## RADHA KISHAN RATHI

H. No 14-6-435, Nagarkhane, Begum Bazar, Hyderabad-500 012, Telangana

### Declaration from the Promoter Group Individual

Date: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

**GYR Capital Advisors Private Limited** 

428, Gala Empire, Near JB Tower,
Drive in Road, Thaltej,
Ahemdabad-380 054,
Gujarat, India.
(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

I, Radha Krishna Rathi, hereby consent to my name being included as one of the Individuals forming part of the Promoter Group of the Company in the Red herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the Emerge Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable.

I further confirm and certify that:

 I form a part of the Promoter Group in terms of 2(1) (pp) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBIICDR Regulations") as I am related to the Promoter as:-

Name of Promoter	Relation
Narayan Das Rathi	Son
Neihaa Rathi	Daughter in law

 There have been no financing arrangement whereby I have financed the purchase of Equity Shares of the Company by any other person other than in the normal course of the business during the period of six months immediately preceding the date of filing of Red Herring Prospectus

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3. Details of the Equity Shares held by me is as follows in the company:

Sr.	Pi	e-issue	Pos	t-Issüe
No.	Number of Equity Shares	Percentage of pre-Issue capital (%)	Number of Equity Shares	Percentage of post- Issue capital (%)
1.	Nit	Nil	Nil	Nil

4. Details of the Equity Shares held by me is as follows (other than the Issuer Company):

Sr. No.		Name of the Company	No. of Held	Equity	v 2003	% of Capital	total Share
	1.						

5. Details of the HUF in which I am member or Karta:

Sr. No.	Name of the HUF	: 11.	The state of	Nature	of Relationship
1.	NIL				

6. Details of the Partnership firm / LLP in which I am partner:

Sr. No.	Name of the Partnership Fi	rm or % of Partnership Share
1,	NIL	

7. The Share Capital Build-up of Equity Shares held by me in the Company is as under:

Date	{Nat ∄	Num	Face	Issue	Nature	Cumula	% of	% of	Sourc
of	ure	ber	value	10	of	tive	pre	post	e of
Allo	of	of	per	transf	consid	number	issue	issu	funds
tme	tran	Equit	Equit	er	eration	Þβ	capital	e	
nt //	sact	y	ý.	price	(cash /	Equity		capi	
acq	ion	Shar	Shar	per	other	Shares		tal	
uisit		es	e , (in	Equity	than				
ion			₹)	Share	cash)				
	· 名類	<b>数</b> 155雪	3/2:1	(in ₹)	1 4 4 63			Tal 200 B	Allenie (
Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
							l _l		

8. Except as stated below, I have not sold or purchased any Equity Shares or other specified securities of the Company during the six months immediately preceding the date of Red Herring Prospectus:

Name of	the Nature of	No. of	Equity	Date of	Transaction
La description of the second s	transaction		4	transaction	To the a state of the state of
\$250000 A 460000000 A			3	Kanna i i i i i i i i i i i i i i i i i i	Editor the services

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		specified securities		per Equity Share (₹)
	400	Sold /		
Nil	Nil	Nil	Nil	Nil

9. The details of Equity Shares issued by the Company in the last one year preceding the date of filing of Red Herring Prospectus, which may have been Issued at a price lower than the Issue Price is as follows:

Sr. Whether	Date of	No. of	Face	Issue/ Price	Reason
1222 TRANS - 1728 - 220 420 12 TRANS - C	allotment	Equity	.value	per equity	for
Promoter		Shares	(₹)	share (₹)	allotment
Group		handed by			
1. Nil	Nil	Nil	NII	Nil	Nil

- 10. The aforementioned shares have not been pledged or otherwise encumbered;
- 11. I shall not offer in any manner whatsoever any incentive, whether direct or indirect, in cash, in kind or in services or otherwise to any Bidder for making a Bid;
- 12. I shall not submit Bids in this Issue.
- 13.1 certify that no amount or benefit has been paid or given to me within the two years preceding the date of filing draft offer document or intended to be paid or given to me.
- 14. I undertake that as on date of Red Herring Prospectus none of the Equity Shares held by us have been pledged to any person, including banks and financial institutions.
- 15. I shall not participate in the Issue and shall not apply under Anchor Investor Category;
- 16. I ensure that any transactions in the Equity Shares by me during the period between the date of registering the Prospectus with the RoC and the date of closure of the Issue shall be reported to the Stock Exchange within 24 hours of such transactions.
- 17. There are no material existing or anticipated transactions in relation to the utilization of the Net Proceeds with me and I shall not receive any part of the Net Proceeds as consideration, except in the ordinary course of business.
- 18. Other than the benefits mentioned in the related party transactions as per the applicable Accounting Standards there has been no payment of any amount of benefits nor any intention to pay or give any benefit by the Company to us during the last two years from the date of the Red Herring Prospectus;

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- 19. I have not been declared as wilful defaulter by the RBI or any other governmental authority and there is no violations of securities laws committed by me in the past or currently pending against me.
- 20. I have not been debarred, or restricted from accessing the capital markets for any reasons, by SEBI or any other authorities.
- 21. I am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows: Nil

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

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I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

For and on behalf of SRIVARI SPICES AND FOODS LIMITED

RADHA KISHAN RATHI

Cc to

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

Uttar Pradesh, India

## KALAWATI BAI RATHI

H. No 14-6-435, Nagarkhane , Begum Bazar, Hyderabad-500 012, Telangana

### Declaration from the Promoter Group Individual

Date: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India.

(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Sub: Proposed Initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir

I, Kalawati Bai Rathi, hereby consent to my name being included as one of the Individuals forming part of the Promoter Group of the Company in the Red Herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable.

I further confirm and certify that:

 I form a part of the Promoter Group in terms of 2(1) (pp) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") as I am related to the Promoter as:-

Name of Promoter	Relation
Narayan Das Rathi	Son
Neihaa Rathi	Daughter in Law

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- There have been no financing arrangement whereby I have financed the purchase of Equity Shares of the Company by any other person other than in the normal course of the business during the period of six months immediately preceding the date of filing of Red Herring Prospectus.
- 3. Details of the Equity Shares held by me is as follows in the company:

		re-issue	Post-	issue
Sr. No.	Number of Equity Shares	Percentage of pre- Issue capital (%)	Number of Equity Shares	Percentage of post-Issue capital (%),
1.	Nil	Nil	Nil	Nil

4. Details of the Equity Shares held by me is as follows (other than the Issuer Company):

Sr. No.	Name of the Company	No of Equity Shares % of total Share Held Capital
1.	NIL	

Details of the HUF in which I am member or Karta:

Sr. No.	Name of the HUF	Nature of Relationship
1.	NIL	

6. Details of the Partnership firm / LLP in which I am partner:

Sr. No.	Name of the Partnership Firm or	% of Partnership Share
1.	Nil	Nil

7. The Share Capital Build-up of Equity Shares held by me in the Company is as under:

Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nili	<u>Nil</u>	Nil
	Western		š	(in ₹)	objector to		REALITY WAS A		
ion		12	₹)	Share	cash)	-		ATTIN AS	
uisit		es	e. (in	Equity	than	4			To com
acq	ion	Shar	Shar	per	other	Shares	Wagneton .	tal	
nt 1	sact	y	ŷ.	price	(cash /	Equity		capi	
tme	tran	Equit:	Equit	er	eration	of	capital	e	
Allo	of	of.	per	transf	consid	'number	issue	issu	funds
of #	ure	ber	value	$I_{\tilde{s}}^n$	of ;	tive	pre	post	e of
Date	Nat	Num	Face	Issue	Nature	Cumula	20 Mary 10 Mary 10 777 10 20 10 10 10 10 10 10 10 10 10 10 10 10 10	C. D. S. C.	Sourc

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8. Except as stated below, I have not sold or purchased any Equity Shares or other specified securities of the Company during the six months immediately preceding the date of Red Herring Prospectus:

Name of the Individual	Nature of transaction	No. of Equity Shares/ specified securities Sold / transferred	Date of transaction	Transaction price per Equity Share (₹)
Nil	Nil	Nil	Nil	Nil

9. The details of Equity Shares issued by the Company in the last one year preceding the date of filing of Red Herring Prospectus, which may have been issued at a price lower than the Issue Price is as follows:

Sr. Whether	Date of	No. of	Face 🎋		Reason
********	allotment	Equity	value	per equity	The state of the s
Promoter.		Shares	(₹)	share (₹)	allotment
Group		700			
1. Nil	Nil	Nil	Nil	Nil	Nil

- The aforementioned shares have not been pledged or otherwise encumbered;
- 11. I shall not offer in any manner whatsoever any incentive, whether direct or indirect, in cash, in kind or in services or otherwise to any Bidder for making a Bid;
- 12. I shall not submit Bids in this Issue.
- 13. I certify that no amount or benefit has been paid or given to me within the two years preceding the date of filing draft offer document or intended to be paid or given to me.
- 14. I undertake that as on date of Red Herring Prospectus none of the Equity Shares held by us have been pledged to any person, including banks and financial institutions.
- 15. I shall not participate in the Issue and shall not apply under Anchor Investor Category;
- 16. I ensure that any transactions in the Equity Shares by me during the period between the date of registering the Prospectus with the RoC and the date of closure of the Issue shall be reported to the Stock Exchange within 24 hours of such transactions.
- 17. There are no material existing or anticipated transactions in relation to the utilization of the Net Proceeds with me and I shall not receive any part of the Net Proceeds as consideration, except in the ordinary course of business.

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- 18. Other than the benefits mentioned in the related party transactions as per the applicable Accounting Standards there has been no payment of any amount of benefits nor any intention to pay or give any benefit by the Company to us during the last two years from the date of the Red Herring Prospectus;
- 19.1 have not been declared as wilful defaulter by the RBI or any other governmental authority and there is no violations of securities laws committed by me in the past or currently pending against me.
- 20.1 have not been debarred, or restricted from accessing the capital markets for any reasons, by SEBI or any other authorities.
- 21.1 am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows:
  Nil

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

For and on behalf of SRIVARI SPICES AND FOODS LIMITED

KALAWATI BAI RATHI

Cc to

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

Uttar Pradesh, India

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## SRI GOPAL RATHI

H. No 14-6-435, Nagarkhane , Begum Bazar, Hyderabad-500 012, Telangana

## Declaration from the Promoter Group Individual

Date: 27th July, 2023

To The Board of Directors Srivari Spices and Foods Limited Shed No. 5-105/4/A, Sy. No. 234/A. Sriram Industrial Area, Kattedan, Jaipally Hyderabad 500 077, Talangana, India

GYR Capital Advisors Private Limited 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India.

(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir.

I, Sri Gopal Rathi, hereby consent to my name being included as one of the Individuals forming part of the Promoter Group of the Company in the Red Herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ( "Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable.

I further confirm and certify that:

1. I form a part of the Promoter Group in terms of 2(1) (pp) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") as I am related to the Promoter as:-

Name of Promoter	Relation
Narayan Das Rathi	Brother
Neihaa Rathi	Sister in Law

- There have been no financing arrangement whereby I have financed the purchase of Equity Shares of the Company by any other person other than in the normal course of the business during the period of six months immediately preceding the date of filing of Red Herring Prospectus
- 3. Details of the Equity Shares held by me is as follows in the company:

	p	re-Issue	Post-issue		
Sr. No.	Number of Equity	Percentage of pre- Issue capital (%)	Number of Equity Shares	Percentage of post- Issue capital (%)	
1,	Nil	Nil	Nil	Nil	

4. Details of the Equity Shares held by me is as follows (other than the Issuer Company):

		Share
Sr. No.	Name of the Company	No. of Equity Shares % of total Share
PARTY THE PARTY		Held Capital
		Helo:
A SECONDARY	NIII	
7.	NIL	

5. Details of the HUF in which I am member or Karta:

Sr. No.	Name of the HUF	And a	Nature of Relationship
1.	Nil		Nil

6. Details of the Partnership firm / LLP in which I am partner:

Sr. No.	Name of the Partnership Firm or LLP	% of Partnership Share
1.	Níl	101

7. The Share Capital Build-up of Equity Shares held by me in the Company is as under:

Date of Allo time nt / acq ulsit ion	Natur e of trans actio n	Num ber of Equi ty Shar	per Equit y Shar	transf er price per Equity Share (in ₹)	Nature of consid eration (cash / other than cash)	Cumula tive number of Equity Shares	pre issue capital	% of post issu e capi tal	Sourc e of funds
Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Mil	Lian

Methi

8. Except as stated below, I have not sold or purchased any Equity Shares or other specified securities of the Company during the six months immediately preceding the date of Red Herring Prospectus:

Name of the	Nature of transaction	No. of Equity Shares/ specified securities Sold / transferred	transaction	Transaction price per Equity Share (₹)
Nil	Nil	Nil	Nil	Nil

9. The details of Equity Shares issued by the Company in the last one year preceding the date of filing of Red Herring Prospectus, which may have been issued at a price lower than the Issue Price is as follows:

Sr. No. Whether belongs to Promoter Group	Date allotm	of No. of ent Equity Shares	f Facé value (₹)	equity share	per for allotment (₹)
1 Nil	Nil	Nil	Nil	Nil	Nil

- 10. The aforementioned shares have not been pledged or otherwise encumbered;
- 11.1 shall not offer in any manner whatsoever any incentive, whether direct or indirect, in cash, in kind or in services or otherwise to any Bidder for making a Bid;
- 12. I shall not submit Bids in this Issue.
- 13. I certify that no amount or benefit has been paid or given to me within the two years preceding the date of filing draft offer document or intended to be paid or given to me.
- 14. I undertake that as on date of Red Herring Prospectus none of the Equity Shares held by us have been pledged to any person, including banks and financial institutions.
- 15. I shall not participate in the Issue and shall not apply under Anchor Investor Category;

  Nil
- 16. I ensure that any transactions in the Equity Shares by me during the period between the date of registering the Prospectus with the RoC and the date of closure of the Issue shall be reported to the Stock Exchange within 24 hours of such transactions.
- 17. There are no material existing or anticipated transactions in relation to the utilization of the Net Proceeds with me and I shall not receive any part of the Net Proceeds as consideration, except in the ordinary course of business.

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- 18. Other than the benefits mentioned in the related party transactions as per the applicable Accounting Standards there has been no payment of any amount of benefits nor any intention to pay or give any benefit by the Company to us during the last two years from the date of the Red Herring Prospectus;
- 19.1 have not been declared as wilful defaulter by the RBI or any other governmental authority and there is no violations of securities laws committed by me in the past or currently pending against me.
- 20.1 have not been debarred, or restricted from accessing the capital markets for any reasons, by SEBI or any other authorities.
- 21. I am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows:
  Nii

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully, For and on behalf of SRIVARI SPICES AND FOODS LIMITED

SRI GOPAL RATHI

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

Uttar Pradesh, India

Shears

#### ALKA DARAK

3-4-12/1 1\* Floor Dr,Bhumman lane Kachiguda,Lane Opp Bank of Maharashtra,Himayathnagar-500 027, Telangana

### **Declaration from the Promoter Group Individual**

Date: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India.

(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

I, Alka Darak, hereby consent to my name being included as one of the Individuals forming part of the Promoter Group of the Company in the Red Herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ( "Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable.

I further confirm and certify that:

 I form a part of the Promoter Group in terms of 2(1) (pp) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBIICDR Regulations") as I am related to the Promoter as:-

Name of Promoter	Relation
Narayan Das Rathi	Brother
Neihaa Rathi	Sister in Law

Alka

- There have been no financing arrangement whereby I have financed the purchase of Equity Shares of the Company by any other person other than in the normal course of the business during the period of six months immediately preceding the date of filling of Red Herring Prospectus
- 3. Details of the Equity Shares held by me is as follows in the company:

Sr. No.		Pre-issue	Post-i	
Sr. No.	Number of Equity Shares	Percentage of pre- Issue capital (%)	Number of Equity Shares	Percentage of post- Issue capital (%)
1.	Nil	Nil	Nil	Nil

4. Details of the Equity Shares held by me is as follows (other than the Issuer Company):

Sr. No.	Name of the Company	No of Equity Shares Held	% of total Share Capital
1.	NIL		

5. Details of the HUF in which I am member or Karta:

Sr. No.	Name of the HUF	Nature of Relationship
1.	NIL	

6. Details of the Partnership firm / LLP in which I am partner:

Sr. No.	Name of the f	Partnership Firm	or %	of Partnership Share
1.	Nil		Nil	

7. The Share Capital Build-up of Equity Shares held by me in the Company is as under:

Date	Nat	Num	Face	Issue	Nature	Cumula	% of	% of	XXX 6 2 2 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2
of	ure	ber	value	]. <i>[</i> ].	of 3	tive	pre	post	e of
Allo	of	of	per	transf	consid	number	issue	issu	funds
tme	tran	Equit	Equit	er	eration	of	capital	e	
nt /	sact	v	v	price	(cash /	Equity		capi	
acq	ion	Shar	Shar	per	other	Shares		tal	
uisit		es	e (in	Equity	i than 🖟				
ion			₹)	Share	cash)				
JUII			- 1	(in ₹)	foresa.				
Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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 Except as stated below, I have not sold or purchased any Equity Shares or other specified securities of the Company during the six months immediately preceding the date of Red Herring Prospectus:

Individual	Nature of transaction	No. of Equity Shares/ specified securities Sold transferred	Date of transaction	Transaction price per Equity Share (₹)
Nil	Nil	Nil	Nil	Nil

9. The details of Equity Shares issued by the Company in the last one year preceding the date of filing of Red Herring Prospectus, which may have been issued at a price lower than the Issue Price is as follows:

Sr. No.	Whether belongs Promoter Group		of No of it Equity Shares	Face value (₹)	Price per	Reason for allotment
1.	Nil	Nil	Nil	Nil	Nil	Nil

- 10. The aforementioned shares have not been pledged or otherwise encumbered;
- 11. I shall not offer in any manner whatsoever any incentive, whether direct or indirect, in cash, in kind or in services or otherwise to any Bidder for making a Bid;
- 12. I shall not submit Bids in this Issue.
- 13.1 certify that no amount or benefit has been paid or given to me within the two years preceding the date of filing draft offer document or intended to be paid or given to me.
- 14. I undertake that as on date of Red Herring Prospectus none of the Equity Shares held by us have been pledged to any person, including banks and financial institutions.
- 15. I shall not participate in the Issue and shall not apply under Anchor Investor Category;
- 16. I ensure that any transactions in the Equity Shares by me during the period between the date of registering the Prospectus with the RoC and the date of closure of the Issue shall be reported to the Stock Exchange within 24 hours of such transactions.
- 17. There are no material existing or anticipated transactions in relation to the utilization of the Net Proceeds with me and I shall not receive any part of the Net Proceeds as consideration, except in the ordinary course of business.

Allea

- 18. Other than the benefits mentioned in the related party transactions as per the applicable Accounting Standards there has been no payment of any amount of benefits nor any intention to pay or give any benefit by the Company to us during the lest two years from the date of the Red Herring Prospectus;
- 19.1 have not been declared as wilful defaulter by the RBI or any other governmental authority and there is no violations of securities laws committed by me in the past or currently pending against me.
- 20.1 have not been debarred,or restricted from accessing the capital markets for any reasons, by SEBI or any other authorities.
- 21. I am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows:

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related meterials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,
For and on behalf of SRIVARI SPICES AND FOODS LIMITED

ALKA DARAK

Cc to

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad – 201 017, Uttar Pradesh, India

#### JYOTI MANIYAR

# 1-2-382/3 Sri sai apts, Bharat gas Godowm, Domalguda, Hyderabad-500 029, Telangana

## Declaration from the Promoter Group Individual

Date: 27th July, 2023

Tα The Board of Directors Srivari Spices and Foods Limited Shed No. 5-105/4/A, Sy. No. 234/A. Sriram Industrial Area, Kattedan, Jalpally Hyderabad 500 077, Telangana, India

GYR Capital Advisors Private Limited 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India.

(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir.

I, Jyoti Maniyar, hereby consent to my name being included as one of the Individuals forming part of the Promoter Group of the Company in the Red Herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ( "Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable...

