

Satya Murthy Sivalenka

Managing Director & CEO
Sameera Agro and Infra Limited

No.10.3.32/3, Flat No.301
Vinayaka Kousthuba Abode
Street No.11, East Maredpalli
Secunderabad-500026
Mobile: 9849054566

Mail id: satyamurthysivalenka@yahoo.com

Date: 17th July, 2023

To

The Board of Directors
Sameera Agro and Infra Limited
Plot No. 54 & 55, A.G. Arcade
Balaji Co-operative Society, Transport Road
Secunderabad-500 009, Telangana, India

First Overseas Capital Limited
1-2 Bhupen Chambers,
Dalal Street, Fort,
Mumbai 400001, India

(First Overseas Capital Limited being appointed in relation to the Issue hereinafter referred to as the "Lead Manager" or the "LM")

Dear Sirs / Madam,

Subject: Proposed Initial Public Offer of Sameera Agro and Infra Limited ("Company")

I, **Satya Murthy Sivalenka** hereby certify that the following information and give my consent to my name being included as a Managing Director and Chief Executive Officer of the Company in the Draft Prospectus/Prospectus along with all other relevant documents/annexures to be filed by the Company with the National Stock Exchange (NSE) or any other Regulatory Authorities, in connection with the proposed Issue and in any other documents, including any presentations and releases, in connection with the Issue.

- A. This is to certify that I, Satya Murthy Sivalenka, Managing Director and Chief Executive Officer of the Company.

The following is my shareholding in the Company as on the date of the Draft Prospectus/Prospectus: 78,64,000 equity shares of Rs.10/- each (93.29%)

Further, the number of stock options held by me, as on the date of the Draft Prospectus/Prospectus is: NIL

- B. The details of my current address, occupation, qualification, age, nationality, director identification number and Passport is as follows:

Address	: No.10.3.32/3, Flat No.301, Vinayaka Kousthuba Abode, Street No.11 East Maredpalli, Secunderabad-500026
Occupation	: Business
Qualification	: B. A Maths (Honors), LL.B., MBA
Age	: 58 years
Nationality	: Indian
DIN	: 00412609
Passport	: U9809172

- C. This is to certify that, there are no

-
- i. outstanding actions initiated by the Regulatory Authorities such as the Securities and Exchange Board of India (the “SEBI”), the Reserve Bank of India, or such similar authorities or the National Stock Exchange of India Limited or BSE Limited (collectively, the “Stock Exchanges”),
- ii. outstanding civil litigation involving me (which includes cases filed by and against) me
- iii. outstanding tax proceedings (including show cause notices) involving me
- iv. outstanding criminal litigation filed by and against me and
- v. any other litigation involving me which may be considered material by the Company.
- D. Further, I certify that, no penalties have been imposed and no disciplinary actions or investigations have been initiated or taken by the SEBI or the Reserve Bank of India or the Stock Exchanges or any other regulatory or supervisory authority in India or abroad against me or any of the other entities that I am associated with or was associated as director, promoter, or otherwise.
- E. I have not been debarred from accessing the capital market or restrained from buying, selling or dealing in securities under any order or direction passed by the SEBI.
- F. I have not been convicted of any fraudulent offence and none of the companies, firms, partnerships or other entities with which I have been associated have experienced any bankruptcies, receiverships, winding up proceedings or liquidations for the previous five years. Moreover, I have not been prosecuted by any statutory, regulatory or supervisory authority (including designated professional bodies), nor have I been disqualified by a court, tribunal or any other statutory or regulatory authority from acting as a member of the administrative, management or supervisory body of a company or from acting in the management or conduct of the affairs of any company or other entity for the previous three years. I have not been declared as a wilful defaulter or fraudulent borrower.
- G. Except as disclosed below, I confirm that I do not have any financial or other material interest in the Issue.
- My shareholding in the Company as on the date of the Draft Prospectus/Prospectus: 78,64,000 equity shares of Rs.10/- each (93.29%).
- H. Except as disclosed below, I confirm that I do not have any arrangements or understanding with Company’s major shareholders, customers, suppliers or others related to the Issue.
- My shareholding in the Company as on the date of the Draft Prospectus/Prospectus: 78,64,000 equity shares of Rs.10/- each (93.29%).
- I. I confirm that I do not have any service contracts entered into with the Company for providing benefits upon termination of employment.
- J. There are no defaults in respect of the payment of interest and/or principal to lenders against following persons forming part of Company’s Directors/Promoters/Promoter Group:
- K. Neither am I, nor have I been identified as a fugitive economic offender under applicable laws.
- L. I am not associated with the securities market in any manner.

I shall immediately inform the LM and Company and the Legal Advisor to the Issue, of any adverse developments/changes, in respect of the matters covered in this certificate till the date of

Satya Murthy Sivalenka

Managing Director & CEO
Sameera Agro and Infra Limited

No.10.3.32/3, Flat No.301
Vinayaka Kousthuba Abode
Street No.11, East Maredpalli
Secunderabad-500026
Mobile: 9849054566

Mail id: satyamurthysivalenka@yahoo.com

commencement of trading of the Equity Shares to be issued under the Issue. In absence of any such written communication from me, the above information should be taken as updated information until the said Equity Shares commence trading on the Stock Exchanges. The undersigned further acknowledges and agrees that the legal advisor to the Issue, may rely on this certificate and each of the certifications made herein in rendering their legal opinions in connection with the transactions contemplated herein.

This certificate is issued in connection with the Issue and the contents of this certificate, in full or in part, can be disclosed in the offer documents and other documents or materials in relation to the Issue.

Capitalised terms used but not defined herein have the meanings assigned to them in the Draft Prospectus/Prospectus

I also consent to the submission of this consent letter as may be necessary, to any regulatory authority and/or for the records to be maintained by the Lead Manager in relation to the proposed SME-IPO.

Yours faithfully,



Satya Murthy Sivalenka
Managing Director and Chief Executive Officer
DIN: 00412609
PAN: AOWPS6842Q
Aadhar: 7569 1991 1834