



BINNY LIMITED

Estd 1799

October 1, 2015

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

Dear Sir,

Sub: Outcome and Voting Results of the 46th Annual General Meeting held on September 30, 2015

Ref: Scrip Code No. 514215

With reference to the above captioned subject, we wish to inform you that the 46th Annual General Meeting of the Company was held on Wednesday, 30th September 2015 at Kasturi Srinivasan Hall (Mini Hall), The Music Academy, New No.168, T.T.K. Road, Royapettah, Chennai 600014, at 11.00 A.M. and based on the Consolidated Scrutinizer's Report for voting at AGM venue through poll process and remote E-Voting dated September 30, 2015, following resolutions have been declared passed with requisite majority.

1. Adoption of Financial Statements and Reports thereon for the financial year ended 31st March 2015;
2. Re-appointment of Shri S.Natarajan (DIN 00155988) Director, who retires by rotation;
3. Re-appointment of Statutory Auditors, M/s.CNGSN Associates LLP, Chartered Accountants, Chennai (Registration No.004915S);
4. Re-appointment of Shri M.Nandagopal (DIN 00058710) as whole-time Director, designated as Executive Chairman, liable to retire by rotation, on the same terms and conditions;
5. Payment of remuneration to Shri Arvind Nandagopal (DIN 00059009), whole-time Director, designated as Managing Director of the Company;
6. Appointment of Smt. T.Manisriram (DIN 06966170) as Independent Women-Director of the Company;



Regd.Office :

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CIN:L17111TN1969PLC005736 Website: www.binnyltd.in

7. Appointment of Shri T.Radhakrishnan (DIN 06702023) as Independent Director of the Company;
8. Appointment of Dr.D.V.R.Prakash Rao (DIN 01099479) as Independent Director of the Company.

Pursuant to the provisions of Clause 35A of the Listing Agreement, please find attached herewith the details of voting results in the prescribed format along with the Consolidated Scrutinizers Report.

We have also submitted the same through Online Portal – BSE Corporate Compliance & Listing Centre.

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

Thanking you,

Yours faithfully,

For, BINNY LIMITED



A handwritten signature in black ink, appearing to be "T. Krishnamurthy".

(T. Krishnamurthy)

Chief Financial Officer and Company Secretary

**Voting Results pursuant to Clause 35A of the Equity Listing Agreement
46th Annual General Meeting of Binny Limited held on 30th September 2015.**

Date of AGM: 30 September 2015

Total number of Shareholders on record date: 9383 (23.09.2015 – The Cut-off date taken for evoting)

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group : 02

Public : 228

No. of shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group : Nil

Public : Nil

Details of the Agenda:

Resolution required: (Ordinary/Special)

S. No	Resolution	Resolution Required
Ordinary Business		
1.	Adoption of Financial Statements and Report thereon for the financial year ended 31.03.2015	Ordinary
2.	Re-appointment of Shri S. Natarajan (DIN: 00155988), Director, who retires by rotation	Ordinary
3.	Re-appointment of Statutory Auditors, M/s. CNGSN Associates LLP, Chartered Accountants, Chennai (Registration No. 004915S)	Ordinary
Special Business		
4.	Re-appointment of Shri M. Nandagopal (DIN: 00058710) as whole-time Director, designated as Executive Chairman, liable to retire by rotation, on the same terms and Conditions	Special
5.	Payment of remuneration to Shri Arvind Nandagopal (DIN: 00059009), whole-time Director, designated as Managing Director of the Company	Ordinary
6.	Appointment of Smt. T. Manisriram (DIN: 06966170) as Independent Director of the Company	Ordinary
7.	Appointment of Shri. T. Radhakrishnan (DIN: 06702023) as Independent Director of the Company	Ordinary
8.	Appointment of Dr. D.V.R. Prakash Rao (DIN: 01099479) as Independent Director of the Company	Ordinary



Mode of voting:

Remote E-Voting – The members of the Company as on the Cut-off date i.e. 23rd September 2015 were entitled to vote. The Remote e-voting period remained open from 27th September 2015 (9:00 AM) to 29th September 2015 (5:00 PM)

Poll – This facility is provided at the AGM venue on 30th September and members, who have not cast their vote by remote e-voting was allowed to exercise their right to vote at the meeting.

