

17 May 2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

To,
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra- Kurla Complex, Bandra (East)
Mumbai - 400 051

BSE Scrip Code: 500780

NSE Symbol : ZUARIGLOB

Ref: Disclosure in terms of Regulation 30 and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Please find enclosed a copy of the forwarding letter and the Option Form, which is self explanatory and as sent to the equity shareholders of erstwhile Gobind Sugar Mills Limited to opt for either equity or preference shares of our Company in terms of the Scheme of Amalgamation of Gobind Sugar Mills Limited with Zuari Global Limited as passed by the Hon'ble National Company Law Tribunal ("NCLT"), Delhi Bench and National Company Law Tribunal, Mumbai Bench vide their respective orders dated 28 March 2022 and 20 April 2022 and as already informed to you vide our letter dated 25 April 2022.

This is for your information and record please.

Thanking you,

Yours truly
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 / +91 124 404 3572

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

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

Sl. No.:



Dated: 14th May, 2022

Last date for receipt of the option form by the Company: 16th June 2022.

Folio No. / DPID No. :

No. of Equity Shares held in
Gobind Sugar Mills Limited

(as on the

RECORD DATE : 13.05.2022) :

Dear Sir/Madam,

Sub: Option form for the equity shareholders of erstwhile Gobind Sugar Mills Limited (stands amalgamated with Zuari Global Limited) entitled to receive Equity or Preference Shares of Zuari Global Limited consequent to amalgamation of Gobind Sugar Mills Limited with Zuari Global Limited in terms of the Scheme of Amalgamation as approved by the respective New Delhi and Mumbai Benches of the National Company Law Board vide their order dated 28 March, 2022 and 20 April, 2022

First of all we express our sincere gratitude to you for your association and continued support to erstwhile Gobind Sugar Mills Limited ("GSML") which stands amalgamated with Zuari Global Limited ("ZGL/the Company") from effective date 30 April, 2022 in terms of the Scheme of Amalgamation ("the Scheme") as approved by the respective New Delhi and Mumbai Benches of the National Company Law Board ("the Tribunals") vide their order dated 28 March, 2022 and 20 April, 2022 and taking this opportunity we heartily welcome you to our fraternity of esteemed shareholders.

We would like to inform you that in terms of Clause 5 of the Scheme and in consideration for amalgamation of GSML with ZGL, the Company is required to pay consideration to the extent and manner as indicated below, to the equity shareholders or to such of their respective heirs, executors, administrators or other legal representatives or other successors in title and whose names appear in the Register of Members on the Record Date fixed by ZGL for the equity shareholders of GSML in the following manner :

a) 100 (One Hundred) equity share(s) of the face value of Rs. 10/- (Rupees Ten) each credited as fully paid up in the share capital of ZGL for every 285 (Two Hundred and Eighty Five) fully paid up equity share(s) of the face value of Rs. 10/- (Rupees Ten) each held in GSML;

OR

b) 10,000 (Ten Thousand) 10.5% Non-Convertible Redeemable Preference Shares of the face value of Rs. 10/- (Rupees Ten) each credited as fully paid up in the share capital of the ZGL for every 1,006 (One Thousand and Six) fully paid up equity share(s) of the face value of Rs. 10/- (Rupees Ten) each held in GSML.

Accordingly, the equity shareholders of GSML now have the option to take either equity Shares or 10.5% Non-Convertible Redeemable Preference Shares of ZGL as specified above.

In terms of the said Scheme, ZGL is required to send an appropriate intimation and an option form within 7 days of Record Date to the eligible equity shareholders of GSML requiring them to exercise their option as provided in Clause 5.1 of the sanctioned Scheme of Amalgamation, within 30 days from the date of dispatch of such option form by ZGL.

We would like to inform you that Equity Shares of ZGL are listed with The National Stock Exchange of India Limited and BSE Limited and the new equity shares if opted by the equity shareholders of GSML and as would be issued by ZGL will also be listed on these stock exchanges. Whereas, 10.5% Non-Convertible Redeemable Preference Shares, if any, as opted by the equity shareholders of GSML and as issued and allotted accordingly by ZGL, will not be listed with any stock exchange in terms of the Scheme as approved by the Tribunals. Please be informed that Friday, 13 May, 2022 was fixed as the Record Date by ZGL for ascertaining the equity shareholders of GSML entitled to receive Equity OR Preference Shares of ZGL as mentioned hereinabove.