I further confirm and certify that:

1. I form a part of the Promoter Group in terms of 2(1) (pp) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") as I am related to the Promoter as:-

Name of Promoter	Relation
Narayan Das Rathi	Brother
Neihaa Rathi	Sister in Law

- 2. There have been no financing arrangement whereby I have financed the purchase of Equity Shares of the Company by any other person other than in the normal course of the business during the period of six months immediately preceding the date of filing of Red Herring Prospectus
- 3. Details of the Equity Shares held by me is as follows in the company:

Sr. No.		Pre-Issue	Post-i	ssue
	Number of Equity Shares	Percentage of pre- Issue capital (%)	Number of Equity Shares	Percentage of post- Issue capital (%)
1.	Nil	Nil	Nil	Nil

4. Details of the Equity Shares held by me is as follows (other than the Issuer Company):

Sr. No.	Name of the Company	No of Equity Shares % of total Share Held Capital
1.	NIL	

5. Details of the HUF in which I am member or Karta;

Sr. No.	Name of the HUF	Nature of Relationship
1.	NIL	

6. Details of the Partnership firm / LLP in which I am partner:

Sr. No.	Name of the Partnership Firm or	% of Partnership Share
1.	Nil	Nil

7. The Share Capital Build-up of Equity Shares held by me in the Company is as under:

株元元二 ラン酸 9% 初にしまって、1937年 (4万、65万万/2/2 ) if it	Face Issue value ./ transf	Nature of consid	tive	THE PARTY OF THE STREET WELL	post	Source of funds
ment / tran Equit		eration (cash /		capital		

Jyoti

	Shar e (in ₹)	per Equity Share (in ₹)	other than cash)	Shares		tal	
Nil Nil "	Nil	Nil	Nil * 22	VII ***	Nil	Nil	Nil

8. Except as stated below, I have not sold or purchased any Equity Shares or other specified securities of the Company during the six months immediately preceding the date of Red Herring Prospectus:

Name of t	he Nature of	No. of	Equity Date	of Transaction price
Individual	transaction	Shares/	transact	ion per Equity Share
		securities	Tr. you	(₹)
		Sold		
		transferred		
Nil	Nil	Nil	Nil	Nil

9. The details of Equity Shares issued by the Company in the last one year preceding the date of filing of Red Herring Prospectus, which may have been issued at a price lower than the Issue Price is as follows:

Sr. No.	Whether belongs Promoter Group	to allotme	of No. o nt Equity Shares	f Face value (₹)	Issue/ Price equity share (	Reason per for allotment
1.	Nil	Nil	Nil	Nil	Nil	Nil

- 10. The aforementioned shares have not been pledged or otherwise encumbered;
- 11. I shall not offer in any manner whatsoever any incentive, whether direct or indirect, in cash, in kind or in services or otherwise to any Bidder for making a Bid;
- 12. I shall not submit Bids in this Issue.
- 13. I certify that no amount or benefit has been paid or given to me within the two years preceding the date of filing draft offer document or intended to be paid or given to me.
- 14. I undertake that as on date of Red Herring Prospectus none of the Equity Shares held by us have been pledged to any person, including banks and financial institutions.
- 15. I shall not participate in the Issue and shall not apply under Anchor Investor Category;
- 16. I ensure that any transactions in the Equity Shares by me during the period between the date of registering the Prospectus with the RoC and the date of closure of the Issue shall be reported to the Stock Exchange within 24 hours of such transactions.

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- 17. There are no material existing or anticipated transactions in relation to the utilization of the Net Proceeds with me and I shall not receive any part of the Net Proceeds as consideration, except in the ordinary course of business.
- 18. Other than the benefits mentioned in the related party transactions as per the applicable Accounting Standards there has been no payment of any amount of benefits nor any intention to pay or give any benefit by the Company to us during the last two years from the date of the Red Herring Prospectus;
- 19.1 have not been declared as wilful defaulter by the RBI or any other governmental authority and there is no violations of securities laws committed by me in the past or currently pending against me.
- 20.1 have not been debarred, or restricted from accessing the capital markets for any reasons, by SEBI or any other authorities.
- 21. I am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows:
  Nil

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

For and on behalf of SRIVARI SPICES AND FOODS LIMITED

JYOTI MANIYAR

Cc to

## Legal counsel to the Issue

## T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

Uttar Pradesh, India

Tyati

## VIJAY SINGH

G-18APR Colony, Mangapet Kamalapur Township, Warangal-506 712, Telangana

## Declaration from the Promoter Group Individual

Date: 27th July, 2023

To The Board of Directors Srivari Spices and Foods Limited Shed No. 5-105/4/A, Sy. No. 234/A. Sriram Industrial Area, Kattedan, Jalpally Hyderabad 500 077, Telangana, India

GYR Capital Advisors Private Limited 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, (GYR Capital Advisors Private Limited referred to as the "Lead Manager") Gujarat, India.

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

I, Vijay Singh, hereby consent to my name being included as one of the Individuals forming part of the Promoter Group of the Company in the Red Herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ( "Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable..

I further confirm and certify that:

1. I form a part of the Promoter Group in terms of 2(1) (pp) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") as I am related to the Promoter as:-

Name of Promoter	Relation
Narayan Das Rathi	Son in Law
Neihaa Rathl	Daughter

V.S. Ravoid

- There have been no financing arrangement whereby I have financed the purchase of Equity Shares of the Company by any other person other than in the normal course of the business during the period of six months immediately preceding the date of filing of Red Herring Prospectus
- 3. Details of the Equity Shares held by me is as follows in the company:

	F	re-issue	Post-issue		
Sr. No.	Number of Equity Shares	Percentage of pre- Issue capital (%)	Number of Equity Shares	Percentage of post-Issue capital (%)	

4. Details of the Equity Shares held by me is as follows (other than the Issuer Company):

Sr. No.	Name of the Company	No. of Equity Shares % of Itotal Share
1.	Nil	Nil Nil

S. Details of the HUF in which I am member or Karta:

	Ų.	Detaile v.	
	_	Market 1	Name of the HUF Nature of Relationship
1	Sr.	No.	
ſ		1.	Nil

6. Details of the Partnership firm / LLP in which I am partner:

F	Sr. No.	Name of the Partnership Firm or % of Partnership Share	
	1.	Nil Nil	}

7. The Share Capital Build-up of Equity Shares held by me in the Company is as under:

Date of Allo tme nt / acq uisit ion	Nat ure of tran sact ion	Num ber of Equit y Shar es	value	Issue / transf er price per Equity Share (in ₹)	Nature of consid eration (cash / other than cash)	Cumula tive number of Equity Shares	capital	% of post issu e capi tal	Sourc e of funds
Nil	Nil	Nil	Nii	Nil	Nil	Nil	Nil	140	

V. S. Baranab

 Except as stated below, I have not sold or purchased any Equity Shares or other specified securities of the Company during the six months immediately preceding the date of Red Herring Prospectus:

Nama of the Individual	Natura of transaction	No. of Equity Shares/ specified sacurities Sold transferred	transaction	Transaction price per Equity Share (₹)
Nil	Nil	Nil	Nil	Nil

9. The details of Equity Shares issued by the Company in the last one year preceding the date of filing of Red Herring Prospectus, which may have been issued at a price lower than the Issue Price is as follows:

Sr. No.	Whether belongs Promoter Group	Date to alloti	of No. of ment Equity Shares		Issue/ Price equity share	per for allotment
1.	Nil	Nil	Nil	Nil	Níl	Nil

- 10. The aforementioned shares have not been pledged or otherwise encumbered;
- 11. I shall not offer in any manner whatsoever any incentive, whether direct or indirect, in cash, in kind or in services or otherwise to any Bidder for making a Bid;
- 12. I shall not submit Bids in this Issue.
- 13.1 certify that no amount or benefit has been paid or given to me within the two years preceding the date of filing draft offer document or intended to be paid or given to me.
  Nil
- 14. I undertake that as on date of Red Herring Prospectus none of the Equity Shares held by us have been pledged to any person, including banks and financial institutions.
- 15. I shall not participate in the Issue and shall not apply under Anchor Investor Category;
- 16. I ensure that any transactions in the Equity Shares by me during the period between the date of registering the Prospectus with the RoC and the date of closure of the Issue shall be reported to the Stock Exchange within 24 hours of such transactions.
- 17. There are no material existing or anticipated transactions in relation to the utilization of the Net Proceeds with me and I shall not receive any part of the Net Proceeds as consideration, except in the ordinary course of business.

V. S. Ranawat

- 18. Other than the benefits mentioned in the related party transactions as per the applicable Accounting Standards there has been no payment of any amount of benefits nor any intention to pay or give any benefit by the Company to us during the last two years from the date of the Red Herring Prospectus;
- 19.1 have not been declared as wilful defaulter by the RBI or any other governmental authority and there is no violations of securilias laws committed by me in the past or currently pending against me.
- 20.1 have not been debarred, or restricted from accessing the capital markets for any reasons, by SEBI or any other authorities.
- 21.1 am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows: Nii

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue In conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in retation to the Issue and other Issue related materials. This cartificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

For and on behalf of SRIVARI SPICES AND FOODS LIMITED

VIJAY SINGH

Cc to

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension, Ghaziabad – 201 017, Uttar Pradesh, India

V. S. Raravat

# G-18APR Colony, Mangapet Kamalapur Township, Warangal-506 712, Telangana

## Declaration from the Promoter Group Individual

Date: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India.

(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

I, Ranjana Ranawat, hereby consent to my name being included as one of the Individuals forming part of the Promoter Group of the Company in the Red Herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable.

I further confirm and certify that:

 I form a part of the Promoter Group in terms of 2(1) (pp) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBIICDR Regulations") as I am related to the Promoter as:-

	D-1-41- w	
Name of Promoter	Relation	
Narayan Das Rathi	Son in Law	
Neihaa Rathi	Daughter	

Ran Jana.

- There have been no financing arrangement whereby I have financed the purchase of Equity Shares of the Company by any other person other than in the normal course of the business during the period of six months immediately preceding the date of filing of Red Herring Prospectus
- 3. Details of the Equity Shares held by me is as follows in the company:

	P	re-issue	Post-issue			
Sr. No.	Number of Equity Shares	Percentage of pre- Issue capital (%)	Number of Equity Shares	Percentage of post-Issue capital (%)		
1.	Nil	Nii	Nil	Nil		

4. Details of the Equity Shares held by me is as follows (other than the Issuer Company):

Sr. No. Name of the Company	No. of Equity Shares	% of total Share Capital
1. Nil	Nil	Nil

5. Details of the HUF in which I am member or Karta:

Sr. No.	Name of the HUF	49 TO	Nature of Relationship
1.	Nil		Nil

6. Details of the Partnership firm / LLP in which I am partner:

Sr. No.	Name of the Partnership Firm	or % of Partnership Share
1.	[•]	[•]

7. The Share Capital Build-up of Equity Shares held by me in the Company is as under:

Date of Allot ment / acqui	Natur e of trans actio n	Numb er of Equity Share	Face value per Equity Share (In ₹)	Issue / transfer price per Equity Share (in ₹)	Nature of conside ration (cash / other than cash)	Cumulati ve number of Equity Shares	% of pre Issue capital	% of post issue capit	Source of funds
29.01 .2019	Subs criber to mem orand um	50,000	10	10	Cash	Nil	Nil	Nil	Nil

Ram Jana

31.03 ,2021	Allot ment	1,26,0 00	10	10	Cash		
23.03		30,000 2,00,0 00 5,00,2 0 50,000 1,10,0 00 1,50,0 00 1,50,0 00 1,50,0 00 1,50,0 00 1,50,0 00 1,50,0 00 1,50,0 00 1,50,0 00 1,00,0 1,00,0	10	10	Cash		

(Note- As on date the I am not a shareholder as have transferred all the shares to Ms. Neihaa Rathi)

 Except as stated below, I have not sold or purchased any Equity Shares or other specified securities of the Company during the six months immediately preceding the date of Red Herring Prospectus:

Name of the	Nature of	No. of Equity		Transaction
Individual	transaction	200 11 MAY 100 11 100	transaction	price
		specified		per Equity
		securities		Share (₹)
		Sold		
		transferred		
Nil	Nil	Níl	Nil	Níl

9. The details of Equity Shares issued by the Company in the last one year preceding the date of filing of Red Herring Prospectus, which may have been issued at a price lower than the Issue Price is as follows:

18 (65) ASSESSAR	Whether belongs to Promoter Group		No. of Equity Shares	2323 638684	Issue/ Price per equity share (₹)	Reason for allotment
1.	Nil	Nil	Nil	Nil	Nil	Nil

10. The aforementioned shares have not been pledged or otherwise encumbered;

Ran Jama

- 11. I shall not offer in any manner whatsoever any incentive, whether direct or indirect, in cash, in kind or in services or otherwise to any Bidder for making a Bid;
- 12. I shall not submit Bids in this Issue.
- 13. I certify that no amount or benefit has been paid or given to me within the two years preceding the date of filing draft offer document or intended to be paid or given to me.
  Nil
- 14. I undertake that as on date of Red Herring Prospectus none of the Equity Shares held by us have been pledged to any person, including banks and financial institutions.
- 15. I shall not participate in the Issue and shall not apply under Anchor Investor Category; Nil.
- 16. I ensure that any transactions in the Equity Shares by me during the period between the date of registering the Prospectus with the RoC and the date of closure of the Issue shall be reported to the Stock Exchange within 24 hours of such transactions.
- 17. There are no material existing or anticipated transactions in relation to the utilization of the Net Proceeds with me and I shall not receive any part of the Net Proceeds as consideration, except in the ordinary course of business.
- 18. Other than the benefits mentioned in the related party transactions as per the applicable Accounting Standards there has been no payment of any amount of benefits nor any intention to pay or give any benefit by the Company to us during the last two years from the date of the Red Herring Prospectus;
- 19.1 have not been declared as willful defaulter by the RBI or any other governmental authority and there is no violations of securities laws committed by me in the past or currently pending against me.
- 20.1 have not been debarred, or restricted from accessing the capital markets for any reasons, by SEBI or any other authorities.
- 21. I am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows:
  NiI

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be

Ran Jana

relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

For and on behalf of SRIVARI SPICES AND FOODS LIMITED

RANJANA RANAWAT

Cc to

Legal counsel to the Issue

**T&S Law** 

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

Uttar Pradesh, India

## NARAYAN DAS RATHI HUF

H. No 14-6-435, Nagarkhane , Nampally, Begum Bazar, Hyderabad-500 012, Telangana

## Declaration from the Promoter Group Individual

Date: 27th July, 2023

To
The Board of Directors
Sriveri Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India.

(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

I, Narayan Das Rathi (Karta), hereby consent to my name being included as one of the Individuals forming part of the Promoter Group of the Company in the Red Herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable..

I further confirm and certify that:

- I form a part of the Promoter Group in terms of 2(1) (pp) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") as I am related to Mr. Narayan Das Rathi-Promoter as his HUF;
- There have been no financing arrangement whereby I have financed the purchase of Equity Shares of the Company by any other person other than in the normal course of

NO POR

the business during the period of six months immediately preceding the date of filing of Red Herring Prospectus.

3. Details of the Equity Shares held by me is as follows in the company:

	P	re-issue	Rost-i	
Sr. No.	Number of Equity Shares	Percentage of pre- Issue capital (%)	Number of Equity Shares	Percentage of post- Issue capital (%)
1.	Nil	Nil	Nil	1411

4. Details of the Equity Shares held by me is as follows (other than the Issuer Company):

Sr. No. Name of th	e Company   No of Equit	y Shares % of total Share Capital
1.   Nil	Nil	Nil

5. Details of the HUF in which I am member or Karta:

ſ	Sr. No.	Name of the HUF	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Nature of Relationship
ł	1.	NA		NA

6. Details of the Partnership firm / LLP in which I am partner:

ĺ	Sr. No.	Name	of the Partnership	Firm	or .	% of	Partnership Sha	ire.
	1.	NA				NA		

7. The Share Capital Build-up of Equity Shares held by me in the Company is as under:

Date of Allo tme nt / acq uisit ion	Natur e of trans actio n	Num ber of Equi ty Shar es	Face value per Equit y Shar e (in	Issue / transf er price per Equity Share (in ₹)	of consid eration (cash / other than cash)	Cumula tive number of Equity Shares	% of pre issue capital	post issu e capi tal	Sourc e of funds
31.0 3.20 21	Allot ment	1145 20	10	10	Cash .	Nil	Nil	Nil	Níl

(Note- As on date HUF is not a shareholder all the shares to Mr. Narayan Das Rathi)

NORally

8. Except as stated below, I have not sold or purchased any Equity Shares or other specified securities of the Company during the six months immediately preceding the date of Red Herring Prospectus:

Name of Individual	2 2 2	Nature of transaction	No. of Equity Shares/	Date of transaction	Transaction price
		, i	specified securities		per Equity Share (₹)
			Sold trensferred		
Narayan Rathi	Das	Transfer	11450	01.11.2022	10

9. The details of Equity Shares issued by the Compeny in the last one year preceding the date of filing of Red Herring Prospectus, which may have been issued at a price lower than the Issue Price is as follows:

Sr. Whether be No. Promoter G	13	ate of No. lotment Equity Shares	(₹)	Price per	Reason for allotment
1. Nil	Ni	l Nil	Nil	Nil	Nil

- 10. The eforementioned shares have not been pledged or otherwise encumbered;
- 11.1 shall not offer in any manner whatsoever any incentive, whether direct or indirect, in cash, in kind or in services or otherwise to any Bidder for making a Bid;
- 12. I shall not submit Bids in this Issue.
- 13. I certify that no amount or benefit has been paid or given to me within the two years preceding the date of filing draft offer document or intended to be paid or given to me.
  Nil
- 14. I undertake that as on date of Red Herring Prospectus none of the Equity Shares held by us have been pledged to any person, including banks and financial institutions.
- 15. I shall not participate in the Issue and shall not apply under Anchor Investor Category;
- 16. I ensure that any transactions in the Equity Shares by me during the period between the date of registering the Prospectus with the RoC and the date of closure of the Issue shall be reported to the Stock Exchange within 24 hours of such transactions.
- 17. There are no material existing or anticipated transactions in relation to the utilization of the Net Proceeds with me and I shall not receive any part of the Net Proceeds as consideration, except in the ordinary course of business.

N.O'ROTH

- 18. Other than the benefits mentioned in the related party transactions as per the applicable Accounting Standards there has been no payment of any amount of benefits nor any intention to pay or give any benefit by the Company to us during the last two years from the date of the Red Herring Prospectus;
- 19.1 have not been declared as wilful defaulter by the RBI or any other governmental authority and there is no violations of securities laws committed by me in the past or currently pending against me.
- 20.1 have not been debarred, or restricted from accessing the capital markets for any reasons, by SEBI or any other authorities.
- 21.1 am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows:

  Nil

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

For and on behalf of SRIVARI SPICES AND FOODS LIMITED

NARAYAN DAS RATHI HUF

(Signed by Mr. Narayan Das Rathi - Karta)

Cc to

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

Uttar Pradesh, India

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## NEIHAA RATHI

H. No 14-6-435, Nagarkhane , Nampally, Begum Bazar, Hyderabad-500 012, Telangana Mobile No - + 91 8121002024

## Consolidated Declaration from the Executive I Non - Executive Directors

Date: 27<sup>th</sup> July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited
428, Gala Empire, Near JB Tower,
Drive in Road, Thaltej,
Ahemdabad-380 054,
Gujarat, India.
(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Dear Sir.

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

This is to certify the following:

- A. I am interested in the capacity of Whole-Time-Director, to the extent of fees, if any, payable to me for attending meetings of the Board or Committee and reimbursement of travelling and other incidental expenses, if any, for such attendance as per the Articles of Association of the Company.
- B. I have not entered and shall not enter into any buy-back and/or standby arrangements directly or indirectly for purchase of equity shares of the Company with any person.
- C. There are no pending litigations in which I am involved or defaults to the financial institutions/banks, non-payment of statutory dues and dues towards instrument holder like debenture holder, fixed deposits, and arrears on cumulative preference share by me or the companies/ firms/any other entity promoted by me.
- D. There are no cases of pending litigations, defaults etc. and no lenders have taken action in respect of companies/ firms/ ventures with which I was associated in the past; in which my name continues to be associated with any particular litigation.
- E. There is no litigation against me involving violation of statutory regulation or criminal offences and no penalty has been imposed against me by Securities and Exchange Board

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of India ("SEBI") or any regulatory authority in India/abroad. I have not violated the provisions of the Companies Act, 2013 and Companies Act, 1956 and have not been suspended by SEBI nor has any disciplinary action been taken by SEBI, except as mentioned below:

Nil

- F. There are no pending proceedings initiated for economic offences against me and in my capacity as a director, promoter of the companies/ firms promoted by me and there are no past cases in this regard in which the penalties were imposed by any authority.
- G. There are no adverse findings against me or entities connected with me, as regards compliance with securities law.
- H. I have neither been, nor currently am, on the board of directors of any company that was, or has been directed by any Registrar of Companies to be struck off from the rolls of such Registrar of Companies under Section 248 of the Companies Act. Further, I have not been identified as a director who has been disqualified to act as a director in terms of Section 164(2)(a) of the Companies Act ("Disqualified Director") and neither am I a proclaimed offender under Section 82 of the Code of Criminal Procedure, 1973, as amended ("Proclaimed Offender"), and my name does not feature in the lists of Disqualified Directors or the lists of Proclaimed Offenders released by various Registrars of Companies and the Ministry of Corporate Affairs ("MCA") and currently disclosed on the website of the MCA;
- I. I confirm that I have not been declared as a fraudulent borrower by the lending banks or financial institutions or consortium, in terms of the Reserve Bank of India (Frauds classification and reporting by commercial banks and select Fls) Directions, 2016, as amended, issued by the RBI by way of its circular dated July 1, 2016; and
- J. Except as disclosed below, there are no recovery proceedings initiated by the SEBI, order for disgorgement or monetary penalty issued by SEBI, non-compliance of any direction issued by the SEBI, or proceedings which have been remanded by the Securities Appellate Tribunal or court, probable cause for investigation, enquiry, adjudication, prosecution or other regulatory action that has been found against me by any authority, as referred to under the SEBI (Issuing Observations on Draft Offer Documents Pending Regulatory Actions) Order 2020 and no show cause notice has been issued to us, which is pending determination by any such authority, involving me:

Nil

K. That, neither my name nor the name of the entity (ies) where I am associated, as Director/Promoter/Proprietor/Partner has appeared in the past and is presently not appearing in the RBI Defaulters List (www.cibil.com; www.watchoutinvestors.com). I shall immediately intimate the Company and the Lead Manager/ Legal Advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start trading on the SME Platform of National Stock Exchange of India Limited where the Equity Shares of the Company are proposed to be listed ("Stock Exchange").

