Barooahs
H P BAROOAH GROUP

B & A Limited
Corporate Office : 113 Park Street, 9th Floor, Kolkata - 700 016
Phone : (033) 2229 - 5098, 2217- 6815
E-mail : contact@barooahs.in, Website : www.barooahs.com
CIN : L01132AS1915PLC000200

B&A/KOL/SEC/210

20th November, 2026

To
The General Manager
Department of Corporate Affairs
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400001

SCRIP CODE: 508136

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Receipt of Requisition for Convening an Extraordinary General Meeting

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Company has received a requisition dated 19th November, 2026, from certain shareholders under Section 100(2)(a) of the Companies Act, 2013, seeking convening of an Extraordinary General Meeting ("EGM") of the Company for consideration of resolutions relating to the removal of Mr. Somnath Chatterjee (DIN: 00172364) as a Managing Director of the Company and the appointment of Mr. Arvind Parasramka (DIN: 01081588) as a Non-Executive Director.

The Company has taken note of the said requisition and shall take necessary steps for convening the EGM in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder, subject to compliance with the requisite statutory requirements.

The Company further clarifies that the allegations and assertions made by the requisitionists in the accompanying special notice are categorically denied and disputed by the Company and shall not be construed as having been admitted or accepted in any manner whatsoever.

Further developments in this regard, including the date and other particulars of the EGM, shall be intimated to the Stock Exchanges in accordance with the applicable regulatory requirements.

This is for your information and records.

Thanking you,

Yours faithfully,
For B & A Limited

BINITA PANDEY
Digitally signed by BINITA PANDEY
Date: 2026.11.20 14:35:28 +05'30'

Binita Pandey
Company Secretary & Compliance Officer
A41594

BY SPEED POST AND BY EMAIL

To
The Board of Directors
B & A Limited
(CIN: L01132AS1915PLC000200)
Vill. Gariahabi Grant, Charingia
Mouza Khangia,
District Jorhat
Assam 785006

Ref: AMPL-BNA-18
Date: 19 November 2026

Copy to the Corporate Office: 113, Park Street, 9th Floor, Kolkata 700 016

Kind attention: The Company Secretary and Compliance Officer

Dear Sirs,

Sub: (i) Requisition for an Extraordinary General Meeting under Section 100(2)(a) of the Companies Act, 2013; (ii) Special notice under Sections 115 and 169(2) of the Companies Act, 2013 for the removal of Mr. Somnath Chatterjee (DIN: 00172364) as a director; and (iii) Notice under Sections 160 and 169(5) of the Companies Act, 2013 proposing the appointment of Mr. Arvind Parasramka (DIN: 01081588) as a director

1. We, Amrex Marketing Private Limited ("**AMPL**"), Siemens Syntex Private Limited, Dalhousie Holdings Limited, Bhubnesh Commercial Private Limited, Mr. Keshav Parasramka, Mr. Krishnam Parasramka and Maruti Traders & Investors (hereinafter collectively referred to as the "**Requisitionists**"), are members of B & A Limited (hereinafter referred to as the "**Company**") and, as on the date of this letter, hold 4,367, 92,433, 70,025, 14,436, 16,551, 16,574 and 1,44,652 equity shares of the Company respectively, aggregating to 3,59,038 equity shares and **representing 11.581% of the paid-up share capital of the Company carrying the right of voting**. The Requisitionists shall continue to hold the said shares on the date on which this letter is received by the Company, and accordingly satisfy the requirement of Section 100(2)(a) of the Companies Act, 2013 (hereinafter referred to as the "**Act**"). The particulars of the said holdings are set out at **Annexure A**.

2. By its letter dated 8 October 2026, bearing reference AMPL-BNA-14, addressed to Mr. Somnath Chatterjee with a copy to each member of the Board, AMPL called upon Mr. Chatterjee to respond to specific queries concerning his conduct as Managing Director of the Company. By its reminder dated 10 November 2026, AMPL placed Mr. Chatterjee on notice that, in the absence of a response by 17 November 2026, the Requisitionists would issue a special notice for his removal and requisition an extraordinary general meeting for that purpose. The said date has passed without any response from Mr. Chatterjee or from any other director of the Company. Copies of the said letter and reminder are annexed hereto as **Annexure D**.

3. The Requisitionists accordingly requisition the Board, under Section 100(2)(a) and the other applicable provisions of the Act and the rules framed thereunder, to call an extraordinary general meeting of the members of the Company to pass the following resolutions as ordinary resolutions:

Item No. 1

REMOVAL OF MR. SOMNATH CHATTERJEE (DIN: 00172364) AS A DIRECTOR, AND CONSEQUENTLY AS MANAGING DIRECTOR & CHIEF EXECUTIVE OFFICER

To pass the following resolution as an Ordinary Resolution:

*"**RESOLVED THAT** pursuant to Section 169 and the other applicable provisions of the Companies Act, 2013 and the rules framed thereunder, Mr. Somnath Chatterjee (DIN: 00172364) be and is hereby removed from the office of director of the Company with effect from the conclusion of this meeting;*

***RESOLVED FURTHER THAT**, in consequence, Mr. Somnath Chatterjee shall cease, with effect from the same time, to hold the office of Managing Director & Chief Executive Officer of the Company, being the office of Managing Director held by him as a director and re-designated as such by the Board of Directors on 14 November 2026, together with every other office, position and committee membership held by him in the Company by virtue of being a director or Managing Director;*

***RESOLVED FURTHER THAT** the approval of the members to the re-appointment of Mr. Somnath Chatterjee as Managing Director and to the remuneration payable to him in that capacity shall cease to have effect from the same time.*

***RESOLVED FURTHER THAT** any director of the Company and the Company Secretary be and are hereby severally authorised and directed to file the necessary forms with the Registrar of Companies, to make the necessary disclosures to BSE Limited, to make the necessary entries in the statutory registers of the Company, and to do all such acts, deeds and things as may be necessary to give effect to this resolution, within the time prescribed by law."*

Item No. 2

APPOINTMENT OF MR. ARVIND PARASRAMKA (DIN: 01081588) AS A NON-EXECUTIVE DIRECTOR

To pass the following resolution as an Ordinary Resolution:

*"**RESOLVED THAT** pursuant to Sections 152, 160 and 169(5) and the other applicable provisions of the Companies Act, 2013 and the rules framed thereunder, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification or re-enactment thereof, Mr. Arvind Parasramka (DIN: 01081588), in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation.*

***RESOLVED FURTHER THAT** any director of the Company and the Company Secretary be and are hereby severally authorised and directed to file Form DIR-12 with the Registrar of Companies, to*

make the necessary disclosures to BSE Limited, and to do all such acts, deeds and things as may be necessary to give effect to this resolution, within the time prescribed by law."

4. The resolution at Item No. 2 is independent of the resolution at Item No. 1, and shall be put to vote irrespective of the outcome of the resolution at Item No. 1.

5. Insofar as the resolution at Item No. 1 is concerned, this letter may be treated as special notice under Section 169(2) read with Section 115 of the Act and Rule 23 of the Companies (Management and Administration) Rules, 2014. The Company is required under Section 169(3) of the Act to forthwith send a copy of this notice to Mr. Chatterjee, who shall be entitled to be heard at the meeting. Any representation that Mr. Chatterjee may make in writing is required to be dealt with strictly in the manner provided in Section 169(4) of the Act.

6. Insofar as the resolution at Item No. 2 is concerned, this letter may be treated as (a) a notice in writing under Section 160(1) of the Act signifying the candidature of Mr. Arvind Parasramka (DIN: 01081588) for the office of director, and (b) special notice under Sections 115 and 169(5) of the Act of his intended appointment in the vacancy that will arise in the event the resolution at Item No. 1 is passed. The deposit of Rs. 1,00,000 required under Section 160(1) of the Act is made by way of Demand Draft No. 000321 dated 19 November 2026 drawn on HDFC Bank in favour of B & A Limited. The original Demand Draft is enclosed with the copy of this letter addressed to the registered office of the Company, and a photocopy is enclosed with the copy sent to the Corporate Office.

7. Mr. Parasramka, aged 60 years, son of Late Radheshyam Parasramka, residing at 26, Belvedere Road, Kolkata 700 027, is a commerce graduate of the University of Jaipur and has been the Chairman of the Amrex Ventures Group since 1997. He has served as a Non-Executive Director of B & A Packaging India Limited, the listed subsidiary of the Company, since 5 February 2025, having been appointed on the recommendation of its Nomination and Remuneration Committee and its Board, with the approval of its shareholders on 18 March 2025. His consent in Form DIR-2, his intimation in Form DIR-8, his declaration that he is not debarred from holding the office of director by any order of the Securities and Exchange Board of India or any other authority, and self-attested copies of his proof of identity and address are annexed hereto as **Annexure C (colly)**. Mr. Parasramka shall disclose his interest in Form MBP-1 at the first meeting of the Board in which he participates as a director.

8. Although the Requisitionists are not required in law to state their reasons for this requisition, they consider it appropriate to do so, so that the members of the Company, and in particular its public shareholders, who number more than two thousand and have no access to its management, are in a position to form an informed view on the resolutions proposed.

   The Company was built by the late Hemendra Prasad Barooah into one of the most respected names in the Assam tea industry, and has enjoyed the confidence of its shareholders for over a century. It is with considerable regret that the Requisitionists have come to the view that Mr. Somnath Chatterjee, as its Managing Director, has not conducted the affairs of the Company in a manner deserving of that confidence, for the reasons set out hereinbelow.

