

October 13, 2021

To,
BSE Limited
25th Floor, P.J. Towers,
Dalal Street, Mumbai - 400001

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400051

Scrip Code: BSE - 500780, NSE - ZUARIGLOB

Sub: Voting results and Consolidated Scrutinizer's Report pertaining to National Company Law Tribunal convened Meeting of equity shareholders of the Company held today i.e., Tuesday, October 12, 2021

Ref: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Dear Sir / Madam,

Pursuant to the Order dated August 11, 2021, passed by the Hon'ble National Company Law Tribunal, Mumbai Bench, a meeting of equity shareholders of the Company was held today i.e., Tuesday, October 12, 2021 at 11.30 a.m. (IST) through video conferencing (VC) / other audio-visual means (OAVM) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.

In this regard, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Consolidated Voting results as Annexure-I and the Consolidated Scrutinizer's Report by Sanjeev K. Sharma, Practicing Chartered Accountant dated October 12, 2021 as Annexure-II.

Kindly take the same on record.

Thanking You,

Yours faithfully,
For **Zuari Global Limited**



Laxman Aggarwal
Company Secretary



Encl: As above

ZUARI GLOBAL LIMITED

CIN No.: L65921GA1967PLC000157

Corp. Off : 5th Floor, Tower – A, Global Business Park, M. G. Road, Sector 26,

Gurugram – 122 002, Haryana India

Tel: +91 124 482 7800 Fax: +91 124 421 2046

Website : www.adventz.com, E-mail: ig.zgl@adventz.com

Regd. Off : Jai Kisaan Bhawan, Zuarinagar, Goa - 403726



Annexure - I

Date of Meeting - October 12, 2021

Total No. of Shareholders as on Record Date - 24938

No. of Shareholders present in the meeting either in person or through proxy - NA

- Promoters and Promoter Group: NA
- Public: NA

No. of Shareholders attended the meeting through video conferencing -

- Promoters and Promoter Group: 8
- Public: 38

Resolution Required : Majority of equity shareholders representing three-fourth in value			1 - To Approve the Scheme of Amalgamation between Zuari Global Limited ("Transferee Company") and Gobind Sugar Mills Limited ("Transferor Company") and their respective shareholders and creditors.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	16750445	16720445	99.8209	16720445	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		16720445	99.8209	16720445	0	100.0000	0.0000
Public Institutions	E-Voting	765011	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	11925148	3708	0.0311	3708	0	100.0000	0.0000
	Poll		11	0.0001	11	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3719	0.0312	3719	0	100.0000	0.0000
Total		29440604	16724164	56.8065	16724164	0	100.0000	0.0000

For Zuari Global Limited


Laxman Aggarwal
Company Secretary



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Phones: (O) 2386 2173
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CA SANJEEV K. SHARMA

email: sanjeev.jns@gmail.com
Off: Building Number 1568, 2nd
Floor, Church Road, Kashmere Gate
Delhi-110006

Report of Scrutinizer

To,

Mr. R.S. Raghavan, Managing Director

Chairperson appointed by Hon'ble National Company Law Tribunal, Mumbai Bench

For the Meeting of Equity Shareholders of Zuari Global Limited

Sub: Consolidated Scrutinizer's Report on the voting made through e-voting system in the meeting of Equity Shareholders of Zuari Global Limited as well as through remote e-voting process before the meeting

Respected Sir,

I, Sanjeev K Sharma, Practicing Chartered Accountant (Membership No. 088571), appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench, vide its Order dated 11th August, 2021, to act as the Scrutinizer for the meeting of Equity Shareholders of Zuari Global Limited (hereinafter referred to as ('Transferee Company') held on 12th October, 2021, at 11:30 A.M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), to consider and, if thought fit, approve, the Scheme of Amalgamation between Zuari Global Limited ('Transferee Company') and Gobind Sugar Mills Limited ('Transferor Company') and their respective shareholders and creditors.

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made there-under, and Notifications issued by the Ministry of Company Affairs with regards to conduct of meeting through VC / OAVM and (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting by electronic means. My responsibility as Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the Members for the resolution

contained in the Notice dated



07.09.2021 based on the reports generated from the e-voting system provided by Link Intime (India) Private Limited ('LIPL'), engaged by the Company to provide e-voting facility prior to the Meeting and during the Meeting.

