



BINNY LIMITED

Estd 1799

BSE Limited
Corporate Relationship Department
P.J. Towers, Dalal Street
Mumbai – 400 001

January 6, 2015

Sub: Declaration of Results of Postal Ballot of Binny Limited - Script Code: 514215

Dear Sir,

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 today. In accordance with the said report, the shareholders have approved the Special Resolution pursuant to Section 180(1)(a) of the Companies Act, 2013 as embodied in the Postal Ballot Notice dated December 1, 2014 for entering into a Joint Development Agreement (JDA) with M/s.SPR Group, Chennai for development of an Integrated Township on Joint Development Model (JDA) at Company's CFS Land area of 63.91 acres located at Cooks Road, Perambur, Chennai with an overwhelming majority of 99.98% votes cast in favour of resolution.

The summary of results are as follows:

Special Resolution:

Item No in the Notice	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		
ITEM NO. 1: Special Resolution for Approval of the shareholders for entering into a Joint Development Agreement (JDA) with M/s.SPR Group, Chennai for development of an Integrated Township on Joint Development Model (JDA) at Company's CFS Land area of 63.91 acres located at									

Regd.Office :

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

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

CIN: L17111TN1969PLC005736

Cooks Road, Perambur, Chennai									
E-Voting	1,71,17,899	17	1,71,17,897	99.99	1	2	0.01	-	-
Postal Ballot	49,670	228	46,450	93.52	14	3,220	6.48	2,010	-
TOTAL	1,71,67,569	245	1,71,64,347	99.98	15	3,222	0.02	2,010	-

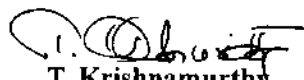
The results of the Postal Ballot were accordingly announced today. The certified true copy of the special resolutions as approved by the Shareholders is enclosed for your ready reference.

You are requested to take the above documents on your records.

Thanking you,

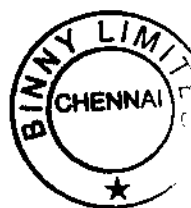
Yours faithfully

For Binny Limited



T. Krishnamurthy

Chief Financial Officer & Company Secretary



CC:

The Manager – Listing Compliance

Madras Stock Exchange Ltd.

No.30, Second Line Beach,

Chennai-600 001



BINNY LIMITED

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CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY SHAREHOLDERS THROUGH POSTAL BALLOT ON 6TH JANUARY 2015

Special Business:

Item No. 1

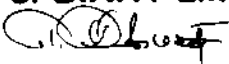
To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

RESOLVED THAT pursuant to Section 180(1)(a) of the Companies Act, 2013, approval of the shareholders be and is hereby accorded to the Board of Directors of the Company to enter into a Joint Development Agreement (JDA) with M/s.SPR Group, Chennai for development of an Integrated Township on Joint Development Model (JDA) at its CFS Land Area of 63.91 acres located at Cooks Road, Perambur, Chennai, on such terms and conditions and with effect from such date as may be decided by the Board of Directors of the Company.

FURTHER RESOLVED THAT Shri M.Nandagopal, Executive Chairman and Shri Arvind Nandagopal, Managing Director of the Company be and are hereby authorized severally to finalise and execute the Joint Development Agreement (JDA) with M/s.SPR Construction Pvt. Ltd., No.57, Narayana Mudali Street, Chennai 600 079 (SPR Group Company), all such other agreements, Power of Attorney and other documents as the Board may deem necessary or required and to do all such other acts, deeds, matters and things which are incidental and consequential thereto or which may be considered necessary by the Board of Directors of the Company.

//Certified True Copy//

For BINNY LIMITED


T. KRISHNAMURTHY
Chief Financial Officer & Company Secretary

Regd.Office :

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

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

CIN: L17111TN1969PJ C005736



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

Scrutinizer's Report

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

Dear Sir,

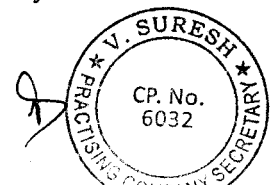
1. I, V Suresh, a Company Secretary in practice, have been appointed as a scrutinizer by

(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

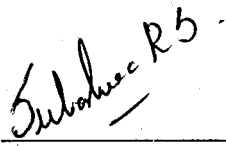
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e- voting and Postal Ballot, on the resolutions contained in the Postal Ballot Notice pursuant to section 110 of the Companies Act, 2013. My responsibility as 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 resolutions stated above, 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:-

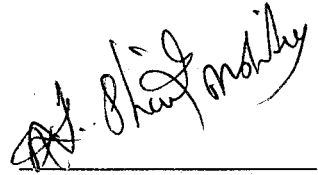
1. The Company has completed the despatch of postal ballot forms on December 05, 2014, along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on December 1, 2014.
2. Postal Ballot has been conducted in compliance with 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 January 05, 2015, 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 January 05, 2015 were not considered.
6. Postal ballot forms returned undelivered aggregated to 1430. These forms have been kept separately.
7. The e-voting period remained open from Saturday, December 6, 2014 (9:30 A.M.) to Monday, January 5, 2015 (6.30 PM).
8. The members of the Company as on the "cut-off" date i.e. December 01, 2014 were entitled to vote on the resolutions in the Postal Ballot Notice.
9. The votes cast were unblocked on January 05, 2015 in the presence of 2 witnesses Ms. Subashree R S and Mr. Shaik Mohideen, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



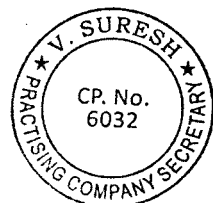
Ms. Subashree R S



Mr. Shaik Mohideen

Thereafter, the details of the Equity Share Holders, who voted "for", "against" each of the resolutions 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.

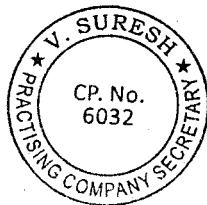
10. A summary of the e-voting and postal ballot forms received is given below:



Item No in the Notice	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Rejected Votes	Votes Abstained
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TOTAL	1,71,67,569	245	1,71,64,347	99.98	15	3,222	0.02	2,010	-

11. All the Resolutions are passed with requisite majority.
12. You may accordingly declare the result of the voting by Postal Ballot.

Place: Chennai
Date: 06.01.2015



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