   (a) **Mr. Chatterjee has consistently declined to account to the shareholders of the Company**. By its letter dated 8 October 2026, AMPL addressed Mr. Chatterjee in his personal capacity and sought his explanation, *inter alia*, on three matters which concern him alone, namely, the basis on which he is categorised as a "*Promoter*" in the shareholding pattern filed by the Company with BSE Limited while being shown as a

"*Professional*" in the records maintained with the Registrar of Companies; whether he authorised the apology tendered on behalf of the members of the board before the Ld. 1st Civil Judge (Senior Division), Alipore; and whether the Company has been bearing the cost of litigations concerning his personal shareholding and interests in the Estate of Late Hemendra Prasad Barooah. Mr. Chatterjee has not responded to the said letter, nor to any of the seven other letters addressed by AMPL to the Company, its Board, its Audit Committee and its Company Secretary between 17 August 2026 and 9 October 2026. It is also pertinent to note that a copy of the Register of Members, which the Company is obliged under Section 94(3) of the Act to furnish within seven days of a request, was sought by AMPL on 3 September 2026 and has not been furnished to date.

(b) **Mr. Chatterjee has not disclosed whether the funds of the Company have been applied towards litigation concerning his personal shareholding.** During the financial year 2025-26, in which the Company incurred a substantial loss, it incurred Legal and Professional Charges of Rs. 147.00 lakhs on a standalone basis and Rs. 493.35 lakhs on a consolidated basis, each disclosed as a single figure without any break-up. The Annual Report of the Company for that year itself records proceedings concerning the 2,42,430 equity shares held by Mr. Chatterjee in his personal capacity. AMPL's request for a matter-wise break-up of the said charges, and for confirmation of the amount, if any, expended on litigation concerning Mr. Chatterjee's personal shareholding and interests, has remained unanswered.

(c) **Under the management of Mr. Chatterjee, the Company has moved from a profit of Rs. 198.91 lakhs in the financial year 2024-25 to a loss of Rs. 880.77 lakhs in the financial year 2025-26, by way of total comprehensive income.** During the same year, its debt-equity ratio increased from 0.79 to 1.21, and its current liabilities came to exceed its current assets. This is notwithstanding that, at the Annual General Meeting held on 23 August 2024, the members were called upon to approve an increase in the borrowing limit of the Company from Rs. 100 crores to Rs. 200 crores on the stated ground of increasing business operations and future growth plans. The entire fixed and movable assets of the eight tea estates of the Company in the districts of Sibsagar and Golaghat, together with its property at Hastings Park Road, Kolkata, now stand charged to Punjab National Bank against the personal guarantee of Mr. Chatterjee, and the Company has not disclosed whether any consideration or benefit or any form of indemnity has been extended to Mr. Chatterjee in respect of such guarantees.

(d) **Mr. Chatterjee is also the Managing Director of B & A Packaging India Limited ("BAPIL"), the listed subsidiary of the Company, in which the Company holds 71.66% of the equity share capital.** As per the published Annual Reports of BAPIL, during the financial year 2025-26, the profit after tax of BAPIL declined by about 28%, whereas the remuneration drawn by Mr. Chatterjee from BAPIL increased by about 56%. Upon his re-appointment as Managing Director of BAPIL, Mr. Chatterjee has further been allowed a family foreign trip once every two years of a value of up to Rs. 15 lakhs. Over the same period, payments by BAPIL to Barooahs & Associates Private Limited, a related party, have increased from about Rs. 1 crore in the financial year 2023-24 to about Rs. 2.68 crores in the financial year 2025-26. As the Company holds 71.66% of BAPIL, every such outflow diminishes the value of the Company's investment in BAPIL, and in turn the value of the shares held by its members.

(e) **Mr. Chatterjee has not furnished any explanation in respect of the acquisition of Moheema Tea Estate, including the consideration paid, the basis on which it was valued, and the reason for which the term loan availed for the acquisition was not disclosed in the Company's intimation to BSE Limited dated 25 January 2024.** Nor has any explanation been furnished in respect of the takeover by the Company of the Aidaupukhuri Tea Factory, along with its assets and liabilities, from Barooahs & Associates Private Limited, an entity forming part of the promoter group, with effect from 5 June 2026.

(f) **The Company has been without a Chief Financial Officer since 1 November 2026, and its financial results for the quarter and half-year ended 30 September 2026, approved on 14 November 2026, were signed by Mr. Chatterjee alone.** At the same meeting, the Board re-designated Mr. Chatterjee as Managing Director & Chief Executive Officer. This was done three days before the date by which Mr. Chatterjee had been called upon to respond to AMPL, and at a time when he was aware that a proposal for his removal was contemplated.

(g) **The Board has not functioned independently of Mr. Chatterjee.** Mr. Chatterjee and several other directors of the Company, including persons who served as Independent Directors while holding such office, are trustees of the Hemen Barooah Benevolent and Family Trust and the Hemen Barooah Trust, which together hold more than 9% of the equity share capital of the Company, and the votes attached to those shares are exercised at general meetings of the Company, including on resolutions concerning the appointment of the said directors. Ten directors of the Company responded to a notice issued on behalf of AMPL by letters which, save for the name, DIN and date, were identically worded. The present Company Secretary had, prior to her appointment, served as the Secretarial Auditor of the Company for seven years as a partner of the same firm, a partner of which continues to act as the scrutiniser at the general meetings of the Company.

(h) At the Annual General Meeting of the Company held on 30 July 2026, votes were counted and certified in disregard of a subsisting order of injunction passed by the Ld. 1st Civil Judge (Senior Division), Alipore. In the proceedings that followed, an unqualified apology was tendered on behalf of the directors, including Mr. Chatterjee, through his constituted attorney, describing the same as a "*bonafide inadvertent misinterpretation*" of the said order.

In the circumstances, the Requisitionists have lost confidence in Mr. Chatterjee and believe that the members of the Company, once apprised of the above, will share that view. The Requisitionists accordingly call upon the members to remove Mr. Chatterjee from the office of director, and to appoint in his place a director who will be accountable to them.

Mr. Arvind Parasramka has served as a Non-Executive Director of BAPIL since 5 February 2025, having been appointed on the recommendation of the Nomination and Remuneration Committee and the Board of BAPIL and with the approval of its shareholders, and is accordingly familiar with the business of the Company's principal subsidiary. Mr. Parasramka is proposed to be appointed as a Non-Executive Director, liable to retire by rotation, and does not seek any executive office in the Company. In the event that Mr. Chatterjee is removed, the vacancy so arising will stand filled by the members at the same meeting, and will not be left to be filled by the Board. The Board will then be obliged by law to appoint a Managing Director or

Chief Executive Officer within three months, in addition to its existing obligation to appoint a Chief Financial Officer.

9. A draft of the explanatory statement to be annexed to the notice of the meeting in terms of Section 102 of the Act, which reproduces the reasons set out in paragraph 8 above together with the particulars of Mr. Parasramka required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "**Listing Regulations**") and Secretarial Standard-2, is annexed hereto as **Annexure B**. Section 102 of the Act casts upon the Board the obligation to disclose all material facts concerning each item of business, and the Company is accordingly requested to include Annexure B in the notice of the meeting in full and without alteration. The explanatory statement ought not to be used as a medium to respond to or comment upon the reasons stated by the Requisitionists, since the remedy of Mr. Chatterjee in that regard lies in making a representation under Section 169(4) of the Act. This is without prejudice to the right of the Requisitionists under Section 111 of the Act to require the Company to circulate a statement to its members.

10. This requisition sets out the matters for the consideration of which the meeting is to be called, is signed by each of the Requisitionists and is being sent to the registered office of the Company, in compliance with Section 100(3) of the Act. The obligation of the Board under Section 100(2) of the Act to call the meeting is mandatory, and whether the resolutions ought to be passed is a matter for the members to decide at the meeting. The Board is accordingly called upon to call the meeting in accordance with Sections 100, 101 and 102 of the Act. In the event the Board does not, within twenty-one days from the date of receipt of this requisition, proceed to call a meeting on a day not later than forty-five days from the date of such receipt, the Requisitionists shall be entitled under Section 100(4) of the Act to call and hold the meeting themselves within three months from the date of this requisition, in the manner provided in Section 100(5) of the Act. In that event, the reasonable expenses incurred by the Requisitionists shall, under Section 100(6) of the Act, be reimbursed to them by the Company and deducted from the fees or other remuneration payable under Section 197 of the Act to such of the directors as were in default.

11. The Requisitionists propose that the meeting be held on **Friday, 18 December 2026**, which falls within forty-five days from the date of receipt of this requisition, at the registered office of the Company or by any other mode permitted by law. The Requisitionists further request that the members be provided the facility of remote e-voting and e-voting at the meeting under Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, with the cut-off date fixed in accordance with that Rule; that the scrutiniser appointed for the meeting be a practising professional who is independent of the Company, its promoters and its management, and who has had no professional engagement with any of them, or with any entity of the promoter group, in the three years preceding the meeting; and that the proceedings of the meeting be recorded and the scrutiniser's report be placed on the websites of the Company and of BSE Limited within the time required under Regulation 44(3) of the Listing Regulations.

12. Pending the meeting, the Board is expected not to take any step which would affect the subject matter of this requisition or the right of the members to decide upon it. In particular, the Board is expected not to vary or enhance the remuneration, perquisites or terms of appointment of Mr. Chatterjee; not to appoint any additional director or fill any vacancy on the Board, save as required by law; not to enter into or modify any transaction with a related party other than in the ordinary course of business and on terms already approved; and not to appoint any key managerial personnel other than a Chief Financial Officer. The Company and each of its directors and officers are also called upon to preserve all books of account, records, minutes,

registers and electronic records, including emails, relating to the matters set out in paragraph 8 above. Any step to the contrary shall be treated as an attempt to defeat this requisition.

