

INFORMATION MEMORANDUM

COMPANY PROFILE

Name of the Company	BINANI INDUSTRIES LIMITED
Registered Address Telephone Fax nos. Email ID	37/2 CHINAR PARK, NEW TOWN, RAJARHAT MAIN ROAD, P.O. HATIARA, KOLKATA - 700157. Tel No. 8100326795 033-40088802 binanigroupcal@rediffmail.com
Corporate Address (Address of Communication) Telephone Fax No. Email ID	MERCANTILE CHAMBERS, 12 J.N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400001. Tel No. 022-41263000 022-22660632 pb@binani.net
Company Website Address	www.binaniindustries.com
Name of Chairman Telephone no.	Mr. BRAJ BINANI 022-22690506
Name of Company Secretary & Compliance Officer Telephone Fax nos. Email ID	VISALAKSHI SRIDHAR COMPANY SECRETARY AND COMPLIANCE OFFICER 9930289983 022-22660632 Viji.binani2020@gmail.com
Brief nature of Business	Business of Media Publication Services
Plant Locations / Site Address	Company carries its business activities from its corporate office mentioned above.
Name of the Subsidiary Companies	<u>Subsidiary Companies List</u> Edayar Zinc Limited (Assets taken over under Sarfesi) RBG Minerals Industries Limited Royalvision Projects Private Limited BIL Infratech Limited (under IBC)
Operational Status of Business	Going Concern
Name change of the company in last five years	No change
Change in Main Line of Business in last five years	No change
Exchanges where the company is listed indicating Regional Stock Exchange	Calcutta Stock Exchange Bombay Stock Exchange National Stock Exchange of India Limited
Scrip Code and ISIN No. of Securities Listed	Scrip Code: 500059 BSE ID: 4043 ISIN No. INE071A01013
Whether Listing Fees paid to all the Exchanges.	Yes



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

COMPANY PROMOTERS

Sr. No.	Name of the entities	Category (Promoter/ Director/ Compliance officer)	PAN of the entity
1	Triton Trading Company Private Limited	Promoter	AAACC1480H
2	Mrs. Kalpana Brajbhushan Binani	Promoter	AABPB8980B
3	Miracle Securities Private Limited	Promoter	AAACM9540N
4	Mr. Braj Binani	Promoter	AABPB0708M
5	Mrs. Nidhi Binani Singhania	Promoter	AABPB8980B
6	Athithi Tie-up Private Limited	Promoter	AAGCA9188E
7	Ms. Shradha Binani	Promoter	AJRPB4568J
8	Ms. Vidushi Binani	Promoter	ALLPB2390L

CAPITAL STRUCTURE OF THE COMPANY**A. EQUITY SHARES**

Capital Details	Authorised Capital	Issued Capital	Listed Capital
No. of Shares	44000000	31368025	31368025
Face Value (in Rs.)	10	10	10
Total Capital (Rs.)	440000000	313680250*	313680250*

Total Shares as per Listing Agreement	31441175
Less: shares forfeited but not issued	75000
Add: Shares allotted but partly paid	1850
	31368025

B. PREFERENCE SHARES

	Authorised Capital	Issued Capital	Listed Capital
No. of Preference shares	1,22,98,000	1,22,98,000	Unlisted
Face Value (INR)	100	100	
Total Equity Capital (Rs. Lakhs)	12298	12298	

COMPANY MANAGEMENT /KMP'S

Name of the Directors	Position	DIN/PAN
Mr. Braj Binani	Chairman	0009165
Mr. Manoj Shroff (w.e.f. 04.02.2022)	Independent Director	00330560
Mr. Pradyut Meyur (w.e.f. 04.02.2022)	Independent Director	09488311
Mr. Sanjib Maity (w.e.f. 04.02.2022)	Independent Director	09488244
Mrs. Visalakshi Sridhar	Managing Director	07325198
Mr. Rajesh Kumar Bagri	Director	00191709
Mrs. Visalakshi Sridhar	CFO, Company Secretary and Compliance Officer	ADQPS5111H

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SHAREHOLDING PATTERN

Shareholding details (as on 31.12.2021)	No. of Shares	% of Total Shareholding	No. of Shares in Demat	% of Shareholding in Demat	No. of Shares Pledge	% of Shares Pledged
Promoter & Promoter Group	16503654	52.62	16503654	52.62	NIL	NIL
Public Shareholding	14862521	47.38	13308239	42.42	NIL	NIL
Shares held by Custodians against DR's issued by the Company	NIL	NIL	NIL	NIL	NIL	NIL
Total	31366175	100	29811893	95.04	NIL	NIL

DETAILS OF STATUTORY AUDITOR OF COMPANY

Name of the Auditors and the changes in the last five years with the dates, if yes reasons for the same.	Detail of Auditor
	<p>1. FY 2015-16: M/s. MSKA & Associates (FORMERLY KNOWN AS MZSK & ASSOCIATES) appointed on 19.12.2015 for a period of Five years (FRN No. 105047W)</p> <p>2. FY 2019-20 M/s. V.P. Thacker & Co. (FRN No. 118696W) Appointed in the Board and AGM held on 29.12.2020 for a period of 5 years till FY 2025</p> <p>REASON FOR CHANGE</p> <p>RESIGNATION OF M/S. MSKA & ASSOCIATES W.E.F. 26.11.2019</p> <p>APPOINTMENT OF M/S. V.P. THACKER & CO. (FRN NO. 118696W) ON CASUAL VACANCY</p>

