



BINNY LIMITED

Estd 1799
CIN No. : L 17111TN1969PLC005736

SEC/2024-25/SE/020

13th June, 2024

To
The Manager - Corporate Service Department,
BSE Limited, Phiroje Jeejeephoy Towers,
Dalal Street, Mumbai – 400 001

Scrip Code: 514215

Sir,

Sub: Disclosure of Material Event

We are attaching the copy of the Affidavit filed by Mrs. Jamuna Soundaram, another Independent Director of the Company before the Honorable High Court of Madras today (13.06.2024) in O.A. Nos. 360 and 361 of 2024 in C.S.No 111 of 2024 filed by Mr.Rajiv Bakshi, Independent Director of the Company confirming that:

1. She has not signed any minutes of Meeting or on induction of New Directors or removal of Director .There was no Agenda for removal of any Director.
2. She has been repeatedly chased by M/s. Binny Officials particularly by one Mr. Rajaganapathy, Company Secretary and Mrs. Sumathi Rameshbabu (3rd Respondent) to sign backdated minutes of meeting dated 30.04.2024, 14.05.2024 and she has denied the same.

This is for the information of all the stakeholders.

Yours faithfully,

For **Binny Limited**

Arvind Nandagopal
Managing Director

Regd. Office :

No. 1, Cooks Road, Perambur, Chennai - 600 012.

Tel No. : 044-2662 1053, Fax : 044-2662 1056 e-mail : binnyho@binnyltd.in

GSTIN: 33AAACB2529G1Z6 Website: www.binnyltd.in

IN THE HON'BLE HIGH COURT OF JUDICATURE AT MADRAS

C.S. No. 111 of 2024

Mr. Rajiv Bakshi

... Plaintiff

M/s. Binny Limited and 6 Ors

Vs

... Defendants

I, Jamuna Sounderam, W/o Sounderam, the 7th Respondent herein, do hereby appoint and retain **M/s. Ashwin Shanbhag, A. Sella Visalakshi, Reshmitha G. Sarma & Shamik Debnath**, to appear for us in the above Suit / Original / Miscellaneous Petition and to conduct and prosecute or defend the same and all proceedings that may be taken in respect of any application for execution of any decree or order passed therein. We empower our Advocate to appear in all miscellaneous proceedings in the above suit or matter till all decrees or orders are fully satisfied or adjusted and to obtain the return of documents and draw any moneys that might be payable to me in the said suit or matter and I do further empower my/our Advocate to accept on my behalf service of notice of all or any appeals or petitions filed in any Court of Appeal, Reference or Revision with regard to the said suit or matter before the disposal of the same in this Hon'ble Court. They are also authorized to depute other Counsel to act on their behalf.

I certify that the contents of this vakalat
were read out and explained
in my presence to the executant
who appeared perfectly to understand
the same and made his/her/their signature
in my presence


7th DEFENDANT

Dated at Chennai on this the 12th day of June 2024

ACCEPTED - The address for service of all notices and process is that of the Counsels, at No.4D, Dev Apartment, 1st Floor, 1st Cross Street, Sriram Nagar, Alwarpet, TTK Road, Chennai - 600 018

COUNSEL FOR THE 7th DEFENDANT

IN THE HIGH COURT OF JUDICATURE AT MADRAS
(Ordinary Original Civil Jurisdiction)

O.A. Nos. 360 and 361 of 2024

in

C.S. No.111 of 2024

Rajiv Bakshi

.... Applicant/Plaintiff

Vs.

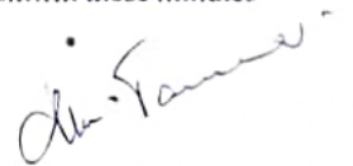
M/s. Binny Limited and 6 Others

.... Respondents / Defendants

COMMON AFFIDAVIT OF JAMUNA SOUNDARAM (7TH RESPONDENT)

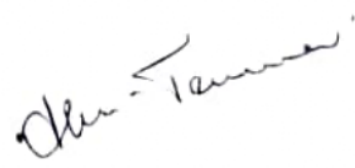
I, Jamuna Sounderam, W/O Sounderam aged about 69 years, residing at No.17/10 Rukmini Road, kalakshetra colony, Besant nagar, Chennai, Independent Director of Binny Limited, hereby solemnly confirm following facts / events:

- a) That the meeting dated 30th April 2024 was infructuous as there was no acceptance and no denial on induction of new director or removal of old director. I had not signed any minutes of meeting confirming addition or removal of director. There was no agenda for removal of any director and outcome of the board meeting has been filed on BSE unilaterally by Company Officials. In reality, the meeting ended up in stalemate due to lack of quorum and all other directors had walked out from this meeting leaving Chairman M Nandgopal (2nd Respondent) and non-directors Ms. Sumathi Ramesh Babu (3rd Respondent) and Mr. Nate Nandha (4th Respondent) alone.
- b) That the meeting dated 13th May 2024 had taken place between two independent directors and minutes of the meetings are signed and as attached and I confirm these minutes to be true.



c) That I was not present in meeting dated 14th May 2024 and induction of new directors Sunath Ramesh Babu (3rd Respondent), Nate Nandini (4th Respondent) and Other Two Independent Directors was done in manner not known to law. There has been no audit committee chairperson to have accepted the audited accounts presented.

d) That I have been repeatedly chased by M/n. Binny Ltd (1st Respondent) Officials particularly by one Mr. Raju Ganpathy, Company Secretary and Ms. Sunathi Ramesh Babu (3rd Respondent) to sign backdated minutes of meeting for meeting dated 30th April, 14th May 2024 and also I have been asked to accept the post of chairperson for Audit Committee retrospectively since February 2024. I have denied signing the same.



Solemnly affirmed at Chennai
on this the 12th day of June, 2024
and signed his name in my presence

BEFORE ME

ADVOCATE, CHENNAI