13. In order to enable the Requisitionists to exercise their rights under Section 100(4) of the Act, should it become necessary, the Company is once again requested to furnish a copy of its Register of Members as on date, along with the latest list of beneficial owners received from the depositories, within seven days of this letter, as required under Section 94(3) of the Act, against immediate intimation of the prescribed fee, if any. Further, in the event the Board does not call the meeting, the Company shall be bound under Rule 17(7) of the Companies (Management and Administration) Rules, 2014 to furnish to the Requisitionists a list of members, with their registered addresses and shareholding, as on the twenty-first day from the date of receipt of this requisition, together with any changes up to the forty-fifth day.

14. The receipt of this requisition and special notice constitutes material information under Regulation 30 of the Listing Regulations. The Company is requested to disclose the same to BSE Limited within twenty-four hours of its receipt, along with a copy of this letter and Annexures A, B and D. Annexure C, which contains personal details of Mr. Parasramka, may be excluded from such disclosure.

15. Kindly acknowledge receipt of this letter. All communications in connection with this requisition may be addressed to Mr. Basudeb Chaudhuri at 26, Belvedere Road, Kolkata 700 027 (email: info@amrexventures.com), who is authorised to receive the same.

16. This letter is issued without prejudice to the rights, contentions and remedies of the Requisitionists, whether under the Act (including the right to apply to the Tribunal under Section 98 of the Act), the Listing Regulations or otherwise, all of which are expressly reserved.

[Signature page follows]

Yours faithfully,

SIEMENS SYNTEX PRIVATE LIMITED
By: Authorised Signatory
Name: Basudeb Chaudhuri

AMREX MARKETING PRIVATE LIMITED
By: Authorised Signatory
Name: Basudeb Chaudhuri

DALHOUSIE HOLDINGS LIMITED
By: Authorised Signatory
Name: Basudeb Chaudhuri

BHUBNESH COMMERCIAL PVT LIMITED
By: Authorised Signatory
Name: Basudeb Chaudhuri

KESHAV PARASRAMKA

KRISHNAM PARASRAMKA

For Maruti Traders & Investors

Ramesh Kumar Somani
Digitally signed by Ramesh Kumar Somani
Date: 2026.11.19 18:37:11 +05'30'

Partner

MARUTI TRADERS & INVESTORS
By: Partner
Name: Ramesh Kumar Somani

Enclosures:

Annexure A: Particulars of the holdings of the Requisitionists
Annexure B: Draft explanatory statement under Section 102 of the Act
Annexure C: Documents of Mr. Arvind Parasramka (colly)
Annexure D: Letter bearing reference AMPL-BNA-14 dated 8 October 2026 and reminder dated 10 November 2026

Original Demand Draft No. 000321 dated 19 November 2026 drawn on HDFC Bank for Rs. 1,00,000, towards the deposit under Section 160(1) of the Act (photocopy with the copy to the Corporate Office)

Certified copies of the board resolutions authorising the signatory of each corporate Requisitionist, and the authority of the partner of Maruti Traders & Investors

Copy to:

Mr. Somnath Chatterjee, Managing Director & Chief Executive Officer, B & A Limited, for information, with reference to Section 169(3) of the Companies Act, 2013.

ANNEXURE A

PARTICULARS OF THE HOLDINGS OF THE REQUISITIONISTS
As on 19 November 2026

No.	Requisitionist	DP ID / Client ID	Shares in each account	Total shares	% of voting capital
1	Amrex Marketing Private Limited	IN30021412357718 1201090001857867	3,227 1,140	4,367	0.141
2	Siemens Syntex Private Limited	IN30021412357259 IN30210510945052	14,976 77,457	92,433	2.981
3	Dalhousie Holdings Limited	IN30292710373565 IN30210510953061	42,033 27,992	70,025	2.259
4	Bhubnesh Commercial Private Limited	IN30154915903184 IN30210510968653	1,100 13,336	14,436	0.467
5	Keshav Parasramka	IN30154918831445 IN30210510952972 IN30186266816292	3,000 12,900 651	16,551	0.533
6	Krishnam Parasramka	IN30154918831566 IN30210510952190 IN30186266924748	3,000 12,574 1,000	16,574	0.534
7	Maruti Traders & Investors	IN30210510457227	1,44,652	1,44,652	4.666
	Total			**3,59,038**	**11.581**

ANNEXURE B

DRAFT EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013
(to be annexed to the notice of the extraordinary general meeting)

Item No. 1: Removal of Mr. Somnath Chatterjee (DIN: 00172364) as a director, and consequently as Managing Director & Chief Executive Officer

On [date of receipt], the Company received a requisition under Section 100(2)(a) of the Companies Act, 2013, along with special notice under Sections 115 and 169(2) thereof, from Siemens Syntex Private Limited, Amrex Marketing Private Limited, Dalhousie Holdings Limited, Bhubnesh Commercial Private Limited, Mr. Keshav Parasramka, Mr. Krishnam Parasramka and Maruti Traders & Investors (the "Requisitionists"), who together hold 3,59,038 equity shares representing 11.581% of the paid-up voting capital of the Company, proposing the removal of Mr. Somnath Chatterjee as a director of the Company. The reasons stated by the Requisitionists are reproduced below in their own words:

> *Although the Requisitionists are not required in law to state their reasons for this requisition, they consider it appropriate to do so, so that the members of the Company, and in particular its public shareholders, who number more than two thousand and have no access to its management, are in a position to form an informed view on the resolutions proposed.*
>
> *The Company was built by the late Hemendra Prasad Barooah into one of the most respected names in the Assam tea industry, and has enjoyed the confidence of its shareholders for over a century. It is with considerable regret that the Requisitionists have come to the view that Mr. Somnath Chatterjee, as its Managing Director, has not conducted the affairs of the Company in a manner deserving of that confidence, for the reasons set out hereinbelow.*

(a) ***Mr. Chatterjee has consistently declined to account to the shareholders of the Company.*** *By its letter dated 8 October 2026, AMPL addressed Mr. Chatterjee in his personal capacity and sought his explanation, inter alia, on three matters which concern him alone, namely, the basis on which he is categorised as a "Promoter" in the shareholding pattern filed by the Company with BSE Limited while being shown as a "Professional" in the records maintained with the Registrar of Companies; whether he authorised the apology tendered on behalf of the members of the board before the Ld. 1st Civil Judge (Senior Division), Alipore; and whether the Company has been bearing the cost of litigations concerning his personal shareholding and interests in the Estate of Late Hemendra Prasad Barooah. Mr. Chatterjee has not responded to the said letter, nor to any of the seven other letters addressed by AMPL to the Company, its Board, its Audit Committee and its Company Secretary between 17 August 2026 and 9 October 2026. It is also pertinent to note that a copy of the Register of Members, which the Company is obliged under Section 94(3) of the Act to furnish within seven days of a request, was sought by AMPL on 3 September 2026 and has not been furnished to date.*

(b) ***Mr. Chatterjee has not disclosed whether the funds of the Company have been applied towards litigation concerning his personal shareholding.*** *During the financial year 2025-26, in which the Company incurred a substantial loss, it incurred Legal and Professional Charges of Rs. 147.00 lakhs on a standalone basis and Rs. 493.35 lakhs on a consolidated basis, each disclosed as a single figure without any break-up. The Annual Report of the Company for that year itself records proceedings concerning the 2,42,430 equity shares held by Mr. Chatterjee in his personal capacity. AMPL's request for*

a matter-wise break-up of the said charges, and for confirmation of the amount, if any, expended on litigation concerning Mr. Chatterjee's personal shareholding and interests, has remained unanswered.

(c) ***Under the management of Mr. Chatterjee, the Company has moved from a profit of Rs. 198.91 lakhs in the financial year 2024-25 to a loss of Rs. 880.77 lakhs in the financial year 2025-26, by way of total comprehensive income.*** *During the same year, its debt-equity ratio increased from 0.79 to 1.21, and its current liabilities came to exceed its current assets. This is notwithstanding that, at the Annual General Meeting held on 23 August 2024, the members were called upon to approve an increase in the borrowing limit of the Company from Rs. 100 crores to Rs. 200 crores on the stated ground of increasing business operations and future growth plans. The entire fixed and movable assets of the eight tea estates of the Company in the districts of Sibsagar and Golaghat, together with its property at Hastings Park Road, Kolkata, now stand charged to Punjab National Bank against the personal guarantee of Mr. Chatterjee, and the Company has not disclosed whether any consideration or benefit or any form of indemnity has been extended to Mr. Chatterjee in respect of such guarantees.*

(d) ***Mr. Chatterjee is also the Managing Director of B & A Packaging India Limited ("BAPIL"), the listed subsidiary of the Company, in which the Company holds 71.66% of the equity share capital.*** *As per the published Annual Reports of BAPIL, during the financial year 2025-26, the profit after tax of BAPIL declined by about 28%, whereas the remuneration drawn by Mr. Chatterjee from BAPIL increased by about 56%. Upon his re-appointment as Managing Director of BAPIL, Mr. Chatterjee has further been allowed a family foreign trip once every two years of a value of up to Rs. 15 lakhs. Over the same period, payments by BAPIL to Barooahs & Associates Private Limited, a related party, have increased from about Rs. 1 crore in the financial year 2023-24 to about Rs. 2.68 crores in the financial year 2025-26. As the Company holds 71.66% of BAPIL, every such outflow diminishes the value of the Company's investment in BAPIL, and in turn the value of the shares held by its members.*

