

Form DIR-2
Consent to act as a Director of the 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 the Director.

I, Sanjeev Lall, hereby give my consent to act as Independent 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.

S. No.	Particulars	Details
1.	Director Identification Number (DIN)	08740906
2.	Name (in full)	Sanjeev Lall
3.	Father's Name (in full)	Mr. Sailesh Kumar Lall
4.	Address	91A, Maker Tower A, Cuffee Parade, Behind Maker Arcade, Colaba, Mumbai, Maharashtra - 400005
5.	E-mail id	sanjeev.lall@outlook.com
6.	Mobile no.	
7.	Income-tax PAN	
8.	Occupation	Service
9.	Date of birth	30/04/1964
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, Manager	Director in 6 Companies. I am not a Managing Director, Chief Executive Officer, Whole time Director, Secretary, Chief Financial Officer, Manager in any of the Company.
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.

SANJEEV Digitally signed
by SANJEEV LALL
V LALL Date: 2025.05.05
17:39:59 +05'30'

Signature:

Date: 05-05-2025

Place: Mumbai

Name: **Sanjeev Lall**

DIN : 08740906

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, **Sanjeev Lall**, son of Sailesh Kumar Lall, resident of 91 A Maker Tower A, Cuffee Parade, Behind Maker Arcade, Colaba, Mumbai, Maharashtra - 400005 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/changed
1	Mirae Asset Financial Services (India) Private Limited	Director	Unlisted	NIL	27-05-2020
2	Wonne Advisory Services (OPC) Private Limited	Director	Unlisted	100%	19-06-2021
3	Zuari Agro Chemicals Limited	Director	Listed	NIL	01-09-2022
4	Zuari Finserv Limited	Director	Unlisted	NIL	09-05-2023
6	Mirae Asset Sharekhan Financial Services Limited	Director	Unlisted	NIL	27-11-2024
6	SBM Bank (India) Limited	Additional Director	Unlisted	NIL	17-03-2025

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

Place: Mumbai

Date: 05-05-2025

SANJEEV LALL Digitally signed
by SANJEEV LALL
Date: 2025.05.05
17:42:28 +05'30'

Signature : V LALL

Name : Sanjeev Lall

DIN : 08740906

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	: Madhavi Lall
Father (including stepfather)	: Sailesh Kumar Lall
Mother (including stepmother)	: Late Vijaya Lall
Son (including step-son)	: Saurav Lall
Son's wife	: Saachi Bhansali
Daughter	: N.A.
Daughter's husband	: N.A.
Brother (including step-brother)	: Subir Lall
Sister (including stepsister)	: Seema Sahai
Name of HUF in which Director is Member	: N.A.
Other members of HUF in which Director is member	: N.A.

Place: Mumbai

Date: 05-05-2025

Signature : **SANJEEV LALL**
Digitally signed
by SANJEEV LALL
Date: 2025.05.05
17:43:06 +05'30'

Name : Sanjeev Lall

DIN : 08740906

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)
	NIL		

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)
	NIL		

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
	NIL		

Place: Mumbai

Date: 05-05-2025

SANJEEV LALL
Digitally signed
by SANJEEV LALL
Date: 2025.05.05
17:43:32 +05'30'

Signature : V LALL

Name : Sanjeev Lall

DIN : 08740906

Annexure – B

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

Details of Membership/ Chairmanship of the Committees of the Board

I, Sanjeev Lall, son of Mr. Sailesh Kumar Lall, resident of 91 A Maker Tower A, Cuffee Parade, Behind Maker Arcade, Colaba, Mumbai, Maharashtra - 400005, 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.	Mirae Asset Financial Services (India) Private Limited	Audit Committee	Chairman	20-05-2021
		Nomination & Remuneration Committee	Member	07-02-2025
2.	Mirae Asset Sharekhan Financial Services Limited	Audit Committee	Member	27-11-2024
		Nomination & Remuneration Committee	Member	27-11-2024
		Corporate Social Responsibility Committee	Member	27-11-2024
3	SBM Bank (India) Ltd	Board Credit & Investment Committee	Chairman	17-03-2025
		Nomination & Remuneration Committee	Member	17-03-2025
		Customer Service & Marketing Committee	Chairman	17-03-2025
		Willful Defaulters Review Committee	Member	17-03-2025

