

Form DIR-2
Consent to act as a director of a company

[Pursuant to section 152(5) and Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014]

To,
The Board of Directors,
Zuari Agro Chemicals Limited
Jai Kisaan Bhawan,
Zuarinagar,
Goa – 403 726.

Subject: Consent to act as director

I, **Amandeep**, hereby give my consent to act as Director of **Zuari Agro Chemicals Limited**, pursuant to sub-section (5) of section 152 of the Companies Act, 2013 and certify that I am not disqualified to become a director under the Companies Act, 2013.

- 1. Director Identification Number (DIN):** 00226905
- 2. Name (in full):** Amandeep
- 3. Father's Name (in full):** Late Sh Babu Ram
- 4. Address:** A6/110 PD2, Sahara Grace Apartments, MG Road, Gurugram - 122002
- 5. E-mail id:** amandeep@thesherpas.in
- 6. Mobile no :** 9876543210
- 7. Income-tax PAN:** ABQPG8925R
- 8. Occupation:** Founder of Management Consulting Firm
- 9. Date of birth:** 17-05-1969
- 10. Nationality:** Indian
- 11. No. of companies in which I am already a Director and out of such companies the names of the companies in which I am a Managing Director, Chief Executive Officer, Whole time Director, Secretary, Chief Financial Officer, and Manager**
No. of companies in which already a Director - 6
No of Companies in which I hold the position of KMP - NIL
- 12. Particulars of membership No. and Certificate of practice No. if the applicant is a member of any professional Institute. Specifically, state NIL if none. – NIL**

DECLARATION

I declare that

- I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years. I further declare that if appointed my total Directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director.
- I am not required to obtain the security clearance from the Ministry of Home Affairs, Government of India before seeking appointment as director in Zuari Agro Chemicals Limited.



Name: ~~Amandeep~~

DIN: 00226905

Date: 21-01-2025

Place: Gurugram

Attachments:

1. Proof of identity: PAN
2. Proof of residence: Passport

FORM No. MBP - 1
COMPANIES ACT, 2013
Notice of interest by director
[Pursuant to section 184 (1) & rule 9(1)]

The Board of Directors
Zuari Agro Chemicals Limited
Jai Kisaan Bhawan,
Zuarinagar, Goa

Dear Sir(s)

I, **Amandeep**, son of Late Sh. Babu Ram, resident of A6/110 PD2, Sahara Grace Apartments, MG Road, Gurugram - 122002, director in the Company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:-

Sl. No.	Name of the Companies/bodies corporate/firms/association of individuals	Nature of interest or concern/Change in interest or concern	Mention Listed/ Unlisted entity	Share holding	Date on which interest or concern arose/change d
1	Ralson Tyres Limited	Director	Unlisted	-	28-03-2022
2	Versatile HR Solutions Private Limited	Founder & Managing Director	Unlisted	50%	31-10-2006
3	Zuari Farmhub Limited	Director	Unlisted	-	24-05-2022
4	Zuari Agro Chemicals Limited	Director	Listed	-	29-05-2022
5	TIM Delhi Airport Advertising Private Limited	Director	Unlisted	-	24-06-2022
6	Bluesky NRG Private Limited	Director	Unlisted	38% 26%	28-02-2024

*I am not a Director in more than 7 listed Companies.

Place: Gurugram

Date: 21-01-2025

Signature :

Name : Amandeep

DIN : 00226905

Annexure A

SECTION – 2(77) OF THE COMPANIES ACT, 2013 AND RULE 4 OF COMPANIES
(SPECIFICATION OF DEFINITIONS DETAILS) RULES, 2014

LIST OF RELATIVES

Spouse : Deepika Aman
Father (including stepfather) : Late Sh. Babu Ram
Mother (including stepmother) : Late Smt. Pushpa Devi
Son (including step-son) : Deepankur Gupta
Son's wife : NA
Daughter : Deepanya Gupta
Daughter's husband : NA
Brother (including step-brother) : Dr Sandeep Kumar
Sister (including stepsister) : Late Ms.Parveen Gupta
Name of HUF in which Director is Member : NA
Other members of HUF in which Director is member : NA

Place: Gurugram

Date: 21-01-2025

Signature: 

Name : Amandeep

DIN : 00226905

INFORMATION UNDER SECTION 2(76) OF THE COMPANIES ACT, 2013

A. List of Firms/LLPs in which my relative is a Partner/Sole Proprietor:

Sl. No.	Name of the Firm/LLP/Sole Proprietorship	Name of the Relative & Relationship	Nature of Interest (Partner/Sole Proprietor)
1	LifeFresh LLP	Deepankur Gupta , Son	
2	Versatile HR Solutions Pvt Ltd	Deepika Aman, Wife	
3	Nature Watt LLP	Deepankur Gupta, Son	Partner

B. List of Private Companies in which my relative is a Member/Director:

Sl. No.	Name of the Private Company	Name of the Relative & Relationship	Nature of Interest (Member/Director)

C. List of Public Companies in which I alongwith my Relatives hold more than 2% of the paid-up share capital:

Sl. No.	Name of the Public Company	No. of Shares and Percentage of holding (alongwith relatives)	Name of Relative and Relationship