(e) ***Mr. Chatterjee has not furnished any explanation in respect of the acquisition of Moheema Tea Estate, including the consideration paid, the basis on which it was valued, and the reason for which the term loan availed for the acquisition was not disclosed in the Company's intimation to BSE Limited dated 25 January 2024.*** *Nor has any explanation been furnished in respect of the takeover by the Company of the Aidaupukhuri Tea Factory, along with its assets and liabilities, from Barooahs & Associates Private Limited, an entity forming part of the promoter group, with effect from 5 June 2026.*

(f) ***The Company has been without a Chief Financial Officer since 1 November 2026, and its financial results for the quarter and half-year ended 30 September 2026, approved on 14 November 2026, were signed by Mr. Chatterjee alone.*** *At the same meeting, the Board re-designated Mr. Chatterjee as Managing Director & Chief Executive Officer. This was done three days before the date by which Mr. Chatterjee had been called upon to respond to AMPL, and at a time when he was aware that a proposal for his removal was contemplated.*

(g) ***The Board has not functioned independently of Mr. Chatterjee.*** *Mr. Chatterjee and several other directors of the Company, including persons who served as Independent Directors while holding such office, are trustees of the Hemen Barooah Benevolent and*

Family Trust and the Hemen Barooah Trust, which together hold more than 9% of the equity share capital of the Company, and the votes attached to those shares are exercised at general meetings of the Company, including on resolutions concerning the appointment of the said directors. Ten directors of the Company responded to a notice issued on behalf of AMPL by letters which, save for the name, DIN and date, were identically worded. The present Company Secretary had, prior to her appointment, served as the Secretarial Auditor of the Company for seven years as a partner of the same firm, a partner of which continues to act as the scrutiniser at the general meetings of the Company.

(h) At the Annual General Meeting of the Company held on 30 July 2026, votes were counted and certified in disregard of a subsisting order of injunction passed by the Ld. 1st Civil Judge (Senior Division), Alipore. In the proceedings that followed, an unqualified apology was tendered on behalf of the directors, including Mr. Chatterjee, through his constituted attorney, describing the same as a "bonafide inadvertent misinterpretation" of the said order.

In the circumstances, the Requisitionists have lost confidence in Mr. Chatterjee and believe that the members of the Company, once apprised of the above, will share that view. The Requisitionists accordingly call upon the members to remove Mr. Chatterjee from the office of director, and to appoint in his place a director who will be accountable to them.

Under Section 169(4) of the Act, Mr. Somnath Chatterjee is entitled to make a representation in writing to the Company and to request its notification to the members, and to be heard at the meeting. [Any representation received from him is annexed to this notice / will be read out at the meeting.]

Mr. Somnath Chatterjee is concerned or interested in this resolution. [The Board to state whether any other director, key managerial personnel or their relatives are concerned or interested, financially or otherwise, in this resolution.]

Item No. 2: Appointment of Mr. Arvind Parasramka (DIN: 01081588) as a Non-Executive Director

On the same date, the Company received from the Requisitionists a notice in writing under Section 160(1) of the Act, together with the deposit of Rs. 1,00,000, proposing the candidature of Mr. Arvind Parasramka for the office of director, along with special notice under Sections 115 and 169(5) of the Act of his intended appointment in the vacancy that will arise in the event the resolution at Item No. 1 is passed. The resolution at Item No. 2 shall be put to vote irrespective of the outcome of the resolution at Item No. 1. The reasons stated by the Requisitionists are reproduced below in their own words:

Mr. Arvind Parasramka has served as a Non-Executive Director of BAPIL since 5 February 2025, having been appointed on the recommendation of the Nomination and Remuneration Committee and the Board of BAPIL and with the approval of its shareholders, and is accordingly familiar with the business of the Company's principal subsidiary. Mr. Parasramka is proposed to be appointed as a Non-Executive Director, liable to retire by rotation, and does not seek any executive office in the Company. In the event that Mr. Chatterjee is removed, the vacancy so arising will stand filled by the members at the same meeting, and will not be left to be filled by the Board. The Board will then be obliged by law to appoint a Managing Director or Chief Executive

Officer within three months, in addition to its existing obligation to appoint a Chief Financial Officer.

Mr. Parasramka has given his consent to act as a director in Form DIR-2 and an intimation in Form DIR-8 that he is not disqualified under Section 164 of the Act, and has declared that he is not debarred from holding the office of director by any order of the Securities and Exchange Board of India or any other authority. He is a director and promoter of Siemens Syntex Private Limited, Amrex Marketing Private Limited, Dalhousie Holdings Limited and Bhubnesh Commercial Private Limited, and the father of Mr. Keshav Parasramka and Mr. Krishnam Parasramka, all of whom are among the Requisitionists. He is not related to any director or key managerial personnel of the Company. Save and except Mr. Parasramka, no director or key managerial personnel of the Company, or any of their relatives, is concerned or interested in this resolution.

Particulars of Mr. Arvind Parasramka under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2

Particular	Details
Name and DIN	Arvind Parasramka (DIN: 01081588)
Father's name	Late Radheshyam Parasramka
Date of birth and age	13.01.1966; 60 years
Nationality	Indian
Qualification	B.Com., University of Jaipur
Experience and expertise	Chairman of the Amrex Ventures Group since 1997; Investment, finance and corporate governance
Terms of appointment	Non-Executive Director, liable to retire by rotation; sitting fees as fixed by the Board within the limits of the Act
Date of first appointment on the Board	Not applicable (proposed)
Shareholding in the Company	Nil
Relationship with other directors and KMP	Nil
Directorships in other listed entities	B & A Packaging India Limited (Non-Executive Director)
Other directorships	Amrex Marketing Private Limited Bhubnesh Commercial Private Limited Siemens Syntex Private Limited Parasramka Projects Private Limited Suncity Nirman Private Limited Dalhousie Holdings Limited
Committee memberships in listed entities	Nil
Listed entities from which he has resigned in the past three years	Nil
Number of Board meetings of the Company attended	Not applicable

ANNEXURE C (COLLY)

DOCUMENTS OF MR. ARVIND PARASRAMKA

C-1: FORM DIR-2

[Pursuant to Section 152(5) of the Companies Act, 2013 and Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Consent to act as a director of a company

To
The Board of Directors
B & A Limited
Vill. Gariahabi Grant, Charingia,
Mouza Khangia, District Jorhat, Assam 785006

Subject: Consent to act as a director

I, Arvind Parasramka, hereby give my consent to act as a director of B & A Limited pursuant to Section 152(5) of the Companies Act, 2013, and certify that I am not disqualified from becoming a director under the Companies Act, 2013.

No.	Particulars	Details
1	Director Identification Number (DIN)	01081588
2	Name (in full)	Arvind Parasramka
3	Father's name (in full)	Late Radheshyam Parasramka
4	Address	26, Belvedere Road, Kolkata 700 027
5	Email ID	arvind@amrexventures.com
6	Mobile number	+91 98300 91024
7	Income-tax PAN	AFUPP0018G
8	Occupation	Business
9	Date of birth	13.01.1966
10	Nationality	Indian
11	Number of companies in which I am already a director, out of which number of public companies	7 / 2
12	Membership number and certificate of practice number, where the person is a practising professional	Not applicable

Place: Kolkata
Date: 19 November 2026

Arvind Parasramka

Attachments:

(1) proof of identity;
(2) proof of residential address.

C-2: FORM DIR-8

[Pursuant to Section 164(2) of the Companies Act, 2013 and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Intimation by director

To
The Board of Directors
B & A Limited
Vill. Gariahabi Grant, Charingia,
Mouza Khangia, District Jorhat, Assam 785006

I, Arvind Parasramka, son of Late Radheshyam Parasramka, residing at 26, Belvedere Road, Kolkata 700 027, proposed to be appointed as a director of B & A Limited, hereby give notice that I am, or was, a director of the following companies during the last three years:

No.	Name of the company	Date of appointment	Date of cessation
1	B & A Packaging India Limited	05.02.2025	Continuing
2	Amrex Marketing Private Limited	02.01.1997	Continuing
3	Bhubnesh Commercial Private Limited	16.10.2000	Continuing
4	Siemens Syntex Private Limited	15.01.2004	Continuing
5	Parasramka Projects Private Limited	30.06.2006	Continuing
6	Suncity Nirman Private Limited	14.03.2011	Continuing
7	Dalhousie Holdings Limited	02.07.2013	Continuing

I further confirm that I have not incurred disqualification under Section 164(2) of the Companies Act, 2013 in any of the above companies in the previous financial year, and that I am at present free from any disqualification from being a director.