Resolution No 1: Ordinary Resolution

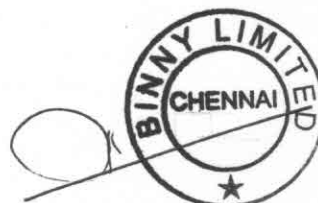
Ordinary Business: Adoption of Financial Statements and Reports thereon for the financial year ended 31st March 2015.

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16669317	16663567	99.97	16663567	0	100.00	0.00
Public – Institutional holders	1803597	0	0.00	0	0	0.00	0.00
Public-Others	3846496	25326	0.66	24291	1035	95.91	4.1
Total	22319410	16688893	74.77	16687858	1035	99.99	0.01

Resolution No 2: Ordinary Resolution

Ordinary Business: Re-appointment of Shri. S. Natarajan (DIN 00155988), Director, who retires by rotation.

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16669317	16663567	99.97	16663567	0	100.00	0.00
Public – Institutional holders	1803597	0	0.00	0	0	0.00	0.00
Public-Others	3846496	25326	0.66	21401	3925	84.50	15.50
Total	22319410	16688893	74.77	16684968	3925	99.98	0.02



Resolution No 3: Ordinary Resolution

Ordinary Business: Re-appointment of Statutory Auditors, M/s. CNGSN Associates LLP, Chartered Accountants, Chennai (Registration No.004915S).

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16669317	16663567	99.97	16663567	0	100.00	0.00
Public – Institutional holders	1803597	0	0.00	0	0	0.00	0.00
Public-Others	3846496	25326	0.66	21401	3925	84.50	15.50
Total	22319410	16688893	74.77	16684968	3925	99.98	0.02

Resolution No 4: Special Resolution

Special Business: Re-appointment of Shri M.Nandagopal (DIN 00058710) as whole-time director, designated as Executive Chairman, liable to retire by rotation, on the same terms and conditions.

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16669317	16663567	99.97	16663567	0	100.00	0.00
Public – Institutional holders	1803597	0	0.00	0	0	0.00	0.00
Public-Others	3846496	25326	0.66	21401	3925	84.50	15.50
Total	22319410	16688893	74.77	16684968	3925	99.98	0.02



Resolution No 5: Ordinary Resolution

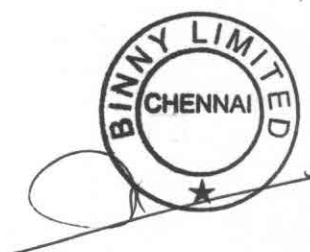
Special Business: Payment of remuneration to Shri Arvind Nandagopal (DIN 00059009), whole-time director, designated as Managing Director of the Company.

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16669317	16663567	99.97	16663567	0	100.00	0.00
Public – Institutional holders	1803597	0	0.00	0	0	0.00	0.00
Public-Others	3846496	25326	0.66	21381	3945	84.42	15.58
Total	22319410	16688893	74.77	16684948	3945	99.98	0.02

Resolution No 6: Ordinary Resolution

Special Business: Appointment of Smt. T. Manisriram (DIN 06966170) as Independent Director of the Company.

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16669317	16663567	99.97	16663567	0	100.00	0.00
Public – Institutional holders	1803597	0	0.00	0	0	0.00	0.00
Public-Others	3846496	25326	0.66	21401	3925	84.50	15.50
Total	22319410	16688893	74.77	16684968	3925	99.98	0.02



Resolution No 7: Ordinary Resolution

Special Business: Appointment of Shri T. Radhakrishnan (DIN 06702023) as Independent Director of the Company.

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16669317	16663567	99.97	16663567	0	100.00	0.00
Public – Institutional holders	1803597	0	0.00	0	0	0.00	0.00
Public-Others	3846496	25326	0.66	21401	3925	84.50	15.50
Total	22319410	16688893	74.77	16684968	3925	99.98	0.02

Resolution No 8: Ordinary Resolution

Special Business: Appointment of Dr. D.V.R.Prakash Rao (DIN 01099479) as Independent Director of the Company.

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	16669317	16663567	99.97	16663567	0	100.00	0.00
Public – Institutional holders	1803597	0	0.00	0	0	0.00	0.00
Public-Others	3846496	25326	0.66	21401	3925	84.50	15.50
Total	22319410	16688893	74.77	16684968	3925	99.98	0.02

For, BINNY LIMITED



(T. Krishnamurthy)

Chief Financial Officer and Company Secretary

