

24th March, 2023

BSE Limited
Floor 25, P.J. Towers,
Dalal Street,
Mumbai - 400 001
BSE scrip Code: 534742

National Stock Exchange of India Ltd,
Exchange Plaza, 5th floor,
Bandra-Kurla Complex,
Bandra (E).
Mumbai - 400 051
NSE Symbol: ZUARI

Dear Sirs,

Sub: Submission of voting results of Postal Ballot & Scrutinizers Report

The Company had sought approval of members through Postal Ballot vide Postal Ballot Notice dated 1st February, 2023 for Re-appointment of Mr. Dipankar Chatterji (DIN: 00031256) as a Non-Executive and Independent Director of the Company and Re-appointment of Mr. Nitin M Kantak (DIN: 08029847) as Executive Director of the Company in the category of Whole Time Director

Pursuant to Reg 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that based on the report submitted by the Scrutinizer, the aforesaid resolutions have been passed with requisite majority by the shareholders of the Company on 23rd March, 2023 i.e. last date of evoting.

The results of Postal Ballot along with report of the scrutinizer dated 24th March, 2023 for the postal ballot process is enclosed herewith.

Request you to kindly take the same on record.

Thanking you,

Yours Faithfully,
For Zuari Agro Chemicals Limited

Manoj Dere
Company Secretary

Encl: As above



ZUARI AGRO CHEMICALS LIMITED

CIN No.: L65910GA2009PLC006177

Registered Office: Jaikisaan Bhawan, Zuarinagar, Goa - 403 726, India.

Tel: +0832 2592180, 2592181, 6752399

www.zuari.in

Summary of Voting results of Postal Ballot
pursuant to Reg 44(3) of SEBI (LODR) Regulations, 2015

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Validate

Voting results	
Record date	10-02-2023
Total number of shareholders on record date	31870
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	Add Notes



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Validate

Resolution (1)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Re-appointment of Mr. Dipankar Chatterji (DIN: 00031256) as a Non-Executive and Independent Director of the Company						
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		27424960	99.8907	27424960	0	100.0000	0.0000
	Poll	27454960						
	Postal Ballot (if applicable)							
	Total	27454960	27424960	99.8907	27424960	0	100.0000	0.0000
Public-Institutions	E-Voting		470992	52.1094	470992	0	100.0000	0.0000
	Poll	903852						
	Postal Ballot (if applicable)							
	Total	903852	470992	52.1094	470992	0	100.0000	0.0000
Public- Non Institutions	E-Voting		24675	0.1801	23124	1551	93.7143	6.2857
	Poll	13699194						
	Postal Ballot (if applicable)							
	Total	13699194	24675	0.1801	23124	1551	93.7143	6.2857
Total		42058006	27920627	66.3860	27919076	1551	99.9944	0.0056
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Validate

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Nitin M. Kantak (DIN 08029847) as Executive Director of the Company in the category of Whole Time Director				
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		27424960	99.8907	27424960	0	100.0000	0.0000
	Poll	27454960						
	Postal Ballot (if applicable)							
	Total	27454960	27424960	99.8907	27424960	0	100.0000	0.0000
Public- Institutions	E-Voting		470992	52.1094	470992	0	100.0000	0.0000
	Poll	903852						
	Postal Ballot (if applicable)							
	Total	903852	470992	52.1094	470992	0	100.0000	0.0000
Public- Non Institutions	E-Voting		24695	0.1803	23238	1457	94.1000	5.9000
	Poll	13699194						
	Postal Ballot (if applicable)							
	Total	13699194	24695	0.1803	23238	1457	94.1000	5.9000
Total		42058006	27920647	66.3860	27919190	1457	99.9948	0.0052
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



SCRUTINIZER'S REPORT


To
Executive Director,
ZUARI AGRO CHEMICALS LIMITED
Jai Kisaan Bhawan,
Zuarinagar, Goa 403 726

Dear Sir,

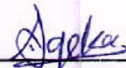
1. The Board of Directors of **ZUARI AGRO CHEMICALS LIMITED** (CIN: L65910GA2009PLC006177) (the Company) vide its resolution dated February 01, 2023 had appointed me as Scrutinizer for the postal ballot (through e-voting) voting process on the resolution contained in the Postal Notice dated February 01, 2023 issued pursuant to the Companies Act, 2013 and Rules made thereunder read with MCA dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022 and December 28, 2022.
2. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to Postal Ballot.
3. My responsibility as scrutinizer for the Postal Ballot through e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolution(s).
4. I submit my report as under:
 - a. The Company has informed me that it has completed on February 21, 2023 the dispatch of postal ballot notices by electronic mail to its members whose name(s) appeared on the Register of Members/list of beneficiaries as on February 10, 2023, the cut-off date fixed for the purpose, in compliance with the MCA circulars i.e. General Circular No.14/2020 dated April 8, 2020 as amended from time to time.



- b. The Company has extended the facility of e-voting to the shareholders by tying up with the Central Depository Services (India) Limited (CDSL) e-voting facility.
- c. The e-voting remained open for the period commencing from Wednesday, February 22, 2023 at 10.00 A.M.(IST) to Thursday, March 23, 2023 at 5.00P.M.(IST) (e-voting period).
- d. After the completion of e-voting period, using the scrutinizer's login on the CDSL e-voting portal, the votes cast through remote e-voting were unblocked in the presence of following two witnesses who are not in the employment of the company:



Vivek Naik Desai



Namrata Sagvekar

- e. The votes cast by the shareholders through the e-voting facility were scrutinized by verifying it using the scrutinizer's login on the CDSL e-voting portal and matching with the Register of Members of the Company as on February 10, 2023 provided by the Company's Registrar and Share Transfer Agents.
- f. The details containing inter alia, list of Equity Share Holders, who voted 'FOR' and 'AGAINST' the resolution that was put to vote, were generated from the e-voting portal of CDSL and based on such reports generated the result of the voting is as under:



Item 01:

Re-appointment of Mr. Dipankar Chatterji (DIN: 00031256) as a Non-Executive Director and Independent Director of the Company – Special Resolution:

(i) Voted In favour of the resolution:

Number of members voting	Number of votes cast by them	% Of total number of valid votes cast
107	2,79,19,076	99.99

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% Of total number of valid votes cast
6	1,551	0.01

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item 02:

Re-appointment of Mr. Nitin M. Katak (DIN: 08029847) as a Executive Director of the Company in the category of Whole Time Director– Ordinary Resolution

(i) Voted **in favour of** the resolution:

Number of members voting	Number of votes cast by them	% Of total number of valid votes cast
110	2,79,19,190	99.99

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% Of total number of valid votes cast
4	1,457	0.01

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Shivaram Bhat
Company Secretary

5. The postal ballot related records are under my safe custody and I shall be handing over the same to the Executive Director/ Company Secretary of the Company for safe keeping.
6. You may accordingly declare the result of the voting by postal ballot.

Thanking you,



Yours faithfully,

A handwritten signature in black ink, appearing to be "Shivaram Bhat", written over a horizontal line.

Place: Panaji, Goa.

Date: March 24, 2023

Shivaram Bhat
Practising Company Secretary
ACS10454 CP 7853

UDIN:A010454D003313897

For Zuari Agro Chemicals Limited

Company Secretary

Executive Director/ Company Secretary