



BINNY LIMITED

Estd 1799
CIN No. : L 17111TN1969PLC005736

January 2, 2026

Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort,
Mumbai - 400 001

BSE Limited, (Security Code: 514215)

Sub: Disclosure of Voting Results of the 56th Annual General Meeting of the Company held on Wednesday December 31, 2025 - Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

In compliance with Regulation 44 and other applicable provisions of the SEBI Listing Regulations, please find enclosed Voting Results (remote e-voting and e-voting at the 55th Annual General Meeting of the business transacted at the 56th Annual General Meeting of the Company held on Wednesday December 31, 2025 at 2.30 pm (IST) through video conferencing/any other audio visual means facility in the prescribed format as required under Regulation 44(3) of the Listing Regulations together with the Scrutinizer's Report thereon as Annexure I.

The combined voting results (i.e., result of remote e-voting and e-voting conducted at the AGM) along with the Scrutinizers Report dated January 2, 2026 is available on the website of the Company at <https://binnylimited.in> and on the website of Central Depository Services Limited i.e. www.evoting.cDSL.com.

Agenda-wise disclosure separately for each agenda item is given hereunder:

Thanking you,

Yours sincerely
For **BINNY LIMITED**

Sudhir Anand
Company Secretary and Compliance Officer
ACS No: A10202



1. To receive, consider and adopt the Audited

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER-GROUP P	E-VOTING	12543626	12537876	99.95	12537876	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		12543626	12537876	99.95	12537876	0	100
PUBLIC-INSTITUTIONS	E-VOTING	449383	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		449383	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	9326401	944710	10.13	915326	29384	96.89	3.11
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		3779065	0	3779064	1	100	0
	SUB TOTAL		9326401	4723775	50.65	4694390	29385	99.38
GRAND TOTAL		22319410	17261651	77.34	17232266	29385	99.83	0.17

2. To appoint a director in place of Mr.

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER-GROUP P	E-VOTING	12543626	12537876	99.95	12537876	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		12543626	12537876	99.95	12537876	0	100
PUBLIC-INSTITUTIONS	E-VOTING	449383	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		449383	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	9326401	944710	10.13	915326	29384	96.89	3.11
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		3779065	0	3779064	1	100	0
	SUB TOTAL		9326401	4723775	50.65	4694390	29385	99.38
GRAND TOTAL		22319410	17261651	77.34	17232266	29385	99.83	0.17

3. Approval of the shareholders be and is

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER-GROUP P	E-VOTING	12543626	12537876	99.95	12537876	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		12543626	12537876	99.95	12537876	0	100
PUBLIC-INSTITUTIONS	E-VOTING	449383	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		449383	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	9326401	944710	10.13	915326	29384	96.89	3.11
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		3779065	0	1	0	0	0
	SUB TOTAL		9326401	4723775	50.65	915326	29385	96.89
GRAND TOTAL		22319410	17261651	77.34	13453202	29385	99.78	0.17



4. Order of the Securities and Exchange

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are		No						
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER~GROUP	E-VOTING	12543626	12537876	99.95	12537876	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		12543626	12537876	99.95	12537876	0	100
PUBLIC-INSTITUTIONS	E-VOTING	449383	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		449383	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	9326401	944710	10.13	915281	29429	96.88	3.12
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		3779065	0	3779064	1	100	0
	SUB TOTAL		9326401	4723775	50.65	4694345	29430	99.38
GRAND TOTAL		22319410	17261651	77.34	17232221	29430	99.83	0.17

5. To remove Mr. Rajeev Bakshi (DIN:

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are		No						
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER~GROUP	E-VOTING	12543626	12537876	99.95	12537876	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		12543626	12537876	99.95	12537876	0	100
PUBLIC-INSTITUTIONS	E-VOTING	449383	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		449383	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	9326401	944710	10.13	915326	29384	96.89	3.11
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		3779065	0	3779064	1	100	0
	SUB TOTAL		9326401	4723775	50.65	4694390	29385	99.38
GRAND TOTAL		22319410	17261651	77.34	17232266	29385	99.83	0.17

6. To remove Mrs. Jamuna (DIN: 10550658)

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are		No						
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER~GROUP	E-VOTING	12543626	12537876	99.95	12537876	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		12543626	12537876	99.95	12537876	0	100
PUBLIC-INSTITUTIONS	E-VOTING	449383	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		449383	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	9326401	944710	10.13	915326	29384	96.89	3.11
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		3779065	0	3779064	1	100	0
	SUB TOTAL		9326401	4723775	50.65	4694390	29385	99.38
GRAND TOTAL		22319410	17261651	77.34	17232266	29385	99.83	0.17





