

Ref: BIL/SEC/R/15-16/004

Date: 21st December, 2015

To,

Listing Department BSE Limited	Listing Department National Stock Exchange of India Limited	The Listing Department The Calcutta Stock Exchange Limited
Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai 400 001	Exchange Plaza, Bandra Kurla Complex, Bandra (E) , Mumbai – 400 051	7, Lyons Range, Kolkata 700001.
BSE Scrip Code: 500059	NSE Scrip Code: BINANIIND	CSE Scrip Code: 12026

Dear Sirs/Madams,

Sub: Voting Results of the 52nd Annual General Meeting of the Company held on Saturday, 19th December, 2015

With reference to the captioned subject, the Scrutinizer has submitted his report on Monday, 21st December, 2015 and based on the same, the results of voting conducted in respect of 52nd Annual General Meeting of the Company held on 19th December, 2015 in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed herewith. The report of the Scrutinizer is also enclosed for ready reference.

Kindly take the same on your records.

Thanking You,

Yours Faithfully,

For BINANI INDUSTRIES LIMITED

Visalakshi Sridhar

CFO, Manager & Company Secretary

Encl: A/a



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@binani.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 | Fax: +91 33 4008 8802



BINANI INDUSTRIES LIMITED VOTING RESULTS OF THE 52ND ANNUAL GENERAL MEETING HELD ON SATURDAY, 19TH DECEMBER, 2015 AT 3.30 P.M. AT ROTARY SADAN, KOLKATA

Total number of Shareholders as on Record Date	47,623*
No of persons present in the meeting either in person or through proxy	
Promoters and Promoter Group	4*
Public	780*
No of persons attended the meeting through video conferencing	
Promoters and Promoter Group	N.A
Public	N.A

*Number of Member IDs



Resolution Required	ed						Ordinary	
Whether Promoter/Promoter group	Promoter gr		are interested in the agenda/resolution	tion			No	
Category	Mode of			% of Votes	-		% of Votes	% of Votes
	Voting			Polled on			in favour	against on
		No. of shares		outstandin	No. of Votes - in	No. of Votes	on votes	votes
		held	No. of votes polled	g shares	favour	-Against	polled	polled
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[5]	[6]=[[4]/[2]] *100	[7]={[5]/[2]} *100
	E-Voting			ŀ				
	Poll		13,974,189	92.08	13,974,189	•	100.00	•
Fromoter and	Postal	15,175,804						
r romorer Group	Ballot		1	1	1	1	ı	1
	Total		13,974,189	92.08	13,974,189	1	100.00	-
	E-Voting		11,394	1.40	11,394	,	100.00	t
	Poll	1		1	. 1	1	1	ł
Public Institutions Postal	Postal	811,044						
	Ballot		ı	t	1	1	1	ı
	Total		11,394	1.40	11,394	١	100.00	1
	E-Voting		1,150	0.01	1,150	ı	100.00	-
Public Non	Poll	13 600 577	969′9	0.05	985′9	110	98.36	1.64
Institutions	Ballot	1700701	1	*	•	b .		-
	Total		7,846	90.0	7,736	110	98.60	1.40
Total		29,596,425	13,993,429	47.28	13,993,319	011	100.00	00'0
					-	The state of the s		

Note: The Resolution no.1 is passed with requisite majority



Resolution Required	ed						Ordinary	
Vhether Promoter	/Promoter gr	oup are interested	Whether Promoter/Promoter group are interested in the agenda/resolution	tion			No	
Category	Mode of			% of Votes			% of Votes	% of Votes
	Voting			Polled on			in favour	against on
		No. of shares		outstandin	No. of Votes - in	No. of Votes	on votes	votes
		held	No. of votes polled	g shares	favour	-Against	polled	polled
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[2]	[6]={[4]/[2]} *100	[7]=[[5]/[2]] *100
	E-Voting			١	1		,	1
	Poll		13,974,189	92:08	1	13,974,189	1	100.00
r romoter and Promoter Group	Postal	15,175,804						
	ballot		1	-		1	-	1
	Total		13,974,189	92.08	•	13,974,189	ı	100.00
	E-Voting		11,394	1.40	11,394	1	100.00	•
	Poll		•	1		ī	1	1
Public Institutions	Postal	811,044						
	Ballot		1	1	1	1	1	ı
	Total		11,394	1.40	11,394	1	100.00	٦
	E-Voting		1,150	0.01	1,150	ı	100.00	1
Public Mon	Poll		6,646	0.05	3,273	3,373	49.25	50.75
Institutions	Postal	13,609,577						
	Ballot		3	ı	•	1		ı
	Total		961'1	90.0	4,423	3,373	56.73	43.27
Total		29,596,425	13.993.379	47.28	15.817	13.977.562	0.11	68.66



