P Sriram & Associates
Practising Company Secretaries

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 OF 16TH ANNUAL GENERAL MEETING
BINNY MILLS LIMITED,
NO.4 (OLD NO.10) , KARPAGAMBAL NAGAR,
MYLAPORE,
CHENNAI-600004.

SIXTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF BINNY MILLS LIMITED HELD ON FRIDAY 15TH SEPTEMBER, 2023 AT 3.30 P.M. (IST) THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS ("VC"/OAVM")

The Ministry of Corporate Affairs ("MCA") vide its General Circular Nos.14/2020 dated April 08, 2020, CircularNo.17/2020 dated April 13, 2020, Circular No.20/2020 dated May 05, 2020, Circular No.02/2021 dated January 13, 2021, Circular No.19/2021 dated December 08, 2021,Circular No.21/2021 dated December 14, 2021, Circular No.02/2022 dated May 05, 2022 and Circular No.10/2022 dated December 28, 2022 ("MCA Circulars") has permitted the companies to conduct the Annual General Meeting through video conferencing ("VC") or other audio-visual means ("OAVM") upto September 30, 2023.

In compliance with MCA Circulars, the 16th Annual General Meeting ("AGM" or "Meeting") of the Members of M/s. BINNY MILLS LIMITED ("the Company") was held through VC/ OAVM, without the physical presence of the Members at a common venue.

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PCS
Mandaveli, Chennai-28

In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 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 Meeting as detailed in the Notice of the 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.

I, P. Sriram, Partner of P. Sriram & Associates, Practicing Company Secretaries, was appointed as Scrutinizer by the Board of Directors of **M/s. BINNY MILLS LIMITED**, CIN: L17120TN2007PLC065807 (''the Company") for the purpose of voting by electronic means(remote e-voting) and was also appointed as the scrutinizer for the purpose of e- voting at the Company's Annual General Meeting held on 15th September, 2023 ("AGM") through video conferencing/ other audio visual means pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ('Rules') and pursuant to the Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, in respect of resolutions contained in the Notice of AGM dated 11th August, 2023.

The management of the Company is responsible to ensure the 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 AGM through VC/OAVM for the resolutions contained in the Notice. My responsibility as scrutinizer is restricted to ensure conduct of remote e-voting and e-voting at the AGM in fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast 'For' or 'Against' the resolutions stated in the Notices.

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.

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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 8th September, 2023.

3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Tuesday, 12th September, 2023 (9:00 Hours IST) till Thursday, 14th September, 2023 (17:00 Hours IST) preceding the date of the AGM.

4. As on the cut-off date i.e. 8th September, 2023, there were 8306 Shareholders.

5. At the end of remote e-voting period on 14th September, 2023 at 5.00 PM, voting portal of CDSL was blocked forthwith.

6. 35 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 Friday, 15th September 2023 at 3:52 P.M, the votes cast through remote e-voting and e-voting at the AGM were unblocked by me at 4:07 P.M in the presence of Ms. Kanmani and Ms. SwarnaLakshmi.

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 favour or against all the resolutions proposed in the Notice of the AGM are as under :

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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 FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

Voting	Voted in favour 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	61	-	1	NIL	-
Number of Votes Cast by Members	1	1612662	-	100	NIL	-
% of total number of valid votes cast	100%	99.99%	-	0.01%	NIL	-
Total	1612663		100		NIL	

CONSOLIDATED RESULT ON VOTING ITEM NO: 1

Percentage of Votes in Favor – 99.99%
Percentage of Votes against – 0.01%

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ITEM NO.2: AS AN ORDINARY RESOLUTION

TO RECEIVE CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2023 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

Voting	**Voted in favour 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	61	-	1	-	-
Number of Votes Cast by Members	1	1612662	-	100	-	-
% of total number of valid votes cast	100%	99.99%	-	0.01%	-	-
Total	1612663		100		NIL	

CONSOLIDATED RESULT ON VOTING ITEM NO: 2

Percentage of Votes in Favor – 99.99%
Percentage of Votes against –0.01%

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ITEM NO.3: AS AN ORDINARY RESOLUTION

TO RE-APPOINT SHRI V SENGUTUVAN DIN: 00053629 AS A DIRECTOR OF THE COMPANY LIABLE TO RETIRE BY ROTATION

Voting	Voted in favour 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	60	NIL	1	NIL	1
Number of Votes Cast by Members	1	72408	NIL	100	NIL	1540254
% of total number of valid votes cast	100%	99.99%	NIL	0.01%	NIL	NIL
Total	72409		100		1540254	

CONSOLIDATED RESULT ON VOTING ITEM NO : 3

Percentage of Votes in Favor – 99.99%

Percentage of Votes against –0.01%

Note: The votes cast by Mr.V R Venkatachalam(1540254 votes), father of Shri V Sengutuvan, is not considered for assent or dissent as he is interested in the proposed resolution.

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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 AGM were not considered for reckoning valid votes.
b. 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.
c. The shareholders /members who have voted through e-voting at the AGM made available during the AGM but did not participate in the meeting through VC/OAVM then the votes cast by the shareholders were considered as invalid as e-voting during the meeting was available only to shareholders attending the meeting.

11. Based on the voting reported in the above table all resolutions are passed with requisite majority, I request the Chairman of the AGM to 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,

P. Sriram & Associates * Mandaveli, Chennai-28 * PCS

Sriram Parthasarathy
Practicing Company Secretary
Membership No: 4862
Certificate of practice No: 3310
Peer Review No: 1913/2022
UDIN:F004862E001023957

DATE: 16/09/2023
PLACE: Chennai