



BINNY LIMITED

Estd 1799

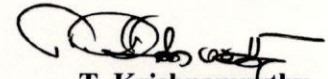
RESULT OF POSTAL BALLOT

In terms of the Postal Ballot Notice dated April 12, 2016 sent to the Shareholders of the Company pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and on the basis of the report of the Scrutinizer, the Results of the Postal Ballot, as declared at the Registered Office of the Company on Thursday, 19th day of May 2016 at 6:00 PM is notified as under:

Resolution No. and Description	Number of valid Votes received	Votes in favour of the Resolution	Votes against the Resolution
Item No.1 as <i>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.</i>	1,67,03,001	1,66,98,737 (99.97%)	4,264 (0.03%)

The Shareholders has passed the aforementioned Special Resolution with requisite majority, on May 19, 2016.

For Binny Limited


T. Krishnamurthy

Chief Financial Officer and Company Secretary

Date : May 19, 2016

Place : Chennai

Encl: Scrutinizer Report



Redg. Office :

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

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CIN: L17111TN1969PLC005736

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

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, 20th April 2016 (9:00 A.M.) to Thursday, 19th 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.									
E-Voting	42,39,572	11	42,39,472	99.99	1	100	0.01	-	-
Postal Ballot	1,24,63,429	173	1,24,59,265	99.97	27	4,164	0.03	2	-
TOTAL	1,67,03,001	184	1,66,98,737	99.97	28	4,264	0.03	2	-

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