CONSOLIDATED REPORT OF THE SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xii) of the Companies (Management and Administration) Rules, 2014)

To,

**The Chairman,
Binny Limited,
No: 1, Cooks Road, Otteri, Perambur, Chennai,
Tamil Nadu, India, 600012**

Dear Sir,

CONSOLIDATED REPORT OF THE SCRUTINIZER ON THE E-VOTING RESULTS OF THE FIFTY SIXTH ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF BINNY LIMITED (CIN: L17111TN1969PLC005736) HELD ON WEDNESDAY 31ST DECEMBER, 2025 AT 02:30 P.M (IST) THROUGH VIDEO CONFERENCING/OTHER AUDIO-VISUAL MEANS ("VC"/OAVM")

The Ministry of Corporate Affairs ("MCA") permitted holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. In compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 09/2024 dated September 19, 2024 and the latest being Circular dated September 22, 2025, (hereinafter together referred as "Circulars"), has permitted the Companies to conduct the AGM through VC/OAVM until further notice and the Securities and Exchange Board of India ("SEBI") also issued Circular dated May 12, 2020, October 3, 2024 and the requirement of Regulation 44(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations") is dispensed with temporarily.

**SPNP & ASSOCIATES
Practising Company Secretaries**

**No.10/28, II Floor, 3rd Cross Street, R.K. Nagar, Raja Annamalaipuram, Chennai - 600 028.
spnnpassociates@gmail.com # Phone: 044 4215 3510, 4320 1250, Mobile: 95660 33011**

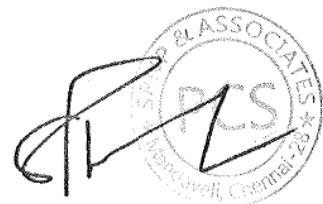




In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA circulars, the appointment of proxy (ies) to attend and cast vote for the Members at this AGM was not necessary. Members were given the option of voting via remote e-voting and e-voting at the 56th AGM as detailed in the Notice of the 56th AGM and the Members who attended the Meeting through VC/OAVM were counted for the purpose of reckoning the quorum under Section 103 of the Act.

In compliance with above MCA Circulars read with the provisions of the Act and Listing Regulations, the 56th Annual Report for the F.Y. 2024-25 also containing Notice of the AGM was sent by email to all the Members whose email addresses were registered with the Company/Company's Registrar and Share Transfer Agent, Cameo Corporate Services Limited ('RTA')/Depository Participant(s) (DPs) on December 09, 2025. In case of Members whose email addresses were not so registered, the Company had sent them a letter providing the web-link along with the path to access the Annual Report for the F.Y.2024-25 (including the Notice of AGM) pursuant to Regulation 36(1)(b) of the Listing Regulations.

I, Sriram Parthasarathy, Practicing Company Secretary Membership No.: FCS 4862 and Certificate of Practice No.: 3310 Partner of SPNP & Associates, was appointed as Scrutinizer by the Board of Directors of the Company to scrutinize the process of remote e-voting and e-voting at the 56th AGM held on Wednesday, December 31, 2025 through VC"/OAVM pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ('Rules') and the Regulation 44 of the Listing Regulations , in respect of resolutions contained in the Notice of the 56th AGM dated December 04, 2025.



**SPNP & Associates
Practising Company Secretaries**

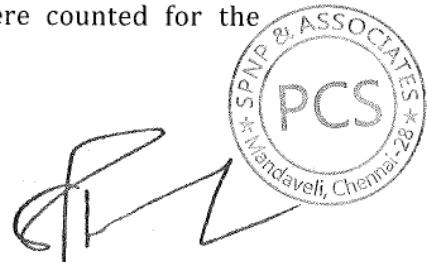
No. 10/28, II Floor, 3rd Cross Street, R.K. Nagar, Raja Annamalaipuram, Chennai – 600028
spnnpassociates@gmail.com # Phone: 044 4215 3510, 4320 1250, Mobile: 9566033011



The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through electronic means i.e., by remote e-voting and e-voting at the 56th AGM for the resolutions contained in the Notice of the 56th AGM dated December 31, 2025. My responsibility as a scrutinizer is restricted to ensure that the voting process through remote e-voting and e-voting at the 56th AGM is conducted in a fair and transparent manner and to make a Consolidated Scrutinizer Report of the votes cast 'Favour' or 'Against' the resolutions contained in the Notice dated December 04, 2025.

