



#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.



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
		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>

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