



BINNY LIMITED

Estd 1799

CIN No. : L 17111TN1969PLC005736

SEC/2016-17/SE/0034

December 20, 2016

Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jee Jee Bhoy Towers
Dalal Street
Mumbai – 400 001

Dear Sir,

Sub: Declaration of Results of Postal Ballot & E-Voting - Scrip Code No. 514215

With reference to the captioned subject, Mr. V. Suresh, Practicing Company Secretary who was appointed as the Scrutinizer for the aforesaid Postal Ballot Process (including e-voting) has submitted his report to the Executive Chairman. In accordance with the said report, the Shareholders have approved the Special Resolution as embodied in the Postal Ballot Notice dated November 08, 2016 with a majority of 75.88 % votes cast in favour of the Resolution.

The Results of the Postal Ballot were accordingly announced.

The summaries of results and the certified true copy of the Special Resolution as approved by the Shareholders are enclosed.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For, **BINNY LIMITED**

(T. Krishnamurthy)

Chief Financial Officer and Company Secretary



Redg. Office :

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

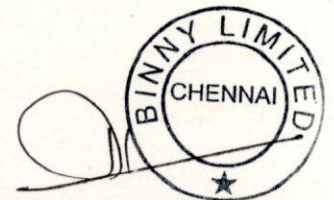
Tel No. : 044-2662 1053, Fax : 044-2662 1056 e-mail : binny@binnyltd.in, binnyho@binnyltd.in

Tin : 33490120005 Website: www.binnyltd.in

Summary of the e-voting and postal ballot forms received is given below:

Item.No: 1: Special Resolution

Particulars	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Rejected Votes	Votes Abstained
		No. of Share Holders (Folios)	No. of Shares	% of total number of valid votes cast	No. of Share Holders (Folios)	No. of Shares	% of total number of valid votes cast		
Special Resolution under Section 13 of the Companies Act, 2013 for alteration of the Main Objects Clause of the Memorandum of Association of the Company									
E-Voting	42,36,773	5	333	0.01	6	42,36,440	99.99	-	-
Postal Ballot	1,33,27,950	139	1,33,27,849	99.99	2	101	0.01	1900	-
TOTAL	1,75,64,723	144	1,33,28,182	75.88	8	42,36,541	24.12	1900	-





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CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY SHAREHOLDERS THROUGH POSTAL BALLOT ON MONDAY, DECEMBER 19, 2016.

Item No: 1 Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any amendment thereto or re-enactment thereof) and subject to necessary approval(s) if any, from the competent authorities, the approval of the Company be and is hereby given for effecting the following amendments in the existing Clause (III) of the Main Objects Clause of the Memorandum of Association of the Company, dealing with the objects of the Company:

Inserting the following new Clause (xii) to Clause (xiv) under Clause III (A) after existing Clause (xi) of the Memorandum of Association:

III. (A) (xii). To Procure, install, maintain, operate and run Wind and/or Water, Thermal, Electric Generators, Solar System, Bio-mass, Bio-gas and similar other devices, equipment's, appliances, works and stations and to generate and accumulate electricity through renewable sources of energy and to carry on the business of its distributions, supply and sale to Government, Semi-Government, Public, Private and other bodies for industrial Commercial, Residential and other uses.

(xiii). To develop and maintain infrastructure facilities for generation, accumulation, supply and distribution of electricity and to run and/or let these facilities to such concerns, bodies and agencies and on such terms and conditions as may from time to time be determined by the Board of Directors of the Company.

(xiv). To enter into Joint Venture Agreements with Central Government, State Government, and other Public and Private Concerns, Bodies and Agencies for developing, maintaining and running infrastructure facilities for generation, accumulation, supply and distribution of electricity on such terms and conditions and with such amount of investment as may from time to time be determined by the Board of Directors of the Company.