When the

- L. There is no ongoing investigation or a pending case filed against me with regard to alleged commission of any offence which may have its effect on the business of the company. Further, no chargesheet has been filed against me with serious crimes like murder, rape, forgery, economic offences.
- M. I have not been declared as a fugitive economic offender under the Fugitive Economic Offenders Act, 2018. I shall immediately inlimate the Company and the Lead Manager / legal advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start trading on the Stock Exchange where the Equity Shares of the Company are proposed to be listed;
- N. I am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows: Nil
- O. I have no interest in the Company except to the extent of remuneration (if applicable) and reimbursement of expenses and to the extent of any equity shares of the Company held by me or my relatives and associates or held by the companies, firms and trusts in which I am interested as director, member, partner, and/or trustee, and to the extent of benefits arising out of such shareholding.
- P. I undertake that the details related to my education, work experience as mentioned below in my profile in the chapter titled "Our Management" of the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus to be filed before the Stock Exchange and any other regulatory authorities is true and correct. I further declare that the details related to my profile as well as remuneration as mentioned below are true and correct.
- I have not been debarred from accessing the capital market by SEBI or any other regulatory authority;
- R. I further confirm, that the entities of which, I am/was a promoter/director/Person in control (as defined in the SEBI (Issue of Capital and Disclosure Requirement), Regulations, 2018, as amended ("SEBI (ICDR) Regulations") are not debarred from accessing the capital market under any order or directions passed by the SEBI or any other regulatory authority or court/tribunal inside or outside India except:-

Nil

S. I further confirm that I am / was not a director of any company whose shares were suspended from trading on recognised stock exchange(s) or under any order or directions issued by the stock exchange(s)/ SEBI/ other regulatory authority during my association with the said company in the last 5 years except as mentioned below:

Nil

T. I am/was not a director of any entity, whose shares were delisted from any of the recognised stock exchange(s) in India, except as mentioned below:

Nil

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U. I further certify that following is my shareholding in the Company and its subsidiary as on date of the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus:

Shareholding	Number of Equity Shares (pre – Issue)	Percentage (in %)
Shareholding in Company	2,458,750	49.18
Shareholding in Subsidiary	NA	NA

- V. I am not interested in the appointment of any person(s) acting as underwriters, Lead Manager, registrar, legal advisor and bankers to the proposed Issue or any such intermediary appointed in connection with the proposed Issue.
  - W. Neither I nor my relatives are a beneficiary of or interested in any loan or advance given by the Company to any Person(s)/ Company(ies) nor I have granted any loan or advance to the Company, except as stated below.

Nil

X. I have not entered into any service contracts with the Company providing for benefits upon termination of my employment, except as stated below:

Nil

- Y. It is further certified that the company or firm in which I have an interest, do not have interest in the promotion of the Company.
- I am interested in the promotion of the Company.
- AA. Neither I, nor any company or firm in which I have interest, have been paid for the promotion or formation of the Company by any person, or induced by any person to become, or qualify as, director of the Company.
- BB. Neither I nor any of my relatives are interested in any property acquired by the Company or proposed to be acquired by the Company except the following:

Nil

CC. I further confirm that the Company has not purchased any property in which I or any of my relatives had or have a direct or indirect interest or in respect of any payment thereof except the following:

Nil

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- DD. I have not been paid any amount of compensation by the Company pursuant to any bonus or profit sharing plan.
- EE. I do not hold any warrants, employee stock options or other convertible instruments in the Company as of the date of this Certificate.
- FF. None of my relatives or entities in which I am associated as promoter, director, partner, proprietor or trustee, hold any Equity Shares, warrants or other convertible instruments in the Company as of the date of this Certificate.

Name of the Rerson	Relation	Type of Shares		Percentage of Shareholding
Narayan Das Rathi	Husband	Equity Shares	25,36,250	50.73

GG. I further confirm that neither I nor any of my relatives, have directly or indirectly entered into any financial arrangement, to finance the purchase by any other person of securities of the Company other than in the normal course of business of the financing entity during the period of six months immediately preceding the date of filing of Draft Red Herring Prospectus/ Prospectus with the Stock Exchange.

HH. It is further certified that neither my relatives nor I have directly or indirectly undertaken or financed any transactions in the securities of the Company during the last six months, except the following.

Nature of transaction	Date	Total no. of Equity Shares purchased/ subscribed / sold	Name of the Transferee
MOA Subscription	17.04.2019	50,000	NA
Allotment of Shares	17.04.2019	207296	NA
Allotment of Shares	08.02.2020	114954	NA
Allotment of Shares	31.03.2021	140000	NA
Share Transfer	23.03.2022	50000	Mr. Garaboina Sudhakar
		300000	Mr. Harish Vyas
		80000	Ms. Jagtep Renuka Bai
		222500	Mr. Kaithi Bharat Yadav

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Share Transfer	01.11.2022	1294000	Ms.Ranjana
		1294000	Ranawat

Name of the Person	Type of transaction	Date of Transaction	Relation	Type of Shares/	Mr. v . v . v . v . v . v	No of Shares
Narayan Das Rathi	Share Transfer	23.03.2022			Ms. Anjali More	220000
Narayan Das Rathi	Share Transfer	23.03.2022			Mr.Chiluka Mahesh	150000
Narayan Das Rathl	Share Transfer	23.03.2022			Ms. Kalavathi Kakda	150000
Narayan Das Rathi	Allotment	01.11.2022	1		NA	976730
Narayan Das Rathi	Share Transfer	01.11.2022			Ashwini Ambaraju	299000
Narayan Das Rathi	Share Transfer	01.11.2022	Husband	Equity Shares	Harish Prasad Somani	99000
Narayan Das Rathi	Share Transfer	01.11.2022			Kanta Bai	99000
Narayan Das Rathi	Share Transfer	01.11.2022			Susheela Bai	180000
Narayan Das Rathi	Share Transfer	01.11.2022			Vishnukant Rao Nanure	119000
Narayan Das Rathi	Share Transfer	01.11.2022			Venkatesh Etikyala	129000
Narayan Das Rathi	Share Transfer	01.11.2022			Narayan Das Rathi HUF	114520

II. I further confirm that I am not associated as promoter / director / partner / proprietor of any firm that is/ was associated with securities related business and registered with SEBI except as mentioned below, and no outstanding action has been initiated against me by SEBI in the past five years: Nil

### JJ. Litigation

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This is to certify that there are no outstanding litigations towards tax liabilities or any criminal/ civil prosecution for any offences (irrespective of whether they are specified under paragraph (i) of part 1 of Schedule V of the Companies Act, 2013), violation of statutory regulations, disputes, defaults, non-payment of statutory dues, penalties imposed on me in the past by any regulatory or statutory authority, proceedings initiated for economic offences against or in respect of me as an individual or any company, firm, venture or Collective Investment Scheme with which I am or have been associated in the past as promoter, partner, trustee or major shareholder save and except the following.

Nil

Default to banks or financial institutions / Roll over / Re-scheduling of loans or any other liability

Nil

Further, no lenders have taken action in respect of companies/ firms/ ventures with which I was associated in the past; in which my name continues to be associated with any particular litigation(s), except the following:

Nil

Guarantees given

Nil

Further there are no show cause or legal notices or any other legal or regulatory proceedings or investigations known to be initiated or contemplated against me except as follows:

Nil

I certify that none of the above litigation has any adverse effect on the financial performance of the Company, except the following:

Nii

It is further certified that I have no interest in the Company except to the extent of remuneration and reimbursement of expenses and to the extent of any equity shares of the Company held by me or my relatives (as defined under 2(77) of the Companies Act 2013) (hereinafter referred as "Relatives") and associates or held by the companies, firms and trusts in which I am interested as promoter, director, member, partner, and/or trustee, and to the extent of benefits arising out of such shareholding and to the extent of the transactions entered in the ordinary course of business with the companies in which I hold directorship.

There are no financing arrangements whereby I or any of my relatives have financed the purchase or sale of any securities of the Company directly or indirectly, other than in the normal course of the business of the financing entity during the period of preceding six months, except as disclosed below:

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KK. I hereby certify that except as disclosed below, there are no financing arrangements whereby I or any of my relatives have financed the purchase or sale of any securities of the Subsidiary of the Company directly or indirectly, other than in the normal course of the business of the financing entity during the period of preceding six months:

#### Nil

LL. None of my relatives hold or has held in the preceding two years, any office or place of profit in the Company or its subsidiary or associate companies.

Name of Person	Particulars	Date of Appointment	Date of resignation	Relation
Ranjana Ranawat	Director	29.01.2019	22.09.2021	Mother :
	Director	25.03.2022	23.08.2022	Motifici
Narayan Das Rathi	Director	19.08.2022	NA	Husband

MM. Except as stated below, I have not engaged in sale or purchase of securities of the Company within three years of filing the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with the Stock Exchange and any other authority, as applicable, which in aggregate is equal or greater than 1% of the pre-Issue capital of the Company:

Nature of transaction	Date	Total no. of Equity Shares purchased/ subscribed / sold	Name of the Transferee	% of pre- Issue Equity Share capital
MOA Subscription	17.04.2019	50000	NA	
Allotment of Shares	17.04.2019	207296	NA	
Allotment of Shares	08.02.2020	114954	NA	
Allotment of Shares	31.03.2021	140000	NA	
		50000	Mr. Garaboina Sudhakar	
ì <u>.</u> .		300000	Mr. Harish Vyas	$\neg$
Share   Transfer	Share 23.03.2022	80000	Ms. Jagtap Renuka Bai	
	222500	Mr. Kaithi Bharat Yadav		
Share Transfer	01.11.2022	1294000	Ms.Ranjana Ranawat	

NN. I am not related to and do not have any relationship with any of the entities from whom the Company has acquired land or from whom the Company proposes to acquire land.

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Nil

OO. There is no arrangement or understanding with major shareholders, customers suppliers or others, pursuant to which I was appointed as a director of the Company, except as disclosed below:

Nil

PP. I have not entered into any contracts or arrangement with the Company relating to my appointment and remuneration, or providing for benefits upon termination of employment, except as disclosed below:

Nil

- QQ. I or any other company with which I was associated as promoter, director or person in control, have not been prohibited by SEBI from accessing the capital market under any order or direction passed by SEBI or any regulatory authority or court/ tribunat inside court or outside India and no penalty has been imposed by SEBI or any other regulatory authority in India or abroad against me or any other company/firm with whom I am associated as a promoter/partner/director.
- RR. I nor any of the ventures promoted by me or the companies with which I am, or have been associated with as a promoter or director have been identified as a wilful defaulter by the Reserve Bank of India ("RBI") or any other regulatory authorities.
- SS. I am neither on the board nor associated in any manner with any company which has been identified as the vanishing company.
- TT. I am not related to any director of the Company, except as disclosed below:

Name of the Director	Relationship
Narayan Das Rathi	Husband

- UU. I am not related to any other promoter or director, key management persons or any person to whom the Company has made any loans and advances or sundry debtors of the Company, except as disclosed below:
  Nil
- VV. I am interested as a Director/ Officer in the following companies, in addition to our Company:

Name of Company	Position
NA	NA

WW. I was not associated with any public or rights issue.

XX. I have not dissociated myself from any Company or venture in the last three years save and except the following: Nil

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YY. There is no company, partnership firm, HUF, sole proprietorship or other business entities or ventures in which I am interested and which is in the same line of business as the Company and there is no potential conflict of interest with the Company save and except the following:

		4
Name of LLP		Designation
Osiyan	nfra	Designated Partner
Developers LLP		

ZZ. I will not receive any portion of the proceeds from the proposed Issue of the Company.

I am familiar with the requirements and restrictions on public communications, as stated in the SEBI (ICDR) Regulations, as amended (and summarised in the memorandum on publicity guidelines circulated by the legal counsel), and agree to abide by the same.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, Registrar of Companies, Telangana at Hyderabad and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

NEIHÁA RATHI Wholetime Director

DIN: 05274847

Cc to:

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017

Uttar Pradesh, India

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## NARAYAN DAS RATHI

H. No 14-6-435, Nagarkhane , Nampally, Begum Bazar, Hyderabad-500 012, Telangana Mobile No-91+ 9291600000, Email id-ndrathi1977@gmail.com

## Consolidated Declaration from the Executive / Non - Executive Directors

Date: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited
428, Gala Empire, Near JB Tower,
Drive in Road, Thaltej,
Ahemdabad-380 054,
Gujarat, India.
(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Dear Sir,

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

This is to certify the following:

- A. I am interested in the capacity of Director, to the extent of fees, if any, payable to me for attending meetings of the Board or Committee and reimbursement of travelling and other incidental expenses, if any, for such attendance as per the Articles of Association of the Company.
- B. I have not entered and shall not enter into any buy-back and/or standby arrangements directly or indirectly for purchase of equity shares of the Company with any person.
- C. There are no pending litigations in which I am involved or defaults to the financial institutions/banks, non-payment of statutory dues and dues towards instrument holder like debenture holder, fixed deposits, and arrears on cumulative preference share by me or the companies/ firms/any other entity promoted by me.
- D. There are no cases of pending litigations, defaults etc. and no lenders have taken action in respect of companies/ firms/ ventures with which I was associated in the past; in which my name continues to be associated with any particular litigation.

N.OROM

E. There is no litigation against me involving violation of statutory regulation or criminal offences and no penalty has been imposed against me by Securities and Exchange Board of India ("SEBI") or any regulatory authority in India/abroad. I have not violated the provisions of the Companies Act, 2013 and Companies Act, 1956 and have not been suspended by SEBI nor has any disciplinary action been taken by SEBI, except as mentioned below:

#### Nil

- F. There are no pending proceedings initiated for economic offences against me and in my capacity as a director, promoter of the companies/ firms promoted by me and there are no past cases in this regard in which the penalties were imposed by any authority.
- G. There are no adverse findings against me or entities connected with me, as regards compliance with securities law.
- H. I have neither been, nor currently am, on the board of directors of any company that was, or has been directed by any Registrar of Companies to be struck off from the rolls of such Registrar of Companies under Section 248 of the Companies Act. Further, I have not been identified as a director who has been disqualified to act as a director in terms of Section 164(2)(a) of the Companies Act ("Disqualified Director") and neither am I a proclaimed offender under Section 82 of the Code of Criminal Procedure, 1973, as amended ("Proclaimed Offender"), and my name does not feature in the lists of Disqualified Directors or the lists of Proclaimed Offenders released by various Registrars of Companies and the Ministry of Corporate Affairs ("MCA") and currently disclosed on the website of the MCA;
  - I confirm that I have not been declared as a fraudulent borrower by the lending banks or financial institutions or consortium, in terms of the Reserve Bank of India (Frauds classification and reporting by commercial banks and select FIs) Directions, 2016, as amended, issued by the RBI by way of its circular dated July 1, 2016; and
  - J. Except as disclosed below, there are no recovery proceedings initiated by the SEBI, order for disgorgement or monetary penalty issued by SEBI, non-compliance of any direction issued by the SEBI, or proceedings which have been remanded by the Securities Appellate Tribunal or court, probable cause for investigation, enquiry, adjudication, prosecution or other regulatory action that has been found against me by any authority, as referred to under the SEBI (Issuing Observations on Draft Offer Documents Pending Regulatory Actions) Order 2020 and no show cause notice has been issued to us, which is pending determination by any such authority, involving me:

#### Nil

K. That, neither my name nor the name of the entity (ies) where I am associated, as Director/Promoter/Proprietor/Partner has appeared in the past and is presently not appearing in the RBI Defaulters List (www.cibil.com; www.watchoutinvestors.com). I shall immediately intimate the Company and the Lead Manager/ Legal Advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start trading on the SME Platform of National Stock Exchange of India Limited where the Equity Shares of the Company are proposed to be listed ("Stock Exchange").

12.0 Kari

- There is no ongoing investigation or a pending case filed against me with regard to alleged commission of any offence which may have its effect on the business of the company. Further, no chargesheel has been filed against me with serious crimes like murder, rape, forgery, economic offences.
  - M. I have not been declared as a fugitive economic offender under the Fugitive Economic Offenders Act, 2018. I shall immediately intimate the Company and the Lead Manager / legal advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start trading on the Stock Exchange where the Equity Shares of the Company are proposed to be listed;
    - N. I am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows:
      Nil
      - O. I have no interest in the Company except to the extent of remuneration (if applicable) and reimbursement of expenses and to the extent of any equity shares of the Company held by me or my relatives and associates or held by the companies, firms and trusts in which I am interested as director, member, partner, and/or trustee, and to the extent of benefits arising out of such shareholding.
        - P. I undertake that the details related to my education, work experience as mentioned below in my profile in the chapter titled "Our Management" of the Draft Red Herring Prospectus/ Prospectus to be filed before the Stock Exchange and any other regulatory authorities is true and correct. I further declare that the details related to my profile as well as remuneration as mentioned below are true and correct.
          - I have not been debarred from accessing the capital market by SEBI or any other regulatory authority;
          - R. I further confirm, that the entities of which, I am/was a promoter/director/Person in control (as defined in the SEBI (Issue of Capital and Disclosure Requirement), Regulations, 2018, as amended ("SEBI (ICDR) Regulations") are not debarred from accessing the capital market under any order or directions passed by the SEBI or any other regulatory authority or count/tribunal inside or outside India except:-

#### Nil

S. I further confirm that I am / was not a director of any company whose shares were suspended from trading on recognised stock exchange(s) or under any order or directions issued by the stock exchange(s)/ SEBI/ other regulatory authority during my association with the said company in the last 5 years except as mentioned below:

#### NII

T. I am/was not a director of any entity, whose shares were delisted from any of the recognised stock exchange(s) in India, except as mentioned below:

12.0 Bayer

U. I further certify that following is my shareholding in the Company and its subsidiary as on date of the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus:

Shareholding	Number of Equity Shares (pre – Issue)	Percentage (in %)
Shareholding in Company	2,536,250	50.73
Shareholding in Subsidiary	NA	NA

- V. I am not interested in the appointment of any person(s) acting as underwriters, Lead Manager, registrar, legal advisor and bankers to the proposed Issue or any such intermediary appointed in connection with the proposed Issue.
- W. Neither I nor my relatives are a beneficiary of or interested in any loan or advance given by the Company to any Person(s)/ Company(ies) nor I have granted any loan or advance to the Company, except as stated below.

Nil

X. I have not entered into any service contracts with the Company providing for benefits upon termination of my employment, except as stated below:

Nil

- Y. It is further certified that the company or firm in which I have an interest, do not have interest in the promotion of the Company.
- I am interested in the promotion of the Company.
- AA. Neither I, nor any company or firm in which I have interest, have been paid for the promotion or formation of the Company by any person, or induced by any person to become, or qualify as, director of the Company.
- BB. Neither I nor any of my relatives are interested in any property acquired by the Company or proposed to be acquired by the Company except the following:

Nil

CC. I further confirm that the Company has not purchased any property in which I or any of my relatives had or have a direct or indirect interest or in respect of any payment thereof except the following:

Nil

10.0 Rate

- DD. I have not been paid any amount of compensation by the Company pursuant to any bonus or profit sharing plan.
- EE. I do not hold any warrants, employee stock options or other convertible instruments in the Company as of the date of this Certificate.
- FF. None of my relatives or entities in which I am associated as promoter, director, partner, proprietor or trustee, hold any Equity Shares, warrants or other convertible instruments in the Company as of the date of this Certificate.

Name of the	Relation	Type of Shares	No of Shares	Percentage of Shareholding
Neihaa Rathi	Wife	Equity Shares	24,58,750	49.18

- GG. I further confirm that neither I nor any of my relatives, have directly or indirectly entered into any financial arrangement, to finance the purchase by any other person of securities of the Company other than in the normal course of business of the financing entity during the period of six months immediately preceding the date of filing of Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with the Stock Exchange.
- HH. It is further certified that neither my relatives nor I have directly or indirectly undertaken or financed any transactions in the securities of the Company during the last six months, except the following.

Nature of transaction	Date of Transactio	Type of Shares/	Name of Transferse	No of Shares
Transfer			Ms. Anjali More	220000
	23-03-2022	ļ	Mr. Chiluka Mahesh	150000
			Ms.Kalavathi Kakda	150000
Allotment	01.11.2022	1	NA	976730
Share Transfer	01.11.2022		Ashwini Ambaraju	299000
Share Transfer	01.11.2022	Equity Shares	Harish Prasad Somani	99000
Share Transfer	01.11.2022	1	Kanta Bai	99000
Share Transfer	01.11.2022		Susheela Bai	180000
Share Transfer	01.11.2022		Vishnukant Rao Nanure	119000
Share Transfer	01.11.2022		Venkatesh Etikyala	129000
Share Transfer	01.11.2022		Narayan Das Rathi HUF	114520

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Nature of transaction	Name of the Perso n	Relatio n	Date	Total no. of Equity Shares purchased / subscribe d / sold	Name of the Transferee	
MOA Subscriptio			17.04.20 19	50000	NA	
Allotment of Shares	-		17.04.20 19	207296	NA	
Allotment of	1		08.02.20 20	114954	NA	
Shares Allotment of	Neiha			31.03.20 21	140000	NA
Shares	Rathi	Wife		50000	Mr. Garaboina Sudhakar	
Share			23.03.20	300000	Mr. Harish Vyas	
Transfer			22	80000	Ms. Jagtap Renuka Bai	
				222500	Mr. Kaithi Bharat Yadav	
Share Transfer			01.11.20 22	1294000	Ms.Ranjana Ranawat	

If further confirm that I am not associated as promoter / director / partner / proprietor of any firm that is/ was associated with securities related business and registered with SEBI except as mentioned below, and no outstanding action has been initiated against me by SEBI in the past five years:
Nil

### JJ. Litigation

This is to certify that there are no outstanding liligations towards tax liabilities or any criminal/ civil prosecution for any offences (Irrespective of whether they are specified under paragraph (i) of part 1 of Schedule V of the Companies Act, 2013), violation of statutory regulations, disputes, defaults, non-payment of statutory dues, penalties imposed on me in the past by any regulatory or statutory authority, proceedings initiated for economic offences against or in respect of me as an individual or any company, firm, venture or Collective Investment Scheme with which I am or have been associated in the past as promoter, partner, trustee or major shareholder save and except the following.



