



The Chief General Manager
Listing Operation,
BSE Limited,
20th Floor, P. J. Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sir,

Sub: Application for “In-principle approval” for issue and allotment of 3,10,00,000 equity shares on a preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Ref: TIERRA | 543531 | INE05CY01014

I, N.Vanitha, Practising Company Secretary, have verified the relevant records and documents of Tierra Agrotech Limited with respect to the proposed preferential issue by the Company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

- None of the proposed allottee(s) has/ have sold any equity shares of the company during the 90 trading days preceding the relevant date. ~~Further, where the proposed allottee(s) is/ are promoter/ promoter group entity, then none of entities in the promoter and promoter group entities has/ have sold any equity shares of the company during the 90 trading days preceding the relevant date.~~
- The proposed allottees (except for Mr. Ramakrishna Prasad Kanuri, Ms. Nitya Kanuri, Ms.Nandita Parvathaneni, Ms Vijaya Kameswari Vepa and Mr Nishant Mohan Kanneganti), do not hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment.
- The pre-preferential shareholding of each of proposed allottee(s) as mentioned below have been locked in accordance with Regulation 167 (6) of SEBI (ICDR) Regulations, 2018. Further, there is no sale/ pledge of pre-preferential holding from Relevant Date till 90 trading days from the date of trading approval. The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:

Name of Proposed Allottee	DP ID *	Pre-preferential holding	Lock-in details (@)				Pledged with	Pledge end date
			From	To				
RAMAKRISHNA PRASAD KANURI	IN302863 10415443	1,749,006	31st March, 2023	31 st May, 2024		NA	NA	
NITYA KANURI	IN302863 10411225	541800	31st March, 2023	31 st May, 2024		NA	NA	
NANDITA PARVATHANENI	IN302863 10479033	99,344	31st March, 2023	31 st May, 2024		NA	NA	
VIJAYA KAMESWARI VEPA	IN302863 10515387	50,000	31st March, 2023	31 st May, 2024		NA	NA	
NISHANT MOHAN KANNEGANTI	IN303028 57793176	17,000	31st March, 2023	31 st May, 2024		NA	NA	

* Company shall make applications for execution of lock-in with depositories. Once executed the same, we will submit the same.

- d) None of the proposed allottees belonging to promoter(s) or the promoter group is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.
- e) The proposed issue is being made in accordance with the requirements of Chapter V of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018, Section 42 and 62 of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other requirements of Companies Act, 2013. Further, the company has complied with all legal and statutory formalities and no statutory authority has restrained the company from issuing these proposed securities.
- f) The proposed preferential issue is being made in compliance with the provisions of Memorandum of Association (MoA) and Article of Association (AoA) of the company. It is further confirmed that for the proposed preferential issue, the price of the equity shares of the company has been determined in compliance with the valuation requirement as mentioned in the AoA of the company."
- g) The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year on preferential basis is more than 5% of the post issue fully diluted share capital of the issuer.

OR

~~The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. _____ is less than 5% of the post issue fully diluted share capital of the issuer.~~



Vanitha Nagulavari
Practicing Company Secretary
Membership No: A26859
C.P. No : 10573



Date: 1st April, 2023
Place: Hyderabad