

Ref No. : BIL/AGM/VR/19-20

Date . : 29.12.2020

Listing Department BSE Limited	Listing Department National Stock Exchange of India Limited	The Listing Department The Calcutta Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001	Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051	7, Lyons Range, Kolkata-700001
BSE Scrip Code: 500059	Code: BINANIIND	CSE Scrip Code: 12026

ISIN No.: INE071A01013

Dear Sirs,

Sub: Disclosure under Regulation 30 and 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 (“Listing Regulation”) – Brief proceedings and details of the voting results of the 57th Annual General Meeting of the Company.

Pursuant to Regulation 30 of the Listing Regulations, we enclose herewith the details regarding the brief proceedings of the Annual General Meeting (AGM) of the Company held on Tuesday, 29th December, 2020 at 1.00 P.M. as Annexure A.

Further, pursuant to Regulation 44(3) of the Listing Regulations, we are submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format.

We are also enclosing the report of the scrutinizer on the e-Voting.

The above information is also uploaded on the website of the Company.

You are requested to take the same on records.

Thanking you,

Yours sincerely,
For Binani Industries Limited



Visalakshi Sridhar
Managing Director, CFO & Company Secretary
Din 07325198

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: 08100326795 / 08100126796 | Fax: +91 33 4008 8802

Proceedings of the AGM

The Fifty Seventh Annual General Meeting ('AGM') of Binani Industries Limited ('the Company'), was held on Tuesday, December 29, 2020 at 1:00 P.M. (IST) through Video Conference or Other Audio-Visual Means. Mr. Rajesh Kumar Bagri, Director of the Company, chaired the meeting and after ascertaining the quorum, called the meeting to order at 01:00 p.m. The Chairman welcomed the Members to the AGM. The Chairman informed the Members that In view of the continuing COVID-19 pandemic, and to ensure social distancing norms, the Fifteenth Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means, in accordance with various circulars issued by the Ministry of Corporate Affairs in this regard and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations 2015. The members of the Board who were attending the meeting then introduced themselves. The Chairman informed that the Mr. Abuali Darukhanawala, Partner of Statutory Auditors M/s. V.P. Thacker & Co. Statutory Auditors and Mrs. Uma Lodha, Practising Company Secretary of M/s. Uma Lodha & Co. , Secretarial Auditor were not present due to preoccupation. The Chairman also informed the Members that there was no proxy facility available for this meeting, as it was dispensed by MCA while other statutory registers were available for inspection electronically. The Chairman informed that the Notice of the meeting was already sent to the members and therefore was taken as read. He mentioned that the Auditors Report as well as Secretarial Auditors Report which contained qualification, was taken as read with the consent of the shareholders. The Chairman addressed the shareholders highlighting inter-alia the performance of the Company for the financial year 2019-20, performance of various businesses.

Mr. Rajesh Kumar Bagri, Director of the Company informed the Members that the Company had provided the facility of "remote e-voting" for voting on the resolutions contained in the Notice calling the AGM. He also informed that the Company has provided the facility to vote at the meeting through e-voting platform of NSDL to those Members who did not exercise their vote through remote e-voting. He further informed that Mr. Mohammed Aabid of M/s. Aabid & Co. Practicing Company Secretaries were appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM and they would hand over the combined report on voting within forty eight hours of conclusion of the AGM. The Chairman then invited the Members who had registered themselves in advance by sending request from their registered email id to express their views/ask questions in the AGM. The Chairman replied to the queries raised in the AGM.

The Chairman thanked the Members for attending the Meeting and declared the meeting as concluded and informed that those Members who have not voted through remote e-voting may cast their votes during next 15 minutes and authorised the Company Secretary of the Company to receive the voting results and intimate same to the stock exchanges. Items of business as mentioned in the Notice convening the AGM, which were put to vote through remote e-voting and voting at the AGM



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DETAILS OF THE PROCEEDING OF THE ANNUAL GENERAL MEETING

Sl.No.	Particulars	Details
1.	Date of Annual General Meeting.	Tuesday (29 th December, 2020)
2.	Total Number of Shareholders as on Cut off Date (22 nd December, 2020)	Equity - 43281 Preference - 1** ----- 43282
3.	Number of shareholders present in the meeting either in person or through proxy. <ul style="list-style-type: none"> • Promoters & Promoters Group • Public • Preference Shareholder 	Not Applicable
4.	Number of shareholders attending the Annual General Meeting through Video Conferencing. <ul style="list-style-type: none"> • Promoters & Promoters Group • Public 	3 41

*shareholding under multiple member IDs of promoter group have been consolidated.

** In terms of Section 47(2) of Companies Act, 2013, Pref. Shareholder have right to vote on all resolutions placed before the Company on account of non payment of dividend.

**Binani Industries Limited**

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RESULTS OF THE 57th ANNUAL GENERAL MEETING.