Default to banks or financial institutions / Roll over / Re-scheduling of loans or any other liability

Nil

Further, no lenders have taken action in respect of companies/ firms/ ventures with which I was associated in the past; in which my name continues to be associated with any particular litigation(s), except the following:

Guarantees given

Further there are no show cause or legal notices or any other legal or regulatory proceedings or investigations known to be initiated or contemplated against me except as follows:

I certify that none of the above litigation has any adverse effect on the financial performance of the Company, except the following:

It is further certified that I have no interest in the Company except to the extent of remuneration and reimbursement of expenses and to the extent of any equity shares of the Company held by me or my relatives (as defined under 2(77) of the Companies Act 2013) (hereinafter referred as "Relatives") and associates or held by the companies, firms and trusts in which I am interested as promoter, director, member, partner, and/or trustee, and to the extent of benefits arising out of such shareholding and to the extent of the transactions entered in the ordinary course of business with the companies in which I hold directorship.

There are no financing arrangements whereby I or any of my relatives have financed the purchase or sale of any securities of the Company directly or indirectly, other than in the normal course of the business of the financing entity during the period of preceding six months, except as disclosed below:

Nil

- I hereby certify that except as disclosed below, there are no financing arrangements whereby I or any of my relatives have financed the purchase or sale of any securities of KK. the Subsidiary of the Company directly or indirectly, other than in the normal course of the business of the financing entity during the period of preceding six months: NII
- None of my relatives hold or has held in the preceding two years, any office or place of profit in the Company or its subsidiary or associate companies. LL.

pronting are	•			
Name of Person	Particulars	Date of Appointment	Date of resignation	Relation
Ranjana	Director	First Director	22.09.2021	Spouse's
Ranawat	Director	25.03.2022	23.08.2022 NA	Mother Wife
Neihaa Rathi	Director	First Director	14/4	11110

MM. Except as stated below, I have not engaged in sale or purchase of securities of the Company within three years of filing the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with the Stock Exchange and any other authority, as applicable, which in aggregate is equal or greater than 1% of the pre-Issue capital of the Company:

Nature of transaction	Date	Total no. of Equity Shares purchased/ subscribed / sold	Name of Transferee	% of pre- Issue Equity Share capital
Allotment	01.11.2022	976730	NA haralu	[ 
Share Transfer Share Transfer	01.11.2022	299000 99000	Ashwini Ambaraju Harish Prasad Somani	
Share Transfer Share Transfer Share Transfer	01.11.2022   01.11.2022   01.11.2022	99000 180000 119000	Kanta Bai Susheela Bai Vishnukant Rao Nanure	
Share Transfer Share Transfer	01.11.2022	129000 114520	Venkatesh Etikyala Narayan Das Rathi   HUF	

- NN. I am not related to and do not have any relationship with any of the entities from whom the Company has acquired land or from whom the Company proposes to acquire land.

  Nil
- OO. There is no arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which I was appointed as a director of the Company, except as disclosed below:

  Nil
- PP. I have not entered into any contracts or arrangement with the Company relating to my appointment and remuneration, or providing for benefits upon termination of employment, except as disclosed below:

  Nil
- QQ. I or any other company with which I was associated as promoter, director or person in control, have not been prohibited by SEBI from accessing the capital market under any order or direction passed by SEBI or any regulatory authority or court/ tribunal inside court or outside India and no penalty has been imposed by SEBI or any other regulatory authority in India or abroad against me or any other company/firm with whom I am associated as a promoter/partner/director.
- RR. I nor any of the ventures promoted by me or the companies with which I am, or have been associated with as a promoter or director have been identified as a wilful defaulter by the Reserve Bank of India ("R81") or any other regulatory authorities.



- I am neither on the board nor associated in any manner with any company which has been identified as the vanishing company. SS.
- I am not related to any director of the Company, except as disclosed below: TT.

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Director	Relationship
Name of the Director	Wife
Neihaa Rathi	

- I am not related to any other promoter or director, key management persons or any person to whom the Company has made any loans and advances or sundry debtors of UU. the Company, except as disclosed below:
- I am interested as a Director/ Officer in the following companies, in addition to our W. Company: Nil
- I was not associated with any public or rights issue.
- I have not dissociated myself from any Company or venture in the last three years save ww. and except the following: XX.

I have not dissociated by and except the following:	Date of Cessation
Name of the Company	ed 25/08/2022 to Limited 23/07/2022
1. Access Retail Private Limit 1. Intelifocus it Solutions Priv. 2.	HILE sole proprietorship or other business

- There is no company, partnership firm, HUF, sole proprietorship or other business entities or ventures in which I am interested and which is in the same line of business as the Company and there is no potential conflict of interest with the Company save and YY. except the following:
- t will not receive any portion of the proceeds from the proposed Issue of the Company.

I am familiar with the requirements and restrictions on public communications, as stated in the SEBI (ICDR) Regulations, as amended (and summarised in the memorandum on publicity guidelines circulated by the legal counsel), and agree to abide by the same.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, Registrar of Companies, Telangana at Hyderabad and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the

Company and there is no potential conflict of interest with the Company save and except the following:

Nil

ZZ. I will not receive any portion of the proceeds from the proposed Issue of the Company.

I am familiar with the requirements and restrictions on public communications, as stated in the SEBI (ICDR) Regulations, as amended (and summarised in the memorandum on publicity guidelines circulated by the legal counsel), and agree to abide by the same.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, Registrar of Companies, Telangana at Hyderabad and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

NARAYAN DAS RATHI Wholetime Director DIN: 09065949

Cc to:

Legal counsel to the Issue T&S Law Near VVIP Mall, Raj Nagar Extension, Ghaziabad – 201 017, Uttar Pradesh, India

## RASHIDA AHMEDABADWALA YOUNUS

Flat no 502, 5th Floor. Trident, Tower, Manovikas Nagar, RTC, Colony, Trimulgherry,
Tirumalagiri, Hyderabad Telangana 500 015
Mobile No-9962109074, Email.id-rashidayunus96@gmail.com

## Consolidated Declaration from the Executive / Non - Executive Directors

Date: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited
428, Gala Empire, Near JB Tower,
Drive in Road, Thaltej,
Ahemdabad-380 054,
Gujarat, India.
(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Dear Sir,

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

This is to certify the following:

- A. I am interested in the capacity of Director, to the extent of fees, if any, payable to me for attending meetings of the Board or Committee and reimbursement of travelling and other incidental expenses, if any, for such attendance as per the Articles of Association of the Company.
- B. I have not entered and shall not enter into any buy-back and/or standby arrangements directly or indirectly for purchase of equity shares of the Company with any person.
- C. There are no pending litigations in which I am involved or defaults to the financial institutions/banks, non-payment of statutory dues and dues towards instrument holder like debenture holder, fixed deposits, and arrears on cumulative preference share by me or the companies/ firms/any other entity promoted by me.

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- D. There are no cases of pending litigations, defaults etc. and no lenders have taken action in respect of companies/ firms/ ventures with which I was associated in the past; in which my name continues to be associated with any particular litigation.
- E. There is no litigation against me involving violation of statutory regulation or criminal offences and no penalty has been imposed against me by Securities and Exchange Board of India ("SEBI") or any regulatory authority in India/abroad. I have not violated the provisions of the Companies Act, 2013 and Companies Act, 1956 and have not been suspended by SEBI nor has any disciplinary action been taken by SEBI, except as mentioned below:

Nil

- F. There are no pending proceedings initiated for economic offences against me and in my capacity as a director, promoter of the companies/ firms promoted by me and there are no past cases in this regard in which the penalties were imposed by any authority.
- G. There are no adverse findings against me or entities connected with me, as regards compliance with securities law.
- H. I have neither been, nor currently am, on the board of directors of any company that was, or has been directed by any Registrar of Companies to be struck off from the rolls of such Registrar of Companies under Section 248 of the Companies Act. Further, I have not been identified as a director who has been disqualified to act as a director in terms of Section 164(2)(a) of the Companies Act ("Disqualified Director") and neither am I a proclaimed offender under Section 82 of the Code of Criminal Procedure, 1973, as amended ("Proclaimed Offender"), and my name does not feature in the lists of Disqualified Directors or the lists of Proclaimed Offenders released by various Registrars of Companies and the Ministry of Corporate Affairs ("MCA") and currently disclosed on the website of the MCA;
- I. I confirm that I have not been declared as a fraudulent borrower by the lending banks or financial institutions or consortium, in terms of the Reserve Bank of India (Frauds classification and reporting by commercial banks and select Fls) Directions, 2016, as amended, issued by the RBI by way of its circular dated July 1, 2016; and
- J. Except as disclosed below, there are no recovery proceedings initiated by the SEBI, order for disgorgement or monetary penalty issued by SEBI, non-compliance of any direction issued by the SEBI, or proceedings which have been remanded by the Securities Appellate Tribunal or court, probable cause for investigation, enquiry, adjudication, prosecution or other regulatory action that has been found against me by any authority, as referred to under the SEBI (Issuing Observations on Draft Offer Documents Pending Regulatory Actions) Order 2020 and no show cause notice has been issued to us, which is pending determination by any such authority, involving me:

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- K. That, neither my name nor the name of the entity (ies) where I am associated, as Director/Promoter/Proprietor/Partner has appeared in the past and is presently not appearing in the RBI Defaulters List (www.cibil.com; www.watchoutinvestors.com). I shall immediately intimate the Company and the Lead Manager/ Legal Advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start trading on the SME Platform of National Stock Exchange of India Limited where the Equity Shares of the Company are proposed to be listed ("Stock Exchange").
  - L. There is no ongoing investigation or a pending case filed against me with regard to alleged commission of any offence which may have its effect on the business of the company. Further, no chargesheet has been filed against me with serious crimes like murder, rape, forgery, economic offences.
  - M. I have not been declared as a fugitive economic offender under the Fugitive Economic Offenders Act, 2018. I shall immediately intimate the Company and the Lead Manager / legal advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start trading on the Stock Exchange where the Equity Shares of the Company are proposed to be listed;
  - N. I am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows: Nil
  - O. I have no interest in the Company except to the extent of remuneration (if applicable) and reimbursement of expenses and to the extent of any equity shares of the Company held by me or my relatives and associates or held by the companies, firms and trusts in which I am interested as director, member, partner, and/or trustee, and to the extent of benefits arising out of such shareholding.
- P. I undertake that the details related to my education, work experience as mentioned below in my profile in the chapter titled "Our Management" of the Draft Red Herring Prospectus/ Prospectus to be filed before the Stock Exchange and any other regulatory authorities is true and correct. I further declare that the details related to my profile as well as remuneration as mentioned below are true and correct.
- Q. I have not been debarred from accessing the capital market by SEBI or any other regulatory authority;
- R. I further confirm, that the entities of which, I am/was a promoter/director/Person in control (as defined in the SEBI (Issue of Capital and Disclosure Requirement), Regulations, 2018, as amended ("SEBI (ICDR) Regulations") are not debarred from accessing the

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capital market under any order or directions passed by the SEBI or any other regulatory authority or court/tribunal inside or outside India except:

Nil

- S. I further confirm that I am / was not a director of any company whose shares were suspended from trading on recognised stock exchange(s) or under any order or directions issued by the stock exchange(s)/ SEBI/ other regulatory authority during my association with the said company in the last 5 years except as mentioned below:
  Nil
  - T. I am/was not a director of any entity, whose shares were delisted from any of the recognised stock exchange(s) in India, except as mentioned below:
    Nil
  - U. I further certify that following is my shareholding in the Company and its subsidiary as on date of the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus:

Shareholding	Number of Equity Shares (pre - Issue)	Percentage (in %)
Shareholding in Company	Nil	Nil
Shareholding in Subsidiary	NII	Nil

- V. I am not interested in the appointment of any person(s) acting as underwriters, LeadnManager, registrar, legal advisor and bankers to the proposed Issue or any such intermediary appointed in connection with the proposed Issue.
- W. Neither I nor my relatives are a beneficiary of or interested in any Ioan or advance given by the Company to any Person(s)/ Company(ies) nor I have granted any Ioan or advance to the Company, except as stated below. NiI
- X. I have not entered into any service contracts with the Company providing for benefits upon termination of my employment, except as stated below:
  Nil
- Y. It is further certified that the company or firm in which I have an interest, do not have interest in the promotion of the Company.
- I am interested in the promotion of the Company.

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- AA. Neither I, nor any company or firm in which I have interest, have been paid for the promotion or formation of the Company by any person, or induced by any person to become, or qualify as, director of the Company.
  - BB. Neither I nor any of my relatives are interested in any property acquired by the Company or proposed to be acquired by the Company except the following:

    Nil
    - CC. I further confirm that the Company has not purchased any property in which I or any of my relatives had or have a direct or indirect interest or in respect of any payment thereof except the following: Nil
      - DD. I have not been paid any amount of compensation by the Company pursuant to any bonus or profit sharing plan.
      - EE. I do not hold any warrants, employee stock options or other convertible instruments in the Company as of the date of this Certificate.
      - FF. None of my relatives or entities in which I am associated as promoter, director, partner, proprietor or trustee, hold any Equity Shares, warrants or other convertible instruments in the Company as of the date of this Certificate.

Name of the Person	Relation	Type of Shares		Percentage of Shareholding
Nil	Nil	Nil	Nil	Nil

- GG. I further confirm that neither I nor any of my relatives, have directly or indirectly entered into any financial arrangement, to finance the purchase by any other person of securities of the Company other than in the normal course of business of the financing entity during the period of six months immediately preceding the date of filing of Draft Red Herring Prospectus/ Prospectus with the Stock Exchange.
- HH. It is further certified that neither my relatives nor I have directly or indirectly undertaken or financed any transactions in the securities of the Company during the last six months, except the following.

Nature transaction	of	Date of Transaction	Type of Shares/	Name of No of Transferee Shares
Nil		Nil	Nil	Nil Nil

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Nature of transaction	Name of the Person	Relation	Date		Total no. of Equity Shares purchased/ subscribed/ sold
Nil	Nil	Nil	Nil	13	Nil Nil .

II. I further confirm that I am not associated as promoter / director / partner / proprietor of any firm that is / was associated with securities related business and registered with SEBI except as mentioned below, and no outstanding action has been initiated against me by SEBI in the past five years: NiI

## J. Litigation

This is to certify that there are no outstanding litigations towards tax liabilities or any criminal/ civil prosecution for any offences (irrespective of whether they are specified under paragraph (i) of part 1 of Schedule V of the Companies Act, 2013), violation of statutory regulations, disputes, defaults, non-payment of statutory dues, penalties imposed on me in the past by any regulatory or statutory authority, proceedings initiated for economic offences against or in respect of me as an individual or any company, firm, venture or Collective Investment Scheme with which I am or have been associated in the past as promoter, partner, trustee or major shareholder save and except the following: Nil

Default to banks or financial institutions / Roll over / Re-scheduling of loans or any other liability
Nil

Further, no lenders have taken action in respect of companies/ firms/ ventures with which I was associated in the past; in which my name continues to be associated with any particular litigation(s), except the following:

Nil

Guarantees given Nil

Further there are no show cause or legal notices or any other legal or regulatory proceedings or investigations known to be initiated or contemplated against me except as follows:

Nil

I certify that none of the above litigation has any adverse effect on the financial performance of the Company, except the following:

Nil

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It is further certified that I have no interest in the Company except to the extent of remuneration and reimbursement of expenses and to the extent of any equity shares of the Company held by me or my relatives (as defined under 2(77) of the Companies Act 2013) (hereinafter referred as "Relatives") and associates or held by the companies, firms and trusts in which I am interested as promoter, director, member, partner, and/or trustee, and to the extent of benefits arising out of such shareholding and to the extent of the transactions entered in the ordinary course of business with the companies in which I hold directorship.

There are no financing arrangements whereby I or any of my relatives have financed the purchase or sale of any securities of the Company directly or indirectly, other than in the normal course of the business of the financing entity during the period of preceding six months, except as disclosed below:

Nil

- KK. I hereby certify that except as disclosed below, there are no financing arrangements whereby I or any of my relatives have financed the purchase or sale of any securities of the Subsidiary of the Company directly or indirectly, other than in the normal course of the business of the financing entity during the period of preceding six months:
  Nil
  - LL. None of my relatives hold or has held in the preceding two years, any office or place of profit in the Company or its subsidiary or associate companies.

Name of Person	Particulars	Date of Appointment	Date of resignation	Relation
Nil	Nil	Nil	Nil	Nil

MM. Except as stated below, I have not engaged in sale or purchase of securities of the Company within three years of filing the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with the Stock Exchange and any other authority, as applicable, which in aggregate is equal or greater than 1% of the pre-Issue capital of the Company:

Nature of transaction	Total no. of Equity Shares purchased/ subscribed / sold	Name of Transferee	% of pre- Issue Equity Share capital
Nil Nil	Nil	Nil	Nil

NN. I am not related to and do not have any relationship with any of the entities from whom the Company has acquired land or from whom the Company proposes to acquire land.

Nil

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- OO. There is no arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which I was appointed as a director of the Company, except as disclosed below:

  Nil
- pp. I have not entered into any contracts or arrangement with the Company relating to my appointment and remuneration, or providing for benefits upon termination of employment, except as disclosed below: Nil
- QQ. I or any other company with which I was associated as promoter, director or person in control, have not been prohibited by SEBI from accessing the capital market under any order or direction passed by SEBI or any regulatory authority or court/ tribunal inside court or outside India and no penalty has been imposed by SEBI or any other regulatory authority in India or abroad against me or any other company/firm with whom I am associated as a promoter/partner/director.
- RR. I nor any of the ventures promoted by me or the companies with which I am, or have been associated with as a promoter or director have been identified as a wilful defaulter by the Reserve Bank of India ("RBI") or any other regulatory authorities.
- SS. I am neither on the board nor associated in any manner with any company which has been identified as the vanishing company.
- TT. I am not related to any director of the Company, except as disclosed below:

Name of the Director	Relationship
Nil	Nil

- UU. I am not related to any other promoter or director, key management persons or any person to whom the Company has made any loans and advances or sundry debtors of the Company, except as disclosed below:

  Nil
- VV. I am interested as a Director/ Officer in the following companies, in addition to our Company:

Name of Company	Position
Nil	Nil

- WW. I was not associated with any public or rights issue.
- XX. I have not dissociated myself from any Company or venture in the last three years save and except the following: Nil
- YY. There is no company, partnership firm, HUF, sole proprietorship or other business entities or ventures in which I am interested and which is in the same line of business as the

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Company and there is no potential conflict of interest with the Company save and except the following:

Nil

ZZ. I will not receive any portion of the proceeds from the proposed Issue of the Company.

I am familiar with the requirements and restrictions on public communications, as stated in the SEBI (ICDR) Regulations, as amended (and summarised in the memorandum on publicity guidelines circulated by the legal counsel), and agree to abide by the same.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Sbares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, Registrar of Companies, Telangana at Hyderabad and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

RASHIDA AHMEDABADWALA YOUNUS

Director

DIN: 09767329

Cc ta:

Legal counsel to the Issue T&S Law Near VVIP Mall, Raj Nagar Extension, Ghaziabad – 201 017, Uttar Pradesh, India

# UDAY KIRAN REDDY SAMA

1-3-14/3A. Mekala Narayana Nagar, Near Munner Bridge Saradhi Nagar Khamman Telangana 507001 India, Mobile No- 7075018070, Email.id- <u>caudaykreddy2510@mail.com</u>

# Consolidated Declaration from the Executive / Non - Executive Directors

Date 274 July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Srivam Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited

428, Gala Empire, Near JB Tower,
Drive in Road, Thaltej,
Ahemdabad-380 051,
Gujarat, India.

(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Dear Sir,

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Fourity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

This is to certify the following:

- A. I am interested in the capacity of Director, to the extent of fees, if any, payable to me for attending meetings of the Board or Committee and reimbursement of travelling and other incidental expenses, if any, for such attendance as per the Articles of Association of the Company.
- B. I have not entered and shall not enter into any buy-back and/or standby arrangements directly or indirectly for purchase of equity shares of the Company with any person.
- C. There are no pending litigations in which I am involved or defaults to the financial institutions/banks, non-payment of statutory dues and dues towards instrument helder like debenture holder, fixed deposits, and arrears on cumulative preference share by me or the companies/ firms/any other entity promoted by me.

(Usbay)

- D. There are no cases of pending litigations, defaults etc. and no lenders have taken action in respect of companies/ firms/ ventures with which I was associated in the past; in which my name continues to be associated with any particular litigation.
  - E. There is no litigation against me involving violation of statutory regulation or criminal offences and no penalty has been imposed against me by Securities and Exchange Board of India ("SEBI") or any regulatory authority in India/abroad. I have not violated the provisions of the Companies Act, 2013 and Companies Act, 1956 and have not been suspended by SEBI nor has any disciplinary action been taken by SEBI, except as mentioned below:

    Nil
    - F. There are no pending proceedings initiated for economic offences against me and in my capacity as a director, promoter of the companies/ firms promoted by me and there are no past cases in this regard in which the penalties were imposed by any authority.
      - G. There are no adverse findings against me or entities connected with me, as regards compliance with securities law.
      - H. I have neither been, nor currently am, on the board of directors of any company that was, or has been directed by any Registrar of Companies to be struck off from the rolls of such Registrar of Companies under Section 248 of the Companies Act. Further, I have not been identified as a director who has been disqualified to act as a director in terms of Section 164(2)(a) of the Companies Act ("Disqualified Director") and neither am I a proclaimed offender under Section 82 of the Code of Criminal Procedure, 1973, as amended ("Proclaimed Offender"), and my name does not feature in the lists of Disqualified Directors or the lists of Proclaimed Offenders released by various Registrars of Companies and the Ministry of Corporate Affairs ("MCA") and currently disclosed on the website of the MCA;
        - I confirm that I have not been declared as a fraudulent borrower by the lending banks or
          financial institutions or consortium, in terms of the Reserve Bank of India (Frauds
          classification and reporting by commercial banks and select Fls) Directions, 2016, as
          amended, issued by the RBI by way of its circular dated July 1, 2016; and
        - J. Except as disclosed below, there are no recovery proceedings initiated by the SEBI, order for disgorgement or monetary penalty issued by SEBI, non-compliance of any direction issued by the SEBI, or proceedings which have been remanded by the Securities Appellate Tribunal or court, probable cause for investigation, enquiry, adjudication, prosecution or other regulatory action that has been found against me by any authority, as referred to under the SEBI (Issuing Observations on Draft Offer Documents Pending Regulatory Actions) Order 2020 and no show cause notice has been issued to us, which is pending determination by any such authority, involving me:
          - K. That, neither my name nor the name of the entity (ies) where I am associated, as Director/Promoter/Proprietor/Partner has appeared in the past and is presently not

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appearing in the RBI Defaulters List (www.cibil.com; www.watchoutinvestors.com). I shall immediately intimate the Company and the Lead Manager/ Legal Advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start trading on the SME Platform of National Stock Exchange of India Limited where the Equity Shares of the Company are proposed to be listed ("Stock Exchange").