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LITIGATIONS

To the best of our knowledge there are no pending cases or litigations pending against the Company except the following:

1. The Company had entered into an MOU with M/s Maharashtra Wood Based Industrial Estate (MWBIE) on January 21, 2019 for sale of land at Wada. As per the MOU, the obligations under the understanding was to be completed within 60 days or such mutually extended time in writing. MWBIE failed in completing the transaction by making payment of the consideration. Hence, the MOU was terminated and termination letters dated December 09, 2019 and February 13, 2020 were sent to MWBIE. Subsequently, the land was sold to another party vide deed of conveyance dated March 31, 2021 and was duly registered. MWBIE has issued a notice and has also filed a case in the district court Thane. The matter is sub-judice.
2. The Company has given Counter guarantee to a BNP Paribas "the bank" in respect of a guarantee furnished by the company to the Government of India for certain transactions of a M/s. Devidas & Co ("partnership firm") against the original counter guarantee of Rs. 89.97 lakhs. The fixed deposit with the bank as at March 31, 2021 is Rs. 204.09 lakhs (As at 'March 31, 2020 Rs.195.82 lakhs) and accordingly the Company has provided for Rs 181.80 lakhs (As at March 31, 2020 Rs.181.80 lakhs) as the subject matter of the bank is sub-judice.

FINANCIAL PERFORMANCE OF THE COMPANY (STANDALONE)

Financial Performance of the Company (standalone) for last 3 years			
	(Rs. Lakhs)		
Particulars	March 2021	March 2020	March 2019
Income	236.53	1681.38	1802.90
Profit / Loss before Tax	(316.96)	186.60	(161498.11)
Tax	-	10469.18	15880.39
Profit for the year	(316.96)	(10282.58)	(177378.50)

DECLARATION

No statement under this Information Memorandum contravenes any of the provisions of the Companies Act, 1956/2013, as may be applicable and rules made there under. All the legal requirement connected with the listing / revocation of suspension of trading in equity shares of our Company and also the guidelines instructions by the SEBI, Government and any other competent authority in this behalf have been duly complied with. All Information contained in the document is true and correct.

For **Binani Industries Limited**


Visalakshi Sridhar
 Managing Director, CFO & Co. Secretary
 DIN: 07325198

Date: 17/2/2022



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DCS/AMAL/MD/ 404 /2016-17
June 01, 2016

The Company Secretary,
BINANI INDUSTRIES LTD.
37/2, Chinar Park,
New Town, Rajarhat Main Road,
P O Hatiara, Kolkata - 700157

Dear Sir/Madam,

Sub: Listing of 1769750 Equity Share of Rs.10/- each bearing distinctive no. 29671426 to 31441175 issued pursuant to Scheme of merger of Binani Metals Limited into Binani Industries Ltd.

We refer to the various letters and emails together with the relevant enclosures on captioned subject submitted by Company. Pursuant thereto, the Exchange is pleased to grant approval to the listing application made by the company seeking permission for its aforesaid securities to be dealt in on this Exchange. You are advised to submit the following documents:

- a) Listing approval obtained from National Stock Exchange, if applicable.
- b) Confirmation letters from CDSL and / or NSDL about crediting the above mentioned shares to the respective beneficiaries account.
- c) Confirmation from RTA in respect of dispatch of shares issued in physical form.

Yours faithfully,


Nitin Pujari
Manager

Ref. No: NSE/LIST/74664

May 30, 2016

The Company Secretary
Binani Industries Limited
37/2, Chinar Park,
New Town, Rajarhat Main Road,
P.O. Hatiara,
Kolkata-700157.

Kind Attn: Mr. Visalakshi Sridhar

Dear Sir,

Re.: In-principle approval for listing of 1769750 Equity shares of Rs. 10/- each issued pursuant to Scheme of Amalgamation

We are in receipt of your application for the listing of 1769750 Equity shares of Rs. 10/- each issued pursuant to Scheme of Amalgamation bearing distinctive numbers from 29671426 to 31441175.

We have perused the listing application and the related documents/details submitted by you for listing of the above shares.

We are pleased to grant the in-principle approval for listing of the above shares on the Exchange. The said shares would be listed and admitted to dealings on the Exchange on receipt of the Confirmation from the depositories i.e. NSDL/CDSL for credit of beneficiaries' accounts with respect to the above shares/ confirmation regarding dispatch of physical share certificate.

Yours faithfully,
For National Stock Exchange of India Limited

Samir Naringrekar
Manager

CC: National Securities Depository Limited
4th Floor, Trade world,
Kamala Mills Compound,
Senapati Bapat Marg.,
Lower Parel, Mumbai - 400 013

Central Depository Services Limited
P.J. Towers, 28th Floor,
Dalal Street, Mumbai - 400 073

P.S. Checklist of all the further issues is available on website of the exchange at the following URL:
http://www.nseindia.com/getting_listed/content/further_issues.htm

This Document is Digitally Signed

Signer : Samir Naringrekar
Date: Mon, May 30, 2016 21:46:56 GMT+05:30
Location: NSE

