



# BINNY LIMITED

Estd 1799

CIN No. : L 17111TN1969PLC005736

11.10.2021

M/s.BSE Limited  
Listing department,  
Phiroze Jeejeebhoy Towers,  
Dalal street,  
Mumbai — 400 001

Dear Sir/ Madam,

Sub: Details of Voting Results and Report of the Scrutinizer

Ref: BSE Scrip Code: 514215

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, we are enclosing herewith the details regarding the voting results of the business transaction at the Extra Ordinary General Meeting (EGM) held on Saturday 09.10.2021 and Report of the Scrutinizer on e-voting.

This is for your information and record, please.

Thanking you

Yours Faithfully  
For BINNY LIMITED

(T.KRISHNAMURTHY)  
DIRECTOR (FINANCE) & CFO

Encl.: As above

Regd. Office :

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

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GSTIN: 33AAACB2529G1Z6 Website: [www.binnyltd.in](http://www.binnyltd.in)



**Scrutinizer's Report**

**[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended]**

**Dated: 11.10.2021**

To

The Chairman of the Extra-ordinary General Meeting  
M/s. BINNY LIMITED,  
No.1, Cooks Road, Otteri,  
Perambur, Chennai – 600012.

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Extra-Ordinary General Meeting of M/s. Binny Limited, held on Saturday, October 09, 2021 at 11:00 A.M through video conferencing ('VC') / other audio visual means ('OAVM').**

I, V Suresh, Practising Company Secretary, have been appointed by the Board of Directors of M/s. Binny Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority, on the resolutions contained in the Notice to the Shareholders dated August 30, 2021 issued in accordance with General Circular No.14/2020, 17/2020, 20/2020 and 02/2021 dated 8 April 2020, 13 April 2020, 5 May 2020 and January 13, 2021 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, for the Extra-Ordinary General Meeting (EGM) of the Members of the Company, held on Saturday, October 09, 2021 at 11:00 A.M through video conferencing ('VC') / other audio visual means ('OAVM').

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said Extra-ordinary General Meeting.

The Notice dated August 30, 2021 as confirmed by the Company was sent in respect of the below mentioned resolutions passed at the Extra-ordinary General Meeting of the Company through electronic mode to the shareholders whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated January 13, 2021 read with circulars dated May 5, 2020, April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 & January 15, 2021.





The Public Advertisement with respect to dispatch of Notices and conducting of voting through electronic means was published in an English newspaper "Business Standard" and in a vernacular newspaper "Makkal Kural" in their respective editions dated 17<sup>th</sup> September, 2021.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of Extra-Ordinary General Meeting (EGM) of the Members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

The remote e-voting system remained open from Wednesday, October 06, 2021 (9.00 a.m. IST) to Friday, October 08, 2021 (5.00 p.m. IST) (both days inclusive).

The Corporate Members who had participated in the remote e voting had provided scanned copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through e-voting.

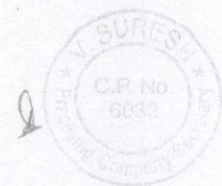
The Company had also provided remote e-voting facility to the shareholders present at the Extra-Ordinary General Meeting through VC / OAVM and who had not cast their vote earlier.

The Members of the Company as on the "cut-off" date i.e. October 01, 2021 were entitled to vote on the resolutions (items no. 1 to 3 as set out in the notice of the Extra-Ordinary General Meeting of the Company.)

After the closure of remote e-voting at the Extra-Ordinary General Meeting, the report on voting done at the Extra-Ordinary General Meeting and the votes cast under remote e-voting facility prior to the Extra-Ordinary General Meeting were unblocked and were counted.

Thereafter, the consolidated results containing, inter alia, list of Equity Shareholders, who voted "for", "against" or "abstained", in respect of the each of the resolutions that were put to vote, were generated from the e-voting website of M/s. Central Depository Services (India) Limited ("CDSL") (i.e.) <https://www.evotingindia.com> and remote e-voting at the Extra-Ordinary General Meeting, was prepared.

The consolidated results are as follows:





### Resolution No 1: Ordinary Resolution

*Special Business: Approval of Material Related Party Transaction for the transfer of third-party receivables of the company to Mohan Breweries and Distilleries Limited ("MBDL") and set off consideration receivable towards redemption of preference shares and cumulative preference dividend payable to MBDL.*

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast	
Remote E-Voting	8,51,076	34	6,13,828	72.12	11	2,37,248	27.88	-
Voting at EGM	6	5	6	100.00	-	-	-	-
Total	8,51,082	39	*6,13,834	72.12	11	2,37,248	27.88	-

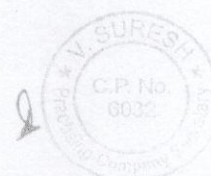
\*Consisting of only those votes eligible to approve the Resolution.

### Resolution No 2: Ordinary Resolution

*Special Business: Approval for the material related party transaction for acquisition of certain business and immovable properties of MBDL and adjustment of purchase consideration against land and other advances and the balance consideration receivable from MBDL towards transfer of receivables of the company.*

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast	
Remote E-Voting	8,51,076	34	6,13,828	72.12	11	2,37,248	27.88	-
Voting at EGM	6	5	6	100.00	-	-	-	-
Total	8,51,082	39	*6,13,834	72.12	11	2,37,248	27.88	-

\*Consisting of only those votes eligible to approve the Resolution.





**Resolution No 3: Special Resolution**

**Special Business: Alteration of the Object Clause in the Memorandum of Association of the company.**

Voting Method	Total/ Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast	
Remote E-Voting	24,66,093	34	22,16,610	89.88	12	2,49,483	10.12	-
Voting at EGM	1,181	6	1,181	100.00	-	-	-	-
Total	24,67,274	40	22,17,791	89.89	12	2,49,483	10.11	-

All the resolutions have been passed with requisite majority.

Thanking you,

Yours Faithfully,



V Suresh  
Practising Company Secretary  
CP No. 6032  
UDIN: F002969C001152238