- L. There is no ongoing investigation or a pending case filed against me with regard to alleged commission of any offence which may have its effect on the business of the company. Further, no chargesheet has been filed against me with serious crimes like murder, rape, forgery, economic offences.
- M. I have not been declared as a fugitive economic offender under the Fugitive Economic Offenders Act, 2018. I shall immediately intimate the Company and the Lead Manager / legal advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start trading on the Stock Exchange where the Equity Shares of the Company are proposed to be listed;
- N. I am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows: Nil
- O. I have no interest in the Company except to the extent of remuneration (if applicable) and reimbursement of expenses and to the extent of any equity shares of the Company held by me or my relatives and associates or held by the companies, firms and trusts in which I am interested as director, member, partner, and/or trustee, and to the extent of benefits arising out of such shareholding.
- P. I undertake that the details related to my education, work experience as mentioned below in my profile in the chapter titled "Our Management" of the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus to be filed before the Stock Exchange and any other regulatory authorities is true and correct. I further declare that the details related to my profile as well as remuneration as mentioned below are true and correct.
- Q. I have not been debarred from accessing the capital market by SEBI or any other regulatory authority;
- R. I further confirm, that the entities of which, I am/was a promoter/director/Person in control (as defined in the SEBI (Issue of Capital and Disclosure Requirement), Regulations, 2018, as amended ("SEBI (ICDR) Regulations") are not debarred from accessing the capital market under any order or directions passed by the SEBI or any other regulatory authority or court/tribunal inside or outside India except:
  Nil
- S. I further confirm that I am / was not a director of any company whose shares were suspended from trading on recognised stock exchange(s) or under any order or directions

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issued by the stock exchange(s)/ SEBI/ other regulatory authority during my association with the said company in the last 5 years except as mentioned below:

- T. I am/was not a director of any entity, whose shares were delisted from any of the recognised stock exchange(s) in India, except as mentioned below:
  Nil
- U. I further certify that following is my shareholding in the Company and its subsidiary as on date of the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus:

Shareholding	Number of Equity Shares (pre - Issue)	Percentage (in %)
Shareholding in Company	Nil	Nil
Shareholding in Subsidiary	Nil	Nil

- V. I am not interested in the appointment of any person(s) acting as underwriters, Lead Manager, registrar, legal advisor and bankers to the proposed Issue or any such intermediary appointed in connection with the proposed Issue.
- W. Neither I nor my relatives are a beneficiary of or interested in any loan or advance given by the Company to any Person(s)/ Company(ies) nor I have granted any loan or advance to the Company, except as stated below. Nil
- X. I have not entered into any service contracts with the Company providing for benefits upon termination of my employment, except as stated below: Nil
- Y. It is further certified that the company or firm in which I have an interest, do not have interest in the promotion of the Company.
- I am interested in the promotion of the Company.
- AA. Neither I, nor any company or firm in which I have interest, have been paid for the promotion or formation of the Company by any person, or induced by any person to become, or qualify as, director of the Company.
- BB. Neither I nor any of my relatives are interested in any property acquired by the Company or proposed to be acquired by the Company except the following:
  Nil



- CC. I further confirm that the Company has not purchased any property in which I or any of my relatives had or have a direct or indirect interest or in respect of any payment thereof except the following: Nil
  - DD. I have not been paid any amount of compensation by the Company pursuant to any bonus or profit sharing plan.
  - EE. I do not hold any warrants, employee stock options or other convertible instruments in the Company as of the date of this Certificate.
  - FF. None of my relatives or entities in which I am associated as promoter, director, partner, proprietor or trustee, hold any Equity Shares, warrants or other convertible instruments in the Company as of the date of this Certificate.

Name of the Person	Relation	Type of Shares	No of Shares	Percentage of Shareholding
Nil	Nil	Nil	Nil	Nil

- GG. I further confirm that neither I nor any of my relatives, have directly or indirectly entered into any financial arrangement, to finance the purchase by any other person of securities of the Company other than in the normal course of business of the financing entity during the period of six months immediately preceding the date of filing of Draft Red Herring Prospectus/ Red Herring Prospectus with the Stock Exchange.
- HH. It is further certified that neither my relatives nor I have directly or indirectly undertaken or financed any transactions in the securities of the Company during the last six months, except the following.

Nature of transaction	Date of Transaction	J 4. A.	Name of Transferee	No of Shares
Nil	Nil	Nil	Nil	Nil

Nature of transaction	Name of the Person	Relation	Date		Total no. of Equity Shares purchased/ subscribed/ sold	Name of the Transferee
Nil	Nil	Nil	Nil	Y. 3	Nil	Nil

II. I further confirm that I am not associated as promoter / director / partner / proprietor of any firm that is/ was associated with securities related business and registered with SEBI except as mentioned below, and no outstanding action has been initiated against me by SEBI in the past five years: Nil

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## JJ. Litigation

This is to certify that there are no outstanding litigations towards tax liabilities or any criminal/civil prosecution for any offences (irrespective of whether they are specified under paragraph (i) of part 1 of Schedule V of the Companies Act, 2013), violation of statutory regulations, disputes, defaults, non-payment of statutory dues, penalties imposed on me in the past by any regulatory or statutory authority, proceedings initiated for economic offences against or in respect of me as an individual or any company, firm, venture or Collective Investment Scheme with which I am or have been associated in the past as promoter, partner, trustee or major shareholder save and except the following.

Default to banks or financial institutions / Roll over / Re-scheduling of loans or any other liability
Nil

Further, no lenders have taken action in respect of companies/ firms/ ventures with which I was associated in the past; in which my name continues to be associated with any particular litigation(s), except the following:

Nil

Guarantees given Nil

Further there are no show cause or legal notices or any other legal or regulatory proceedings or investigations known to be initiated or contemplated against me except as follows:

Nil

I certify that none of the above litigation has any adverse effect on the financial performance of the Company, except the following:

Nil

It is further certified that I have no interest in the Company except to the extent of remuneration and reimbursement of expenses and to the extent of any equity shares of the Company held by me or my relatives (as defined under 2(77) of the Companies Act 2013) (hereinafter referred as "Relatives") and associates or held by the companies, firms and trusts in which I am interested as promoter, director, member, partner, and/or trustee, and to the extent of benefits arising out of such shareholding and to the extent of the transactions entered in the ordinary course of business with the companies in which I hold directorship.

There are no financing arrangements whereby l or any of my relatives have financed the purchase or sale of any securities of the Company directly or indirectly, other than in the normal course of the business of the financing entity during the period of preceding six months, except as disclosed below:

Nil

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- KK. I hereby certify that except as disclosed below, there are no financing arrangements whereby I or any of my relatives have financed the purchase or sale of any securities of the Subsidiary of the Company directly or indirectly, other than in the normal course of the business of the financing entity during the period of preceding six months:
  Nil
  - LL. None of my relatives hold or has held in the preceding two years, any office or place of profit in the Company or its subsidiary or associate companies.

Name of Person	Particulars	Date of Appointment	Date of resignation	Relation
Nil	Nil	Nil	Nil	Nil

MM. Except as stated below, I have not engaged in sale or purchase of securities of the Company within three years of filing the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with the Stock Exchange and any other authority, as applicable, which in aggregate is equal or greater than 1% of the pre-Issue capital of the Company:

Nature of transaction	Date	Total no. of Equity Shares purchased/ subscribed / sold	Name of Transferee	% of pre- Issue Equity Share capital
Nil	Nil	Nil	Nil	Nil

- NN. I am not related to and do not have any relationship with any of the entities from whom the Company has acquired land or from whom the Company proposes to acquire land.

  Nil
- OO. There is no arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which I was appointed as a director of the Company, except as disclosed below:

  Nil
- PP. I have not entered into any contracts or arrangement with the Company relating to my appointment and remuneration, or providing for benefits upon termination of employment, except as disclosed below: Nil
- QQ. I or any other company with which I was associated as promoter, director or person in control, have not been prohibited by SEBI from accessing the capital market under any order or direction passed by SEBI or any regulatory authority or court/ tribunal inside court or outside India and no penalty has been imposed by SEBI or any other regulatory

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authority in India or abroad against me or any other company/firm with whom I am associated as a promoter/partner/director.

- RR. I, nor any of the ventures promoted by me or the companies with which I am, or have been associated with as a promoter or director have been identified as a wilful defaulter by the Reserve Bank of India ("RBI") or any other regulatory authorities.
- SS. I am neither on the board nor associated in any manner with any company which has been identified as the vanishing company.
- TT. I am not related to any director of the Company, except as disclosed below:

N	ame of the Director	Relationship
N	2.102.5-000-5-1000-0-0-15-1000-0-7-10-0	Nil

- UU. I am not related to any other promoter or director, key management persons or any person to whom the Company has made any loans and advances or sundry debtors of the Company, except as disclosed below:
  Nil
- VV. I am interested as a Director/ Officer in the following companies, in addition to our Company:

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	Position
Name of Company	Nil
Nil	1411

- WW. I was not associated with any public or rights issue.
- XX. I have not dissociated myself from any Company or venture in the last three years save and except the following: Nil
- YY. There is no company, partnership firm, HUF, sole proprietorship or other business entities or ventures in which I am interested and which is in the same line of business as the Company and there is no potential conflict of interest with the Company save and except the following:

  Nil
- ZZ. I will not receive any portion of the proceeds from the proposed Issue of the Company.

I am familiar with the requirements and restrictions on public communications, as stated in the SEBI (ICDR) Regulations, as amended (and summarised in the memorandum on publicity guidelines circulated by the legal counsel), and agree to abide by the same.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the

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Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

l hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, Registrar of Companies, Telangana at Hyderabad and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

l also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

UDAY KIRAN REDDY SAMA

Director

Registration No: IDDB-NR-202304-044927

DIN: 09771391

Cc to:

Legal counsel to the Issue T&S Law Near VVIP Mall, Raj Nagar Extension, Ghaziabad – 201 017, Uttar Pradesh, India

## Hari Puttumurthi

# Consolidated Declaration from the Executive / Non – Executive Directors [Number of Copies: One copy for the Lead Manager]

Date: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited
428, Gala Empire, Near JB Tower,
Drive in Road, Thaltej,
Ahemdabad-380 054,
Gujarat, India.
(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Dear Sir,

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

This is to certify the following:

- A. I am interested in the capacity of Director, to the extent of fees, if any, payable to me for attending meetings of the Board or Committee and reimbursement of travelling and other incidental expenses, if any, for such attendance as per the Articles of Association of the Company.
- B. I have not entered and shall not enter into any buy-back and/or standby arrangements directly or indirectly for purchase of equity shares of the Company with any person.
- C. There are no pending litigations in which I am involved or defaults to the financial institutions/banks, non-payment of statutory dues and dues towards instrument holder like debenture holder, fixed deposits, and arrears on cumulative preference share by me or the companies/ firms/any other entity promoted by me.
- D. There are no cases of pending litigations, defaults etc. and no lenders have taken action in respect of companies/ firms/ ventures with which I was associated in the past; in which my name continues to be associated with any particular litigation.
- E. There is no litigation against me involving violation of statutory regulation or criminal offences and no penalty has been imposed against me by Securities and Exchange

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Board of India ("SEBI") or any regulatory authority in India/abroad. I have not violated the provisions of the Companies Act, 2013 and Companies Act, 1956 and have not been suspended by SEBI nor has any disciplinary action been taken by SEBI, except as mentioned below:

Nil

- F. There are no pending proceedings initiated for economic offences against me and in my capacity as a director, promoter of the companies/ firms promoted by me and there are no past cases in this regard in which the penalties were imposed by any authority.
- G. There are no adverse findings against me or entities connected with me, as regards compliance with securities law.
- H. I have neither been, nor currently am, on the board of directors of any company that was, or has been directed by any Registrar of Companies to be struck off from the rolls of such Registrar of Companies under Section 248 of the Companies Act. Further, I have not been identified as a director who has been disqualified to act as a director in terms of Section 164(2)(a) of the Companies Act ("Disqualified Director") and neither am I a proclaimed offender under Section 82 of the Code of Criminal Procedure, 1973, as amended ("Proclaimed Offender"), and my name does not feature in the lists of Disqualified Directors or the lists of Proclaimed Offenders released by various Registrars of Companies and the Ministry of Corporate Affairs ("MCA") and currently disclosed on the website of the MCA;
- I confirm that I have not been declared as a fraudulent borrower by the lending banks or financial institutions or consortium, in terms of the Reserve Bank of India (Frauds classification and reporting by commercial banks and select Fls) Directions, 2016, as amended, issued by the RBI by way of its circular dated July 1, 2016; and
- J. Except as disclosed below, there are no recovery proceedings initiated by the SEBI, order for disgorgement or monetary penalty issued by SEBI, non-compliance of any direction issued by the SEBI, or proceedings which have been remanded by the Securities Appellate Tribunal or court, probable cause for investigation, enquiry, adjudication, prosecution or other regulatory action that has been found against me by any authority, as referred to under the SEBI (Issuing Observations on Draft Offer Documents Pending Regulatory Actions) Order 2020 and no show cause notice has been issued to us, which is pending determination by any such authority, involving me:
- K. That, neither my name nor the name of the entity (ies) where I am associated, as Director/Promoter/Proprietor/Partner has appeared in the past and is presently not appearing in the RBI Defaulters List (www.cibil.com; www.watchoutinvestors.com). I shall immediately intimate the Company and the Lead Manager/ Legal Advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start trading on the SME Plafform of National Stock Exchange of India Limited where the Equity Shares of the Company are proposed to be listed ("Stock Exchange").
- L. There is no ongoing investigation or a pending case filed against me with regard to alleged commission of any offence which may have its effect on the business of the

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company. Further, no chargesheet has been filed against me with serious crimes like murder, rape, forgery, economic offences.

- M. I have not been declared as a fugitive economic offender under the Fugitive Economic Offenders Act, 2018. I shall immediately intimate the Company and the Lead Manager / legal advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start trading on the Stock Exchange where the Equity Shares of the Company are proposed to be listed;
- N. I am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which we hold significant beneficial ownership along with the details of my shareholding are as follows: Nil
- O. I have no interest in the Company except to the extent of remuneration (if applicable) and reimbursement of expenses and to the extent of any equity shares of the Company held by me or my relatives and associates or held by the companies, firms and trusts in which I am interested as director, member, partner, and/or trustee, and to the extent of benefits arising out of such shareholding.
- P. I undertake that the details related to my education, work experience as mentioned below in my profile in the chapter titled "Our Management" of the Oraft Red Herring Prospectus/ Prospectus to be filed before the Stock Exchange and any other regulatory authorities is true and correct. I further declare that the details related to my profile as well as remuneration as mentioned below are true and correct.
- I have not been debarred from accessing the capital market by SEBI or any other regulatory authority;
- R. I further confirm, that the entities of which, I am/was a promoter/director/Person in control (as defined in the SEBI (Issue of Capital and Disclosure Requirement), Regulations, 2018, as amended ("SEBI (ICDR) Regulations") are not debarred from accessing the capital market under any order or directions passed by the SEBI or any other regulatory authority or court/tribunal inside or outside India except:-
- S. I further confirm that I am / was not a director of any company whose shares were suspended from trading on recognised stock exchange(s) or under any order or directions issued by the stock exchange(s)/ SEBI/ other regulatory authority during my association with the said company in the last 5 years except as mentioned below:
  Nil
- T. I am/was not a director of any entity, whose shares were delisted from any of the recognised stock exchange(s) in India, except as mentioned below:
- U. I further certify that following is my shareholding in the Company and its subsidiary as on date of the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus:

Shareholding	Number of Equity	Percentage (in
	Shares (pre -	%)

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7 50	Issue)	Parties of the second s
Shareholding in Company	Nil	Nil
Shareholding in Subsidiary	Nil	Nil

- V. I am not interested in the appointment of any person(s) acting as underwriters, Lead Manager, registrar, legal advisor and bankers to the proposed Issue or any such intermediary appointed in connection with the proposed Issue.
- W. Neither I nor my relatives are a beneficiary of or interested in any loan or advance given by the Company to any Person(s)/ Company(ies) nor I have granted any loan or advance to the Company, except as stated below.
  NiI
- X. I have not entered into any service contracts with the Company providing for benefits upon termination of my employment, except as stated below:
  Nil
- Y. It is further certified that the company or firm in which I have an interest, do not have interest in the promotion of the Company.
- I am interested in the promotion of the Company.
- AA. Neither I, nor any company or firm in which I have interest, have been paid for the promotion or formation of the Company by any person, or induced by any person to become, or qualify as, director of the Company.
- BB. Neither I nor any of my relatives are interested in any property acquired by the Company or proposed to be acquired by the Company except the following:

  Nil
- CC. I further confirm that the Company has not purchased any property in which I or any of my relatives had or have a direct or indirect interest or in respect of any payment thereof except the following: Nil
- DD. I have not been paid any amount of compensation by the Company pursuant to any bonus or profit sharing plan.
- EE. I do not hold any warrants, employee stock options or other convertible instruments in the Company as of the date of this Certificate.
- FF. None of my relatives or entitles in which I am associated as promoter, director, partner, proprietor or trustee, hold any Equity Shares, warrants or other convertible instruments in the Company as of the date of this Certificate.

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the Person	Relation	Type of Shares	1070 101 010 101 111	Percentage of Shareholding
Nil	Nil	Nil	Nil	Nil

- GG. I further confirm that neither I nor any of my relatives, have directly or indirectly entered into any financial arrangement, to finance the purchase by any other person of securities of the Company other than in the normal course of business of the financing entity during the period of six months immediately preceding the date of filing of Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with the Stock Exchange.
- HH. It is further certified that neither my relatives nor I have directly or indirectly undertaken or financed any transactions in the securities of the Company during the last six months, except the following.

Nature of transaction	Date of Transactio		Name of Transferee	
	n	\$ 1111	3. 4.2.300 Miles	\$33 m
Nil '%	Nil	Nil 🕸	Nil William	(Nil_=0.88

Nature of transaction	Name of the Person	Relatio n	Date was a read to	Total no. of Equity Shares Name of the purchased/ Transferee subscribed // sold
Nil	Nil,	Nil	Ņil	Nil Nil

II. I further confirm that I am not associated as promoter / director / partner / proprietor of any firm that is/ was associated with securities related business and registered with SEBI except as mentioned below, and no outstanding action has been initiated against me by SEBI in the past five years: Nil

#### JJ. Litigation

This is to certify that there are no outstanding litigations towards tax liabilities or any criminal/ civil prosecution for any offences (irrespective of whether they are specified under paragraph (i) of part 1 of Schedule V of the Companies Act, 2013), violation of statutory regulations, disputes, defaults, non-payment of statutory dues, penalties imposed on me in the past by any regulatory or statutory authority, proceedings initiated for economic offences against or in respect of me as an individual or any company, firm, venture or Collective Investment Scheme with which I am or have been associated in the past as promoter, partner, trustee or major shareholder save and except the following. *Nil* 

Default to banks or financial institutions / Roll over / Re-scheduling of loans or any other liability

Nil

P. Hammuayed

Further, no lenders have taken action in respect of companies/ firms/ ventures with which I was associated in the past; in which my name continues to be associated with any particular litigation(s), except the following:

Nil

Guarantees given

Further there are no show cause or legal notices or any other legal or regulatory proceedings or investigations known to be initiated or contemplated against me except as follows:

Nil

I certify that none of the above litigation has any adverse effect on the financial performance of the Company, except the following:

Nil

It is further certified that I have no interest in the Company except to the extent of remuneration and reimbursement of expenses and to the extent of any equity shares of the Company held by me or my relatives (as defined under 2(77) of the Companies Act 2013) (hereinafter referred as "Relatives") and associates or held by the companies, firms and trusts in which I am interested as promoter, director, member, partner, and/or trustee, and to the extent of benefits arising out of such shareholding and to the extent of the transactions entered in the ordinary course of business with the companies in which I hold directorship.

There are no financing arrangements whereby I or any of my relatives have financed the purchase or sale of any securities of the Company directly or indirectly, other than in the normal course of the business of the financing entity during the period of preceding six months, except as disclosed below:

Nil

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- KK. I hereby certify that except as disclosed below, there are no financing arrangements whereby I or any of my relatives have financed the purchase or sale of any securities of the Subsidiary of the Company directly or indirectly, other than in the normal course of the business of the financing entity during the period of preceding six months:
  Nil
- LL. None of my relatives hold or has held in the preceding two years, any office or place of profit in the Company or its subsidiary or associate companies.