ZUARI GLOBAL LIMITED

CIN No.:L65921GA1967PLC000157

Corp. Off: 5th Floor, Tower – A, Global Business Park, M. G. Road, Sector – 26,
Gurugram – 122002, Haryana India

Tel: +91 1244827800, Fax: +91 1244212046

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

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



You being one of the shareholders of GSML as on the Record Date fixed for the purpose are entitled to receive the option form to exercise your choice of your entitlement and are requested to send the enclosed Option Form duly filled up and clearly indicating your choice on or before 16 June 2022 to the Company. Physical shareholders receiving the Option Form in physical mode are required to send the form duly filled up by post to the Registered Office of the Company using the pre-paid envelope also enclosed herewith. Shareholders holding the shares in demat mode and/or having their mail-id registered with the Company and receiving the Option Form electronically through e-mail, may send the printed copy of the Option Form duly filled up and signed by mail to laxman.aggarwal@adventz.com or by post at their own cost to the Company at its Corporate Office.

Please note that in terms of Clause 5.3 of the Scheme, ZGL will issue 10.5% Non-Convertible Redeemable Preference Shares of the face value of Rs. 10/- (Rupees Ten) each credited as fully paid up to the equity shareholders of GSML, if no written intimation is received from your side within the due date as specified hereinabove.

You are requested to note that :

- a) You have to opt for either equity or preference shares and part choice/exercise of option is not allowed;
- b) There is no need to surrender the existing equity share certificates of GSML as lying with you, if the equity shares are held in physical mode or the debit instruction slip if the equity shares are held in demat mode, as these will automatically stand cancelled and extinguished;
- c) The shares (equity or preference, as opted by you) will be issued in demat mode only and will be automatically credited to your demat account post allotment and completion of the other formalities in this regard;
- d) The members are requested to provide their demat account details to get the shares credited to their demat account;
- e) The shares are issued in terms of the Scheme as approved by the Tribunals and no consideration money is required to be paid;
- f) Physical share certificates will not be issued in any circumstances for any class of shares (equity or preference) and in terms of the Scheme, all such shares of the physical shareholders will be issued in dematerialized form to a Trustee nominated by ZGL who will hold such corresponding physical shares in dematerialized form till the shares are not claimed and transferred to the respective entitled shareholders in dematerialized form only. However, the respective shareholders shall have the rights of shareholders of ZGL, including the right to receive dividend, voting rights and other corporate benefits, pending the transfer of shares from the trustee;
- g) The fractional entitlement, if any, would be rounded off to the nearest integer;
- h) All the equity shares issued herewith by ZGL shall rank pari passu with existing equity shares of ZGL in all respects;
- i) The option form will be liable to be rejected and will be considered as not received, without any further claim, from the equity shareholder :
 - a) In case of exercise of both the options by the equity shareholders; or
 - b) If any option is not clearly chosen by the equity shareholder; or
 - c) If option form is mutilated or unsigned; or
 - d) If option form is not found to be in order and properly filled up; or
 - e) If any form is used other than as sent herewith; or
 - f) The rights against the equity as well as preference shares, including interest/dividend accruing thereupon, shall accrue to the respective equity/preference shareholders from the date of allotment only.

You may refer to the Scheme as uploaded on the Company's website at www.adventz.com to know more about the Scheme or may write to/contact the Registrar and Transfer Agent of the Company for any clarification in this regard.

Thanking you,

Yours faithfully,

For **Zuari Global Limited**

Sd/-

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 – 122002, Haryana India

Tel: +91 1244827800, Fax: +91 1244212046

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

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

OPTION FORM TO OPT FOR EQUITY SHARES OR PREFERENCE SHARES OF ZUARI GLOBAL LIMITED CONSEQUENT TO AMALGAMATION OF GOBIND SUGAR MILLS LIMITED WITH ZUARI GLOBAL LIMITED

Sl. No.:

Dated: 14th May, 2022

Last date for receipt of the option form by the Company: 16th June 2022.

Folio No. / DPID No. :

No. of Equity Shares held in
Gobind Sugar Mills Limited
(as on the
RECORD DATE : 13.05.2022) :

To
The Company Secretary
Zuari Global Limited
Tower – A, 5th Floor
Global Business Park
M G Road, Sector – 26
Gurugram – 122002, Haryana

Sub: Option form for the equity shareholders of erstwhile Gobind Sugar Mills Limited (stands amalgamated with Zuari Global Limited) entitled to receive Equity or Preference Shares of Zuari Global Limited (ZGL) consequent to amalgamation of Gobind Sugar Mills Limited with Zuari Global Limited in terms of the Scheme of Amalgamation as approved by the respective New Delhi and Mumbai Benches of the National Company Law Board vide their order dated 28 March, 2022 and 20 April, 2022

In connection with the captioned subject matter, I/We being one of the equity shareholder(s) of erstwhile GSML and registered owner(s) of the captioned equity shares appearing in the Register of Members of the erstwhile GSML, do hereby exercise my option for allotment of shares of ZGL to me/us accordingly in the following manner :

Please choose any one option :

