



BINNY LIMITED

Estd 1799

November 17, 2015

Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jee Jee Bhoy Towers
Dalal Street
Mumbai – 400 001

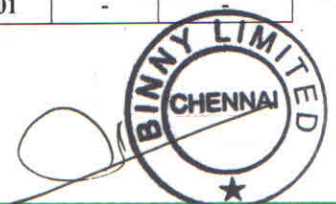
Dear Sir,

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 pursuant to Section 13 of the Companies Act, 2013 as embodied in the Postal Ballot Notice dated May 27, 2015 for Alteration of Object Clause of Memorandum of Association of the Company to include more specifically and exhaustively Real Estate activities, for entering into and carrying on Real Estate activities with an majority of 99.99% votes cast in favour of the Resolution.

The summary of results are as follows:

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		
Special Resolution under Section 13 of the Companies Act, 2013 for alteration of the Main Objects Clause of the Memorandum of Association of the Company									
E-Voting	42,55,335	19	42,55,335	100	-	-	-	-	-
Postal Ballot	1,24,41,845	58	1,24,41,795	99.99	1	50	0.01	-	-
TOTAL	1,66,97,180	77	1,66,97,130	99.99	1	50	0.01	-	-



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 Website: www.binnyltd.in

The Results of the Postal Ballot were accordingly announced today. The Certified true copy of the Special Resolution as approved by the Shareholders is enclosed for your ready reference.

Kindly acknowledge the receipt and take the same on your record.

Thanking you,

Yours faithfully,

For, BINNY LIMITED



(T. Krishnamurthy)

Chief Financial Officer and Company Secretary





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**CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY SHAREHOLDERS
THROUGH POSTAL BALLOT ON NOVEMBER 14, 2015**

SPECIAL BUSINESS:

Item No: 1

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

“RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any amendment thereto or re-enactment thereof) and subject to necessary approval(s) if any, from the competent authorities, the approval of the Company be and is hereby given for effecting the following amendments in the existing Clause (III) of the Main Objects Clause of the Memorandum of Association of the Company, dealing with the objects of the Company:

a) Inserting the following new Clause (ix) to Clause (xi) under Clause III(A) after existing Clause (viii) of the Memorandum of Association:

(ix) To carry on the business activities as real estate developers of land, buildings, structures, residential apartments, commercial plots, industrial plots and sheds, roads, bridges, channels, culverts and to act as builders, real estate agents, property developers, consultants, contractors, engineers, architect, interior designers, design managers, contractors, sub-contractors, buyers/sellers and transferors for all types of constructions and developments work for private sector, government departments, semi government departments and to provide value added consultancy services on engineering, industrial and technical matters to all forms of industries and to act as total solution providers, importers, dealers in distributors of all kinds of building material, furnishings.

(x) To construct, execute, carryout, equip, support, maintain, operate, improve, work, develop, administer, manage, control and superintend within or outside the country any where in the world all kinds buildings, houses and other constructions or conveniences of all kinds, which expression in this memorandum includes roads, railways, and tramways, docks, harbours, Piers, wharves, canals, serial runways and hangers, airports, reservoirs, embankments, irritations, reclamation, improvements, sewage, sanitary, water, gas, electronic light, power supply works, and hotels, cold storages, warehouses, cinema houses, markets, public and other buildings and all other works and conveniences of public or private utility, to apply for purchase or otherwise acquire any contracts, decrease, concessions, for or in relation to the construction, execution, carrying out equipment, improvement, administration, or control of all such works and conveniences as aforesaid and to undertake, execute, carry out, dispose of or otherwise turn to account the same.



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(xi) To carry on business as house, land and estate agents, and to arrange or undertake the sale, purchase or, advertise for sale or purchase, assist in selling or purchasing and find or introduce purchaser or vendors of and to manage land building and other property whether belonging to the company or not, and to carry on the trade or business of dealing in and agents for lands, buildings, factories, house, flats and other residential commercial properties and construct, maintain and alter residential commercial and industrial plots and properties and give them on lease rent or otherwise.

//Certified True Copy//

For BINNY LIMITED



T. KRISHNAMURTHY
Chief Financial Officer & Company Secretary



#28, 1st Floor, Ganapathy Colony, Illrd 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 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 14th October 2015, along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on October 09, 2015.
 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 Friday, November 13, 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 November 13, 2015 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 15th October 2015.



7. Postal ballot forms returned undelivered aggregated to 99. These forms have been kept separately.
8. The e-voting period remained open from Thursday, 15th October 2015 (9:00 A.M.) to Friday, 13th November 2015 (5:00 PM).
9. The members of the Company as on the "cut-off" date i.e. October 09, 2015 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 November 13, 2015 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" 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.



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		
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13. All the Resolutions are passed with requisite majority.

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

Place: Chennai

Date: 14.11.2015



V Suresh

V Suresh

Practising Company Secretary

C.P.No: 6032