Name of Person	Particulars	Date of Appointment	Date of resignation	Relation
Nil	Nil	Nil	Nil	Nil

MM. Except as stated below, I have not engaged in sale or purchase of securities of the Company within three years of filing the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with the Stock Exchange and any other authority, as applicable, which in aggregate is equal or greater than 1% of the pre-Issue capital of the Company:

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Nature of transaction	Date	Total no. of Equity Sheres purchased/ subscribed / sold	Name of Transferee	% of pre- lssue Equity Share capital
Nil	Níl	Nil	Nil	Nil

- NN. I am not related to and do not have any relationship with any of the entities from whom the Company has acquired land or from whom the Company proposes to acquire land.
  Nil
- OO. There is no arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which I was appointed as a director of the Company, except as disclosed below:

  Nil
- PP. I have not entered into any contracts or arrangement with the Company relating to my appointment and remuneration, or providing for benefits upon termination of employment, except as disclosed below: Nil
- QQ. I or any other company with which I was associated as promoter, director or person in control, have not been prohibited by SEBI from accessing the capital market under any order or direction passed by SEBI or any regulatory authority or court/ tribunal inside court or outside India and no penalty has been imposed by SEBI or any other regulatory authority in India or abroad against me or any other company/firm with whom I am associated as a promoter/partner/director.
- RR. I nor any of the ventures promoted by me or the companies with which I am, or have been associated with as a promoter or director have been identified as a wilful defaulter by the Reserve Bank of India ("RBI") or any other regulatory authorities.
- SS. I am neither on the board nor associated in any manner with any company which has been identified as the vanishing company.
- TT. I am not related to any director of the Company, except as disclosed below:

Name of the Director	Relationship
Nil	Nil

- UU. I am not related to any other promoter or director, key management persons or any person to whom the Company has made any loans and advances or sundry debtors of the Company, except as disclosed below:
  Nil
- VV. 1 am interested as a Director/ Officer in the following companies, in addition to our Company:

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Name of Company	Position
I District Indian District Ind	Independent Director

- I was not associated with any public or rights issue. WW.
- I have not dissociated myself from any Company or venture in the last three years save XX. and except the following: Nil
- There is no company, partnership firm, HUF, sole proprietorship or other business YY. entities or ventures in which I am interested and which is in the same line of business as the Company and there is no potential conflict of interest with the Company save and except the following: Nil
- I will not receive any portion of the proceeds from the proposed Issue of the Company. ZZ.

I am familiar with the requirements and restrictions on public communications, as stated in the SEBI (ICDR) Regulations, as amended (and summarised in the memorandum on publicity guidelines circulated by the legal counsel), and agree to abide by the same.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, Registrar of Companies, Telangana at Hyderabad and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully.

HARI PRASAD PUT

Director

Registration No:IDDB-NR-202302-043218

DIN: 09633295

Cc to:

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

Uttar Pradesh, India

P. Harnupad.

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#### Hari Puttumurthi

Ward No.03, Kalu bass, Dungargarh, Bikaner, Shri Dungargarh, Rajasthan-331803

## Consolidated Undertaking from Independent Directors

Date: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited
428, Gala Empire, Near JB Tower,
Drive in Road, Thaltej,
Ahemdabad-380 054,
Gujarat, India.
(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Dear Sir.

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

- A. I am interested in the capacity of Director, to the extent of fees, if any, payable to me for attending meetings of the Board or Committee and reimbursement of travelling and other incidental expenses, if any, for such attendance as per the Articles of Association of the Company.
- B. I have not entered and shall not enter into any buy-back and/or standby arrangements directly or indirectly for purchase of equity shares of the Company with any person.
- C. There are no pending litigations in which I am involved or defaults to the financial institutions/banks, non-payment of statutory dues and dues towards instrument holder like debenture holder, fixed deposits, and arrears on cumulative preference share by me or the companies/ firms/any other entity promoted by me.
- D. There is no litigation against me involving violation of statutory regulation or criminal offences and no penalty has been imposed against me by Securities and Exchange Board of India ("SEBI") or any regulatory authority in India/abroad. I have not violated the provisions of the Companies Act, 2013 and Companies Act, 1956 and have not been suspended by SEBI nor has any disciplinary action been taken by SEBI.

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- E. There are no pending proceedings initiated for economic offences against me and in my capacity as a director, promoter of the companies/ firms promoted by me and there are no past cases in this regard in which the penalties were imposed by any authority.
- F. There are no adverse findings against me or entities connected with me, as regards comptiance with securitles law.
- G. I have neither been, nor currently am, on the board of directors of any company that was, or has been directed by any Registrar of Companies to be struck off from the rolls of such Registrar of Companies under Section 248 of the Companies Act. Further, I have not been identified as a director who has been disqualified to act as a director in terms of Section 164(2)(a) of the Companies Act ("Disqualified Director") and neither am I a proclaimed offender under Section 82 of the Code of Criminal Procedure, 1973, as amended ("Proclaimed Offender"), and my name does not feature in the lists of Disqualified Directors or the lists of Proclaimed Offenders released by various Registrars of Companies and the Ministry of Corporate Affairs ("MCA") and currently disclosed on the website of the MCA;
  - H. I confirm that I have not been declared as a fraudulent borrower by the lending banks or financial institutions or consortium, in terms of the Reserve Bank of India (Frauds classification and reporting by commercial banks and select FIs) Directions, 2016, as amended, issued by the RBI by way of its circular dated July 1, 2016; and
  - I. Except as disclosed below, there are no recovery proceedings initiated by the SEBI, order for disgorgement or monetary penalty issued by SEBI, non-compliance of any direction issued by the SEBI, or proceedings which have been remanded by the Securities Appellate Tribunal or court, probable cause for investigation, enquiry, adjudication, prosecution or other regulatory action that has been found against me by any authority, as referred to under the SEBI (Issuing Observations on Draff Offer Documents Pending Regulatory Actions) Order 2020 and no show cause notice has been issued to us, which is pending determination by any such authority, involving me:

Nii

- J. That, neither my name nor the name of the entity(ies) where I am associated, as Director/Promoter/Proprietor/Partner has appeared in the past and is presently not appearing in the RBI Defaulters List (www.cibil.com; www.watchoutinvestors.com). I shall immediately intimate the Company and the Lead Manager / legal advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start trading on the SME Platform of National Stock Exchange of India Limited where the Equity Shares of the Company are proposed to be listed ("Stock Exchange").
- K. There is no ongoing investigation or a pending case filed against me with regard to alleged commission of any offence which may have its effect on the business of the company. Further, no chargesheet has been filed against me with serious crimes like murder, rape, forgery, economic offences.
- L. I have not been declared as a fugitive economic offender under the Fugitive Economic Offenders Act, 2018. I shall immediately intimate the Company and the Lead Manager / legal advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start

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trading on the Stock Exchange where the Equily Shares of the Company nro proposed to be listed:

- M. I am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which I hold significant beneficial ownership along with the details of my shareholding are as follows:
  Nil
- N. I undertake that the details related to my education, work experience as mentioned in my profile in the chapter titled "Our Management" of the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus to be filed before the Stock Exchange and any other regulatory authorities is true and correct. I further declare that the details related to my profile as well as remuneration as mentioned in the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus are true and correct.
- O. I further confirm that I am / was not a director of any company whose shares were suspended from trading on recognised stock exchange(s) or under any order or directions issued by the stock exchange(s)/ SEBI/ other regulatory authority during my association with the said company in the last 5 years.
- P. I am / was not a director of any listed entity (listed during my tenure of the directorship), whose shares have been delisted from any of the recognised stock exchange(s) in India.
- O. I further certify that I do not have any shareholding in the Company, its subsidiary and the associate companies as on date of the Draft Red Herring Prospectus/ Prospectus.
- R. I am not interested in the appointment of any person(s) acting as underwriters, Lead Manager, registrar and bankers to the proposed Issue or any such intermediary appointed in connection with the proposed Issue.
- S. Neither I nor my relatives are a beneficiary of or interested in any loan or advance given by the Company to any Person(s)/ Company (ies) nor I have granted any loan or advance to the Company.
- T. I have not entered into any service contracts with the Company providing for benefits upon termination of my employment.
- U. It is further certified that neither I nor any company or firm in which I have an Interest, have interest in the promotion of the Company
- V. Neither I, nor any company or firm in which I have interest, have been paid for the promotion or formation of the Company by any person, or induced by any person to become, or qualify as, director of the Company.
- W. Neither I nor any of my relatives are Interested directly or Indirectly in any property acquired by the Company or proposed to be acquired by the Company.
- X. I further confirm that the Company has not purchased any property in which I or any of my relatives had or have a direct or indirect interest or in respect of any payment thereof.

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- Y. I have not been paid any amount of compensation by the Company pursuant to any bonus or profit sharing plan.
- Z. I do not hold any Equity Shares of the Company or any warrants, employee stock options or other convertible instruments in the Company as of the date of this Certificate.
- AA. I do not hold any equity shares in the subsidiary or associate companies of the Company as of the date of this Certificate.
- BB. None of my relatives or entities in which I am associated as director, partner, Proprietor or trustee, hold any Equity Shares, warrants or other convertible instruments in the Company as of the date of this Certificate.
- CC. I further confirm that neither I nor any of my relatives, have directly or indirectly entered into any financial arrangement, to finance the purchase by any other person of securities of the Company other than in the normal course of business of the financing entity during the period of six months immediately preceding the date of filing Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with the Stock Exchange.
- DD. It is further certified that neither my relatives nor I have directly or indirectly undertaken or financed any transactions in the securities of the Company during the last six months.
- EE. I am not associated as promoter / director / partner / proprietor of any firm that is/was associated with securities related business and registered with SEBI, except as the entities, I am associated with in the past five years;

# FF. Independent Director undertaking

I hereby certify, undertake and confirm that I am an "Independent Director" in terms of the definition of that term contained in (i) Section 149(6) of the Companies Act, 2013, as amended; and (ii) regulation 16(1)(b) of SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015, as amended. I also confirm that I am qualified to be appointed as an "Independent Director" under the Companies Act, 2013. I confirm that I have been validly appointed as an Independent Director of the Company on 2nd March, 2023 and am acting as such on the date of this Certificate.

Without the prejudice to the generality of the abovementioned paragraph, I hereby certify, undertake and confirm each of the following:

- (a) Apart from receiving Director's remuneration, I do not have any material pecuniary relationships or transactions with the Company, its directors, its holding company, its subsidiary and associate companies during the two immediately preceding financial years or during the current financial year which may affect my independence as an Independent Director;
- (b) I have not been paid any amount of compensation by the Company pursuant to any bonus or profit sharing plan;
- (c) Neither I nor any my relatives (as defined under Section 2(77) of the Companies Act, 2013, hereinafter referred to as "Relatives") had, or have, any pecuniary relationship or transaction with the Company, its holding, subsidiary or associate

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companies or directors, amounting to 2% or more of its gross turnover or total income or fifty lakh rupees, whichever is lower, during the current financial year and during the immediately preceding two financial years;

- (d) I am not related to any of the directors of the Company, its holding, subsidiary or associate companies or to persons occupying management positions at the board level or at one level below the board in the Company;
- (e) Neither I nor any of my Relatives holds or has held the position of key managerial personnel or is or has been employee of the Company or its holding, subsidiary, and associate companies in any of three financial years immediately preceding the financial year in which I am appointed;
- (f) Neither I nor any of my Relatives have been a proprietor or a partner or an executive during the preceding three financial years, of any of the following:
  - (i) the statutory audit firm or the internal audit firm or company secretaries in practice or cost auditor that are associated with the Company or its holding, subsidiary or associate companies, and
  - (ii) the legal firm(s) and consulting firm(s) that has or had any transaction with the Company, its holding, subsidiary or associate companies amounting to ten percent or more of the gross turnover of such firm.
- (g) I am not a material supplier, service provider or a customer or a lessor or lessee of the Company, which may affect my independence as a Director;
- (h) Neither I nor any of my Relatives hold two percent or more of the total voting power of the Company and following are the details of the number of shares held by me in Nil
- (i) Neither I nor any of my Relatives are a chief executive officer or director, by whatever name called, of any non-profit organization that: (a) received 25% or more of its receipts from the Company or directors or its holding, subsidiary or associate companies; or (b) holds two percent or more of the total voting power of the Company.
- (j) I am more than 21 years of age.
- (k) I have not entered into any service contracts with the Company providing for benefits upon termination of my employment.

I further certify that there are no other factors existing as on date of this Certificate that would affect my independence in my capacity as a Director of the Company, including my ability to exercise an unbiased and independent judgment in relation to the matters affecting the Company. I undertake that I shall abide by the provisions of the 'Code for Independent Directors' as provided in Schedule VI of the Companies Act, 2013.

## GG. Litigation

This is to certify that there are no outstanding litigations towards tax liabilities or any criminal/ civil prosecution for any offences (irrespective of whether they are specified

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under paragraph (i) of part 1 of Schedule V of the Companies Act, 2013), violation of statutory regulations, disputes, defaults, non-payment of statutory dues, penalties imposed on me in the past by any regulatory or statutory authority, proceedings initiated for economic offences against or in respect of me as an individual or any company, firm, venture or Collective Investment Scheme with which I am or have been associated in the past as promoter, partner, trustee or major shareholder.

Nii

There has been no Default to banks or financial institutions / Roll over / Re-scheduling of loans or any other liability by me.

Nil

There have been no Guarantees given by me to the company in last 5 years for any pecuniary or non-pecuniary transaction, arising in the course of business.

Nil

Further there are no show-cause or legal notices or any other legal or regulatory proceedings or investigations known to be initiated or contemplated against me. Nil

I certify that none of the above litigation has any adverse effect on the financial performance of the Company.

Nil

- HH. None of my relatives hold or has held in the preceding two years, any office or place of profit in the Company or its subsidiary or associate companies;
  Nil
- II. Except as stated below, I have not engaged in sale or purchase of securities of the Company within three years of filing the filing the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with the Stock Exchange which in aggregate is equal or greater than 1% of the pre-Issue capital of the Company:
  Nil
- JJ. I am not related to and do not have any relationship with any of the entities from whom the Company has acquired land or from whom the Company proposes to acquire land.
  Nil
- KK. I or any other company with which I was associated as promoter, director or person In control, have not been prohibited by SEBI from accessing the capital market under any order or direction passed by SEBI or any regulatory authority or court/ tribunal inside court or outside India and no penalty has been imposed by SEBI or any other regulatory authority in India or abroad against me or any other company/firm with whom I am associated as a promoter/partner/director.
- LL. I am neither on the board nor associated in any manner with any company which has been identified as the vanishing company.
- MM. I am not related to any director of the Company.
- NN. I am not related to any other promoter or director, key management persons or any person to whom the Company has made any loans and advances or sundry debtors of the Company

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OO. I am interested as a Director/ Officer in the following companies, in addition to our Company:

Jonnpa) -		
Sr.N	Name of the Company	Date of Appointment
1 ~	Bhudevi Infra Projects Limited	30/06/2022

- PP. There is no company, partnership firm, HUF, sole proprietorship or other business entitles or ventures in which I am interested and which is in the same line of business as the Company and there is no potential conflict of interest with the Company.

  Nil
- QQ. I will not receive any portion of the proceeds from the proposed Issue of the Company.

I am familiar with the requirements and restrictions on public communications, as stated in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended (and summarised in the memorandum on publicity guidelines circulated by the legal counsel), and agree to abide by the same.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, Registrar of Companies, Telangana at Hyderabad and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Prospectus and the Prospectus to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.  $\lambda$ 

Yours faithfully,

Harl\Prasad Puttumurthi Independent Director

DIN: 09633295

Encl: The copies of the documents evidencing my educational qualifications and work experience are lost/misplaced, therefore, an Affidavit In this regard is being annexed to this certificate.

Cc to:

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

Uttar Pradesh, India.

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#### **DECLARATION**

We, the undersigned, hereby certify and declare that all the relevant provisions of the Companies Act, 2013 and the guidelines issued by the Government of India or the regulations issued by Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in this Red Herring Prospectus / Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made there under or regulations issued there under, as the case may be. We further certify that all statements in this Red Herring Prospectus are true and correct.

#### SIGNED BY THE DIRECTORS OF OUR COMPANY:

			_
Rathi	<b>N</b> ата	van Das	١.

(Chairman and Whole-time Director)

Neihaa Rathi

(Whole-time Director)

Uday Kiran Reddy Sama

(Independent Director)

Rashida Younus Ahmedabadwala (Independent Director)

Hari Prasad Puttumurthi

(Independent Director)

SIGNED BY THE CFO AND CS OF OUR COMPANY

Aradhana Puranlal Kawde

(Company Secretary & Compliance Officer)

Place: Hyderabad

Navcena Chepur

(Chief Financial Officer)

Date: 29 July, 2023

#### ARADHANA PURANLAL KAWDE

4-1-875, 876, 877 and 877/1, RDB Blue Hope, Tilak Road, Abids, Hyderabad- 500 001,Telangana, India.

Email Id- compliance@srivarispices.com, Mob No-+91-8855890576

#### **Consent from Company Secretary**

Date: 27th July, 2023

To,
The Board of Directors
Srivari Spices and Foods Limited
(Previously known as "Srivari Spices and Foods Private Limited")
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India.

Dear Sir,

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

I, Aradhana Puranial Kawde, also being the Company Secretary of the Company, hereby confirm that as an date, I am the Company Secretary of the Company, and have also been appointed as the 'Compliance Officer' of the Company. I hereby consent to my name being included as the Company Secretary and Compliance officer of the Company in the Red herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable. The following information in relation to the Compliance Officer may be disclosed:

Name

: Aradhana Puraniai Kawde

Address

: 4-1-875, 876, 877 and 877/1, RDB Blue Hope, Tilak Road, Abids, Hyderabad-

500 001, Telangana, India.

Telephone: +91-8855890576

Fax

: Nil

E-mail

: compliance@srivarispices.com

Further, except as disclosed below, as on the date of the Red harring Prospectus, we confirm that we and our associates do not hold any Equity Shares of the Company: Nil

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the

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Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue. I represent that my execution, delivery and performance of this consent have been duly authorised by all necessary actions (corporate or otherwise).

This certificate is for information and for inclusion in the Offer Documents and other Issue related materials to be issued by the Company in relation to the Issue. I hereby consent to aforementioned details being included in the Offer Documents and submission of this certificate as may be necessary, to any regulatory authority and / or for the records to be maintained by the Lead Manager in connection with the Issue and in accordance with applicable law. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the offering document or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours faithfully,

Name: Aradhana Puranlal Kawde

Designation: Company Secretary and Compliance officer

Membership No.: A67593

CC to:

Lead Manager to the Issue

**GYR Capital Advisors Private Limited** 

428, Gala Empire, Near JB Tower,

Drive in Road, Thaltej,

Ahamdabad-380 054,

Gujarat, India.

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

Uttar Pradesh, India

# ARADHANA PURANLAL KAWDE

4-1-875, 876, 877 and 877/1, RDB Blue Hope, Tilak Road, Abids, Hyderabad- 500 001, Telangana, India.
Email Id- compliance@srivarispices.com, Mob No-+91-8855890576

#### KEY MANAGERIAL PERSONNEL Certificate from Key Managerial Personnel

Date: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No.234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited
428, Gala Empire, Near JB Tower,
Drive in Road, Thaltej,
Ahemdabad-380 054,
Gujarat, India.
(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Dear Sir,

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

I hereby give consent to my name being included as the key managerial personnel of the Company in the Red herring Prospectus and the Prospectus ("Offer Documents") in relation to the captioned Issue of equity shares of the Company. I also authorise you to deliver this letter of consent to the EMERGE Platform of National Stock Exchange of India Limited (the "Stock Exchange") and any other regulatory authority as may be required.

- A. This is to certify that I am Company Secretary of the Company.
- B. This is to certify that the following description contained in the chapter titled "Our Management", as applicable to me, is true and accurate.

"Aradhana Puranlal Kawde, is the Company Secretary and Compliance Officer of our Company. She has attended the Rashtrasant Tukadoji Maharaj Nagpur University (formerly known as Nagpur University) to pursue bachelor's degree in Commerce. In the past she was associated with Bambino Agro Industries Limited in the capacity of Executive-Secretariat Department. She is an associate member of the Institute of Company Secretaries of India. She is

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responsible for handling secretarial matters of our Company and is appointed with effect from April 1, 2023. No remuneration was paid to our Company Secretary and Compliance Officer during the Fiscal 2023."

- C. I am entitled to receive a gross remuneration of Rs. 6,00,000/- (Rupees Six Lakh Only) per annum.
- D. I have no economic interest in the Company except to the extent of any remuneration, reimbursement of expenses and Equity Shares held by me or my relatives and associates or held by the companies, firms, partnerships or entities in which I am interested as a director, member, partner and/or trustee, executive officer and to the extent of benefits arising out of such shareholding.
- E. I have no economic interest in the Subsidiaries.
- F. I further confirm that I am not related to any directors or key managerial personnel of the Company and am not a director or promoter of any of the group entities of the Company.
- G. I am not interested in the appointment of any person(s) acting as underwriters, registrars, legal counsel or bankers to the Issue or any such intermediary appointed in connection with the Issue.
- H. I do not have a direct or indirect interest in any property purchased / acquired by the Company within the last two years or proposed to be acquired by the Company.
- I further confirm that I will not receive any portion of the proceeds from the proposed Issue of the Company.
- J. I further that I have not taken any loans and advances including guarantees from the Company.
- K. Neither my relatives nor I have directly or indirectly undertaken or financed any transactions in any securities of the Company during the last six months.
- L. I confirm that there is no arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which I was selected as a key managerial personnel or a member of the senior managerial personnel of the Company.
- M. I have not entered into contracts or arrangement with the Company relating to my appointment and remuneration or providing for benefits upon termination of employment.
- N. I further confirm that I have not been paid any amount of compensation pursuant to any bonus or profit – sharing plan.
- O. I further confirm that I do not have shareholding in the company.
- P. I have not entered into buy back arrangements directly or indirectly for purchase of the equity shares to be offered and sold in the Issue, except as may be permitted under the

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Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, including safety net facility.