Resolution Required	pa					_	Ordinary	
Whether Promoter/Promoter group are	Promoter gr	oup are interested	interested in the agenda/resolution	tion			Yes#	
Category	Mode of			% of Votes			% of Votes	
	Voting			Polled on			in favour	against on
		No. of shares		outstandin	No. of Votes - in	No. of Votes	on votes	votes
		held	No. of votes polled	g shares	favour	-Against	polled	polled
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[5]	[6]={[4]/[2]} *100	[7]={[5]/[2]} *100
	E-Voting				1	ŀ		,
r.	Poll		13,974,189	95.08	13,974,189	1	100.00	
Promoter and Promoter Groun	Postal	15,175,804						
droin compr	Ballot		ì	ı	1		1	ı
	Total		13,974,189	92.08	13,974,189	1	100.00	*
	E-Voting		11,394	1.40	1	11,394	ı	100.00
	Poll		1	1	1	1	1	1
Public Institutions Postal	Postal	811,044						
	Ballot		1	1	1	ı	1	1
	Total		11,394	1.40	ı	11,394	,	100.00
	E-Voting		1,150	10.0	1,150	t	100.00	•
Dublic Mon	Poll		969′9	0.05	6,561	135	86'26	2.02
Tubir ivon	Postal	13,609,577						
	Ballot		ı	ı	ı	1	1	1
	Total		7,846	90.0	117,7	135	98.28	1.72
Total		29 596 425	13 993 479	86 44	13 981 900	11 520	00 00	80 0

tes: 1. # Ms. Shradha binani belongs to Fromoter Group

2. Resolution No.3 is passed with requisite majority



Resolution Required	p;						Ordinary	
Vhether Promoter/	Promoter gro	oup are interested	Whether Promoter/Promoter group are interested in the agenda/resolution	tion			No	
Category	Mode of			% of Votes			% of Votes	% of Votes
	Voting			Polled on			in favour	against on
		No. of shares		outstandin	No. of Votes - in	No. of Votes	on votes	votes
		held	No. of votes polled	g shares	favour	-Against	polled	polled
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[2]	[6]={[4]/[2]} *100	[7]={[5]/[2]} *100
	E-Voting		1	ł	1	-	ŧ	t
-	Poll		13,974,189	92.08	13,974,189	1	100.00	
Promoter and	Postal	15,175,804						
ionioni dione	Ballot		ı	ı	•	1	1	1
	Total		13,974,189	92.08	13,974,189	•	100.00	•
	E-Voting		11,394	1.40	11,394	-	100.00	1
	Poll		ı	ı	1	1		ι
Public Institutions Postal	Postal	811,044						
	Ballot		ı	ı	•	•		•
	Total		11,394	1.40	11,394	•	100.00	
	E-Voting		1,150	10.01	1,150	1	100.00	1
D1.1:- N	Poll		969′9	0.05	985'9	110	98.36	1.64
	Postal	13,609,577						
	Ballot		•	ı	1	ı	ı	1
	Total		7,846	90.0	7,736	110	09.86	1.40
Toto1		307 203 00	12 002 420	96 41	12 000 210	011	100.00	000