Place: Gurugram

Date: 21-01-2025

Signature:

Name : Amandeep

DIN : 00226905

Annexure – B

The Board of Directors
Zuari Agro Chemicals Limited
Jai Kisaan Bhawan,
Zuarinaagar, Goa – 403 726

Details of Membership/ Chairmanship of the Committees of the Board

I, **Amandeep**, son of Late Sh. Babu Ram, resident of A6/110 PD2, Sahara Grace Apartments, MG Road, Gurugram – 122002, hereby inform that I am a member/ chairman of the committees as per the details furnished below:

Sl. No.	Name of the Company	Name of the Committee	Designation (Member/ Chairman)	Date of Appointment
1.	Ralson Tyres Limited	Audit Committee	Chairman	27-05-2022
		Nomination and Remuneration Committee	Member	27-05-2022
2.	Zuari Agro Chemicals Limited	Audit Committee	Member	29-06-2022
		Nomination and Remuneration Committee	Member	29-06-2022
		CSR Committee	Chairman	29-06-2022
		Banking and Finance Committee Meeting	Member	01-10-2024
3.	Zuari Farmhub Limited	Audit Committee	Chairman	11-04-2023
		Nomination and Remuneration Committee	Chairman	11-04-2023
		CSR Committee	Member	11-04-2023

I am not a member (including chairman) in more than 10 statutory Committees (AUDIT & STAKEHOLDERS RELATIONSHIP) or act as a Chairperson of more than 5 Committees of Public Companies pursuant to SEBI (LODR) Regulations, 2015.

Place: Gurugram

Date: 21-01-2025

Signature :

Name : Amandeep

DIN : 00226905

Annexure – C

The Board of Directors
Zuari Agro Chemicals Limited
Jai Kisaan Bhawan,
Zuarinagar, Goa – 403 726

I, **Amandeep**, son of Late Sh. Babu Ram, resident of A6/110 PD2, Sahara Grace Apartments, MG Road, Gurugram – 122002, hereby confirm that, I have been informed by all the companies in which I am a Director that they have not defaulted in filing financial statements and Annual Returns for any continuous three financial years. Further, they have also advised that they have not defaulted in repayment of deposits or interest thereon or redemption of debentures on due date or interest due thereon or payment of dividend, which continues for a period of one year or more.

Place: Gurugram

Date: 21-01-2025

Signature :

Name : Amandeep

DIN : 00226905

Annexure – D

The Board of Directors
Zuari Agro Chemicals Limited
Jai Kisaan Bhawan,
Zuarinagar, Goa – 403 726

I, **Amandeep**, son of Late Sh. Babu Ram, resident of A6/110 PD2, Sahara Grace Apartments, MG Road, Gurugram – 122002, director of the Company confirm that except as provided hereunder, neither me nor any of my relatives is a director or employee of any Bank or Financial Institution in India.

Name of the Relative	Name of the Bank/ Financial Institution with Designation
Self:	NA
Spouse:	NA
Father:	NA
Mother (including stepmother):	NA
Son (including step-son):	NA
Son's wife:	NA
Daughter (including step – daughter):	NA
Daughter's husband:	NA
Brother (including step-brother):	NA
Brother's wife:	NA
Sister (including stepsister):	NA
Sister's husband:	NA
Brother (including step-brother) of the spouse: Raman Goyal	Bank of India
Sister (including step-sister) of the spouse:	
Spouse's Brother (including step-brother):	
Spouse's Sister (including step-sister) :	

Place: Gurugram

Date: 21-01-2025

Signature :

Name : Amandeep

DIN : 00226905

Note: This disclosure is as per RBI Regulations (Master Circular-Loans and Advances) dated July 2, 2012. Hence the list of relatives is different from that under the Companies Act, 2013

The Board of Directors
Zuari Agro Chemicals Limited
Jai Kisaan Bhawan,
Zuarinagar, Goa – 403 726

Re: Compliance of Section 149 of the Companies Act, 2013 and Regulations 25 of SEBI (LODR) Regulations, 2015

In terms of the provisions of Section 149(6) & 149(7) of the Companies Act, 2013 and Regulations 25 of SEBI (LODR) Regulations, 2015, I, **Amandeep**, aged about 55 years, Independent Director of Zuari Agro Chemicals Limited (the "**Company**"), hereby confirm that:

1. I am /was not a promoter of the Company or its subsidiary or associate company or member of the promoter group of the Company;
2. I am not related to promoters, or directors of the Company, its subsidiaries or associate company;
3. Apart from receiving director's remuneration (i.e. sitting fee, commission and reimbursement of expenses), I do not have or had any material pecuniary relationships with the Company, its subsidiaries or associate company or their promoters or directors during the three immediately preceding financial years or during the current financial year;
4. none of my relatives—
 - a. is holding securities of or interest in the Company, its subsidiary or associate company during the three immediately preceding financial years or during the current financial year of face value in excess of fifty lakh rupees or two percent of the paid-up capital of the Company, its subsidiary or associate company, respectively, or such higher sum as may be specified;
 - b. is indebted to the Company, its subsidiary or associate company or their promoters or directors, in excess of such amount as may be specified during the three immediately preceding financial years or during the current financial year;
 - c. has given a guarantee or provided any security in connection with the indebtedness of any third person to the Company, its subsidiary or associate company or their promoters or directors, for such amount as may be specified during the three immediately preceding financial years or during the current financial year; or
 - d. has any other pecuniary transaction or relationship with the Company, its subsidiary or associate company amounting to two percent or more of its gross turnover or total income:

