



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
ADJOURNED FIFTY SIXTH ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS
OF BINNY LIMITED (CIN: L1/1111TN1969PLC005/36) HELD ON FRIDAY 29TH MAY,
2026 AT 03:00 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.
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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 Adjourned AGM was not necessary. Members were given the option of voting via remote e-voting and e-voting at the Adjourned 56th AGM as detailed in the Notice of the Adjourned 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 Adjourned 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 May 01, 2026. 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, Practising 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 Adjourned 56th AGM held on Friday, May 29, 2026 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 Adjourned Notice of the 56th AGM dated April 20, 2026.



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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 Adjourned 56th AGM for the resolutions contained in the Adjourned Notice of the 56th AGM dated April 20, 2026. My responsibility as a scrutinizer is restricted to ensure that the voting process through remote e-voting and e-voting at the Adjourned 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 April 20, 2026.

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 Adjourned 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 May 22, 2026.
3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Tuesday, May 26, 2026 (9:00 Hours IST) till Thursday, May 28, 2026 (17:00 Hours IST) preceding the date of the Adjourned AGM.
4. As on the cut-off date i.e. 22nd May, 2026 there were 12074 Shareholders.
5. At the end of remote e-voting period on May 28, 2026 at 5.00 PM, voting portal of CDSL was blocked forthwith.
6. 51 Shareholders attended the Adjourned AGM through VC/OAVM and were counted for the purpose of reckoning the quorum under Section 103 of the Act.



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7. After the conclusion of the Adjourned AGM on Wednesday, May 29, 2026 at 03:56 P.M, the votes cast through remote e-voting and e-voting at the Adjourned AGM were unblocked by me in the presence of K.K.Kanmani and Prasad.K.V.

8. The voting records of votes cast at the Adjourned 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 Adjourned AGM through VC/OAVM.

9. The total votes casted in favor or against all the resolutions proposed in the Notice of the Adjourned AGM are as under:



CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS AND E- VOTING AT THE ADJOURNED 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 Adjourned AGM	Through remote e-voting	Through E-voting at Adjourned AGM	Through remote e-voting	Through E-voting at Adjourned AGM	Through remote e-voting
Number of Members voted	1	20	0	2	-	-
Number of Votes Cast by Members	1	1,26,01,490	0	404	-	-
% of total number of valid votes cast	100	99.99	0	0.01		

CONSOLIDATED RESULT ON VOTING ITEM NO: 1

PERCENTAGE OF VOTES IN FAVOR: 99.99%

PERCENTAGE OF VOTES AGAINST: 0.01%



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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 Adjourned 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 Adjourned 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 Adjourned 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 Adjourned AGM.

Thanking You,

For **SPNP & Associates**



Sriram Parthasarathy

Practising Company Secretary

Membership No: 4862

Certificate of practice No: 3310

Peer Review No: 1913/2022

UDIN: F004862H000570504

Date: 02/06/2026

Place: Chennai

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