

Binani

BRAJ BINANI GROUP

BINANI INDUSTRIES LIMITED

Corporate Identity Number: L24117WB1962PLC025584

Registered Office: 37/2, Chinar Park, New Town, Rajarhat Main Road, P.O. Hatia, Kolkata-700157. Tel.: +91 08100326795

Corporate Office: Mercantile Chambers, 12, J. N. Heredia Marg, Ballard Estate, Mumbai-400001. Tel.: 022-30263000/01/02 E-mail Id: mumbai@binani.net

NOTICE OF ANNUAL GENERAL MEETING AND E-VOTING INFORMATION

NOTICE is hereby given that Fifty-Fourth Annual General Meeting ('AGM') of the Members of Binani Industries Limited will be held on Wednesday, the 20th December, 2017 at 2.30 p.m. at Rabindra Tirtha, Premises No. 35-1111, Major Arterial Road, 3rd Rotary, New Town, Kolkata – 700156 to transact the businesses as mentioned in the Notice dated 16th October, 2017.

Annual Report for Financial Year 2016-17, containing inter alia, Notice of AGM, Financial Statements and Admission Slip & Proxy Form ('Annual Report') have been sent in electronic mode to the Members whose e-mail IDs are registered with the Company, Depository Participant(s) OR the Registrar and Share Transfer Agents. The Physical copy of Annual Report has been sent through permitted mode to all other Members at their registered address. The Company has already completed electronic transmission / physical despatch of Annual Report on 22nd November, 2017. The Annual Report shall also be available for inspection at the Registered Office and Corporate Office of the Company during business hours on all working days of the Company upto the date of AGM.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility to Members to exercise their right to vote on the Resolutions proposed to be passed at AGM by electronic means. The Company has availed electronic voting facility from Central Depository Services (India) Ltd ('CDSL').

The Members whose names appear in the Register of Members/List of Beneficial Owners as on Tuesday, 12th December, 2017 i.e. cut off date for the purpose of voting for AGM, are entitled to vote on the Resolutions set forth in the Notice. The Members may cast their votes on electronic voting facility of CDSL from place other than the venue of the AGM ('remote e-voting') which will commence from 9.00 a.m. on Sunday, 17th December, 2017 and ends at 5.00 p.m. on Tuesday, 19th December, 2017. The remote e-voting shall not be allowed thereafter.

Any person who becomes Member of the Company after dispatch of the Notice of the AGM and holding shares as on the Cut-off date may obtain the user ID and password by sending a request at helpdesk.evoting@cdslindia.com or nagesh@binani.net. The detailed procedure for obtaining user ID and password is also described in the Notice of the AGM. If the Member is already Registered with CDSL for e-voting then he/she can use his/her existing user ID and password for casting the vote through remote e-voting.

The Members who have cast their vote using remote e-voting may attend the AGM but shall not be entitled to cast their vote again. The facility for voting through ballot shall also be made available at the AGM and Members attending the AGM who have not exercised their vote by remote e-voting shall be able to vote at the AGM through ballot.

The Notice of AGM and detailed instructions for remote e-voting are also available on the website of CDSL i.e. www.evotingindia.com. In case of any queries regarding e-voting, Members may refer to the Frequently Asked Questions (FAQs) and e-voting manual available under help section at www.evotingindia.com or contact CDSL at Telephone Number 18002005533 or send an e-mail at helpdesk.evoting@cdslindia.com or contact Mr. Nagesh Naik at Corporate Office or send an email at nagesh@binani.net

The results of the e-voting will be declared and communicated within 48 hours from the conclusion of the AGM to the stock exchanges where the shares of the Company are listed and the same along with the Scrutinizer's Report will be placed at the Company's website www.binaniindustries.com and that of CDSL viz. www.evotingindia.com

Notice is also given that pursuant to the provisions of Section 91 of the Companies Act, 2013 read with the Rules framed thereunder and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and the Share Transfer books of the Company will remain closed from Tuesday, 12th December, 2017 to Wednesday 20th December, 2017 (both days inclusive) for the purpose of AGM.

For **Binani Industries Limited**
Sd/-

Visalakshi Sridhar

CFO, Manager and Company Secretary

Place: Mumbai

Dated: 24th November, 2017