Q. I am familiar with the requirements and restrictions on public communications, as stated in the Spanish and Disclosure in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (and summarised in the memorandum on publicity sold—live and exchange Board of India (1990). on publicity guidelines circulated by legal counsel) and agree to abide by the same.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

Aradhana Purantal Kawde

Company Secretary and Compliance Officer Membership No.: A67593

Legal counsel to the Issue T&S Law Near VVIP Mall, Raj Nagar Extension, Ghaziabad - 201 017, Uttar Pradesh, India



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS DF SRIVARI SPICES AND FOODS LIMITED (PREVIOUSLY KNOWN AS "SRIVARI SPICES AND FOODS PRIVATE LIMITED"), DULY CONVENED AND HELD ON SATURDAY 29th JULY, 2023 AT 10:00 AM AT THE REGISTERED DFFICE OF THE COMPANY SITUATED AT SHED No. S-105/4/A, SY No.234/A SRIRAM INDUSTRIAL AREA, KATTEDAN, JALPALLY HYDERABAD TG 500077 INDIA.

#### ITEM NO. 1: TO APPROVE THE RED HERRING PROSPECTUS OF THE COMPANY:

"RESOLVED THAT pursuant to the provisions of Section 26 and 32 and other applicable provisions, if any, of the Companies Act, 2013 (the act), Rules made there under and subject to the Guidelines, Rules and Regulations laid down by The Securities Exchange Board of India, the Red Herring Prospectus be and hereby approved by the Board for circulation among the public, subject to the approval of Stock Exchange and such other statutory authorities."

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any director or Company Secretary be and is hereby severally authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and also to delegate all or any of the above powers to such Director of the Company and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

//CERTIFIED TRUE COPY//

For SRIVARI SPICES AND FOODS LIMITED (Previously known as "Srivari Spices and Foods Private Limited")

NEIHAA RATHI WHOLE-TIME-DIRECTOR DIN: 05274847

Date: 29/07/2023 Place: Hyderabad



Srivari Spices and Foods Limited

Corporate office Add: M.Nos. 4-1-875,876,877 & 877/1, 207, Second floor Legend Blue Hope, Abids, Hyderabad, T.S.- 500 001 GST No. 36ABBCS5108A1ZV, CIN No.: U15494TG2019PLC130131

Factory-01 Add: Shed No. 5-105/4/A, Sy. No. 234/A, Srirama Industrial Area, Kattedan, Jalpally, Hyderabad, Telangana - 5000 77

Factory-02 Add: No. 6-50/1, Sy. No. 365A, Raikal Village and Gram Panchayat, Farooq Nagar Mandal, Ranga Reddy, Telangana-505460

# ASHWINI AMBARAJU

1-22-608/E-193, Mothilal Nehru Nagar, Domalguda, Hyderabad-500 080

# Consent from pre-issue shareholders

Date: 27th July, 2023

The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India.

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir.

This is to inform that I hold 900 (Nine Hundred) Equity Shares.

I hereby give our consent to lock in our entire pre – Issue Equity Share holding, from the date of allotment in the Issue, for a period of one year or for such other time as may be required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulation, 2018, as amended ("SEBI ICDR Regulations") in relation to the Issue.

I further confirm that I shall not sell or transfer these equity shares during the period starting from the date of filing of the Company's Red Herring Prospectus and the Prospectus ("Offer Documents") and with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange"), except in accordance with the SEBI ICDR Regulations, until such time that the lock – in remains effective.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equily Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange where the Equity Shares are proposed to be listed. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I authorize you to deliver this letter of consent to Securities and Exchange Board of India, the Stock Exchange, the Registrar of Companies, Hyderabad at Telangana pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013 and the rules and regulations made there under, or any other governmental or regulatory authority as may be required.

This certificate may be relied upon by the Lead Manager / legal counsel appointed in relation to the Issue. This certificate is for information and for inclusion in the Red Herring Prospectus and the Prospectus ("Offer Documents") and other Issue related materials to be issued by the Company in relation to the Issue. I hereby consent to aforementioned details being included in

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the Offer Documents and submission of this certificate as may be necessary, to any regulatory authority and/or for the records to be maintained by the Lead Manager in connection with the Issue and in accordance with applicable law. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the offering document or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours falthfully,

Ashwini Ambaraju Shareholder

Place: Hyderabad

CC to:

Lead Manager to the Issue

**GYR Capital Advisors Private Limited** 

428, Gala Empire, Near JB Tower,

Drive in Road, Thaitej,

Ahemdabad-380 054,

Gujarat, India.

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

Uttar Pradesh, India

## HARISH PRASAD SOMANI

H No 14-3-206, Goshiwadi, Ghoshamal, Begum Bazar Hyderabad-500 012, Telangana

Date: 27th July, 2023

The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangena, India

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

This is to inform that I hold 1,000 (One Thousand) Equity Shares.

I hereby give our consent to lock in our entire pre – Issue Equity Share holding, from the date of allotment in the Issue, for a period of one year or for such other time as may be required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulation, 2018, as amended ("SEBI ICDR Regulations") in relation to the Issue.

I further confirm that I shall not sell or transfer these equity shares during the period starting from the date of filing of the Company's Red Herring Prospectus and the Prospectus ("Offer Documents") with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange"), except in accordance with the SEBI ICDR Regulations, until such time that the lock – in remains effective.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange where the Equity Shares are proposed to be listed. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I authorize you to deliver this letter of consent to Securities and Exchange Board of India, the Stock Exchange, the Registrar of Companies, Hyderabad at Telangana pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013 and the rules and regulations made there under, or any other governmental or regulatory authority as may be required.

This certificate may be relied upon by the Lead Manager / legal counsel appointed in relation to the Issue. This certificate is for information and for inclusion in the Red herring Red Herring Prospectus and the Prospectus ("Offer Documents") and other Issue related materials to be issued by the Company in relation to the Issue. I hereby consent to aforementioned details being included in the Offer Documents and submission of this certificate as may be necessary, to any regulatory authority and / or for the records to be maintained by the Lead Manager in

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connection with the Issue and in accordance with applicable law. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the offering document or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours falthfully,

Harish Prasad Somani

Shareholder

Place: Hyderabad

CC to:

Lead Manager to the Issue

**GYR Capital Advisors Private Limited** 

428, Gala Empire, Near JB Tower,

Drive in Road, Thaltej,

Ahemdabad-380 054,

Gujarat, India.

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

Uttar Pradesh, India

## **NEIHAA RATHI**

H. No 14-6-435, Nagarkhana , Nampally, Bogum Bazar, Hydorobad-500 012, Tolangana Mobile No - + 91 8121002024

Date: 27th July, 2023

The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

This is to inform that I hold 24,58,750 (Twenty Four Thousand Fifty Eight Thousand Seven Hundred and Fifty) Equity Shares.

I hereby give our consent to lock in our entire pre – Issue Equity Share holding, from the date of alletment in the Issue, for a period of one year or for such other time as may be required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulation, 2018, as amended ("SEBI ICDR Regulations") in relation to the Issue.

I further confirm that I shall not sell or transfer these equity shares during the period starting from the date of filing of the Company's Red Herring Prospectus and the Prospectus ("Offer Documents") with the EMERGE Platferm of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange"), except in accordance with the SEBI ICDR Regulations, until such time that the lock – in remains effective.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Steck Exchange and commence trading on the Steck Exchange where the Equity Shares are proposed to be listed. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I authorize you to deliver this letter of consent to Securities and Exchange Board of India, the Stock Exchange, the Registrar of Companies, Hyderabad at Telangana pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013 and the rules and regulations made there under, or any other governmental or regulatory authority as may be required.

This certificate may be relied upon by the Lead Manager / legal counsel appointed in relation to the Issue. This certificate is for Information and for inclusion in the Red herring Red Herring Prospectus and the Prospectus ("Offer Documents") and

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other Issue related materials to be issued by the Company in relation to the Issue. I hereby consent to aforementioned details being included in the Offer Documents and submission of this certificate as may be necessary, to any regulatory authority and / or for the records to be maintained by the Lead Manager in connection with the Issue and in accordance with applicable law. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the offering document or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours faithfully

Neihaa Rathi Shareholder

Place: Hyderabad

CC to:

Lead Manager to the Issue

**GYR Capital Advisors Private Limited** 

428, Gala Empire, Near JB Tower,

Drive in Road, Thaltei,

Ahemdabad-380 054,

Gujarat, India.

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

# NARAYAN DAS RATHI

H. No 14-6-435, Nagarkhane , Nampally, Begum Bazar, Hyderabad-500 012, Telangana

Date: 27th July, 2023

The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir.

This is to inform that I hold 25,36,250 (Twenty Five Lakhs Thirty Six Thousand Two Hundred and Fifty) Equity Shares.

I hereby give our consent to lock in our entire pre – Issue Equity Share holding, from the date of allotment in the Issue, for a period of one year or for such other time as may be required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulation, 2018, as amended ("SEBIICDR Regulations") in relation to the Issue.

I further confirm that I shall not sell or transfer these equity shares during the period starting from the date of filing of the Company's Red Herring Prospectus and the Prospectus ("Offer Documents") with the EMERGE Plafform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange"), except in accordance with the SEBI ICDR Regulations, until such time that the lock – in remains effective.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange where the Equity Shares are proposed to be listed. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I authorize you to deliver this letter of consent to Securities and Exchange Board of India, the Stock Exchange, the Registrar of Companies, Hyderabad at Telangana pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013 and the rules and regulations made there under, or any other governmental or regulatory authority as may be required.

This certificate may be relied upon by the Lead Manager / legal counsel appointed in relation to the Issue. This certificate is for information and for inclusion in the Red Herring Prospectus and the Prospectus ("Offer Documents") and other Issue related materials to be issued by the Company in relation to the Issue. I hereby consent to aforementioned details being included in the Offer Documents and submission of this certificate as may be necessary, to any regulatory

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authority and/or for the records to be maintained by the Lead Manager in connection with the Issue and in accordance with applicable law. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the offering document or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours faithfully,

Narayan Das Rathi Shareholder

Place: Hyderabad

CC to:

Lead Manager to the Issue

**GYR Capital Advisors Private Limited** 

428, Gala Empire, Near JB Tower,

Drive in Road, Thaltej,

Ahemdabad-380 054,

Gujarat, India.

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

# KANTA BAI

H. No 14-1-572/3, Mangalhat, Nampally, Hyderabad-500 012, Telangana

Date: 27th July, 2023

The Board of Directors Srivari Spices and Foods Limited Shed No. 5-105/4/A, Sy. No. 234/A. Sriram Industrial Area, Kattedan, Jalpally Hyderabad 500 077, Telangana, India

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir.

This is to inform that I hold 1000 (One Thousand) Equity Shares.

I hereby give our consent to lock in our entire pre - Issue Equity Share holding, from the date of allotment in the Issue, for a period of one year or for such other time as may be required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulation, 2018, as amended ("SEBI ICDR Regulations") in relation to the Issue.

I further confirm that I shall not sell or transfer these equity shares during the period starting from the date of filing of the Company's Red Herring Prospectus and the Prospectus ("Offer Documents") with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange"), except in accordance with the SEBI ICDR Regulations, until such time that the lock - in remains effective.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange where the Equity Shares are proposed to be listed. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I authorize you to deliver this letter of consent to Securities and Exchange Board of India, the Stock Exchange, the Registrar of Companies, Hyderabad at Telangana pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013 and the rules and regulations made there under, or any other governmental or regulatory authority as may be required.

This certificate may be relied upon by the Lead Manager / legal counsel appointed in relation to the Issue. This certificate is for information and for inclusion in the Red herring Red Herring Prospectus and the Prospectus ("Offer Documents") and other Issue related materials to be issued by the Company in relation to the Issue. I hereby consent to aforementioned details being included in the Offer Documents and submission of this certificate as may be necessary, to any regulatory authority and / or for the records to be maintained by the Lead Manager in

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connection with the Issue and in accordance with applicable law. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the offering document or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours faithfully,

Kanta Bai Shareholder

Place: Hyderabad

CC to:

Lead Manager to the Issue

GYR Capital Advisors Private Limited

428, Gala Empire, Near JB Tower,

Drive in Road, Thaltej,

Ahemdabad-380 054,

Gujarat, India.

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

### **VISHNUKANT RAO NANURE**

H. No 4-6-189/A, Attapur, Rambhag, Rajendra Nagar, Hydorabad-500 048, Telangana

Dato: 27th July, 2023

The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

This is to inform that I hold 1000 (One Thousand) Equity Shares.

I hereby give our consent to lock in our entire pre – Issue Equity Share holding, from the date of allotment in the Issue, for a period of one year or for such other time as may be required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulation, 2018, as amended ("SEBI ICDR Regulations") in relation to the Issue.

I further confirm that I shall not sell or transfer these equity shares during the period starting from the date of filing of the Company's Red Herring Prospectus and the Prospectus ("Offer Documents") with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange"), except in accordance with the SEBI ICDR Regulations, until such time that the lock – in remains effective.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange where the Equity Shares are proposed to be listed. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I authorize you to deliver this letter of consent to Securities and Exchange Board of India, the Stock Exchange, the Registrar of Companies, Hyderabad at Telangana pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013 and the rules and regulations made there under, or any other governmental or regulatory authority as may be required.

This certificate may be relied upon by the Lead Manager / legal counsel appointed in relation to the Issue. This certificate is for information and for inclusion in the Red Herring Prospectus and the Prospectus ("Offer Documents") and other Issue related materials to be issued by the Company in relation to the Issue. I hereby consent to aforementioned details being included in the Offer Documents and submission of this certificate as may be necessary, to any regulatory authority and / or for the records to be maintained by the Lead Manager in connection with the

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Company in relation to the Issue. I hereby consent to aforementioned details being included in the Offer Documents and submission of this certificate as may be necessary, to any regulatory authority and / or for the records to be maintained by the Lead Manager in connection with the Issue and in accordance with applicable law. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the offering document or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours faithfully,

Vishnukant Rao Nanure

Shareholder

Place: Hyderabad

CC to:

Lead Manager to the Issue

**GYR Capital Advisors Private Limited** 

428, Gala Empire, Near JB Tower,

Drive in Road, Thaltej,

Ahemdabad-380 054,

Gujarat, India.

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

# VENKATESH ETIKYALA

5-180/1, Tenugu wada, Dandepalli Adilabad-504 206, Telangana

Date: 27th July, 2023

The Board of Directors Srivari Spices and Foods Limited Shed No. 5-105/4/A, Sy. No. 234/A. Sriram Industrial Area, Kattedan, Jalpally Hyderabad 500 077, Telangana, India

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

This is to inform that I hold 1000 (One Thousand) Equity Shares.

I hereby give our consent to lock in our entire pre – Issue Equity Share holding, from the date of allotment in the Issue, for a period of one year or for such other time as may be required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulation, 2018, as amended ("SEBI ICDR Regulations") in relation to the Issue.

I further confirm that I shall not sell or transfer these equity shares during the period starting from the date of filing of the Company's Red herring Prospectus with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange"), except in accordance with the SEBI ICDR Regulations, until such time that the lock – in remains effective.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange where the Equity Shares are proposed to be listed. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I authorize you to deliver this letter of consent to Securities and Exchange Board of India, the Stock Exchange, the Registrar of Companies, Hyderabad at Telangana pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013 and the rules and regulations made there under, or any other governmental or regulatory authority as may be required.

This certificate may be relied upon by the Lead Manager / legal counsel appointed in relation to the Issue. This certificate is for information and for inclusion in the Red herring Red herring Prospectus the Prospectus ("Offer Documents") and other Issue related materials to be issued

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by the Company in relation to the Issue. I hereby consent to aforementioned details being included in the Offer Documents and submission of this certificate as may be necessary, to any regulatory authority and / or for the records to be maintained by the Lead Manager in connection with the Issue and in accordance with applicable law. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the offering document or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours faithfully,

E WKOKA Venkatesh Etikyala Shareholder

Place: [Hyderabad]

CC to:

Lead Manager to the Issue

GYR Capital Advisors Private Limited

428, Gala Empire, Near JB Tower,

Drive in Road, Thaltej,

Ahemdabad-380 054,

Gujarat, India.

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

## VINOD KUMAR RATHI

# 14 5 10 SHAINATH GUNJ BEGUM BAZAR, BAZAR, HYDERABAD, TELANGANA, INDIA

Date: 27th July, 2023

The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

This is to inform that I hold 100 (One Hundred) Equity Shares.

I hereby give our consent to lock in our entire pre – Issue Equity Share holding, from the date of allotment in the Issue, for a period of one year or for such other time as may be required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulation, 2018, as amended ("SEBI ICDR Regulations") in relation to the Issue.

I further confirm that I shall not sell or transfer these equity shares during the period starting from the date of filing of the Company's Red herring Prospectus with the EMERGE Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange"), except in accordance with the SEBI ICDR Regulations, until such time that the lock - in remains effective.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange where the Equity Shares are proposed to be listed. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I authorize you to deliver this letter of consent to Securities and Exchange Board of India, the Stock Exchange, the Registrar of Companies, Hyderabad at Telangana pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013 and the rules and regulations made there under, or any other governmental or regulatory authority as may be required.

This certificate may be relied upon by the Lead Manager / legal counsel appointed in relation to the Issue. This certificate is for information and for inclusion in the Red herring Red herring

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Prospectus the Prospectus ("Offer Documents") and other Issue related materials to be issued by the Company in relation to the Issue. I hereby consent to aforementioned details being included in the Offer Documents and submission of this certificate as may be necessary, to any regulatory authority and / or for the records to be maintained by the Lead Manager in connection with the Issue and in accordance with applicable law. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the offering document or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours faithfully,

VINOD KUMAR RATHI

Shareholder

Place: [Hyderabad]

CC to:

Lead Manager to the Issue

GYR Capital Advisors Private Limited

428, Gala Empire, Near JB Tower,

Drive in Road, Thaltej,

Ahemdabad-380 054,

Gujarat, India.

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

#### HARI PRASAD PUTTUMURTHI

Ward No.03, Kalu bass, Dungargarh, Bikaner, Shri Dungargarh, Rajasthan-331803

#### **DIRECTOR CERTIFICATES**

Consent from the Director of the Company

Date: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, Indi4

GYR Capital Advisors Private Limited 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India. (GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

I, Hari Prasad Puttumurthi, do hereby confirm that I am a Independent Director on the Board of Directors of the Company and hereby consent to my name being included as a Non-executive Director of the Company in the Red Herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the Emerge Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information

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should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

I agree to keep the information regarding the Issue strictly confidential.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours faithfully,

1 almenica and ent HARINPRASAD PUTTUMURTHI

Independent Director

DIN: 09633295

Cc ta:

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

#### **NEIHAA RATHI**

H. No 14-6-435, Nagarkhane , Nampally, Begum Bazar, Hyderabad-500 012, Telangana Mobile No - + 91 8121002024

## DIRECTOR CERTIFICATES Consent from the Director of the Company

Date: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited
428, Gala Empire, Near JB Tower,
Drive in Road, Thaltej,
Ahemdabad-380 054,
Gujarat, India.
(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Dear Sir,

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

I, Neihaa Rathi, do hereby confirm that I am a Whole-Time-Director on the Board of Directors of the Company and hereby consent to my name being included as a Non-executive Director of the Company in the Red Herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the Emerge Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be

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relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

I agree to keep the information regarding the Issue strictly confidential.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours faithfully, Hher Delli

Neihaa Rathi

Whole-Time-Director

DIN: 05274847

Cc to:

Legal counsel to the Issue

**T&S Law** 

Near **VVIP** Mall, Raj Nagar

Extension,

Ghaziabad - 201 017,

## NARAYAN DAS RATHI

H. No 14-6-435, Nagaridiano , Nampolly, Bagum Bazor, Hyderabad-500 012, Telengene Mobile No-914 9291800000, Empli id-netrativi1977@gmail.com

### DIRECTOR CERTIFICATES Consent from the Director of the Company

Dato: 27th July, 2023

To The Board of Directors Srivari Spices and Foods Limited Shad No. 5-105/4/A, Sy. No. 234/A. Sriram Industrini Aroa, Katladan, Jalpally Hyderabad 500 077, Tolongano, India

GYR Capital Advisors Private Limited 428, Gala Empiro, Near JB Tower, Drive In Road, Thaltoj, Ahomdabad-380 054, Gujarat, India. (GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Deer Sir,

Sub: Proposed Initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

I, Norayan Das Rathi, do hereby confirm that I am a Whole-Time-Director on the Board of Directors of the Company and hereby consent to my name being included as a Non-executive Director of the Company In the Red Herring Prospectus and the Prospectus ("Offer Documents") that the Company Intends to file with the Emerge Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange") and with the Registrar of Companies, Telangena at Hyderabad ("RoC") or any other authority as may be applicable.

I confirm that I will immodiately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

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I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

t agree to keep the information regarding the Issue strictly confidential.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours faithfully,

N-OKON NARAYAN DAS RATHI Whole-Time-Director

DIN: 09065949

Cc to:

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017.