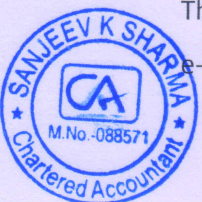
I hereby submit my report as under:

1. That as directed by this Hon'ble Tribunal, the meeting of the Equity Shareholders of Zuari Global Limited was duly convened and held on 12th October, 2021 at 11:30 A.M. through VC / OAVM. Mr R.S. Raghavan, Managing Director, chaired the meeting. Mr. Vijay Vyankatesh Paranjape, the Alternate Chairperson; and the undersigned being the Scrutinizer of the meeting, attended the meeting through VC / OAVM. The senior management of the Applicant Company were also present in the meeting through VC/ OAVM.
2. That LIPL was appointed to conduct remote e-voting before the meeting as well as during the meeting through its InstaVote platform, in a secured manner; and to provide the necessary platform for holding the meeting through VC/ OAVM through its InstaMeet platform, to handle and supervise the entire process of holding the meeting through VC/ OAVM and processing of data relating to the meeting and voting, etc.

Executives of LIPL provided all the necessary support in connection with the convening, holding and conducting of the meeting and e-voting. LIPL handled and supervised the entire process of holding the meeting through VC / OAVM at InstaMeet platform, e-voting and processing of data relating to the meeting and voting, etc.

3. Voting upon the Scheme of Amalgamation was conducted through InstaVote-voting system in the meeting of Equity Shareholders of the Transferee Company held through VC/ OAVM.
4. The Company has also provided facility of remote e-voting during the prescribed time period before the meeting, in addition to the facility of attending the meeting through VC/ OAVM and voting thereat through e-voting system. Remote e-voting period commenced on 08th October, 2021 (10:00 A.M.) and ended on 11th October, 2021 (5:00 P.M.). Complete details of the remote e-voting made by the Equity Shareholders of the Company was provided to me by the LIPL on mail.

The cut-off date for determining the members who were entitled to vote through remote e-voting or voting at the meeting was 05th October, 2021. The voting rights of members are



in proportion to their share of the paid up equity share capital of the Company as on the cut-off date i.e. 05th October, 2021.

5. E-voting at the Meeting

After the announcement was made by the Chairperson appointed for the meeting, the members present at the meeting by VC/OAVM and who had not cast their vote earlier through remote e-voting, were asked to vote through the electronic voting facility provided by LLIPL

6. Counting Process:

- 6.1 On completion of the voting at the meeting, LLIPL provided me the List of Members present at the meeting, who cast their vote, their holding details as well at the details of votes cast on the resolution.
- 6.2 Votes were reconciled with the records maintained by the Company and the Link Intime India Pvt. Ltd., Registrar and Transfer Agent (RTA) with respect to the authorizations lodged with the Company.
- 6.3 I unblocked the results of the remote e-voting on LLIPL remote e-voting platform in the presence of Vinayak K Sharma and Amresh Kumar, who are not in employment of the Company and downloaded the results of the remote e-voting.
- 6.4 I noted that 49 members holding 16724153 equity shares (One Crore Sixty Seven Lakhs Twenty Four Thousand One Hundred Fifty Three) Equity Shares had casted their votes through remote e-voting facility at the time of closing of voting at 17:00 hrs on 11th October 2021 and 1 members holding 11 (Eleven) Equity Shares has casted the vote in the course of the Meeting. Thus, in aggregate 50 Members holding 16724164 (One Crore Sixty Seven Lakhs Twenty Four Thousand One Hundred Sixty Four) Equity Shares had casted their votes.
- 6.5 The results of the remote e-voting provided by the Company through LLIPL on the resolution is as follows:



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(a) Voted in **favour** of the Resolution.

Number of Members voted through remote e-voting	% of the Total number of Members voted through Remote e-voting	Number of valid votes cast by them (in terms of number of shares held)	% of the total number of valid votes cast (in terms of the number of shares held)
49	100	16724153	100

(b) Voted **against** the Resolution.

