



# BINNY LIMITED

Estd 1799

SEC/2016-17/SE/0012

May 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 April 12, 2016 with a majority of 99.97% 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 : binnyho@binnyltd.in

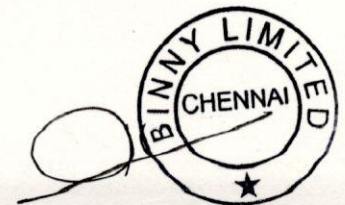
Tin : 33490120005 Website: www.binnyltd.in

CIN: L17111TN1969PLC005736

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		
Proposal of the Company to sell its land to an extent of 7.38 acres covered in Survey Nos.273/48, 274/49 and 290/236, situated at Cooks Road, Perambur, Chennai and Shri M.Nandagopal, Executive Chairman and Shri Arvind Nandagopal, Managing Director of the Company are jointly authorized to finalise the sale, on such price to such party offering the highest price, on such terms and conditions as it deem fit and proper and in the best interest of the Company.									
<b>E-Voting</b>	42,39,572	11	42,39,472	99.99	1	100	0.01	-	-
<b>Postal Ballot</b>	1,24,63,429	173	1,24,59,265	99.97	27	4,164	0.03	2	-
<b>TOTAL</b>	<b>1,67,03,001</b>	<b>184</b>	<b>1,66,98,737</b>	<b>99.97</b>	<b>28</b>	<b>4,264</b>	<b>0.03</b>	<b>2</b>	<b>-</b>





**CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY SHAREHOLDERS THROUGH POSTAL BALLOT ON THURSDAY, MAY 19, 2016.**

**Item No: 1 Special Resolution:**

**“RESOLVED THAT** pursuant to Section 180(1)(a) of the Companies Act, 2013, approval of the Shareholders be and is hereby accorded to the proposal of the Company to sell 7.38 acres covered in Survey Nos.273/48, 274/49 and 290/236 situated at Cooks Road, Perambur, Chennai, on such price to such party offering the highest price, on such terms and conditions as it deem fit and proper and in the best interest of the Company.”

**“FURTHER RESOLVED THAT** Shri M.Nandagopal, Executive Chairman and Shri Arvind Nandagopal, Managing Director of the Company be and are hereby jointly authorized to finalise the sale as above and execute the necessary Sale Agreement.”

*//Certified True Copy//*

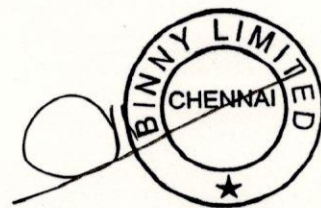
**For BINNY LIMITED**



**T. KRISHNAMURTHY**  
Chief Financial Officer & Company Secretary

**Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirement) Regulations,  
2015**  
**Voting Results of Postal Ballot March 18, 2016**

<b>Date of AGM / EGM – Date of the Declaration of Results of Postal Ballot</b>	May 19, 2016
<b>Total Number of Shareholders on Record Date</b>	9366
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	N/A
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public:	N/A





## Item No. 1

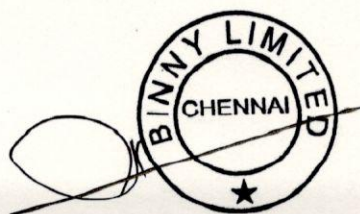
**Resolution Required: Special Resolution**

Proposal of the Company to sell its land to an extent of 7.38 acres covered in Survey Nos.273/48, 274/49 and 290/236, situated at Cooks Road, Perambur, Chennai and Shri M.Nandagopal, Executive Chairman and Shri Arvind Nandagopal, Managing Director of the Company are jointly authorized to finalise the sale, on such price to such party offering the highest price, on such terms and conditions as it deem fit and proper and in the best interest 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
<b>Promoter and Promoter Group</b>	E-voting	16669317	4236440	25.41	4236440	0	100.00	0.00
	Poll							
	Postal ballot	16669317	12427127	74.55	12427127	0	100.00	0.00
	Total	16669317	16663567	99.97	16663567	0	100.00	0.00
<b>Public - Institutional holders</b>	E-voting	1803597	0	0	0	0	0.00	0.00
	Poll							
	Postal ballot	1803597	0	0	0	0	0.00	0.00
	Total	1803597	0	0	0	0	0.00	0.00
<b>Public- Others</b>	E-voting	3846496	3132	0.08	3032	100	96.81	3.19
	Poll							
	Postal ballot	3846496	36302	0.94	32138	4164	88.53	11.47
	Total	3846496	39434	1.03	35170	4264	89.19	10.81
<b>Total</b>		22319410	16703001	74.84	16698737	4264	99.97	0.03



**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 Binny Limited ("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 resolutions 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 19.04.2016, along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on April 15, 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 Thursday, May 19, 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 May 19, 2016 were not considered.



6. The Public Advertisement with respect to dispatch of notices and conducting of voting was published in Newspapers having wide circulations as follows.
  - A vernacular newspaper "Makkal Kural" on 20.04.2016.
  - An English newspaper "Business Standard" on 21.04.2016
7. Postal ballot forms returned undelivered aggregated to 305. These forms have been kept separately.
8. The e-voting period remained open from Wednesday, 20<sup>th</sup> April 2016 (9:00 A.M.) to Thursday, 19<sup>th</sup> May 2016 (5:00 PM).
9. The members of the Company as on the "cut-off" date i.e. April 15, 2016 were entitled to vote on the resolutions in the Postal Ballot Notice.
10. The Corporate members have provided the copy of the resolution passed at the Board of Directors for authorization to exercise their votes.
11. The votes cast were unblocked on May 19, 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.



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

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		
Proposal of the Company to sell its land to an extent of 7.38 acres covered in Survey Nos.273/48, 274/49 and 290/236, situated at Cooks Road, Perambur, Chennai and Shri M.Nandagopal, Executive Chairman and Shri Arvind Nandagopal, Managing Director of the Company are jointly authorized to finalise the sale, on such price to such party offering the highest price, on such terms and conditions as it deem fit and proper and in the best interest of the Company.									
<b>E-Voting</b>	42,39,572	11	42,39,472	99.99	1	100	0.01	-	-
<b>Postal Ballot</b>	1,24,63,429	173	1,24,59,265	99.97	27	4,164	0.03	2	-
<b>TOTAL</b>	<b>1,67,03,001</b>	<b>184</b>	<b>1,66,98,737</b>	<b>99.97</b>	<b>28</b>	<b>4,264</b>	<b>0.03</b>	<b>2</b>	<b>-</b>

13. The Special Resolution was passed with requisite majority.

14. You may accordingly declare the result of the voting by Postal Ballot.

Place: Chennai  
Date: 19.05.2016



*V Suresh*

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