Place: Kolkata
Date: 19 November 2026

Arvind Parasramka

DIN: 01081588

C-3: DECLARATION

To
The Board of Directors
B & A Limited

I, Arvind Parasramka (DIN: 01081588), son of Late Radheshyam Parasramka, residing at 26, Belvedere Road, Kolkata 700 027, whose appointment as a Non-Executive Director of B & A Limited has been proposed by its members, declare that:

(a) I am not debarred from holding the office of director by virtue of any order of the Securities and Exchange Board of India or any other authority;

(b) I am not disqualified from being appointed as a director under Section 164 of the Companies Act, 2013;

(c) my Director Identification Number is valid and active, and my KYC under Rule 12A of the Companies (Appointment and Qualification of Directors) Rules, 2014 is up to date;

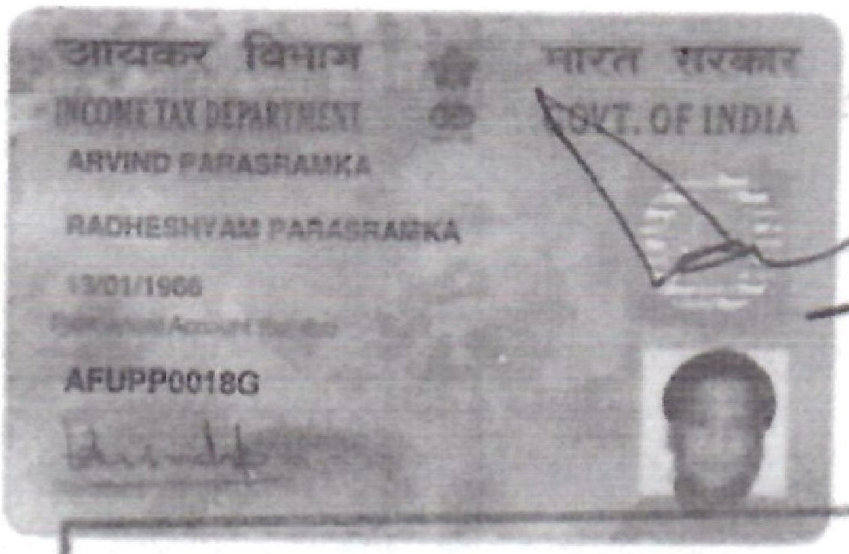
(d) I will not hold directorships in excess of the limits laid down in Section 165 of the Companies Act, 2013 and Regulation 17A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

(e) I am not related to any director or key managerial personnel of B & A Limited.

Place: Kolkata
Date: 19 November 2026

Arvind Parasramka

C-4: PROOF OF IDENTITY AND PROOF OF ADDRESS


आयकर विभाग
INCOME TAX DEPARTMENT
भारत सरकार
GOVT. OF INDIA
ARVIND PARASRAMKA
RADHESHYAM PARASRAMKA
13/01/1966
Permanent Account Number
AFUPP0018G

Submitted to : B & A Limited

DATE : 19.11.2026

PURPOSE : Director Proposal

भारत सरकार

आधार

भारत सरकार
Government of India

भारतीय विशिष्ट पहचान प्राधिकरण
Unique Identification Authority of India

Enrolment No.: 2730/00497/87174

To
Arvind Parasramka
26 BELVEDERE ROAD,
VIC: Alipore,
PO: Alipore,
Sub District: Kolkata,
District: Kolkata,
State: West Bengal,
PIN Code: 700027
Mobile: 9830091024

Signature valid



आपका आधार क्रमांक / Your Aadhaar No. :

XXXX XXXX 9652

VID : 9169 3842 7524 1562

मेरा आधार, मेरी पहचान

Government of India

AADHAAR

सूचना / INFORMATION

- आधार पहचान का प्रमाण है, नागरिकता या जन्मतिथि का नहीं। जन्मतिथि आधार नंबर धारक द्वारा प्रस्तुत सूचना और विनियमों में विनिर्दिष्ट जन्मतिथि के प्रमाण के दस्तावेज पर आधारित है।
- इस आधार पत्र को यूआईडीएआई द्वारा नियुक्त प्रमाणीकरण एजेंसी के जरिए ऑनलाइन प्रमाणीकरण के द्वारा सत्यापित किया जाना चाहिए या पेप स्टोर में उपलब्ध आधार पेप या आधार सक्योर पेपेर स्कैनर पेप से क्यूआर कोड को स्कैन करके या www.uidai.gov.in. पर उपलब्ध सुरक्षित क्यूआर कोड रीडर का उपयोग करके सत्यापित किया जाना चाहिए।
- आधार विशिष्ट और सुरक्षित है।
- पहचान और पते के समर्थन में दस्तावेजों वाले आधार के लिए नामांकन की तारीख से प्रत्येक 10 वर्ष में कम से कम एक बार आधार में अपडेट कराना चाहिए।
- आधार विभिन्न सरकारी और गैर-सरकारी फायदों/सेवाओं का लाभ लेने में सहायता करता है।
- आधार में अपना मोबाइल नंबर और ईमेल आईडी अपडेट रखें।
- आधार सेवाओं का लाभ लेने के लिए आधार पेप डाउनलोड करें।
- आधार/बॉयोमेट्रिक्स का उपयोग न करने के समय सुरक्षा सुनिश्चित करने के लिए आधार/बॉयोमेट्रिक्स लॉक/अनलॉक सुविधा का उपयोग करें।
- आधार की मांग करने वाले संस्थानों लेने के लिए बाध्य हैं।
- Aadhaar is proof of identity, not of citizenship or date of birth (DOB). DOB is based on information supported by proof of DOB document specified in regulations, submitted by Aadhaar number holder.
- This Aadhaar letter should be verified through either online authentication by UIDAI-appointed authentication agency or QR code scanning using Aadhaar app or Aadhaar QR Scanner app available in app stores or using secure QR code reader app available on www.uidai.gov.in.
- Aadhaar is unique and secure.
- Documents to support identity and address should be updated in Aadhaar after every 10 years from date of enrolment for Aadhaar.
- Aadhaar helps you avail of various Government and Non-Government benefits/services.
- Keep your mobile number and email id updated in Aadhaar.
- Download Aadhaar app to avail of Aadhaar services.
- Use the feature of Lock/Unlock Aadhaar/biometrics to ensure security when not using Aadhaar/biometrics.
- Entities seeking Aadhaar are obligated to seek consent.

भारत सरकार
Government of India

Aadhaar no. Issued: 03/11/2022



Arvind Parasramka
Date of Birth/DOB: 13/01/1966
Male/ MALE

आधार पहचान का प्रमाण है, नागरिकता या जन्मतिथि का नहीं।
इसका उपयोग सत्यापन (ऑनलाइन प्रमाणीकरण, या क्यूआर कोड/ ऑफलाइन एक्सएमएल की स्कैनिंग) के साथ किया जाना चाहिए।
Aadhaar is proof of identity, not of citizenship or date of birth. It should be used with verification (online authentication, or scanning of QR code / offline XML)

XXXX XXXX 9652

मेरा आधार, मेरी पहचान

भारतीय विशिष्ट पहचान प्राधिकरण
Unique Identification Authority of India

Details as on: 19/11/2026

Address:
26 BELVEDERE ROAD, Alipore, PO: Alipore,
DIST: Kolkata,
West Bengal - 700027



XXXX XXXX 9652
VID : 9169 3842 7524 1562

1947 gov.in www.uidai.gov.in

Submitted to : B & A Limited

DATE : 19.12.2026

PURPOSE : Director Proposal

HDFC BANK
We understand your world

MR. ARVIND PARASRAMKA
26, BELVEDERE ROAD
ALIPORE

KOLKATA 700027
WEST BENGAL

JOINT HOLDERS : KAVITA PARASRAMKA

Nomination : Not Registered

Account Branch : NEW ALIPORE
Address : HDFC BANK LTD
91, NALINI RANJAN AVENUE
NEW ALIPORE, BLOCK A
City : KOLKATA
State : WEST BENGAL
Phone no. : 18002600/18001600
OD Limit : 0 Currency : INR
Email : ARVINDPARASRAMKA@GMAIL.COM
Cust ID : 948037
Account No : 00401000040056 INFINITI
A/C Open Date : 09/01/2001
Account Status : Regular
RTGS/NEFT IFSC : HDFC0000040 MICR : 700240008
Branch Code : 40
Account Type : SAVINGS A/C - RESIDENT (100)

Statement From : 18/11/2026 To : 18/11/2026

Date	Narration	Chq./Ref.No.	Value Dt	Withdrawal Amt.	Deposit Amt.	Closing Balance

STATEMENT SUMMARY :-

Opening Balance	Dr Count	Cr Count	Debits	Credits	Closing Bal
[redacted]					

Generated On: Generated By: 948037 Requesting Branch Code: 40

Submitted to : B&A Limited

DATE : 19.11.2026

PURPOSE : Director Proposal

This is a computer generated statement and does not require signature.

HDFC BANK LIMITED

*Closing balance includes funds earmarked for hold and uncleared funds

Contents of this statement will be considered correct if no error is reported within 30 days of receipt of statement. The address on this statement is that on record with the Bank as at the day of requesting this statement.

State account branch GSTN:
HDFC Bank GSTIN number details are available at https://www.hdfcbank.com/personal/making-payments/online-tax-payment-goods-and-services-tax

Registered Office Address: HDFC Bank House,Senapati Bapat Marg,Lower Parel,Mumbai 400013

ANNEXURE D

LETTER BEARING REFERENCE AMPL-BNA-14 DATED 8 OCTOBER 2026 AND REMINDER DATED 10 NOVEMBER 2026

Amrex Ventures Group <info@amrexventures.com>

Your personal conduct and accountability as Managing Director of B & A Limited

Amrex Ventures Group <info@amrexventures.com> Thu, Oct 8, 2026 at 8:59 PM
To: somnath@barooahs.in
Cc: robin.farley@odgersberndtson.com, amit chowdhuri <amit.chowdhuri@gmail.com>, ghoshag@hotmail.com, Rajkamal Bhuyan <brajkamal@gmail.com>, amitkirandeb@gmail.com, hsdas07@yahoo.co.in, moumukherjee@taiind.com, "Ms. Simeen Rahman" <smn@transcombd.com>, Dipankar Mukherjee <dipankarm1953@gmail.com>, Gauri Sarma <gauri.sarma@gmail.com>, somnath@barooahs.in, Dhruba Jyoti Dowerah <dhruba@barooahs.com>, Binita Pandey <binita@barooahs.in>, "investorrelations@bandaltd.in" <investorrelations@bandaltd.in>, Faisal Hussain <fhn@transcombd.com>, Joydeep Barua <joydeep_barua@assamteabrokers.com>, Nisheeth Bijawat <nisheeth@assamteabrokers.com>, Arup Chakraborty <chakra.arup@gmail.com>

Dear Sir,

Please find enclosed our letter dated 08.10.2026, bearing reference AMPL-BNA-14, addressed to you in your capacity as Managing Director of B & A Limited, concerning your personal conduct and accountability in the matters set out therein.