Note: Resolution No.4 is passed with requisite majority



No of votes o	Resolution Required	pa		Resolution Required				Ordinary	
sategory (a) and soft of the state	Whether Promoter/	Promoter gre		in the agenda/resolu	tion			No	
Voting No. of shares Polled on pulstandin pulstandin No. of Votes - in pulstandin	Category	Mode of			% of Votes			% of Votes	
ter and E-Voting		Voting			Polled on			in favour	against on
Foliar Poliar P			No. of shares		outstandin	No. of Votes - in	No. of Votes	on votes	votes
E-Voting			held	No. of votes polled	g shares	favour	-Against	polled	polled
ter and Postal Poll Postal Postal Postal Postal Postal Postal Postal Poll Postal Poll Postal Poll Poll Postal Postal Poll Postal Posta			[1]	[2]	[3]={[2]/[1]} *100	[4]	[5]	[6]={[4]/[2]} *100	[7]=[[5]/[2]] *100
betand Fostal Fostal Fostal Forting Fo		E-Voting		ı	1	i i	1	-	ı
Non Postal E-Voting Four intions Postal E-Voting Four intions Postal E-Voting Four intions and part of the part	<u> </u>	Poll		13,974,189	92.08	13,974,189	-	100.00	1
Ballot Total 13,974,189 92.08 13,974,189 - 1 1 1 1 1 1 1 1 1	Promoter and	Postal	15,175,804						
Total 13,974,189 92.08 13,974,189 - 1 E-Voting Poll 11,394 1.40 11,394 - - Institutions Postal 811,044 - - - - - Ballot - - - - - - - E-Voting 11,394 1,40 11,394 - - - F-Voting Poll 6,696 0.05 6,586 110 - Poll 13,609,577 - - - - - Ballot - - - - - - Total 13,993,429 47.28 13,993,319 110 11	drain manner l	Ballot		•	ı	1	•	ı	1
E-Voting Poll Rall, 294 Rall, 294 Rall, 294 Rall, 294 Rall Rall Rall, 294 Rall Rall Rall Rall Rall Rall Rall Ral		Total		13,974,189	92.08	13,974,189	1	100.00	1
Poll Postal R11,044 R11,044 R11,394 R1,40 R11,394 R1,1044 R1,1054		E-Voting		11,394	1.40	11,394	1	100.00	1
Institutions Postal Ballot Ballot E-Voting Postal Ballot E-Voting Postal Ballot E-Voting Postal Ballot Ballot E-Voting Ballot Ballot Ballot E-Voting Ballot Ballot E-Voting E-		Poll			1	•	-	-	-
E-Voting Postal 13,609,577 Total Total 13,993,429 Total Total 13,609,577 Total Total Total 13,609,577 Total Total 13,609,577 Total 13,609,577 Total 13,993,429 47.28 13,993,319 110 1	Public Institutions	Postal	811,044						
Total Total 11,394 1.40 11,394 - 1 E-Voting		Ballot		_	,	-	ì	ŀ	_
E-Voting		Total		11,394	1.40	11,394	ŧ	100.00	1
Non Litions Ballot Total 29,596,425 13,993,429 47.28 Poll 10 6,696 0.05 6,586 110 110 110 110 110 110 110 110 110 11		E-Voting		1,150	0.01	1,150	1	100.00	٠
Ations Ballot Total 29,596,425 13,993,429 47.28 13,993,319 110 1	DLl:, M.	Poll		969′9	0.05	985′9	110	98.36	1.64
Ballot - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - <td>I ubilic ivoit Institutions</td> <td>Postal</td> <td>13,609,577</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>	I ubilic ivoit Institutions	Postal	13,609,577						
Total 7,846 0.06 7,736 110 29,596,425 13,993,429 47.28 13,993,319 110 1		Ballot		1	1	ı	1	•	1
29,596,425 13,993,429 47.28 13,993,319 110		Total		7,846		7,736	110		1.40
	Total		29,596,425	13,993,429	47.28	13,993,319	110		0.00