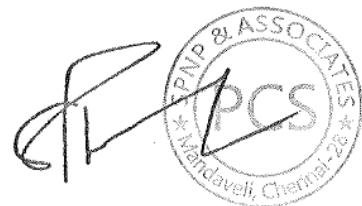
Report on scrutiny:

1. The Company has entered into an arrangement with Central Depository Services (India) Limited ("CDSL"), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting and e-voting at the AGM.
2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 24th December, 2025.
3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Sunday, December 28, 2025 (9:00 Hours IST) till Tuesday, 30th December, 2025 (17:00 Hours IST) preceding the date of the AGM.
4. As on the cut-off date i.e. 24th December 2025, there were 12096 Shareholders.
5. At the end of remote e-voting period on December 30, 2025 at 5.00 PM, voting portal of CDSL was blocked forthwith.
6. 43 Shareholders attended the AGM through VC/OAVM and were counted for the purpose of reckoning the quorum under Section 103 of the Act.





7. After the conclusion of the AGM on Wednesday, December 31, 2025 at 2:42 P.M, the votes cast through remote e-voting and e-voting at the AGM were unblocked by me in the presence of K.K.Kanmani and Keerthana.
8. The voting records of votes cast at the AGM and remote e-voting records were reconciled with the records maintained by M/s. Cameo Corporate Services Limited, the Registrar and Share Transfer Agents (RTA) of the Company along with the authorizations lodged with the RTA/Company. The voters were also scrutinized for the purpose of eliminating duplicate voting (i.e.) on remote e-voting as well as voting at the AGM through VC/OAVM.
9. The total votes casted in favor or against all the resolutions proposed in the Notice of the AGM are as under:





CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS AND E- VOTING AT THE AGM IS AS UNDER:

ORDINARY BUSINESS:

ITEM NO. 1: AS AN ORDINARY RESOLUTION

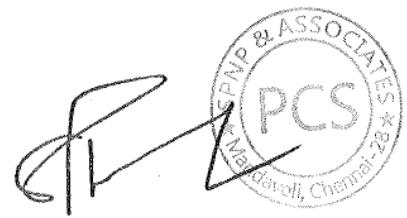
To receive, consider and adopt the Audited Financial Statements of the Company together with the Reports of the Auditors and Board of Directors thereon for the Financial Year ended March 31, 2025.

Voting	Voted in favor of the resolution		Voted against the resolution		Votes invalid	
	Through E-voting at AGM	Through remote e-voting	Through E-voting at AGM	Through remote e-voting	Through E-voting at AGM	Through remote e-voting
Number of Members voted	1	52	1	6	-	-
Number of Votes Cast by Members	37,79,064	1,34,53,202	1	29,384	-	-
% of total number of valid votes cast	100%	99.78%	0	0.22	-	-

CONSOLIDATED RESULT ON VOTING ITEM NO: 1

PERCENTAGE OF VOTES IN FAVOR: 99.83%

PERCENTAGE OF VOTES AGAINST: 0.17%



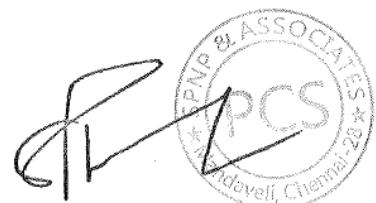
SPNP & Associates
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ITEM NO.2: AS AN ORDINARY RESOLUTION

To appoint a director in place of Mr. Nutrajan Ramesh (DIN: 00356383) Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

Voting	Voted in favor of the resolution		Voted against the resolution		Votes invalid	
	Through E-voting at AGM	Through remote e-voting	Through E-voting at AGM	Through remote e-voting	Through E-voting at AGM	Through remote e-voting
Number of Members voted	1	52	1	6	-	-
Number of Votes Cast by Members	37,79,064	1,34,53,202	1	29,384	-	-
% of total number of valid votes cast	100%	99.78%	0	0.22%	-	-

CONSOLIDATED RESULT ON VOTING ITEM NO: 2
PERCENTAGE OF VOTES IN FAVOR: 99.83%
PERCENTAGE OF VOTES AGAINST: 0.17%




SPECIAL BUSINESS:

ITEM NO.3: AS AN SPECIAL RESOLUTION

To grant approval to the Board of Directors of the Company to enter into a Joint Development Agreement JDA with M s Osian Constructions Private Limited

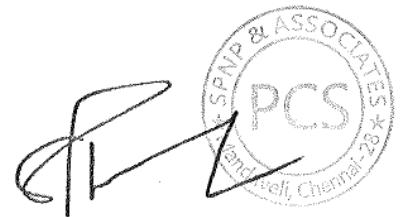
Voting	Voted in favor of the resolution		Voted against the resolution		Votes invalid*	
	Through E-voting at AGM	Through remote e-voting	Through E-voting at AGM	Through remote e-voting	Through E-voting at AGM	Through remote e-voting
Number of Members voted	-	52	1	6	1	-
Number of Votes Cast by Members	-	1,34,53,202	1	29,384	37,79,064	-
% of total number of valid votes cast	-	99.78%	0	0.22%	100	-