A copy of this email, together with the enclosed letter, is being marked to the Chairperson and each Member of the Board of Directors of B & A Limited.

We would request your response to the matters raised in the enclosed letter within seven days of receipt, as set out therein. We sincerely hope that a suitable response will be provided and that any further steps will not be necessary.

Kindly acknowledge receipt of this email.

Yours faithfully,
For Amrex Marketing Private Limited,

Authorised Signatory

Encl.: Letter dated 08.10.2026, Ref: AMPL-BNA-14

AMPL-BNA-14.pdf
4814K

Amrex Marketing Private Limited

BY EMAIL ONLY – WITHOUT PREJUDICE

To
Mr. Somnath Chatterjee
Managing Director
B & A Limited

Date: 08.10.2026
Ref: AMPL-BNA-14

With a copy to the Chairperson and each Member of the Board of Directors of B & A Limited

Subject: Your personal conduct and accountability as Managing Director of B & A Limited

Dear Sir,

1. You are aware that we are a substantial minority shareholder of B & A Limited ("the Company"), holding in excess of 11% of its total paid-up share capital and voting rights, as part of a group acting in concert within the meaning of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. We address this letter to you directly because the matters set out below concern your own personal conduct and accountability as Managing Director, and not merely the administration of the Company at large.

2. Over the course of the past several weeks, we have addressed a series of detailed, specific and documented communications to the Company, to its Board, to its Audit Committee and to its Company Secretary, none of which has received a substantive response. For ease of reference, these include our letters dated 17.08.2026 (Ref: AMPL-BNA-02, concerning the coordinated responses filed by ten Directors and the Revised Scrutinizer's Report furnished to BSE Limited), 17.08.2026 (Ref: AMPL-BNA-04, concerning the shareholding and trust records of the Company), 17.08.2026 (Ref: AMPL-BNA-06, concerning related party transactions, borrowings, security and the Moheema Tea Estate acquisition), 24.08.2026 (Ref: AMPL-BNA-08, concerning the inconsistent categorisation of Promoters and Directors, including your own categorisation, between the Company's records with the Registrar of Companies and its shareholding pattern filed with BSE Limited), 23.09.2026 (Ref: AMPL-BNA-10, consolidating our governance concerns and recording the continuing non-response of the Audit Committee) and 23.09.2026 (Ref: AMPL-BNA-12, concerning the sworn apology tendered on behalf of Respondent Nos. 2 to 16, including yourself, in Misc. Case No. 200 of 2026). As Managing Director, the day-to-day conduct and management of the Company's affairs is entrusted to you, and the continuing and collective silence of the Company, its Board and its officers in the face of this correspondence is, in the first instance, a matter for which you bear direct and personal responsibility.

3. We would draw your particular attention to three matters in which you are named individually, and which accordingly call for your own personal response, rather than a response routed through the Company's general correspondence.

4. First, our letter dated 24.08.2026 (Ref: AMPL-BNA-08) drew attention to the fact that you are shown, in the shareholding pattern filed by the Company with BSE Limited, as holding 2,42,430 equity shares (7.82%) under the category "Promoter", while you are shown, in the records of the Company maintained with the Registrar of Companies, under the category "Professional"

CIN : U32111WB1994PTC061375
26, Belvedere Road, Kolkata - 700 027
Phone : +33-3551-3536
Email : info@amrexventures.com

and not "Promoter". This discrepancy concerns your own shareholding and your own categorisation, and more than six weeks after it was raised, it remains wholly unexplained. **We request you to state, in your personal capacity, the basis on which you came to be categorised as "Professional" with the Registrar of Companies notwithstanding your disclosed Promoter shareholding, and whether this categorisation was made with your knowledge and at your instance.**

5. Second, our letter dated 23.09.2026 (Ref: AMPL-BNA-12) drew attention to the Affidavit affirmed on 02.09.2026 by Mr. Partha Mukherjie in Misc. Case No. 200 of 2026, in which Mr. Mukherjie identifies himself as affirming the Affidavit in his capacity as Vice President – Legal and Taxation of the Company and as your Constituted Attorney, and in which, at paragraph 13, an unqualified apology is tendered on behalf of Respondent Nos. 2 to 16, including you, for what is described as the "bonafide inadvertent misinterpretation" of a subsisting order of injunction. As the Managing Director of the Company, and as the only individual Respondent among Respondent Nos. 3 to 16 on whose behalf Mr. Mukherjie professed, on the face of the Affidavit, to hold a power of attorney, you are, more than any other Director, in a position to state, and are **requested to state, whether you personally authorised the apology tendered in your name, whether you reviewed the Affidavit before it was affirmed on your behalf, and what role you played, if any, in the decision to describe as "inadvertent" an error that resulted in votes being counted and certified in the teeth of a court order.**

6. Third, we note from Note 36 to the Standalone Financial Statements of the Company for the year ended 31.03.2026 that the Company has incurred Legal & Professional Charges of Rs. 147.00 lakhs during the year, and from Note 38 to the Consolidated Financial Statements that the corresponding consolidated figure is Rs. 493.35 lakhs, in each case disclosed as a single aggregate figure with no break-up of the matters to which it relates. We also note, from the Annual Report, that proceedings pending before the Courts in respect of 2,42,430 equity shares (7.82%) held by you were dismissed by an order dated 22.08.2025. **We request you to state, in your personal capacity, whether any part of the said Legal & Professional Charges, in the current year or in any preceding year during which that litigation was pending, was incurred by the Company in connection with litigation concerning your personal shareholding, as distinct from litigation or professional work undertaken for the Company's own account, and if so, on whose authorisation and with what approval such expenditure was incurred.** We state that, in the absence of any break-up having been furnished to date, we have formed the considered view that a substantial portion of the Company's Legal & Professional Charges is, or may well be, expenditure incurred to secure your personal interests rather than the affairs of the Company, and we invite you to furnish the information sought above so that this view may be corrected if it is mistaken.

7. We are compelled to state that the picture which emerges from the matters set out above, and from the record of correspondence referred to above at paragraph 2, is one of the Company and its officers simply declining to engage, over a period of months, with specific and documented queries concerning the conduct of the Company's affairs, including queries that concern you personally and, in the matter referred to at paragraph 6 above, concern the use of the Company's own funds for what may be your personal benefit. As Managing Director, you are the officer principally entrusted with ensuring that the Company is conducted honestly, diligently and in accordance with law, and the continuing pattern of silence we have encountered, on matters squarely within your remit and bearing your own name, is not a state of affairs we are prepared to treat as satisfactory or to allow to continue indefinitely.

8. Accordingly, we call upon you to furnish, in your personal capacity, complete and satisfactory answers to the matters raised at paragraphs 4, 5 and 6 above, together with a substantive response to each of the letters referred to at paragraph 2 above, within seven days of receipt of this letter. We place you on notice that, in the absence of such a response, we shall regard the matters raised in this letter and in our prior correspondence as going directly to your fitness to continue in office, and we reserve our right, as a shareholder of the Company, to move a special notice under the applicable provisions of the Companies Act, 2013 for your removal as a Director of the Company, in addition to all other rights and remedies available to us in law.

9. This letter is issued without prejudice to, and without waiver of, any right or contention available to us, whether in the pending proceedings before the Ld. 1st Civil Judge, Senior Division, Alipore, in Title Suit No. 715 of 2026 and Misc. Case No. 200 of 2026, or otherwise, all of which stand expressly reserved.

Yours faithfully,
For Amrex Marketing Private Limited,

Authorised Signatory
Folio No: IN30021412357718 (amongst others)

Amrex Ventures Group <info@amrexventures.com>

Your personal conduct and accountability as Managing Director of B & A Limited

Amrex Ventures Group <info@amrexventures.com> Tue, Nov 10, 2026 at 3:09 PM

To: somnath@barooahs.in
Cc: robin.farley@odgersberndtson.com, amit chowdhuri <amit.chowdhuri@gmail.com>, ghoshag@hotmail.com, Rajkamal Bhuyan <brajkamal@gmail.com>, amitkirandeb@gmail.com, hsdas07@yahoo.co.in, moumukherjee@taiind.com, "Ms. Simeen Rahman" <smn@transcombd.com>, Dipankar Mukherjee <dipankarm1953@gmail.com>, Gauri Sarma <gauri.sarma@gmail.com>, Dhruba Jyoti Dowerah <dhruba@barooahs.com>, Binita Pandey <binita@barooahs.in>, investorrelations@bandaltd.in, Faisal Hussain <fhn@transcombd.com>, Joydeep Barua <joydeep_barua@assamteabrokers.com>, Nisheeth Bijawat <nisheeth@assamteabrokers.com>, Arup Chakraborty <chakra.arup@gmail.com>

BY EMAIL ONLY – WITHOUT PREJUDICE

Date: 10.11.2026

To
Mr. Somnath Chatterjee
Managing Director
B & A Limited

With a copy to the Chairperson and each Member of the Board of Directors of B & A Limited

Subject: Reminder – Our letter dated 08.10.2026 (Ref: AMPL-BNA-14)

Dear Sir,

We refer to our letter dated 08.10.2026 (Ref: AMPL-BNA-14), by which we called upon you to respond, in your personal capacity and within seven days, to the matters set out at paragraphs 4, 5 and 6 of that letter. Those matters concern your categorisation and shareholding, the apology tendered in your name before the Court, and the use of the Company's funds. We also called for a substantive response to our earlier letters referred to at paragraph 2 of that letter.