Note: Resolution No.5 is passed with requisite majority



Item No.6 - Appon	ntment of Mr	s. Visalaksni Srid	Item No.o - Appointment of Mrs. Visalakshi Sriqnar as Manager of the Company	e company				
Resolution Required	d						Ordinary	
Whether Promoter,	/Promoter gr	oup are interested i	Whether Promoter/Promoter group are interested in the agenda/resolution	ion			No	
Category	Mode of			% of Votes			% of Votes	% of Votes
	Voting			Polled on			in favour	against on
		No. of shares		outstandin	No. of Votes - in	No. of Votes	on votes	votes
		held	No. of votes polled	g shares	favour	-Against	polled	polled
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[2]	[6]={[4]/[2]} *100	[7]={[5]/[2]} *100
	E-Voting			1		1	•	
<u></u>	Poll		13,974,189	92.08	13,974,189		100.00	1
Fromoter and	Postal	15,175,804						
drama manual l	Ballot		1	1	•	1		ı
	Total		13,974,189	92.08	13,974,189		100.00	1
	E-Voting		11,394	1.40	11,394		100.00	
	Poll		ŧ	1	•	ŧ	ī	,
Public Institutions	Postal	811,044			:			
,	Ballot		1	1	ı	1	,	ı
	Total	1	11,394	1.40	11,394	ı	100.00	1
	E-Voting		1,150	10.0	1,150	ı	100.00	-
D.: 61.0	Poll		969′9	20.0	985′9	110	98:36	1.64
Fublic Ivoli Institutions	Postal	13,609,577						
	Ballot		1	ı	1	•	•	I
	Total		7,846	90.0	7,736	110	09.86	1.40
Total		29,596,425	13,993,429	47.28	13,993,319	110	100.00	00.00
	T- (2)							

Note: Resolution No.6 is passed with requisite majority

SHANTINIKETAN | 5TH FLOOR | ROOM NO. 511 | 8, CAMAC STREET | KOLKATA-700 017 TEL : 91 - 33 - 2282 1348, 3052 1719 | E-mail : mbanthia2010@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015]

21st December, 2015

To

The Chairman of the 52nd (Fifty Second) Annual General Meeting (AGM) of Members of BINANI INDUSTRIES LIMITED (CIN: L24117WB1962PLC025584), held on Saturday, 19th day of December, 2015 at 3.30 p.m. at Rotary Sadan, 94/2, Chowringhee Road, Kolkata -700 020, West Bengal.

Dear Sir,

I, Manoj Kumar Banthia, Practicing Company Secretary, appointed by the Board of Directors of BINANI INDUSTRIES LIMITED (the Company) for the purpose of scrutinizing the process of voting through Remote E-voting and by use of ballot at the 52nd Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 [as amended by Companies (Management & Administration) Amendment Rules, 2015] in respect of the below mentioned Resolutions proposed at the 52nd Annual General Meeting of the Company held on Saturday, 19th December, 2015 at 3.30 p.m. at Rotary Sadan, 94/2, Chowringhee Road, Kolkata -700 020, West Bengal do hereby submit my report as follows:

(a) The Notice dated 24th October, 2015 convening the 52nd Annual General Meeting of the Company along with the Statement under section 102 of the Act setting out



SHANTINIKETAN | 5TH FLOOR | ROOM NO-511 | 8, CAMAC STREET | KOLKATA-706 617 HL - 91 - 33 - 2282 1348, 3052 1719 | E-mail - mbanthia2010 egmail.com



all material facts in respect of Resolutions mentioned therein was sent on 23rd November, 2015 to the shareholders of the company.

- (b) The company provided remote e-voting facility offered by Central Depository Services Limited (CDSL) to its Shareholders. At 52nd Annual General Meeting, the Company provided voting facility by way of poll to the shareholders who did not cast their vote through remote e-voting facility.
- (c) The members holding shares either in physical or dematerialized form, as on the "Cut off date" i.e. 11th December, 2015 were entitled to vote on the proposed resolutions.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Wednesday, 16th December, 2015 at 9:00 a.m. and ended on Friday, 18th December, 2015 at 5:00 p.m.
- (e) The member and/or their proxy at the meeting exercised their voting rights at the poll conducted at the Annual General Meeting as stated above.
- (f) After conclusion of voting at the 52nd Annual General Meeting, the votes cast at the meeting were counted first, and thereafter, the votes cast through remote evoting were unblocked in presence of Mrs. Sonam Lakhotia and Mr. Saheb Ali who acted as witnesses in accordance with Rule 20 of the Companies (Management & Administration) Rules, 2014.
- (g) Thereafter, the details containing inter alia, list of the members, who voted "For" or "Against" on each of the resolution that were put to vote, were derived from the ballot forms received at the poll conducted at the meeting as well as the



MKB & Associates Company Secretaries

report generated from the e-voting website of CDSL, https://www.evotingindia.com in respect of remote e-voting.