CONSOLIDATED RESULT ON VOTING ITEM NO: 3

PERCENTAGE OF VOTES IN FAVOR: 99.78%

PERCENTAGE OF VOTES AGAINST: 0.22%

***Note: The votes cast by SPR Construction Private Limited are excluded and treated as invalid, as the said entity is a related party to the transaction.**



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ITEM NO.4: AS AN SPECIAL RESOLUTION

To take note that pursuant to the order of the Securities and Exchange Board of India dated 31st July 2024 Company has filed an affidavit of compliance before SAT in this regard as recorded in the proceedings before the Securities Appellate Tribunal SAT

Voting	Voted in favor of the resolution		Voted against the resolution		Votes invalid	
	Through E-voting at AGM	Through remote e-voting	Through E-voting at AGM	Through remote e-voting	Through E-voting at AGM	Through remote e-voting
Number of Members voted	1	51	1	7	-	-
Number of Votes Cast by Members	37,79,064	1,34,53,157	1	29,429	-	-
% of total number of valid votes cast	100	99.78	0	0.22	-	-

CONSOLIDATED RESULT ON VOTING ITEM NO: 4
PERCENTAGE OF VOTES IN FAVOR: 99.83%
PERCENTAGE OF VOTES AGAINST: 0.17%


ITEM NO.5: AS AN SPECIAL RESOLUTION

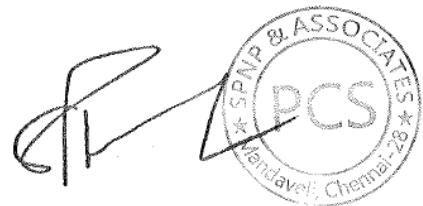
To remove Mr. Rajeev Bakshi (DIN: 00032253) from the office of Independent Director of the Company with effect from the date of this meeting pursuant to Section 115 read with Section 169 of the Companies Act, 2013

Voting	Voted in favor of the resolution		Voted against the resolution		Votes invalid	
	Through E-voting at AGM	Through remote e-voting	Through E-voting at AGM	Through remote e-voting	Through E-voting at AGM	Through remote e-voting
Number of Members voted	1	52	1	6	-	-
Number of Votes Cast by Members	37,79,064	1,34,53,202	1	29,384	-	-
% of total number of valid votes cast	100%	99.78%	0	0.22%	-	-

CONSOLIDATED RESULT ON VOTING ITEM NO: 5

PERCENTAGE OF VOTES IN FAVOR: 99.83%

PERCENTAGE OF VOTES AGAINST: 0.17%



ITEM NO.6: AS AN SPECIAL RESOLUTION

To remove Mrs. Jamuna (DIN: 10550658) from the office of Independent Director of the Company with effect from the date of this meeting pursuant to Section 115 read with Section 169 of the Companies Act, 2013

Voting	Voted in favor of the resolution		Voted against the resolution		Votes invalid	
	Through E-voting at AGM	Through remote e-voting	Through E-voting at AGM	Through remote e-voting	Through E-voting at AGM	Through remote e-voting
Number of Members voted	1	52	1	6	-	-
Number of Votes Cast by Members	37,79,064	1,34,53,202	1	29,384	-	-
% of total number of valid votes cast	100%	99.78%	0	0.22	-	-

CONSOLIDATED RESULT ON VOTING ITEM NO: 6
PERCENTAGE OF VOTES IN FAVOR: 99.83%
PERCENTAGE OF VOTES AGAINST: 0.17%




10. It is to be noted that

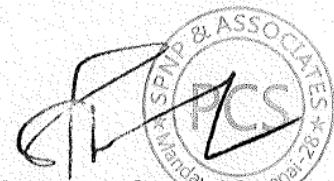
- a. The shareholders/members who abstained from voting on specific resolutions under remote e-voting and e-voting at the AGM were not considered for reckoning valid votes.
- b. The invalid votes cast by members are duly recorded in the report.
- c. The shareholders/members who have voted by way of remote e-voting and voted through e-voting at the AGM, then votes cast by him/ her by way of remote e-voting were only considered.

11. Based on the voting reported in the above table, the Chairman of the AGM can announce the results accordingly.

12. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

For SPNP & Associates



Sriram Parthasarathy

Practicing Company Secretary

Membership No: 4862

Certificate of practice No: 3310

Peer Review No: 1913/2022

UDIN: F004862G003104134

Date: 02-01-2026

Place: Chennai

SPNP & Associates
Practising Company Secretaries

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