

BINNY MILLS LIMITED

Regd Office : No. 4 , Karpagambal Nagar, Mylapore, Chennai - 600 004. Tamilnadu INDIA

e-mail : binnymills@bmlindia.com
website : www.bmlindia.com

CIN.:L17120TN2007PLC065807

Phone: +91-44-24991518
+91-44-29556340

29.12.2023

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400001.

Dear Sir/Madam,

Sub: Proceedings and outcome of Extra Ordinary General Meeting held on 28th December 2023.

We hereby inform that the Extra Ordinary General Meeting of Binny Mills Limited was held on 28th December 2023 at 12.00 Noon through Video Conferencing ("VC") facility having the registered office of the Company at No.4, Karpagambal Nagar, Mylapore - 600004 as deemed venue for the meeting. In this regard we are enclosing herewith the following:

1. Summary of the proceedings of the Extra Ordinary General Meeting of Binny Mills Limited.

We request you to take the above on record.

Thanking you,

Yours faithfully,
For **Binny Mills Limited**

V.R. Venkatachalam
Chairman and Director
DIN: 00037524



Encl: as above

Admn. Office: No. 9, Stephenson Road, Perambur, Chennai-600 012.

E-mail: binnymills.chennai@gmail.com binnymillslimited@gmail.com Mobile: +91-9600078319.

EXTRA ORDINARY GENERAL MEETING OF BINNY MILLS LIMITED PROCEEDINGS

The Extra Ordinary General Meeting of Binny Mills Limited was held on 28th December 2023 at 12.00 Noon through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The following director were present at the Meeting:

- | | |
|-------------------------|----------------------|
| 1. Shri S. Varatharajan | Independent Director |
|-------------------------|----------------------|

The following invitees were present at the Meeting:

- | | |
|--------------------------|-------------------------------------|
| 1. Shri. K. Elangovan | Secretarial Auditor |
| 2. Shri. Komala Krishnan | Representative of Statutory Auditor |
| 3. Shri. P. Sriram | Scrutinizer of the meeting |
| 4. Smt. Aarthi | Company Secretary |

The meeting was attended by 37 members through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Since Shri. V.R. Venkataachalam, Chairman, was not present at the meeting, Shri S. Varatharajan, Independent Director took the Chair of the meeting and conducted the proceedings. After ascertaining that the requisite quorum of members were present through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), Chairman proceeded with the conduct of the business of the meeting.

Chairman stated that the Extra Ordinary General Meeting (EGM) for the year 2023-24 containing the Notice calling the EGM of the Company has already been sent to the members who has registered their email ID with the RTA/ Company and that with consent of the members present, it was taken as read.

Chairman stated that in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided electronic voting facility to its members to cast their votes by remote e-voting (e-voting) on the resolutions moved in at the meeting. The Company has availed the e-voting services as provided by Central Depository Services (India) Limited (CSDL).

The Company has appointed M/s. SPNP & Associates, Company Secretary in Practice, Chennai, as Scrutinizer for conducting the e-voting process in a fair and transparent manner.

The voting rights of Members shall be one vote for every equity share held by the members as on the cut-off date which is 21st December, 2023. Notice of the EGM was sent to all the Members, whose email ID were registered with the RTA as on 2nd December, 2023.

E-voting by members was open to vote for three days viz., from Monday, the 25th September, 2023 at 9.00 a.m. (IST) to Wednesday, 27th December 2023 at 5.00 p.m. (IST). Members who have not already cast their vote by remote e-voting was provided with the same facility during the meeting.



On the basis of Scrutinizer's Report for the e-Voting dated 29th December, 2023 the chairman of the meeting announced the Results of e-Voting stating that all the resolutions were passed with requisite majority.

The resolutions as set out in the Notice of the EGM of the Company that were duly approved by the members with requisite majority are recorded hereunder as the part of the proceedings of the Extra Ordinary General Meeting.

1. To Consider and Approve the Appointment of Director Smt. V. Samyuktha (DIN: 02691981) as Managing Director of the Company pursuant to Section 196 of the Companies Act, 2013.

The following resolution was passed as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of sections 196, 197, 203, Schedule V and any other applicable provisions of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any statutory modification or re-enactment thereof, for the time being in force, Smt. V. Samyuktha (DIN: 02691981), Director be and is hereby appointed as Managing Director of the company for a term of five years commencing from 28th December, 2023 on such remuneration and terms of appointment as determined by the Board from time to time and approved by the shareholders"

"RESOLVED FURTHER THAT that the office of Smt. V. Samyuktha as Director shall not be subject to retirement by rotation."

RESOLVED FURTHER THAT all the Directors of the Company be and are hereby severally authorized to file necessary forms with the Registrar of Companies (Ministry of Corporate Affairs) and to do all such acts, deeds and things as may be necessary and things as may be necessary and thereto."

Chairman thanked the Members present for their active participation and announced that the meeting shall stand concluded. The meeting ended at 12.11 PM. with a vote of thanks.

For **Binny Mills Limited**

V.R. Venkatachalam
Chairman and Director
DIN: 00037524

