



# BINNY LIMITED

Estd 1799

CIN No. : L 17111TN1969PLC005736

SEC/2017-18/SE/0026

October 13, 2017

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 Ordinary Resolution as embodied in the Postal Ballot Notice dated September 06, 2017 with a majority of 99.99% 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 Ordinary 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**



Regd. Office :

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

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

GSTIN: 33AAACB2529G1Z6 Website: www.binnyltd.in

## Item No. 1

**Resolution Required: Ordinary Resolution**

Appointment of M/s.Sagar & Associates (FRN:003510S), Hyderabad as Statutory Auditors till the conclusion of the ensuing Annual General Meeting

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	15631517	4236440	27.1	4236440	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot		11389327	72.86	11389327	0	100	0
	Total		15631517	15625767	99.96	15625767	0	100
<b>Public – Institutional holders</b>	E-voting	832597						
	Poll		0	0	0	0	0	0
	Postal ballot		0	0	0	0	0	0
	Total		832597	0	0	0	0	0
<b>Public- Others</b>	E-voting	5855296	4147	0.07	3447	700	83.12	16.88
	Poll		0	0	0	0	0	0
	Postal ballot		28497	0.49	28092	405	98.58	1.42
	Total		5855296	32644	0.56	31539	1105	96.61
<b>Total</b>		<b>22319410</b>	<b>15658411</b>	<b>70.16</b>	<b>15657306</b>	<b>1105</b>	<b>99.99</b>	<b>0.01</b>



**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY SHAREHOLDERS  
THROUGH POSTAL BALLOT ON WEDNESDAY, OCTOBER 11, 2017**

**Item No: 1 Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. Sagar & Associates(FRN: 003510S) Chartered Accountants, Hyderabad, be and are hereby appointed as Statutory Auditors of the Company for the financial year 2016-17, and to hold office of Statutory Auditors of the Company upto the ensuing Annual general meeting of the members of the Company.

**RESOLVED FURTHER THAT** Shri. M.Nandagopal, Executive Chairman, Shri. Arvind Nandagopal, Managing Director and Shri T.Krishnamurthy, CFO & Company Secretary be and are hereby Authorized severally to file the prescribed forms, with Registrar of Companies, and to do all such acts and deeds and things necessary to give effect to the above resolution."

*//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 Notice dated September 06, 2017**

<b>Date of AGM / EGM – Date of the Declaration of Results of Postal Ballot</b>	October 11, 2017
<b>Total Number of Shareholders on Record Date</b>	10153
<b>No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:</b>	N/A
<b>No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:</b>	N/A



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

Item.No: 1: Ordinary 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		
Ordinary Resolution under Section 139 (8) of the Companies Act, 2013 for the appointment of M/s. Sagar & Associates, (FRN:003510S), Hyderabad as Statutory Auditors till the conclusion of the ensuing Annual General Meeting									
E-Voting	42,40,587	16	42,39,887	99.98	1	700	0.02	-	-
Postal Ballot	1,14,17,824	65	1,14,17,419	99.99	2	405	0.01	-	-
<b>TOTAL</b>	<b>1,56,58,411</b>	<b>81</b>	<b>1,56,57,306</b>	<b>99.99</b>	<b>3</b>	<b>1,105</b>	<b>0.01</b>	<b>-</b>	<b>-</b>





#28, 1st Floor, Ganapathy Colony, IIIrd 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), 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 11.09.2017, along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on September 08 2017.
  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 Wednesday, October 11, 2017, 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 Wednesday, October 11, 2017, 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 12.09.2017.
7. The e-voting period remained open from Tuesday, 12<sup>th</sup> September 2017 (9:00 A.M.) to Wednesday, 11<sup>th</sup> October 2017 (5:00 PM).
8. The members of the Company as on the "cut-off" date i.e. September 8, 2017 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 October 11, 2017 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.

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11. 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
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Ordinary Resolution under Section 139 (8) of the Companies Act, 2013 for the appointment of M/s. Sagar & Associates, Hyderabad as Statutory Auditors till the conclusion of the ensuing Annual General Meeting									
E-Voting	42,40,587	16	42,39,887	99.98	1	700	0.02	-	-
Postal Ballot	1,14,17,824	65	1,14,17,419	99.99	2	405	0.01	-	-
<b>TOTAL</b>	<b>1,56,58,411</b>	<b>81</b>	<b>1,56,57,306</b>	<b>99.99</b>	<b>3</b>	<b>1,105</b>	<b>0.01</b>	<b>-</b>	<b>-</b>

The Ordinary Resolution was passed with requisite majority.

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

Place: Chennai  
Date: 11.10.2017



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