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: Mumbai

Date: 05-05-2025

SANJEEV Digitally signed
by SANJEEV LALL
Date: 2025.05.05
17:43:55 +05'30'

Signature : V LALL

Name : Sanjeev Lall

DIN : 08740906

Annexure – C

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

I, Sanjeev Lall, son of Mr. Sailesh Kumar Lall, resident of 91 A Maker Tower A, Cuffee Parade, Behind Maker Arcade, Colaba, Mumbai, Maharashtra-400005, 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: Mumbai

Date: 05-05-2025

Signature : SANJEEV LALL
V LALL

Digitally signed
by SANJEEV LALL
Date: 2025.05.05
17:44:20 +05'30'

Name : Sanjeev Lall

DIN:08740906

Annexure – D

The Board of Directors

Zuari Agro Chemicals Limited
Jai Kisaan Bhawan,
Zuarinagar, Goa – 403 726

I, Sanjeev Lall, son of Mr. Sailesh Kumar Lall, resident of 91 A Maker Tower A, Cuffee Parade, Behind Maker Arcade, Colaba, Mumbai, Maharashtra-400005, 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: Sanjeev Lall	<ul style="list-style-type: none">• Mirae Asset Financial Services India Pvt Ltd Independent Director• Mirae Asset Sharekhan Financial Services Limited• SBM Bank (India) Ltd
Spouse: Madhavi Lall	Deutsche Bank India Managing Director and Head Human Resources- India
Father:	N.A.
Mother (including stepmother):	N.A.
Son (including step-son):	N.A.
Son's wife:	N.A.
Daughter (including step – daughter):	N.A.
Daughter's husband:	N.A.
Brother (including step-brother):	N.A.
Brother's wife:	N.A.
Sister (including stepsister):	N.A.
Sister's husband:	N.A.
Brother (including step-brother) of the spouse:	N.A.
Sister(including step-sister) of the spouse:	N.A.

Place: Mumbai

Date: 05-05-2025

Signature : SANJEEV LALL
Digitally signed
by SANJEEV LALL
Date: 2025.05.05
17:44:55 +05'30'

Name : Sanjeev Lall

DIN : 08740906

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, **Sanjeev Lall**, aged about 60 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,

SANJEEV
LALL

Digitally signed by
SANJEEV LALL
Date: 2025.05.05
17:45:20 +05'30'

Sanjeev Lall

Date: 05-05-2025

DIN : 08740906

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

Sub: Compliance with Code of Conduct & Ethics

Dear Sir,

I, **Sanjeev Lall**, son of Mr. Sailesh Kumar Lall, resident of 91 A Maker Tower A, Cuffee Parade, Behind Maker Arcade, Colaba, Mumbai, Maharashtra-400005, hereby confirm that I have read and understood the code of conduct and ethics formulated by the Company.

Place: Mumbai

Date: 05-05-2025

Signature : V LALL SANJEEV LALL
Digitally signed
by SANJEEV LALL
Date: 2025.05.05
17:45:46 +05'30'

Name : Sanjeev Lall

DIN : 08740906

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, **Sanjeev Lal**, son of Mr. Sailesh Kumar Lal, resident of 91 A, Maker Tower A, Cuffee Parade, Behind Maker Arcade, Colaba, Mumbai, Maharashtra-400005, 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.	Mirae Asset Financial Services (India) Private Limited	27-05-2020	-
2.	Wonne Advisory Services (OPC) Private Limited	19-06-2021	-
3	Zuari Agro Chemicals Limited	01-09-2022	-
4	Zuari Finserv Limited	09-05-2023	-
5	Mirae Asset Sharekhan Financial Services Limited	27-11-2024	
6	SBM Bank (India) Limited	17-03-2025	

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 : SANJEEV LALL
Digitally signed by
SANJEEV LALL
Date: 2025.05.05
17:40:54 +05'30'

Name : Sanjeev Lal
DIN: 08740906

Place: Mumbai
Date: 05-05-2025