//Certified True Copy//

For BINNY LIMITED


T. KRISHNAMURTHY
Chief Financial Officer & Company Secretary

Redg. Office :

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

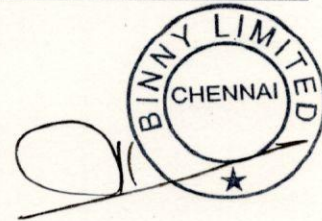
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Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015

Voting Results of Postal Ballot Notice dated November 08, 2016

Date of AGM / EGM – Date of the Declaration of Results of Postal Ballot	December 19, 2016
Total Number of Shareholders on Record Date	9430
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N/A
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	N/A



Item No. 1

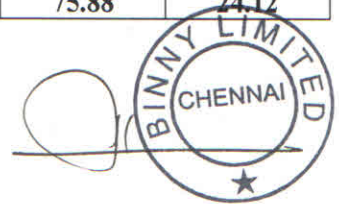
Resolution Required: *Special Resolution*

Alteration of the Main Objects Clause of the Memorandum of Association of the Company

Whether promoter/ promoter group are interested in the agenda/resolution?

No.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	16669317	4236440	25.41	0	4236440	0.00	100.00
	Poll							
	Postal ballot	16669317	12427127	74.55	12427127	0	100.00	0.00
	Total	16669317	16663567	99.97	12427127	4236440	74.57	25.42
Public – Institutional holders	E-voting	1465854	0	0	0	0	0.00	0.00
	Poll							
	Postal ballot	1465854	0	0	0	0	0.00	0.00
	Total	1465854	0	0	0	0	0.00	0.00
Public-Others	E-voting	4184239	333	0.01	333	0	100.00	0.00
	Poll							
	Postal ballot	4184239	900823	21.52	900722	101	99.98	0.00
	Total	4184239	901156	21.53	901055	101	99.98	0.01
Total		22319410	17564723	78.69	13328182	4236541	75.88	24.12





#28, 1st Floor, Ganapathy Colony, Illrd Street, Teynampet, Chennai - 600 018.

Scrutinizer's Report

The Chairman
Binny Limited
No: 1, Cooks Road,
Perambur,
Chennai – 600012.

Dear Sir,

1. I, V Suresh, a Company Secretary in practice, have been appointed as a scrutinizer by
 - (i) The Board of Directors of the Company for the purpose of scrutinising the Postal Ballot voting process in compliance with the Companies Act, 2013; and
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e- voting and Postal Ballot, on the resolution contained in the Postal Ballot Notice pursuant to section 110 of the Companies Act, 2013. My responsibility as a scrutinizer for e-voting process and postal ballot process is restricted to presenting a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services (India) Limited (CDSL), India and M/s. Cameo Corporate Services Ltd, Chennai, the authorized agencies engaged by the Company.
3. I, submit herewith my combined report on the results of e-voting together with postal ballot as under:-
 1. The Company has completed the despatch of postal ballot forms on 18.11.2016, along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on November 11, 2016.
 2. Postal Ballot has been conducted in compliance with the Companies Act, 2013.
 3. Particulars of all the postal ballot forms received from the Members in respect of physical voting have been entered in a register separately maintained for the purpose.
 4. All the postal ballot forms in respect of physical voting, received upto the close of working hours on Sunday, December 18, 2016, the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny.
 5. Postal ballot forms, received after the close of working hours of Sunday 18, 2016 were not considered.



6. The Public Advertisement with respect to dispatch of notices and conducting of voting was published in an English newspaper "Business Standard" and vernacular newspaper "Makkal Kural" having a wide circulation, in their respective editions dated 19.11.2016.
7. The e-voting period remained open from Saturday, 19th November 2016 (9:00 A.M.) to Sunday, 18th December 2016 (5:00 PM).
8. The members of the Company as on the "cut-off" date i.e. November 11, 2016 were entitled to vote on the resolutions in the Postal Ballot Notice.
9. The Corporate members have provided the copy of the resolution passed at the Board of Directors for authorization to exercise their votes.
10. The votes cast were unblocked on December 18, 2016 in the presence of 2 witnesses who are not in the employment of the Company.

Thereafter, the details of the Equity Share Holders, who voted "for", "against" of the resolution that were put to vote, were generated from the e-voting website of <https://www.evotingindia.com/> and based on such reports the results of the e-voting is generated.



11. A summary of the e-voting and postal ballot forms received is given below:

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TOTAL	1,75,64,723	144	1,33,28,182	75.88	8	42,36,541	24.12	1900	-

1. The Special Resolution was passed with requisite majority.
2. You may accordingly declare the result of the voting by Postal Ballot.

Place: Chennai
Date: 19.12.2016



V Suresh

V Suresh
Practising Company Secretary
C.P. No.6032