[Pursuant to Section(s) 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies  
[Management & Administration] Rules, 2014]

To:  
Chairperson  
**BINNY LIMITED**  
CIN: L17111TN1969PLC005736

Dear Sir,  
**Sub: Scrutinizer's Report on the resolutions passed through electronic means (EVSN: 240711006) conducted for the Extra-Ordinary General Meeting (EGM) of BINNY LIMITED on 29/07/2024 at the deemed venue i.e., Registered Office of the Company.**

We, M/s. KRA & ASSOCIATES, Practicing Company Secretaries having office at No. 6A, 10th Street, New Colony, Adambakkam, Chennai – 600 088 were appointed as the Scrutinizer by the Board of Directors of the Company held at its meeting on 06<sup>th</sup> July, 2024 to scrutinize the remote e-voting process commenced between 09:00 am on 26<sup>th</sup> JULY 2024 and ended at 5:00 PM on 28<sup>th</sup> JULY 2024 for the EGM held through Video Conferencing (VC) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide their General Circular No.2/2022 and 19/2021, and other Circulars issued by MCA about conduct of EGM via VC, read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, issued by the Securities and Exchange Board of India (SEBI) and other circulars issued by SEBI concerning the conduct of EGM via VC hereinafter collectively referred to as ("Circulars"), Regulation 44 of SEBI (Listing Obligation and disclosure Requirements), Regulations, 2015 Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolution mentioned in the EGM Notice dated 06<sup>th</sup> July, 2024.

  


**KRA & ASSOCIATES  
PRACTICING COMPANY SECRETARIES**

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the rules made there under about exercising of voting rights through electronic means on the Resolution(s) as set out in the Notice dated **06<sup>th</sup> July, 2024**

Responsibility as a Scrutinizer:

Our responsibility, as a Scrutinizer for the E-voting process for the EGM is restricted to making a Scrutinizer's report of the votes cast "In favour" of or "against" the resolution set out in the notice of EGM, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (**CDSL**), the authorised agency engaged by the Company for facilitating remote e-voting and e-voting facilities at the Extra-Ordinary General Meeting. We further confirm the EGM was conducted as per the procedure without any deviations.

In this connection, we submit hereunder the Scrutinizer's Report on the results of voting, through remote e-voting and e-voting at the EGM:

1. The members of the Company as on the "Cut-off" date i.e., **22<sup>ND</sup> JULY, 2024**, were entitled to vote on the proposed special business set out in the EGM Notice. Given the above, we hereby submit a consolidated report on the results of the remote e-voting and e-voting at the EGM in respect of the said resolution as under:

**Resolution: 1 – SPECIAL BUSINESS – ORDINARY RESOLUTION:**

**Regularization of Additional Director, Mrs. SUMATHI (DIN:01711082) as Non-Executive and Non-Independent Director of the Company.**

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	11	10450303	69.93	144	4492852	30.07	0	0
E-voting at the EGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>11</b>	<b>10450303</b>	<b>69.93</b>	<b>144</b>	<b>4492852</b>	<b>30.07</b>	<b>0</b>	<b>0</b>



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**Resolution: 2 – SPECIAL BUSINESS – ORDINARY RESOLUTION:**

**Regularization of Additional Director, MR. NATE NANDHA (DIN: 00058969) as  
Non-Executive and Non-Independent Director of the Company.**

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	11	10450303	69.93	144	4492852	30.07	0	0
E-voting at the EGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>11</b>	<b>10450303</b>	<b>69.93</b>	<b>144</b>	<b>4492852</b>	<b>30.07</b>	<b>0</b>	<b>0</b>

**Resolution: 3 – SPECIAL BUSINESS – SPECIAL RESOLUTION:**

**Regularization of Additional Director, MR. VENKATARAMANAN JAYARAMAN (DIN:  
02760990) as Non-Executive and Independent Director of the Company.**

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	11	10450303	69.93	144	4492852	30.07	0	0
E-voting at the EGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>11</b>	<b>10450303</b>	<b>69.93</b>	<b>144</b>	<b>4492852</b>	<b>30.07</b>	<b>0</b>	<b>0</b>



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**Resolution: 4 – SPECIAL BUSINESS – SPECIAL RESOLUTION:**

**Regularization of Additional Director, MR. R. MAYILVAGANAN (DIN: 10426913) as Non-Executive and Independent Director of the Company.**

Manner of E-Voting	Votes In Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	11	10450303	69.93	144	4492852	30.07	0	0
E-voting at the EGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>11</b>	<b>10450303</b>	<b>69.93</b>	<b>144</b>	<b>4492852</b>	<b>30.07</b>	<b>0</b>	<b>0</b>

We report that:

- Honourable High Court of Judicature Madras has not issued any Negative Direction to hold the Extra-Ordinary General Meeting.
- Conducting of the Extra-Ordinary General Meeting is as per law.
- A Letter from Masilamani Nandagopal is received stating he has consciously voted.

The Outcome of the Extra-Ordinary General Meeting may be declared accordingly based on the voting results as reported herein.

Date: 29.07.2024  
Place: Chennai

FOR KRA & ASSOCIATES  
Practising Company Secretaries



*[Handwritten Signature]*

R. Kannan  
Sp. Partner  
M No.: F6718 / CP. No.: 3363  
UDIN: F006718F000848341  
P R No.5562/2024

**COUNTERSIGNED BY CHAIRMAN OF THE MEETING**

**FOR BINNY LIMITED**

*[Handwritten Signature]*

M. Nandagopal

Managing Director & Executive Chairman

**Din: 00058710**