### RASHIDA AHMEDABADWALA YOUNUS

Flat no 502, 5th Floor. Trident, Tower, Manovikas Nagar, RTC, Colony, Trimulgherry,
Tirumalagiri, Hyderabad Telangana 500 015
Mobile No-9962109074, Email.id- rashidayunus96@gmail.com

## DIRECTOR CERTIFICATES Consent from the Director of the Company

Date: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-105/4/A, Sy. No. 234/A.
Sriram Industrial Area,
Kattedan, Jalpally
Hyderabad 500 077,
Telangana, India

GYR Capital Advisors Private Limited
428, Gala Empire, Near JB Tower,
Drive in Road, Thaltej,
Ahemdabad-380 054,
Gujarat, India.
(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

I, Rashida Ahmedabadwala Younus, do hereby confirm that I am an Independent Director on the Board of Directors of the Company and hereby consent to my name being included as a Non-executive Director of the Company in the Red Herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the Emerge Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

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I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

I agree to keep the information regarding the Issue strictly confidential.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents of the Company.

Yours faithfully,

RASHIDA AHMEDABADWALA YOUNUS

Independent Director DIN: 09767329

Rashida

Cc to:

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,

### NAVEENA CHEPUR

4-1-875, 876, 877 and 877/1, RDB Blue Hope, Tllak Rond, Abids, Hyderahad- 500 991, Telangana, India.

Mobile No-+91 95639 56368, Emall Id: clo@crivariapices.com

### KEY MANAGERIAL PERSONNEL Cortificate from Key Managorial Personnel

Dato: 27th July, 2023

To
The Board of Directors
Srivari Spices and Foods Limited
Shed No. 5-195/4/A, Sy. No.234/A.
Sriram Industrial Area,
Katledan, Jalpally
Hyderabad 500 077,
Telangane, India

GYR Capital Advisors Private Limited
428, Gala Empire, Near JB Tower,
Drive in Road, Thaltel,
Ahemdabad-380 054,
Gujarat, India.
(GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Dear Sir.

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

I hereby give consent to my name bolng included as the key managerial personnel of the Company in the Red herring Prospectus and the Prospectus ("Dffor Documents") in relation to the captioned Issue of equity shares of the Company. I also authorise you to deliver this letter of consent to the Emerge Platform of National Stock Exchange of India Limited (the "Stock Exchange") and any other regulatory authority as may be required.

- A. This is to certify that I am Chiof Financial Officer of the Company.
- B. The following is my shareholding in the Company as on the date of the Red herring Prospectus and the Prospectus ("Offer Documents"):

  Nil
- C. This is to certify that the following description contained in the chapter titled "Our Management", as applicable to me, is true and accurate.

"Naveena Chepur, agad 28 years, is the Chief Financial Officer of our Company. She holds a bacholor's degree in Commerce from Osmania University and a master's degree in

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Business Administration from Jawaharlal Nehru Technological University. In the past she was associated with Goyal Associates Limited. She will be handling the matters relating to finance and accounts of our Company and has been associated with our Company since January 5, 2023. Our Chief Financial Officer received a remuneration amounting to ₹ 0.30 lakhs during the Fiscal 2023."

- D. I am entitled to receive a gross remuneration of Rs. 4,20,000 /- (Four Lakh Twenty Thousand Rupees Only) per annum.
- E. I have no economic interest in the Company except to the extent of any remuneration, reimbursement of expenses and Equity Shares held by me or my relatives and associates or held by the companies, firms, partnerships or entities in which I am interested as a director, member, partner and/or trustee, executive officer and to the extent of benefits arising out of such shareholding.
  - F. I have no economic interest in the Subsidiaries.
  - G. I further confirm that I am not related to any directors or key managerial personnel of the Company and am not a director or promoter of any of the group entities of the Company.
  - H. I am not interested in the appointment of any person(s) acting as underwriters, registrars, legal counsel or bankers to the Issue or any such intermediary appointed in connection with the Issue.
  - I do not have a direct or indirect interest in any property purchased / acquired by the Company within the last two years or proposed to be acquired by the Company.
  - J. I further confirm that I will not receive any portion of the proceeds from the proposed Issue of the Company.
  - K. I further that I have not taken any loans and advances including guarantees from the Company.
  - Neither my relatives nor I have directly or indirectly undertaken or financed any transactions in any securities of the Company during the last six months.
  - M. I confirm that there is no arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which I was selected as a key managerial personnel or a member of the senior managerial personnel of the Company.
  - N. I have not entered into contracts or arrangement with the Company relating to my appointment and remuneration or providing for benefits upon termination of employment.
  - O. I further confirm that I have not been paid any amount of compensation pursuant to any bonus or profit sharing plan.
  - P. I further confirm that I do not have shareholding in the company, except Nil.

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- Q. I have not entered into buy back arrangements directly or indirectly for purchase of the equity shares to be offered and sold in the Issue, except as may be permitted under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, including safety net facility.
- R. I am familiar with the requirements and restrictions on public communications, as stated in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (and summarised in the memorandum on publicity guidelines circulated by legal counsel) and agree to abide by the same.

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equity Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Offer Documents to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

Naveena Chepur Chief Financial Officer

Cc to:

Legal counsel to the IssueT&S Law Near VVIP Mall, Raj Nagar Extension, Ghaziabad – 201 017, Uttar Pradesh, India

### NAVEENA CHEPUR

4-1-875, 876, 877 and 877/1, RDB Blue Hope, Tilak Road, Abids, Hyderabad- 500 001, Telangana, India.

Mobile No-+91 95639 56368, Email id: cfo@srivarispices.com

### Consent from the Chlef Financial Officer

Date: 27th July 2023

Τo, The Board of Directors Srivari Spices and Foods Limited Shed No. 5-105/4/A, Sy. No. 234/A. Sriram Industrial Area, Kattedan, Jalpally Hyderabad 500 077, Telangana, India.

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

Dear Sir,

I, NAVEENA CHEPUR, hereby confirm that I am the Chief Financial Officer of the Company. I hereby consent to my name being included as the Chief Financial Officer of the Company in the Red Herring Prospectus and the Prospectus ("Offer Documents") that the Company intends to file with the Emerge Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("Stock Exchange") and with the Registrar of Companies, Telangana at Hyderabad ("RoC") or any other authority as may be applicable. The following information in relation to the Chief Financial Officer may be disclosed:

Name

: NAVEENA CHEPUR

Address

: 4-1-875, 876, 877 and 877/1, RDB Blue Hope, Tilak Road, Abids, Hyderabad-

500 001, Telangana, India.

Telephone

: 95639 56368

Fax

: NA

E-mail

: cfo@srivarispices.com

I further confirm that the above information in relation to me is true and correct.

Further, except as disclosed below, as on the date of the Red Herring Prospectus and the Prospectus ("Offer Documents"), I confirm that me and my associates do not hold any Equity Shares of the Company: Nil

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, RoC and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and

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documenting their investigation of the affairs of the Company In connection with the Issue and for the purpose of any defence the Lead Menager may wish to advance In any claim or proceeding in connection with the Issue. I represent that my execution, delivery and performance of this consent has been duly authorised by all necessary actions (corporate or otherwise).

I confirm that I will immediately inform the Lead Manager appointed in respect of the Issue, of any changes to the above information until the date when the Equily Shares offered in this Issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from me, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

This certificate is for information and for inclusion in the Offer Documents and other Issue related materials to be issued by the Company in relation to the Issue. I hereby consent to the aforementioned details being included in the Offer Documents and submission of this certificate as may be necessary, to any regulatory authority and/or for the records to be maintained by the Lead Manager in connection with the Issue and in accordance with applicable law. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the offering document or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Prospectus of the Company.

Yours faithfully,

Naveena Chepur Chief Financial Officer

CC to:

Lead Manager to the Issue GYR Capital Advisors Private Limited 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India.

Legal counsel to the Issue T&S Law Near VVIP Mall, Raj Nagar Extension, Ghaziabad – 201 017, Uttar Pradesh, India

### RASHIDA AHMEDABADWALA YOUNUS

Flat no 502, 5th Floor, Trident, Tower, Manovikas Nagar, RTC, Colony, Trimulgherry, Tirumalagiri, Hyderabad Telangana 500 015 Mobile No-9962109074, Email.id- rashidayunus96@gmail.com

### Consolidated Undertaking from Independent Directors

Date: 27th July 2023

To The Board of Directors Sriveri Spices and Foods Limited Shed No. 5-105/4/A, Sy. No. 234/A. Sriram Industrial Area, Kattedan, Jalpally Hyderabad 500 077, Telangana, India.

**GYR Capital Advisors Private Limited** 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India. (GYR Capital Advisors Private Limited referred to as the "Lead Manager")

Dear Sir,

Sub: Proposed initial public offering of equity shares of face value Rs. 10 each ("Equity Shares") by Srivari Spices and Foods Limited ("Company") (referred to as the "Issue").

This is to certify the following:

- A. I am interested in the capacity of Director, to the extent of fees, if any, payable to me for attending meetings of the Board or Committee and reimbursement of travelling and other incidental expenses, if any, for such attendance as per the Articles of Association of the Company.
- I have not entered and shall not enter into any buy-back and/or standby arrangements В. directly or indirectly for purchase of equity shares of the Company with any person.
- There are no pending litigations in which I am involved or defaults to the financial C. institutions/banks, non-payment of statutory dues and dues towards instrument holder like debenture holder, fixed deposits, and arrears on cumulative preference share by me or the companies/ firms/any other entity promoted by me.
- There is no litigation against me involving violation of statutory regulation or criminal D. offences and no penalty has been imposed against me by Securities and Exchange Board of India ("SEBI") or any regulatory authority in India/abroad. I have not violated

Rashida

the provisions of the Companies Act, 2013 and Companies Act, 1956 and have not been suspended by SEBI nor has any disciplinary action been taken by SEBI.

- E. There are no pending proceedings initiated for economic offences against me and in my capacity as a director, promoter of the companies/ firms promoted by me and there are no past cases in this regard in which the penalties were imposed by any authority.
- F. There are no adverse findings against me or entities connected with me, as regards compliance with securities law.
- G. I have neither been, nor currently am, on the board of directors of any company that was, or has been directed by any Registrar of Companies to be struck off from the rolls of such Registrar of Companies under Section 248 of the Companies Act. Further, I have not been identified as a director who has been disqualified to act as a director in terms of Section 164(2)(a) of the Companies Act ("Disqualified Director") and neither am I a proclaimed offender under Section 82 of the Code of Criminal Procedure, 1973, as amended ("Proclaimed Offender"), and my name does not feature in the lists of Disqualified Directors or the lists of Proclaimed Offenders released by various Registrars of Companies and the Ministry of Corporate Affairs ("MCA") and currently disclosed on the website of the MCA:
- H. I confirm that I have not been declared as a fraudulent borrower by the lending banks or financial institutions or consortium, in terms of the Reserve Bank of India (Frauds classification and reporting by commercial banks and select FIs) Directions, 2016, as amended, issued by the RBI by way of its circular dated July 1, 2016; and
- I. Except as disclosed below, there are no recovery proceedings initiated by the SEBI, order for disgorgement or monetary penalty issued by SEBI, non-compliance of any direction issued by the SEBI, or proceedings which have been remanded by the Securities Appellate Tribunal or court, probable cause for investigation, enquiry, adjudication, prosecution or other regulatory action that has been found against me by any authority, as referred to under the SEBI (Issuing Observations on Draft Offer Documents Pending Regulatory Actions) Order 2020 and no show cause notice has been issued to us, which is pending determination by any such authority, involving me:
- J. That, neither my name nor the name of the entity(ies) where I am associated, as Director/Promoter/Proprietor/Partner has appeared in the past and is presently not appearing in the RBI Defaulters List (www.cibil.com; www.watchoutinvestors.com). I shall immediately intimate the Company and the Lead Manager / tegal advisor in case of any changes/developments/amendments with regard to above, till the date when the Equity Shares from the proposed Issue of the Company, start trading on the SME Plafform of National Stock Exchange of India Limited where the Equity Shares of the Company are proposed to be listed ("Stock Exchange").
- K. There is no ongoing investigation or a pending case filed against me with regard to alleged commission of any offence which may have its effect on the business of the company. Further, no chargesheet has been filed against me with serious crimes like murder, rape, forgery, economic offences.
- I have not been declared as a fugitive economic offender under the Fugitive Economic Offenders Act, 2018. I shall immediately intimate the Company and the Lead Manager / legal advisor in case of any changes/developments/amendments with regard to above,

Rachida

till the date when the Equily Shares from the proposed Issue of the Company, start trading on the Stock Exchange where the Equity Shares of the Company are proposed to be listed;

- M. I am in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 and the details of the companies in which I hold significant beneficial ownership along with the details of my shareholding are as follows:
- N. I undertake that the details related to my education, work experience as mentioned in my profile in the chapter titled "Our Management" of the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus to be filed before the Stock Exchange and any other regulatory authorities is true and correct. I further declare that the details related to my profile as well as remuneration as mentioned in the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus are true and correct.
- O. I further confirm that 1 am / was not a director of any company whose shares were suspended from trading on recognised stock exchange(s) or under any order or directions issued by the stock exchange(s)/ SEBI/ other regulatory authority during my association with the said company in the last 5 years.
- P. I am / was not a director of any listed entity (listed during my tenure of the directorship), whose shares have been delisted from any of the recognised stock exchange(s) in India.
- Q. I further certify that I do not have any shareholding in the Company, its subsidiery and the associate companies as on date of the Draft Red Heming Prospectus/ Red Heming Prospectus/ Prospectus.
- R. I am not interested in the appointment of any person(s) acting as underwriters, Lead Manager, registrar and bankers to the proposed Issue or any such intermediary appointed in connection with the proposed Issue.
- S. Neither I nor my relatives are a beneficiary of or interested in any loan or advance given by the Company to any Person(s)/ Company (ies) nor I have granted any loan or advance to the Company.
- T. I have not entered into any service contracts with the Company providing for benefits upon termination of my employment.
- U. It is further certified that neither I nor any company or firm in which I have an interest, have interest in the promotion of the Company
- V. Neither I, nor any company or firm in which I have interest, have been paid for the promotion or formation of the Company by any person, or induced by any person to become, or qualify as, director of the Company.
- W. Neither I nor any of my relatives are interested directly or indirectly in any property acquired by the Company or proposed to be acquired by the Company.
- X. I further confirm that the Company has not purchased any property in which I or any of my relatives had or have a direct or indirect interest or in respect of any payment thereof.

Rashida

- Y. I have not been paid any amount of compensation by the Company pursuant to any bonus or profit sharing plan.
- Z. I do not hold any Equity Shares of the Company or any warrants, employee stock options or other convertible instruments in the Company as of the date of this Certificate.
- AA. I do not hold any equity shares in the subsidiary or associate companies of the Company as of the date of this Certificate.
- BB. None of my relatives or entities in which I am associated as director, partner, proprietor or trustee, hold any Equity Shares, warrants or other convertible instruments in the Company as of the date of this Certificate.
- CC. I further confirm that neither I nor any of my relatives, have directly or indirectly entered into any financial arrangement, to finance the purchase by any other person of securities of the Company other than in the normal course of business of the financing entity during the period of six months immediately preceding the date of filing Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with the Stock Exchange.
- DD. It is further certified that neither my reletives nor I have directly or indirectly undertaken or financed any transactions in the securities of the Company during the last six months.
- EE. I am not associated as promoter / director / partner / proprietor of any firm that Is/was associated with securities related business and registered with SEBI, except as mentioned below, and there has been no action initiated by SEBI against me or any of the entitles, I am associated with in the past five years;

#### FF. Independent Director undertaking

I hereby certify, undertake and confirm that I am an "Independent Director" in terms of the definition of that term contained in (I) Section 149(6) of the Companies Act, 2013, as amended; and (Ii) regulation 16(1)(b) of SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015, as amended. I also confirm that I am qualified to be appointed as an "Independent Director" under the Companies Act, 2013. I confirm that I have been validly appointed as an Independent Director of the Company on 7" April, 2023 and am acting as such on the date of this Certificate. Without the prejudice to the generality of the abovementioned paragraph, I hereby certify, undertake and confirm each of the following:

(a) Apart from receiving Director's remuneration, I do not have any meterial pecuniary relationships or transactions with the Company, its directors, its holding company, its subsidiary and associate companies during the two immediately preceding financial years or during the current financial year which may affect my independence as an Independent Director;

(b) I have not been paid any amount of compensation by the Company pursuant to any

bonus or profit sharing plan;

(c) Neither I nor any my relatives (as defined under Section 2(77) of the Companies Act, 2013, hereinafter referred to as "Relatives") had, or have, any pecuniary relationship or transaction with the Company, its holding, subsidiary or associate companies or directors, amounting to 2% or more of its gross turnover or total income or fifty lakh rupees, whichever is lower, during the current financial year and during the immediately preceding two financial years;

Rashida

(d) I am not related to any of the directors of the Company, its holding, subsidiary or associate companies or to persons occupying management positions at the board level or at one level bolow the board in the Company;

(e) Neither I nor any of my Rolativos holds or has hold the position of key managerial personnel or is or has been employee of the Company or its holding, subsidiary, and associate companies in any of throo financial years immediately proceding the financial year in which I am appointed;

(f) Neither I nor any of my Relatives have been a proprietor or a partner or an executive during the preceding three financial years, of any of the following:

(i) the statutory audit firm or the internal audit firm or company secretarios in practice or cost auditor that are associated with the Company or its holding, subsidiary or associate companies, and

the legal firm(s) and consulting firm(s) that has or had any transaction with the Company, its holding, subsidiary or associato companies amounting to ten percent or more of the gross turnover of such firm.

(g) I am not a material supplier, service provider or a customer or a lessor or lossoo of the Company, which may effect my independence as a Director;

(h) Neither I nor any of my Relatives hold two percent or more of the total voting power of the Company and following are the details of the number of shares hold by me in the Company: Nil

(i) Neither I nor any of my Relatives are a chief executive officer or director, by whatever name called, of any non-profit organization that: (a) received 25% or more of its receipts from the Company or directors or its holding, subsidiary or associate companies; or (b) holds two percent or more of the total voting power of the Company.

(i) I am more than 21 years of age.

(k) I have not entered into any service contracts with the Company providing for benefits upon termination of my employment.

I further certify that there are no other factors existing as on date of this Certificate that would affect my independence in my capacity as a Director of the Company, including my ability to exercise an unbiased and independent judgment in relation to the matters affecting the Company. I undertake that I shall abide by the provisions of the 'Code for Independent Directors' as provided in Schedule VI of the Companies Act, 2013.

#### Litigation

This is to certify that there are no outstanding illigations towards tax liabilities or any criminal/ civil prosecution for any offences (irrespective of whether they are specified under paragraph (i) of part 1 of Schedule V of the Compenies Act, 2013), violation of statutory regulations, disputes, defaults, non-payment of statutory dues, penalties imposed on me in the past by any regulatory or statutory authority, proceedings initiated for economic offences against or in respect of me as an individual or any company, firm, venture or Collective Investment Scheme with which I am or have been associated in the past as promoter, partner, trustee or major shareholder. Nil

There has been no Default to banks or financial institutions / Roll over / Re-scheduling of loans or any other liability by me. Nil

Roshida

There have been no Guarantees given by me to the company in last 5 years for any pecuniary or non-pecuniary transaction, arising in the course of business.

Further there are no show-cause or legal notices or any other legal or regulatory proceedings or investigations known to be initiated or contemplated against me.

I certify that none of the above litigation has any adverse effect on the financial performance of the Company.

- HH. None of my relatives hold or has held in the preceding two years, any office or place of profit in the Company or its subsidiary or associate companies;
  Nil
- II. Except as stated below, I have not engaged in sale or purchase of securities of the Company within three years of filing the filing the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with the Stock Exchange which in aggregate is equal or greater than 1% of the pre-Issue capital of the Company:
  Nil

I am not related to and do not have any relationship with any of the entities from whom the Company has acquired land or from whom the Company proposes to acquire land. **Nii** 

- JJ. I or any other company with which I was associated as promoter, director or person in control, have not been prohibited by SEBI from accessing the capital market under any order or direction passed by SEBI or any regulatory authority or court/ tribunal inside court or outside India and no penalty has been imposed by SEBI or any other regulatory authority in India or abroad against me or any other company/firm with whom I am associated as a promoter/partner/director.
- KK. I am neither on the board nor associated in any manner with any company which has been identified as the vanishing company.
- LL. I am not related to any director of the Company.
- MM. I am not related to any other promoter or director, key management persons or any person to whom the Company has made any loans and advances or sundry debtors of the Company
- NN. 1 am interested as a Director/ Officer in the following companies, in addition to our Company:
  Nil
- OO. There is no company, partnership firm, HUF, sole proprietorship or other business entities or ventures in which I am interested and which is in the same line of business as the Company and there is no potential conflict of interest with the Company
- PP. I will not receive any portion of the proceeds from the proposed Issue of the Company.

Rashida

I am familiar with the requirements and restrictions on public communications, as stated in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended (and summarised in the memorandum on publicity guidelines circulated by the legal counsel), and agree to abide by the same.

I confirm that I will immediately inform the Lead Manager appointed in respect of the issue, of any changes to the above information until the date when the Equity Shares offered in this issue receive final listing and trading approval from the Stock Exchange and commence trading on the Stock Exchange. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchange.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchange, Registrar of Companies, Telangana at Hyderabad and other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Manager and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Manager may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Prospectus and the Prospectus to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

Yours faithfully,

Rashida Younus Ahmedabadwala

Independent Director

Registration No: IDDB-DI-202304-047756

DIN: 09767329

Encls: The photocopies of the documents evidencing my educational qualifications and work experience are annexed to this certificate.

Cc to:

Legal counsel to the Issue

T&S Law

Near VVIP Mall, Raj Nagar Extension,

Ghaziabad - 201 017,