No. of Equity Shares of Rs. 10/- each held in GSML as on Record date (13 May 2022)	Share Exchange Ratio	No. of Equity Shares of Rs. 10/- each credited as fully paid-up and entitled in the share capital of ZGL	Option Chosen (Please mention : Yes, if chosen)
	100 equity share(s) of the face value of Rs. 10/- each credited as fully paid up in the share capital of ZGL for every 285 fully paid up equity share(s) of the face value of Rs. 10/- each held in GSML		

OR

No. of Equity Shares of Rs. 10/- each held in GSML as on Record date (13 May 2022)	Share Exchange Ratio	No. of 10.5% Non-Convertible Redeemable Preference Shares of Rs. 10/- each credited as fully paid up and entitled in the share capital of the ZGL	Option Chosen (Please mention : Yes, if chosen)
	10,000 10.5% Non-Convertible Redeemable Preference Shares of the face value of Rs. 10/- each credited as fully paid up in the share capital of the ZGL for every 1,006 fully paid up equity share(s) of the face value of Rs. 10/- each held in GSML		

I/We have understood the consideration as offered to us and have gone through the Scheme as approved by the Tribunals. The equity/preference shares may be issued/credited to me/us in the following demat account (to be filled up, if the equity shares of GSML are held in physical mode) :

Customer ID :
DP ID :
Name of the Demat Account Holder :
PAN :
Name of the Depository Participant :

My relevant bank particulars are as follows : (to be filled up, if the equity shares of GSML are held in physical mode) :

Name of the Account holder :
Name of the Bank :
Name of the Branch :
Account Number :
IFSC Code :
(please enclose a copy of the cheque)

I have read the terms and conditions of issue of the shares. You are requested to kindly issue the shares to me and register me in the Register of Members of the Company.

Thanking you,

Yours truly,

(Name of the Shareholder)

Place :

Dated :

Encl. : as above

You are requested to note that :

- a) You have to opt for either equity or preference shares and part choice/exercise of option is not allowed;
- b) There is no need to surrender the existing equity share certificates of GSML as lying with you, if the equity shares are held in physical mode or the debit instruction slip if the equity shares are held in demat mode, as these will automatically stands cancelled and extinguished;
- c) The shares (equity or preference, as opted by you) will be issued in demat mode only and will be automatically credited to your demat account post allotment and completion of the other formalities in this regard;
- d) The members are requested to provide their demat account details to get the shares credited to their demat account;
- e) The shares are issued in terms of the Scheme as approved by the Tribunals and no consideration money is required to be paid;
- f) Physical share certificates will not be issued in any circumstances for any class of shares (equity or preference) and in terms of the Scheme, all such shares of the physical shareholders will be issued in dematerialized form to a Trustee nominated by ZGL who will hold such corresponding physical shares in dematerialized form till the shares are not claimed and transferred to the respective entitled shareholders in dematerialized form only. However, the respective shareholders shall have the rights of shareholders of ZGL, including the right to receive dividend, voting rights and other corporate benefits, pending the transfer of shares from the trustee;
- g) The fractional entitlement, if any, would be rounded off to the nearest integer;
- h) All the equity shares issued herewith by ZGL shall rank pari passu with existing equity shares of ZGL in all respects;
- i) The option form will be liable to be rejected and will be considered as not received, without any further claim, from the equity shareholder :
 - a) In case of exercise of both the options by the equity shareholders; or
 - b) If any option is not clearly chosen by the equity shareholder; or
 - c) If option form is mutilated or unsigned; or
 - d) If option form is not found to be in order and properly filled up; or
 - e) If any form is used other than as sent herewith. Physical shareholders receiving the Option Form in physical mode are required to send the form duly filled up by post to the Registered Office of the Company using the pre-paid envelope also enclosed herewith. Shareholders holding the shares in demat mode and/or having their mail-id registered with the Company and receiving the Option Form electronically through e-mail, may send the printed copy of the Option Form duly filled up and signed by mail to laxman.aggarwal@adventz.com or by post at their own cost to the Company at its Corporate Office.
 - f) The rights against the equity as well as preference shares, including interest/dividend accruing thereupon, shall accrue to the respective equity/preference shareholders from the date of allotment only.
- j) You may refer to the Scheme as uploaded on the Company's website at www.adventz.com to know more about the Scheme or may write to/contact the Registrar and Transfer Agent of the Company for any clarification in this regard.

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<p>Address for Correspondence:</p> <p>Zuari Global Limited Tower – A, 5th Floor Global Business Park M G Road, Sector – 26 Gurugram – 122002, Haryana</p>	<p>Received the Option Form from :</p> <p>NAME/S :</p> <p>FOLIO/DPID NO. :</p> <p>NO. OF SHARES :</p>	<p>Receiver's Stamp</p> <p>Received on</p>
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