Number of Members voted through remote e-voting	% of the Total number of Members voted through Remote e-voting	Number of valid votes cast by them (in terms of number of shares held)	% of the total number of valid votes cast (in terms of the number of shares held)
NIL	NIL	NIL	NIL

6.6 The results of the e-voting facility at the Meeting provided by the Company through LIPL on the Resolution is as follows:

S.No.	Particulars	
1.	Total Number of Equity Shareholders present in the meeting through VC/OAVM either in person or through their Authorised Representative and who had not voted through the remote e-voting facility provided by the Company	16



2.	Total Number of Shares held by the Equity Shareholders present in the meeting through VC/OAVM either in person or through their Authorised Representative and who had not voted through the remote e-voting facility provided by the Company	198894
3.	Equity Shareholders present in the meeting who have abstained from voting	15
4.	Equity Shareholders present in the meeting either in person or through their Authorised Representative and voted through e-voting system in the meeting	1
5.	Total Number of Votes Cast in the meeting	11
6.	Invalid Votes	0
7.	Total Valid Votes	11



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(a) Voted in favour of the Resolution.

Number of Members present and voting (in person or through their Authorised Representative	% of the Total number of Members present and voted (in person or through their Authorised Representative	Number of valid votes cast by them (in terms of number of shares held)	% of the total number of valid votes cast (in terms of the number of shares held)
1	100	11	100

(b) Voted against the Resolution.

Number of Members present and voting (in person or through their Authorised Representative	% of the Total number of Members present and voted (in person or through their Authorised Representative	Number of valid votes cast by them (in terms of number of shares held)	% of the total number of valid votes cast (in terms of the number of shares held)
0	0	0	0



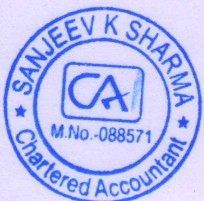
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7. Consolidated Results of the remote e-voting and e-voting at the deemed venue of the meeting:

Particulars	Remote e-voting		E-voting at the NCLT Convened Meeting		Total	
	Number of Members	Number of votes cast by them	Number of Members	Number of votes cast by them	Number of Members	Number of votes cast by them
Total Valid Votes	49	16724153	1	11	50	16724164
Total Valid Votes cast in favour of the resolution	49	16724153	1	11	50	16724164
% of Valid Votes cast in favour of the resolution	49	100	1	11	50	100
Total Valid Votes cast against the resolution	0	0	0	0	0	0
% of Valid Votes cast against the resolution	0	0	0	0	0	0

8. Result

8.1. As mentioned in the Notice to the Equity Shareholders in accordance with the provisions of Section 230-232 of the Act, the Scheme of Amalgamation shall be considered, approved

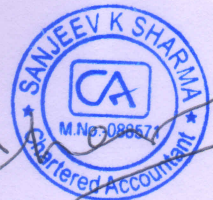
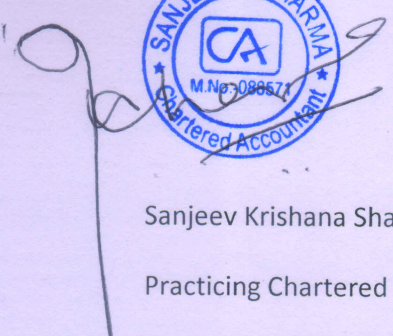


by the Equity Shareholders only, if approved by the majority of persons representing three-fourth in value of the members of the Applicant Company, voting in person through VC/OAVM or by remote e-voting.

- 8.2. As per the scrutiny of votes cast in respect of the resolution by remote e-voting and by e-voting at the Meeting, the resolution is deemed to have been passed as per the above mentioned criteria. The deemed date of approval of the resolution will be the date of the Tribunal convened Meeting i.e. 12th October, 2021.

Thanking you

Yours Sincerely



Sanjeev Krishna Sharma

Practicing Chartered Accountant

Membership No.: 088571

Scrutinizer for the meeting of Equity
Shareholders of Zuari Global Limited

Dated: 12th October 2021

Place: New Delhi, India

UDIN: 21088571AAAAHY3856