Sl.No.	Agenda	Resolution (Ordinary / Special)	Mode of Voting	Remarks
1.	Adoption of the Audited Financial Statements including Audited Consolidated Financial Statements for the year ended 31 st March, 2020 together with Reports of the Board of Directors and the Auditors thereon.	Ordinary	e-Voting	Passed with requisite majority
2.	To appoint a Director in place of Mr. Braj Binani (DIN – 00009165), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary	e-Voting	Passed with requisite majority
3.	To appoint M/s. V. P. Wacker & Co., Chartered Accountants as Statutory Auditors of the Company and fix their remuneration	Ordinary	e-Voting	Passed with requisite majority
4.	To consider and Approve Related Party Transactions.	Ordinary	e-Voting	Passed with requisite majority

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Resolution Details(1)									
Resolution Required					NO				
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*10	% of votes - in Against (7)=[(5)/(2)]*10	
Promoter and Promoter Group	E-voting		16503654	100.0000	16503654	0	100.0000	0	0.0000
	Poll		0	0.0000	0	0	0.0000	0	0.0000
	Postal Ballot(if a	16503654	0	0.0000	0	0	0.0000	0	0.0000
	Total		16503654	100.0000	16503654	0	100.0000	0	0.0000
Public Institutions	E-voting		0	0.0000	0	0	0.0000	0	0.0000
	Poll		0	0.0000	0	0	0.0000	0	0.0000
	Postal Ballot(if a	653895	0	0.0000	0	0	0.0000	0	0.0000
	Total		653895	0	0	0	0.0000	0	0.0000
Public Non-Institutions	E-voting		25902	0.1823	25686	216	99.1661	0	0.8339
	Poll		0	0.0000	0	0	0.0000	0	0.0000
	Postal Ballot(if a	14208626	0	0.0000	0	0	0.0000	0	0.0000
	Total		14208626	0.1823	25686	216	99.1661	0	0.8339
Total		31366175	16529556	52.6987	16529340	216	99.9987	216	0.0013



Resolution Details(2)									
Resolution Required					NO				
Whether promoter/ promoter group are interested in the agenda/resolution?					To appoint a Director in place of Mr. Braj Binani (DIN - 00009165), who retires by rotation and being eligible, offers himself for reappointment				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes in favour (4)	No. of votes in Against (5)	% of votes in favour (6) = [(4)/(2)]*100	% of votes - in Against (7) = [(5)/(2)]*100	
Promoter and Promoter Group	E-voting		16503654	100.0000	16503654	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot(if a	16503654	0	0.0000	0	0	0.0000	0.0000	
	Total		16503654	100.0000	16503654	0	100.0000	0.0000	
Public Institutions	E-voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot(if a	653895	0	0.0000	0	0	0.0000	0.0000	
	Total		653895	0.0000	0	0	0.0000	0.0000	
Public Non-Institutions	E-voting		25902	0.1823	25675	227	99.1236	0.8764	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot(if a	14208626	0	0.0000	0	0	0.0000	0.0000	
	Total		14208626	0.1823	25675	227	99.1236	0.8764	
Total		31366175	16529556	52.6987	16529329	227	99.9986	0.0014	



Resolution Details(3)									
Resolution Required					To appoint M/s. V. P. acker & Co., Chartered Accountants as Statutory Auditors of the Company and fix their remuneration				
Whether promoter/ promoter group are interested in the agenda/resolution? No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-voting		16503654	100.0000	16503654	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot(if a	16503654	0	0.0000	0	0	0.0000	0.0000	
	Total	16503654	16503654	100.0000	16503654	0	100.0000	0.0000	
Public Institutions	E-voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot(if a	653895	0	0.0000	0	0	0.0000	0.0000	
	Total	653895	0	0.0000	0	0	0.0000	0.0000	
Public Non-Institutions	E-voting		25902	0.1823	25690	212	99.1815	0.8185	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot(if a	14208626	0	0.0000	0	0	0.0000	0.0000	
	Total	14208626	25902	0.1823	25690	212	99.1815	0.8185	
Total		31366175	16529556	52.6987	16529344	212	99.9987	0.0013	



Resolution Required		Resolution Details(4)						
Resolution Required		To consider and Approve Related Party Transactions						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	(1)	(2)	[(2)/(1)]*100	(4)	(5)	0	0
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot(if a Total	16503654		0.0000	0	0	0.0000	0.0000
Public Institutions	E-voting			0.0000	0	0	0.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot(if a Total	653895		0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-voting		25902	0.1823	25686	216	99.1661	0.8339
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot(if a Total	14208626	25902	0.1823	25686	216	99.1661	0.8339
Total		31366175	25902	0.0826	25686	216	99.1661	0.8339



REPORT OF SCRUTINIZER

(Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management & Administration) Rules 2014 as amended by Companies (Management & Administration) Rules 2015.

To,
The Chairman,
Binani Industries Limited
Registered Office: 37/2, Chinar Park, New Town, Rajarhat Main
Road, P.O. Hatiara Kolkata 700157 West Bengal

Sub: Scrutinizer Report of E-Voting/ Remote E-Voting at 57th Annual General Meeting (AGM) of the Company.

