

Ref No. : BIL/AGM/VR/20-21

Date . : 30.12.2021

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 58th 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 Thursday, 30th December, 2021 at 2.00 P.M. as Annexure A.

We hereby inform you that we have received a communication from Mr. Souren Chatterjee that he is withdrawing his consent to be appointed for a second term as Independent Director.

Consequently, the Special resolution No. 4 for consideration of Mr. Souren Chatterjee as Independent director for the second term was withdrawn. A copy of the communication received is enclosed.

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 Eighth Annual General Meeting ('AGM') of Binani Industries Limited ('the Company'), was held on Thursday, December 30, 2021 at 2:00 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 02:00 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 Fifty Eighth 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 were introduced.

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 present at the Meeting through Video Conference. 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 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 2020-21, 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.	30.12.2021
2.	Total Number of Shareholders as on Cut off Date (23 rd December, 2021)	Equity - 43206
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



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RESULTS OF THE 58th 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, 2021 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. Rajesh Kumar Bagri (DIN – 00191709), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary	e-Voting	Passed with requisite majority
3.	To Re-appoint Mrs. Visalakshi Sridhar (DIN: 07325198) as Managing Director and payment of remuneration	Special	e-Voting	Passed with requisite majority
4.	To Re-appoint Mr. Souren Kumar Chatterjee (DIN-08438486) as Independent Director	Special	e-voting	Withdrawn
5.	To consider and Approve Related Party Transactions.	Ordinary	e-Voting	Passed with requisite majority

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From:
Souren Kumar Chatterjee
19/2 Pashupati Bhattacharya Road
Kolkata - 700034.

30th December, 2021

To
The Board of Directors
Binani Industries Limited
CIN L24117WB1962PLC025584
37/2, Ghinar Park, New Town,
Rajarhat Main Road P.O. Hatjara
Kolkata 700157

Dear Sir,

I hereby withdraw my consent to be appointed as independent director for the second term

I thank you for giving an opportunity to serve the Company as Independent Director

Thanking you

Yours truly



(Souren Kumar Chatterjee)

Binani Industries Limited

1 - To receive, consider and adopt the Audited Financial Statements including Audited Consolidated Financial Statements for the financial year ended 31st March, 2021 together with Reports of the Board of Directors and the Auditors thereon.

Resolution Required : (Ordinary)		No									
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]	% 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	E-Voting		16503654	100.0000	16503654	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	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	653895	0	0.0000	0	0	0.0000	0.0000			
	Total										
Public Non Institutions	E-Voting		10576	0.0744	10202	374	96.4637	3.5363			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	14208626	0	0.0000	0	0	0.0000	0.0000			
	Total		10576	0.0744	10202	374	96.4637	3.5363			
Total		31366175	16514230	52.6498	16513856	374	99.9977	0.0023			



Binani Industries Limited

2 - To appoint a Director in place of Mr. Rajesh Kumar Bagri (DIN – 00191709), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required : (Ordinary)		No									
Category	Mode of Voting	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	E-Voting		16503654	100.0000	16503654	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	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	653895	0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
Public Non Institutions	E-Voting		10576	0.0744	10142	434	95.8964	4.1036			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	14208626	0	0.0000	0	0	0.0000	0.0000			
	Total		10576	0.0744	10142	434	95.8964	4.1036			
Total		31366175	16514230	52.6498	16513796	434	99.9974	0.0026			



Binani Industries Limited

3 - To Re-appoint Mrs. Visalakshi Sridhar (Din No. 07325198) as Managing Director and payment of remuneration

Resolution Required : (Special)		3 - To Re-appoint Mrs. Visalakshi Sridhar (Din No. 07325198) as Managing Director and payment of remuneration									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled		% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$	No	Whether promoter/ promoter group are interested in the agenda/resolution?
			[2]	16503654							
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	16503654	0	0.0000	0	0	0.0000	0.0000			
	Total		16503654	100.0000	16503654	0	100.0000	0.0000	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	653895	0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000	0.0000		
Public Non Institutions	E-Voting		10576	0.0744	10092	484	95.4236	4.5764			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	14208626	0	0.0000	0	0	0.0000	0.0000			
	Total		10576	0.0744	10092	484	95.4236	4.5764	0.0000		
Total		31366175	16514230	52.6498	16513746	484	99.9971	0.0029			



Binani Industries Limited

Resolution Required : (Special)										
4 - To Re-appoint Mr. Souren Kumar Chatterjee (DIN – 08438486) as Independent Director										
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]	% 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	E-Voting		1804390	10.9333	1804390	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	16503654	0	0.0000	0	0	0.0000	0.0000		
	Total		1804390	10.9333	1804390	0	100.0000	0.0000	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	653895	0	0.0000	0	0	0.0000	0.0000		
	Total		0	0.0000	0	0	0.0000	0.0000	0.0000	
Public Non Institutions	E-Voting		10576	0.0744	9892	684	93.5325	6.4675		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	14208626	0	0.0000	0	0	0.0000	0.0000		
	Total		10576	0.0744	9892	684	93.5325	6.4675	6.4675	
Total		31366175	1814966	5.7864	1814282	684	99.9623	0.0377		



Binani Industries Limited

5 - To consider and approve Related Party Transaction									
Resolution Required : (Ordinary)									
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]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$	
Promoter and Promoter Group	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	16503654	0	0.0000	0	0	0.0000	0.0000	
	Total		0	0.0000	0	0	0.0000	0.0000	
	E-Voting		0	0.0000	0	0	0.0000	0.0000	
Public Institutions	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	653895	0	0.0000	0	0	0.0000	0.0000	
	Total		0	0.0000	0	0	0.0000	0.0000	
	E-Voting		10576	0.0744	9682	894	91.5469	8.4531	
Public Non Institutions	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	14208626	0	0.0000	0	0	0.0000	0.0000	
	Total		10576	0.0744	9682	894	91.5469	8.4531	
	E-Voting		10576	0.0337	9682	894	91.5469	8.4531	



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 58th Annual General Meeting and the same are handed over to the Compliance Officer for safe keeping.

Enc: Copy of Letter received from Mr. Souren Kumar Chatterjee for his withdrawal as an Independent Director

Thanking You
Yours Faithfully,

For Aabid & Co.

Company Secretary


Mohammed Aabid

Partner

Membership No.: F6579

C. P. No.: 6625

UDIN: F006579C002007721



Place: Mumbai

Date: 30th December 2021

Countersigned



Chairman