(h) 3 members have cast their votes through remote e-voting and all such votes are valid. 130 members and/or their proxy have cast their votes through poll at the AGM venue, out of which 22 ballots are invalid.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

Item no. 1 - Ordinary Resolution - To receive, consider and adopt the Audited Financial Statements including Audited Consolidated Financial Statements for the financial year ended 31st March, 2015 together with Reports of the Directors and the Auditors thereon.

	Remote e-v	oting	Voting thr	ough Poll	Consolida	ted Voting Res	sults
	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	3	12544	106	13980775	109	13993319	99.99%
Voted against the resolution	0	0	2	110	2	110	Negligible
Invalid votes	0	0	22	894	22	894	<u> </u>





Item no. 2 - Ordinary Resolution - To declare dividend of Rs. 3/- (Rupees Three only) per Equity Share of the Company subject to receipt of necessary Lenders' approvals.

	Remote e-v	oting	Voting thr	ough Poll	Consolida	ted Voting Res	ults
	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	3	12544	85	3273	88	15817	00.11%
Voted against the resolution	0	0	22	13977562	22	13977562	99.89%
Invalid votes	0	0	22	894	22	894	-

Item no. 3 - Ordinary Resolution - To appoint a Director in place of Ms. Shradha Binani (DIN -00427919), who retires by rotation and being eligible, offers herself for reappointment.

	Remote e-v	voting	Voting thr	ough Poll	Consolida	ted Voting Res	sults
	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	2	1150	105	13980750	107	13981900	99.92%
Voted against the resolution	1	11394	3	135	4	11529	00.08%
Invalid votes	0	0	22	894	22	894	-



Item no. 4 - Ordinary Resolution - To appoint M/s MZSK & Associates, Chartered Accountants, Mumbai (Firm Registration Number-105047W), as Statutory Auditors of the Company to hold office from conclusion of this Fifty-Second Annual General Meeting upto the conclusion of Fifty -Seventh Annual General Meeting, subject to annual ratification by the members at every intervening Annual General Meeting, at a remuneration decided by the Board of Directors/ Audit Committee.

	Remote e-v	oting	Voting thr	ough Poll	Consolida	ted Voting Res	sults
	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	3	12544	106	13980775	109	13993319	99.99%
Voted against the resolution	0	0	2	110	2	110	Negligible
Invalid votes	0	0	22	894	22	894	

Item no. 5 - Ordinary Resolution - To appoint Mrs. Jayantika Dave Burman (DIN - 01585850) as an Independent Director of the company to hold office for a period of 2 years, upto the conclusion of 54th Annual General Meeting and whose office shall not be liable to determination by retirement of directors by rotation.

	Remote e-voting		Voting through Poll		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	3	12544	106	13980775	109	13993319	99.99%
Voted against the resolution	0	0	2	110	2	110	Negligible
Invalid votes	0	0	22	894	22	894	<u>-</u>

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Item no. 6 - Ordinary Resolution - To appoint Mrs. Visalakshi Sridhar, as 'Manager' of the Company for a period of 3 (three) years, with effect from 28th July, 2015, on the terms and conditions as specified in the Explanatory Statement of the notice.

	Remote e-	Remote e-voting		Voting through Poll		Consolidated Voting Results		
	No. of Members who voted	No. of votes	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast	
Voted in favour of the resolution		12544	106	13980775	109	13993319	99.99%	
Voted against the resolution	0	0	2	110	2	110	Negligible	
Invalid votes	0	0	22	894	22	894	-	

Thanking You, Yours Faithfully

For MKB & Associates

Practicing Company Secretary

Manoj Kuma

Membership No.: 11470

COP No.: 7596

Date: 21st December, 2015

Place: Kolkata