Dear Sir,

I, Mohammed Aabid, Practicing Company Secretaries had been appointed as the Scrutinizer by the Board of Directors of **Binani Industries Limited** (hereinafter referred as 'the Company') for the purpose of scrutinizing the process of voting through remote e-voting and e-voting at the 57th Annual General Meeting (AGM) of the Company pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended by the Companies (Management & Administration) Rules 2015 in respect of the below mentioned resolutions proposed through notice dated 25th November, 2020 at the AGM of the Company held on 29th December, 2020 at 01:00 p.m. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

Pursuant to General Circular(s) No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 05th May, 2020 respectively as issued by Ministry of Corporate Affairs, an advertisement was published in Financial Express (English) and Aaj Kal (Bengali) in the publication dated 05th December, 2020 specifying the date and time of the AGM, availability of the notice on Company's website at www.binaniindustries.com on the website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com National Stock Exchange of India Limited at www.nseindia.com The Calcutta Stock Exchange Limited at www.cse-india.com and on the website of NSDL at www.evoting.nsdl.com.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and e-voting by the shareholders of the Company.

The shareholders of the Company holding shares either in physical or dematerialized form as on the cutoff date i.e. 22nd December, 2020 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 4 in the Notice of AGM of the Company .

The voting period for remote e-voting and e-voting commenced on Saturday, 26th December, 2020 at 09:00 a.m. and ended on Monday 28th December, 2020 at 5:00 p.m. and the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked. E voting was also allowed during the course of the AGM which continued upto 15 minutes after the conclusion of the AGM for those shareholders who has not cast their vote through remote e-voting process. The Meeting started at 1.00 p.m. and concluded at 1.48 p.m.



I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the NSDL e-voting system.

I now submit my report on the results of remote e-voting and e-voting in relation to the Resolutions considered at the 57th AGM held on 29th December, 2020.

ORDINARY BUSINESS

Item No. 1: Ordinary Resolution

To receive, consider and adopt the audited financial statements including Audited Consolidated Financial Statements for the financial year ended March 31, 2020, together with reports of the Board of Directors and the Auditors thereon.

I. Voted in favour of the resolution:

	Number of members voted through electronic voting system.	Number of Votes cast(Shares)	% of total number of valid votes cast
Remote E-voting	82	16529340	100.00
E-voting at AGM	0	0	0
Total	82	16529340	100.00

II. Voted against the resolution:

	Number of members voted through electronic voting system.	Number of Votes cast(Shares)	% of total number of valid votes cast
Remote E-voting	8	216	0.00
E-voting at AGM	0	0	0
Total	8	216	0.00

III. Invalid votes: Nil



ORDINARY BUSINESS**Item No. 2: Ordinary Resolution**

To appoint a Director in place of Mr. Braj Binani (DIN: 00009165), who retires by rotation and being eligible offers himself for re-appointment.

I. Voted in favour of the resolution:

	Number of members voted through electronic voting system.	Number of Votes cast(Shares)	% of total number of valid votes cast
Remote E-voting	85	16529329	100.00
E-voting at AGM	0	0	0
Total	85	16529329	100.00

II. Voted against the resolution:

	Number of members voted through electronic voting system.	Number of Votes cast(Shares)	% of total number of valid votes cast
Remote E-voting	5	227	0.00
E-voting at AGM	0	0	0
Total	5	227	0.00

III. Invalid votes: Nil



ORDINARY BUSINESS**Item No. 3: Ordinary Resolution**

To re-appoint M/s. V. P. Thacker & Co. Chartered Accountants (Firm Registration No. 118696W) as Statutory Auditors.

I. Voted in favour of the resolution:

	Number of members voted through electronic voting system.	Number of Votes cast(Shares)	% of total number of valid votes cast
Remote E-voting	85	16529344	100.00
E-voting at AGM	0	0	0
Total	85	16529344	100.00

II. Voted against the resolution:

	Number of members voted through electronic voting system.	Number of Votes cast(Shares)	% of total number of valid votes cast
Remote E-voting	5	212	0.00
E-voting at AGM	0	0	0
Total	5	212	0.00

III. Invalid votes: Nil



SPECIAL BUSINESS**Item No. 4: Ordinary Resolution:****To consider and approve Related Party Transactions****I. Voted in favour of the resolution:**

	Number of members voted through electronic voting system.	Number of Votes cast(Shares)	% of total number of valid votes cast
Remote E-voting	73	25686	100.00
E-voting at AGM	0	0	0
Total	73	25686	100.00

II. Voted against the resolution:

	Number of members voted through electronic voting system.	Number of Votes cast(Shares)	% of total number of valid votes cast
Remote E-voting	8	216	0.00
E-voting at AGM	0	0	0
Total	8	216	0.00

III. Invalid votes: Nil

The Register, all other papers and relevant records relating to electronic voting shall remain in our' safe custody until the Chairman considers, approves and signs the Minutes of the 57th Annual General Meeting and the same are handed over to the Compliance Officer for safe keeping.

Thanking You
Yours Faithfully,

Place: Mumbai

Date: 29th December, 2020



For Aabid & Co
Company Secretaries

Mohammed Aabid
Partner

Membership No.: F6579
COP No.: 6625
UDIN: F006579B001720126

Countersigned by

Visalakshi Sridhar
Managing Director, CFO &
Company Secretary
DIN : 07325198