More than a month has since elapsed, and we have received neither a response nor even an acknowledgement from you. These are matters on which you alone are in a position to answer, and none of them should require a month's reflection.

We accordingly call upon you, for the last time, to furnish your response by **17.11.2026**. In the absence of a response by that date, we shall be constrained to conclude that no satisfactory explanation exists, and shall proceed to take such steps as are available to us as shareholders. These include the issue of a special notice under Section 115 read with Section 169 of the Companies Act, 2013, for your removal as a Director of the Company, and for the appointment of such other person or persons as Directors, together with a

requisition under Section 100 of the Act for an Extraordinary General Meeting of the Company to consider the same, without further reference to you.

This letter is issued without prejudice to, and without waiver of, any right or contention available to us, whether in the pending proceedings or otherwise, all of which stand expressly reserved.

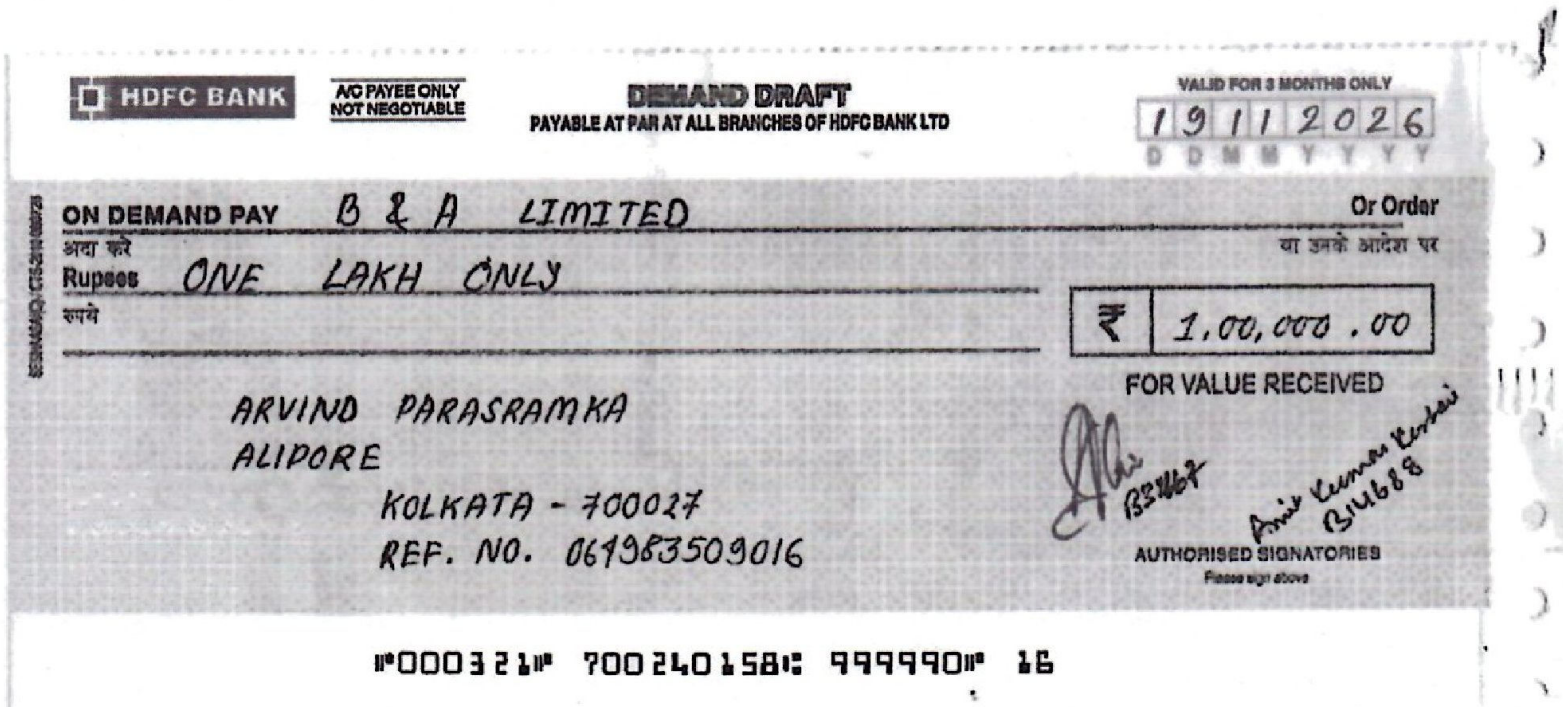
Yours faithfully,
For Amrex Marketing Private Limited,

Authorised Signatory

[Quoted text hidden]

COPY OF DEMAND DRAFT

Demand Draft No. 000321 dated 19 November 2026 drawn on HDFC Bank for Rs. 1,00,000 in favour of B & A Limited, towards the deposit under Section 160(1) of the Companies Act, 2013


HDFC BANK

A/C PAYEE ONLY
NOT NEGOTIABLE

DEMAND DRAFT
PAYABLE AT PAR AT ALL BRANCHES OF HDFC BANK LTD

VALID FOR 3 MONTHS ONLY
19 11 2026
D D M M Y Y Y Y

ON DEMAND PAY B & A LIMITED Or Order
अदा करें या उनके आदेश पर
Rupees ONE LAKH ONLY
रुपये
₹ 1,00,000.00

FOR VALUE RECEIVED

ARVIND PARASRAMKA
ALIPORE
KOLKATA - 700027
REF. NO. 061983509016

B3467 Amit Kumar Kedia B14688
AUTHORISED SIGNATORIES
Please sign above

⑈000321⑈ ⑆700240158⑆ 999990⑈ 16

CERTIFIED COPIES OF THE BOARD RESOLUTIONS OF THE CORPORATE REQUISITIONISTS

Amrex Marketing Private Limited, Siemens Syntex Private Limited, Dalhousie Holdings Limited and Bhubnesh Commercial Private Limited

Amrex Marketing Private Limited

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF AMREX MARKETING PRIVATE LIMITED AT ITS MEETING HELD ON 18 NOVEMBER 2026 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY

Requisition for an Extraordinary General Meeting of B & A Limited

"RESOLVED THAT the consent of the Board be and is hereby accorded to the Company, being a member of B & A Limited (CIN: L01132AS1915PLC000200) holding 4,367 equity shares in demat account(s) IN30021412357718 and 1201090001857867, joining with Siemens Syntex Private Limited, Dalhousie Holdings Limited, Bhubnesh Commercial Private Limited, Mr. Keshav Parasramka, Mr. Krishnam Parasramka and Maruti Traders & Investors, as members of B & A Limited, in:

(a) requisitioning the Board of Directors of B & A Limited to call an extraordinary general meeting of its members under Section 100(2)(a) of the Companies Act, 2013 (the "Act");

(b) giving special notice under Sections 115 and 169(2) of the Act of the resolution for the removal of Mr. Somnath Chatterjee (DIN: 00172364) as a director of B & A Limited; and

(c) giving notice under Section 160 of the Act, and special notice under Sections 115 and 169(5) of the Act, proposing the appointment of Mr. Arvind Parasramka (DIN: 01081588) as a director of B & A Limited,

substantially in the form of the draft requisition placed before the meeting and initialled by the Chairman for the purpose of identification;

RESOLVED FURTHER THAT Mr. Basudeb Chaudhuri, Authorised Signatory, be and is hereby authorised on behalf of the Company:

- to sign the said requisition and notices and all documents connected therewith;
- to make, or join in making, the deposit required under Section 160(1) of the Act;
- to seek inspection and copies of the registers and records of B & A Limited and its Registrar and Share Transfer Agent;
- to correspond with, and make representations and complaints to, B & A Limited, the Registrar of Companies, BSE Limited, the Securities and Exchange Board of India and any other authority;

CIN : U32111WB1994PTC061375
26, Belvedere Road, Kolkata - 700 027
Phone : +33-3551-3536
Email : info@amrexventures.com

- in the event the Board of Directors of B & A Limited fails to call the meeting within the time stipulated, to call and hold the meeting together with the other requisitionists under Sections 100(4) and 100(5) of the Act and to sign the notice of such meeting;

- to attend and vote at the meeting as the authorised representative of the Company under Section 113 of the Act, or to appoint a proxy for the purpose;

- to institute, sign, verify and prosecute any application, petition or other proceeding before the National Company Law Tribunal, any court or any other forum in connection with any of the foregoing, and to swear affidavits, sign vakalatnamas and engage advocates for the purpose;

and to do all such acts, deeds and things as may be necessary or incidental to give effect to this resolution."

