

Ref: BIL/11.05/2015
June 23, 2015

The Secretary
Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata 700 001.

General Manager-DCS
Bombay Stock Exchange Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P.J Towers,
Dalal Street, Fort, Mumbai 400001.
Code : 500059

Asstt. Vice President
National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor,
Plot No. C / 1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051.
Code: BINANIIND

Dear Sir,

Ref: Result of Postal Ballot and E-voting pursuant to Clause 35A

We refer to our letter No. PB/11.05.2015/BIL dated May 21, 2015, enclosing herewith the Postal Ballot Notice of the Company for seeking the consent of the Shareholders to the business listed therein, by Postal Ballot (which includes electronic voting) pursuant to Section 110 of the Companies Act, 2013, read with the Rules made thereunder.

Mr. Mohammed Aabid of M/s. Aabid & Co., Company Secretaries, appointed as Scrutinizer by the Board of Directors has submitted his Report dated 23rd June, 2015, on Postal Ballots received from Members, to the Director of the Company

The Director has declared the results today, i.e. 23rd June, 2015, based on the Report submitted by the Scrutinizer, stating that the following Resolution has been passed through Postal Ballot (including electronic voting).

Item No.	Type of Resolution	Resolution
1	Special	To consider and approve variation in the terms of contract of Mr. Sushil Bhatner, Manager of the Company.

The results of the Postal Ballot as per format prescribed in Clause 35A of the Listing Agreement is annexed to the letter.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For **Binani Industries Limited**


K.K. Saraf
President & Company Secretary

Encl.: a.a

cc to:

National Securities Depository Limited,
Trade World , Kamala Mill Compound,
2nd Flr, Senapati Bapat Marg,
Lower Park, Mumbai 400 013.

Central Depository Services (India) Ltd.
Phiroze Jeejeebhoy Towers,
16th-17th Floor, Dalal Street,
Mumbai 400 023..

Binani Industries Limited

CIN: L24117WB1962PLC025584

Corporate Office: Mercantile Chambers, Ground Floor, 12, J. N. Heredia Marg, Ballard Estate, Mumbai - 400 001. India.

Tel: +91 22 3026 3000 / 01 / 02 | Fax: +91 22 2263 4960 | Email: mumbai@binanl.net | www.binaniindustries.com

Registered Office: 37/2, Chinar Park, New Town, Rajarhat Main Road, P. O. Hatiara, Kolkata - 700 157. India

Tel: +91 33 3262 6795 / 3262 6796.

BINANI INDUSTRIES LIMITED
Voting Results as per Clause 35A of Listing Agreement

Resolutions passed	Special Resolution
Mode of Voting	Postal Ballot/e-voting
Date of Postal Ballot Notice	11 th May, 2015
Record date for reckoning voting rights	15 th May, 2015
Date of Dispatch of Notice	22 nd May, 2015
Total No.of Shareholders on record date	47818

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No : 1 - To consider and approve variation in the terms of contract of Mr. Sushil Bhatte, 'Manager' of the Company.							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	15175804	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	817953	11394	1.3930	11394	0	100.0000	0.0000
Public-Others	13602668	22920	0.1685	22361	559	97.5611	2.4389
Total(A)	29596425	34314	0.1159	33755	559	98.3709	1.6291

Mode of Voting: (Poll)							
Promoter and Promoter Group	15175804	15175804	100.0000	15175804	0	100.0000	0.0000
Public Institutional Holders	817953	0	0.0000	0	0	0.0000	0.0000
Public-Others	13602668	5780	0.0425	5130	650	88.7543	11.2457
Total(B)	29596425	15181584	51.2953	15180934	650	99.9957	0.0043



Combine Voting							
Promoter and Promoter Group	15175804	15175804	100.0000	15175804	0	100.0000	0.0000
Public Institutional Holders	817953	11394	1.3930	11394	0	0.0000	0.0000
Public-Others	13602668	28700	0.2110	27491	1209	95.7875	4.2125
Total(A+B)	29596425	15215898	51.4113	15214689	1209	99.9921	0.0079





AABID & CO.
COMPANY SECRETARIES

Date: 23.06.2015

To,
Mr Rahul Asthana,
Director,
Binani Industries Limited,
Mercantile Chambers
12, J. N. Heredia Marg
Ballard Estate
Mumbai-400001

Sub: Scrutinizer's Report on Postal Ballot pursuant to the provisions of Section 110 of the Companies Act, 2013 read with applicable Rules of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **CS Mohammed Aabid** of **M/s Aabid & Co.**, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of **BINANI INDUSTRIES LIMITED** vide resolution dated 11th May, 2015 pursuant to Section 108 & Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), to conduct the electronic voting process and to scrutinize the postal ballot forms received from the shareholders in respect of Special Resolution mentioned in the Postal Ballot Notice dated 11th May, 2015.

The Postal Ballot Notice along with explanatory statement setting out material facts therein, in respect of Special Resolution proposed to be passed by the Shareholders of the Company through postal ballot and through e-voting process were sent to the Shareholders on 22nd May, 2015.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by postal ballot to the Shareholders who do not have access to e-voting facility.

The Shareholders of the Company, holding shares as on the "cut-off" date of 15th May, 2015, were entitled to vote on the proposed Special Resolution as set out in the Postal Ballot Notice.

The voting period for e-voting commenced from 10.00 a.m on 23rd May, 2015 (Saturday) and ended at 5.00 p.m on 22nd June, 2015 (Monday) and the CDSL e-voting platform was blocked thereafter. The votes cast under e-voting facility were then unblocked in the presence of two witnesses, who were not in the employment of the Company. Votes cast through postal ballot received up to 22nd June, 2015 were considered.

I have scrutinized and reviewed the voting tendered through electronic means based on the data downloaded from CDSL's e-voting system and the postal ballot forms received physically.

I now submit my report as under on the result of the voting through electronic means and postal ballot mode in respect of the said Special Resolution.

Special Resolution

To consider and approve variation in the terms of contract of Mr. Sushil Bhatte, 'Manager' of the Company.

	Number of members voted electronically	Number of votes cast through e-voting	Number of members voted by Ballot	Number of votes cast by Physical Ballot	Total no. of votes cast through e-voting and by Physical Ballot	% of total no. of valid votes cast
Voted in favour of resolution	12	33,755	50	1,51,80,934	1,52,14,689	99.992%
Voted against the resolution	5	559	6	650	1,209	0.008%
Total	17	34,314	56	1,51,81,584	1,52,15,898	100%
Invalid votes	NIL	NIL	5	369	369	-

The Register, all other papers and relevant records relating to electronic voting and Postal Ballot shall remain in my safe custody until you consider, approve and announce the results of the voting and the same will be handed over to the Company Secretary for safe keeping.



Thanking You
Yours faithfully

For Aabid & Co.

(Mohammed Aabid)

Partner

Membership No.: - 6579

CP No.: - 6625

