

BINNY MILLS LTD

Registered Office: No.4, Karpagambal Nagar, Mylapore, Chennai 600004.

Corporate Identity Number (CIN): L17120TN2007PLC065807

Website: www.bmlindia.com; E mail Id: binnymills@bmlindia.com

Telephone: 044-24991518; Fax: 091-44-24991777

NOTICE OF 16TH ANNUAL GENERAL MEETING

Notice is hereby given that 16th Annual General Meeting (AGM) of the Shareholders of the Company will be held on Friday, the 15th September 2023 at 3.30 p.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility to transact the Business, as set out in the Notice of the 16th AGM, in compliance with the applicable provisions of the Companies Act 2013 and Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with MCA Circular Nos. 14/ 2020 dated April 8, 2020, 17/ 2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and read with General Circular No. 10/2022 dated 28th December 2022 (collectively referred to as “MCA Circulars”) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 read with Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by the Securities and Exchange Board of India (“SEBI Circular”) (collectively referred to as the “relevant circulars”).

In Compliance with the Circulars of MCA and SEBI, electronic copy of notice of AGM and the Annual Report of the Company for the Financial Year 2022-23 have been sent to all the members on 22nd August 2023 whose email ids were registered with the Company/RTA/Depository Participant(s). The Annual Report is also available on the company’s website www.bmlindia.com and in the website of BSE limited at www.bseindia.com.

Any such member who wishes to have a physical copy of the Annual Report may write to the Company and the same would be provided free of cost. Any member, who has not received the Annual Report or any investor who has become member of the Company after the dispatch of the Annual Report, may send a request to the Company Secretary at the Registered Office address for a copy of the Annual Report.

Proxy: Since this 16th AGM is being held pursuant to the MCA Circulars through VC / OAVM facility, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the 16th AGM and hence the Proxy Form and Attendance Slip are not annexed to the Notice.

Book closure: NOTICE is also hereby given that pursuant to section 91 of the Companies Act, 2013, Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the **Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 9th September 2023 to Friday, 15th September 2023 (both days inclusive)** for the purpose of the 16th Annual General Meeting.

E-Voting: Pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules 2014, as amended, and pursuant to regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is offering e-voting facility to its members. The Company has engaged the services of Central Depository Services (India) Ltd (CDSL) for providing e-voting facility to the members. The details are under:

- The Company has fixed **8th September 2023 as the ‘Cut-Off’ date** to ascertain the eligibility of members for e-voting.
- The members, whose names appear in the Register of Members / list of Beneficial Owners as on the Cut-off date i.e., 8th September 2023 are entitled to avail the facility of remote e-voting as well voting in the AGM. Any person, who acquires shares and becomes member of the Company after the dispatch of the Notice and holds shares as on the cut-off date, may obtain the User ID and password by sending a request to investors@cameoindia.com by mentioning the Folio No. / DP ID

and Client ID no. If the member had already logged on to www.evotingindia.com and had voted on an earlier voting of any company, then your existing User ID and password can be used for casting the vote.

- **The e-voting would commence on Tuesday, 12th September 2023 at 9 A.M. and will end on Thursday, the 14th September 2023 at 5 P.M.** during which period the members may cast their vote electronically. Thereafter, the e-voting module shall be disabled by the CDSL.
- Those Members who shall be present in the AGM through VC/OAVM facility and had not cast their votes on the Resolutions through e-voting, shall be eligible to vote during the meeting.
- Members who cast their votes electronically shall not be allowed to vote again at the AGM. However, in case a member, who has cast his vote electronically as well as in the meeting, the vote cast in the meeting will be ignored.

Those members whose e-mail addresses are not registered with the Depositories for obtaining the Login credentials for e-voting are requested to send required details and documents by following instructions:

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) by email to binnymills@bmlindia.com or agm@cameoindia.com.
2. For Demat shareholders - Please update your e-mail id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

The facility of joining the 16th AGM through VC/OAVM will be opened 15 minutes before the scheduled start time and will be open up to 15 minutes after the scheduled start time of the 16th AGM, i.e., from 03.15 p.m. to 03.45 p.m. by using the login credentials.

Any member who is not a member as on the cut-off date should treat this notice for information only.

Scrutiniser: The Company has appointed Shri P. Sriram, Practising Company Secretary, Chennai, as Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.

Results: The Results on resolutions shall be declared within 48 hours of the conclusion of the AGM of the Company, but not later than three days of the conclusion of the meeting. The results declared along with the scrutiniser's report shall be placed on the Company's website – www.bmlindia.com and on the website of CDSL for information of the members and would also be communicated to the BSE Ltd.

Contact details: In case of queries / grievances relating to e-voting, members may contact Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

This public notice is also available on the Company's website www.bmlindia.com

By order of the Board
For Binny Mills Ltd

K. Aarthi
Company Secretary

Place: Chennai
Date: 24th August 2023