Certified to be a true copy
For AMREX MARKETING PRIVATE LIMITED

KESHAV PARASRAMKA
Director
DIN: 07037667

Place: Kolkata
Date: 19 November 2026

Siemens Syntex Private Limited

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF SIEMENS SYNTEX PRIVATE LIMITED AT ITS MEETING HELD ON 18 NOVEMBER 2026 AT 12:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY

Requisition for an Extraordinary General Meeting of B & A Limited

"RESOLVED THAT the consent of the Board be and is hereby accorded to the Company, being a member of B & A Limited (CIN: L01132AS1915PLC000200) holding 92,433 equity shares in demat account(s) IN30021412357259 and IN30210510945052, joining with Amrex Marketing Private Limited, Dalhousie Holdings Limited, Bhubnesh Commercial Private Limited, Mr. Keshav Parasramka, Mr. Krishnam Parasramka and Maruti Traders & Investors, as members of B & A Limited, in:

(a) requisitioning the Board of Directors of B & A Limited to call an extraordinary general meeting of its members under Section 100(2)(a) of the Companies Act, 2013 (the "Act");

(b) giving special notice under Sections 115 and 169(2) of the Act of the resolution for the removal of Mr. Somnath Chatterjee (DIN: 00172364) as a director of B & A Limited; and

(c) giving notice under Section 160 of the Act, and special notice under Sections 115 and 169(5) of the Act, proposing the appointment of Mr. Arvind Parasramka (DIN: 01081588) as a director of B & A Limited,

substantially in the form of the draft requisition placed before the meeting and initialled by the Chairman for the purpose of identification;

RESOLVED FURTHER THAT Mr. Basudeb Chaudhuri, Authorised Signatory, be and is hereby authorised on behalf of the Company:

- to sign the said requisition and notices and all documents connected therewith;
- to make, or join in making, the deposit required under Section 160(1) of the Act;
- to seek inspection and copies of the registers and records of B & A Limited and its Registrar and Share Transfer Agent;
- to correspond with, and make representations and complaints to, B & A Limited, the Registrar of Companies, BSE Limited, the Securities and Exchange Board of India and any other authority;
- in the event the Board of Directors of B & A Limited fails to call the meeting within the time stipulated, to call and hold the meeting together with the other requisitionists under Sections 100(4) and 100(5) of the Act and to sign the notice of such meeting;

CIN : U51109WB1995PTC074004
26, Belvedere Road, Kolkata - 700 027
Phone : +33-3551-3536
Email : info@amrexventures.com

- to attend and vote at the meeting as the authorised representative of the Company under Section 113 of the Act, or to appoint a proxy for the purpose;

- to institute, sign, verify and prosecute any application, petition or other proceeding before the National Company Law Tribunal, any court or any other forum in connection with any of the foregoing, and to swear affidavits, sign vakalatnamas and engage advocates for the purpose;

and to do all such acts, deeds and things as may be necessary or incidental to give effect to this resolution."

Certified to be a true copy
For SIEMENS SYNTEX PRIVATE LIMITED

SIEMENS SYNTEX PVT. LTD. Kolkata

ARVIND PARASRAMKA
Director
DIN: 01081588

Place: Kolkata
Date: 19 November 2026

Dalhousie Holdings Limited

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF DALHOUSIE HOLDINGS LIMITED AT ITS MEETING HELD ON 18 NOVEMBER 2026 AT 2:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY

Requisition for an Extraordinary General Meeting of B & A Limited

"RESOLVED THAT the consent of the Board be and is hereby accorded to the Company, being a member of B & A Limited (CIN: L01132AS1915PLC000200) holding 70,025 equity shares in demat account(s) IN30292710373565 and IN30210510953061, joining with Amrex Marketing Private Limited, Siemens Syntex Private Limited, Bhubnesh Commercial Private Limited, Mr. Keshav Parasramka, Mr. Krishnam Parasramka and Maruti Traders & Investors, as members of B & A Limited, in:

(a) requisitioning the Board of Directors of B & A Limited to call an extraordinary general meeting of its members under Section 100(2)(a) of the Companies Act, 2013 (the "Act");

(b) giving special notice under Sections 115 and 169(2) of the Act of the resolution for the removal of Mr. Somnath Chatterjee (DIN: 00172364) as a director of B & A Limited; and

(c) giving notice under Section 160 of the Act, and special notice under Sections 115 and 169(5) of the Act, proposing the appointment of Mr. Arvind Parasramka (DIN: 01081588) as a director of B & A Limited,

substantially in the form of the draft requisition placed before the meeting and initialled by the Chairman for the purpose of identification;

RESOLVED FURTHER THAT Mr. Basudeb Chaudhuri, Authorised Signatory, be and is hereby authorised on behalf of the Company:

- to sign the said requisition and notices and all documents connected therewith;
- to make, or join in making, the deposit required under Section 160(1) of the Act;
- to seek inspection and copies of the registers and records of B & A Limited and its Registrar and Share Transfer Agent;
- to correspond with, and make representations and complaints to, B & A Limited, the Registrar of Companies, BSE Limited, the Securities and Exchange Board of India and any other authority;

- in the event the Board of Directors of B & A Limited fails to call the meeting within the time stipulated, to call and hold the meeting together with the other requisitionists under Sections 100(4) and 100(5) of the Act and to sign the notice of such meeting;

- to attend and vote at the meeting as the authorised representative of the Company under Section 113 of the Act, or to appoint a proxy for the purpose;

- to institute, sign, verify and prosecute any application, petition or other proceeding before the National Company Law Tribunal, any court or any other forum in connection with any of the foregoing, and to swear affidavits, sign vakalatnamas and engage advocates for the purpose;

and to do all such acts, deeds and things as may be necessary or incidental to give effect to this resolution."

Certified to be a true copy
For DALHOUSIE HOLDINGS LIMITED

DALHOUSIE HOLDINGS LIMITED KOLKATA

KESHAV PARASRAMKA
Director
DIN: 07037667

Place: Kolkata
Date: 19 November 2026

Bhubnesh Commercial Private Limited

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF BHUBNESH COMMERCIAL PRIVATE LIMITED AT ITS MEETING HELD ON 18 NOVEMBER 2026 AT 4:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY

Requisition for an Extraordinary General Meeting of B & A Limited

"RESOLVED THAT the consent of the Board be and is hereby accorded to the Company, being a member of B & A Limited (CIN: L01132AS1915PLC000200) holding 14,436 equity shares in demat account(s) IN30154915903184 and IN30210510968653, joining with Amrex Marketing Private Limited, Siemens Syntex Private Limited, Dalhousie Holdings Limited, Mr. Keshav Parasramka, Mr. Krishnam Parasramka and Maruti Traders & Investors, as members of B & A Limited, in:

(a) requisitioning the Board of Directors of B & A Limited to call an extraordinary general meeting of its members under Section 100(2)(a) of the Companies Act, 2013 (the "Act");

(b) giving special notice under Sections 115 and 169(2) of the Act of the resolution for the removal of Mr. Somnath Chatterjee (DIN: 00172364) as a director of B & A Limited; and

(c) giving notice under Section 160 of the Act, and special notice under Sections 115 and 169(5) of the Act, proposing the appointment of Mr. Arvind Parasramka (DIN: 01081588) as a director of B & A Limited,

substantially in the form of the draft requisition placed before the meeting and initialled by the Chairman for the purpose of identification;

RESOLVED FURTHER THAT Mr. Basudeb Chaudhuri, Authorised Signatory, be and is hereby authorised on behalf of the Company:

- to sign the said requisition and notices and all documents connected therewith;
- to make, or join in making, the deposit required under Section 160(1) of the Act;
- to seek inspection and copies of the registers and records of B & A Limited and its Registrar and Share Transfer Agent;
- to correspond with, and make representations and complaints to, B & A Limited, the Registrar of Companies, BSE Limited, the Securities and Exchange Board of India and any other authority;

CIN : U51109WB1996PTC077579
26, Belvedere Road, Kolkata - 700 027
Phone : +33-3551-3536
Email : info@amrexventures.com

- in the event the Board of Directors of B & A Limited fails to call the meeting within the time stipulated, to call and hold the meeting together with the other requisitionists under Sections 100(4) and 100(5) of the Act and to sign the notice of such meeting;

- to attend and vote at the meeting as the authorised representative of the Company under Section 113 of the Act, or to appoint a proxy for the purpose;

- to institute, sign, verify and prosecute any application, petition or other proceeding before the National Company Law Tribunal, any court or any other forum in connection with any of the foregoing, and to swear affidavits, sign vakalatnamas and engage advocates for the purpose;

and to do all such acts, deeds and things as may be necessary or incidental to give effect to this resolution."

Certified to be a true copy
For BHUBNESH COMMERCIAL PRIVATE LIMITED

BHUBNESH COMMERCIAL PVT. LTD. KOLKATA

ARVIND PARASRAMKA
Director
DIN: 01081588

Place: Kolkata
Date: 19 November 2026

MARUTI TRADERS & INVESTORS

LETTER OF AUTHORITY

We, the undersigned, being the partners of Maruti Traders & Investors, holding 1,44,652 equity shares of B & A Limited in demat account IN30210510457227, hereby authorise **Mr. Ramesh Kumar Somani**, Partner, to sign on behalf of the firm the requisition dated 19 November 2026 under Section 100 of the Companies Act, 2013 for an extraordinary general meeting of B & A Limited, together with the special notice for the removal of Mr. Somnath Chatterjee and the notice proposing the appointment of Mr. Arvind Parasramka as a director. We also authorise him to take all further steps in that connection on behalf of the firm, including attending and voting at the meeting and any proceedings arising from it.

Name of Partner	**Signature** For Maruti Traders & Investors
Ramesh Kumar Somani	Ramesh Kumar Somani Digitally signed by Ramesh Kumar Somani Date: 2026.11.19 19:17:17 +05'30' Partner
Usha Somani	For Maruti Traders & Investors U Somani Partner

Place: Kolkata
Date: 18 November 2026