Provided that the pecuniary relationship or transaction with the Company, its subsidiary or associate company or their promoters, or directors in relation to

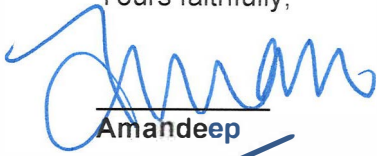
points (A) to (D) above shall not exceed two percent of its gross turnover or total income or fifty lakh rupees or such higher amount as may be specified from time to time, whichever is lower.

5. Neither any of my relatives nor myself:
- (A) holds or has held the position of a key managerial personnel or is or has been an employee of the Company or its subsidiary or associate company or any company belonging to the promoter group of the Company, in any of the three financial years:
Provided that in case of a relative, who is an employee other than key managerial personnel, the restriction under this clause shall not apply for his / her employment.
 - (B) is or has been an employee or proprietor or a partner, in any of the three financial years, of:
 - (1) a firm of auditors or company secretaries in practice or cost auditors of the Company its subsidiary or associate company; or
 - (2) any legal or a consulting firm that has or had any transaction with the Company, its, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;
 - (C) holds together with his relatives two per cent or more of the total voting power of the Company; or
 - (D) is a chief executive or director, by whatever name called, of any non-profit organisation that receives twenty-five per cent or more of its receipts or corpus from the Company, any of its promoters, directors or its subsidiary or associate company or that holds two per cent or more of the total voting power of the Company;
 - (E) is a material supplier, service provider or customer or a lessor or lessee of the Company;
6. I am not a Non- Independent Director of another company on the board of which any Non- Independent Director of the Company is an Independent Director
7. I meet the criteria of independence specified in Section 149 (6) of the Companies Act, 2013 and shall abide by the provisions of Schedule IV (Code for Independent Directors) to the Companies Act, 2013.
8. I shall not serve as an Independent director in more than seven listed companies.
9. I confirm that my name and other details are added in database of independence directors managed by Indian Institute of Corporate Affairs, and I qualify as Independent director.
10. I meet the criteria of independence as provided in clause (b) of sub-regulation (1) of Regulation 16 of SEBI (LODR) Regulations, 2015 and that I am not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact my ability to discharge my duties with an objective independent judgment and without any external influence.

The above declaration may please be put up to the Board. Further I shall keep you informed if there is any change in the declaration.

Thanking you,

Yours faithfully,



A handwritten signature in blue ink, appearing to read 'Amandeep', is written over a horizontal line. A diagonal line is drawn below the signature.

Amandeep

DIN : 00226905

Date: 21-01-2025

21-01-2025

To,
The Board of Directors
Zuari Agro Chemicals Limited
Zuarinagar-Goa 403726

Sub: Compliance with Code of Conduct & Ethics

Dear Sir,

I, Amandeep, son of Late Sh. Babu Ram, resident of A6/110 PD2, Sahara Grace Apartments, MG Road, Gurugram - 122002, hereby confirm that I have read and understood the code of conduct and ethics formulated by the Company.

Signature:

Name: Amandeep

DIN: 00226905

FORM 'DIR-8'

Intimation by Director

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

Nominal Capital: Rs. 157,00,00,000

Paid-up Capital: Rs. 42,05,80,060

Name of Company Zuari Agro Chemicals Limited

Address of its Registered Office: Jai Kisaan Bhawan, Zuarinagar, Goa 403726

To

The Board of Directors
Zuari Agro Chemicals Limited
Jai Kisaan Bhawan,
Zuarinagar,
Goa 403726

I, **Amandeep**, son of Late Babu Ram, resident of A6/110 PD2, Sahara Grace Apartments, MG Road, Gurugram - 122002, director in the company hereby give notice that I am a director in the following companies during the last 3 years:-

Sr. No	Name of the Company	Date of Appointment	Date of Cessation
1.	Ralson Tyres Limited	28-03-2022	-
2.	Transrail Logistics Limited	30-09-2016	28-07-2023
3.	Daffodil Software Private Limited	30-09-2008	07-09-2023
4.	Versatile HR Solutions Private Limited	31-10-2006	-
5	Zuari Farmhub Limited	24-05-2022	
6	Zuari Agro Chemicals Limited	29-05-2022	
7	TIM Delhi Airport Advertising Private Limited	24-06-2022	
8	Bluesky NRG Private Limited	28-02-2024	

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, at present, stand free from any disqualification from being a director.

Signature : 

Name : **Amandeep**

DIN: **00226905**

Place: Gurugram

Date: 21-01-2025