

September 18, 2021

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 Sir,

Sub: Regulation 44(3) of SEBI (LODR) Regulations, 2015 -Voting results and Consolidated Report of the scrutiniser

This is to inform you that the Shareholders at the 12th Annual General Meeting of the Company held on Friday, 17th September, 2021 have approved all the resolutions as set out in the notice of the 12th Annual General Meeting.

Please find enclosed herewith the consolidated voting details of the 12th Annual General Meeting together with the report of the Scrutinizer dated 18th September, 2021.

Request you to kindly take the same on record.

Thanking You,

Yours Faithfully,
For Zuari Agro Chemicals Limited



Vijayamahantesh Khannur
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

Details of Voting Results

Voting results	
Record date	10-09-2021
Total number of shareholders on record date	30721
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	11
b) Public	59
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	Add Notes

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				1. to receive, consider and adopt: a) The Audited Financial Statements of the Company for the financial year ended 31st March, 2021 and the Reports of the Board of Directors and Auditors thereon.				
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		27326419	99.8903	27326419	0	100.0000	0.0000
	Poll	27356419						
	Postal Ballot (if applicable)							
	Total	27356419	27326419	99.8903	27326419	0	100.0000	0.0000
Public- Institutions	E-Voting		759218	58.9232	381818	377400	50.2910	49.7090
	Poll	1288487						
	Postal Ballot (if applicable)							
	Total	1288487	759218	58.9232	381818	377400	50.2910	49.7090
Public- Non Institutions	E-Voting		4424696	32.9879	56694	4368002	1.2813	98.7187
	Poll	13413100						
	Postal Ballot (if applicable)							
	Total	13413100	4424696	32.9879	56694	4368002	1.2813	98.7187
Total		42058006	32510333	77.2988	27764931	4745402	85.4034	14.5966
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 Institutions	0
Public - Non Institutions	0

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mr. N. Suresh Krishnan (DIN: 00021965) who retires by rotation and being eligible, offers himself for re-appointment.				
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		27326419	99.808	27326419	0	100.0000	0.0000
	Poll	27356419						
	Postal Ballot (if applicable)							
	Total	27356419	27326419	99.8903	27326419	0	100.0000	0.0000
Public- Institutions	E-Voting		759218	58.9232	381818	377400	50.2910	49.7090
	Poll	1288487						
	Postal Ballot (if applicable)							
	Total	1288487	759218	58.9232	381818	377400	50.2910	49.7090
Public- Non Institutions	E-Voting		4424646	32.875	55444	4369202	1.2531	98.7469
	Poll	13413100						
	Postal Ballot (if applicable)							
	Total	13413100	4424646	32.9875	55444	4369202	1.2531	98.7469
Total		42058006	32510283	77.2987	27763681	4746602	85.3997	14.6003
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

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Statutory Auditors and fix their remuneration.				
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		27326419	99.8903	27326419	0	100.0000	0.0000
	Poll	27356419						
	Postal Ballot (if applicable)							
	Total	27356419	27326419	99.8903	27326419	0	100.0000	0.0000
Public- Institutions	E-Voting		759218	58.922	0	759218	0.0000	100.0000
	Poll	1288487						
	Postal Ballot (if applicable)							
	Total	1288487	759218	58.9232	0	759218	0.0000	100.0000
Public- Non Institutions	E-Voting		4424696	32.9879	55698	4368998	1.2588	98.7412
	Poll	13413100						
	Postal Ballot (if applicable)							
	Total	13413100	4424696	32.9879	55698	4368998	1.2588	98.7412
Total		42058006	32510333	77.2988	27382117	5128216	84.2259	15.7741
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 Institutions	0
Public - Non Institutions	0

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Payment of Remuneration to Cost Auditor				
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		27326419	99.8903	27326419	0	100.0000	0.0000
	Poll	27356419						
	Postal Ballot (If applicable)							
	Total	27356419	27326419	99.8903	27326419	0	100.0000	0.0000
Public- Institutions	E-Voting		759218	58.9232	381818	377400	50.2910	49.7090
	Poll	1288487						
	Postal Ballot (If applicable)							
	Total	1288487	759218	58.9232	381818	377400	50.2910	49.7090
Public- Non Institutions	E-Voting		4424696	32.9879	51612	4373084	1.1665	98.8335
	Poll	13413100						
	Postal Ballot (If applicable)							
	Total	13413100	4424696	32.9879	51612	4373084	1.1665	98.8335
Total		42058006	32510333	77.2988	27759849	4750484	85.3878	14.6122
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

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are Interested in the agenda/resolution?				No				
Description of resolution considered				Waiver of recovery of excess remuneration paid to Mr. Sunil Sethy, for Financial Year 2020-21				
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		27326419	99.8903	27326419	0	100.0000	0.0000
	Poll	27356419						
	Postal Ballot (if applicable)							
	Total	27356419	27326419	99.8903	27326419	0	100.0000	0.0000
Public- Institutions	E-Voting		759218	58.9232	381818	377400	50.2910	49.7090
	Poll	1288487						
	Postal Ballot (if applicable)							
	Total	1288487	759218	58.9232	381818	377400	50.2910	49.7090
Public- Non Institutions	E-Voting		4424696	32.9879	55710	4368986	1.2591	98.7409
	Poll	13413100						
	Postal Ballot (if applicable)							
	Total	13413100	4424696	32.9879	55710	4368986	1.2591	98.7409
Total		42058006	32510333	77.2988	27763947	4746386	85.4004	14.5996
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

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mrs. Reena Suraiya as an Independent 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		27326419	99.8903	27326419	0	100.0000	0.0000
	Poll	27356419						
	Postal Ballot (If applicable)							
	Total	27356419	27326419	99.8903	27326419	0	100.0000	0.0000
Public- Institutions	E-Voting		759218	58.9232	381818	377400	50.2910	49.7090
	Poll	1288487						
	Postal Ballot (If applicable)							
	Total	1288487	759218	58.9232	381818	377400	50.2910	49.7090
Public- Non Institutions	E-Voting		4424646	32.9875	52658	4371988	1.1901	98.8099
	Poll	13413100						
	Postal Ballot (If applicable)							
	Total	13413100	4424646	32.9875	52658	4371988	1.1901	98.8099
Total		42058006	32510283	77.2987	27760895	4749388	85.3911	14.6089
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 Institutions	0
Public - Non Institutions	0

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman,
Annual General Meeting of the Equity Shareholders
of Zuari Agro Chemicals Limited
(Regd. Office: Jai Kisaan Bhawan, Zuarinagar, Goa - 403726)

Held on Friday, 17th day of September, 2021 at 4:00 p.m. IST,
through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

I, Shivaram Bhat, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Zuari Agro Chemicals Limited (CIN: L65910GA2009PLC006177), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the remote e-voting process in respect of the below mentioned resolutions proposed at the 12th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Friday, 17th day of September, 2021 at 4:00 p.m. IST through VC / OAVM.

I have also been appointed to scrutinize the e-voting process held at the said AGM.




1. I submit my report as under:

- a) The Company has informed me that on 25th August, 2021 it has completed the dispatch of notice through email to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 18th August, 2021.
- 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 remote e-voting remained open for the period commencing from Tuesday, 14th September, 2021, 10:00 a.m. (IST) to Thursday, 16th September, 2021, 05:00 p.m. (IST).
- d) The Remote e-voting was also made available to the members at/during the AGM pursuant to MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020 and January 13, 2021.
- e) After the conclusion of the AGM, using the scrutinizer's login on the CDSL e-voting portal, the votes cast through remote e-voting as above were unblocked in the presence of following two witnesses who are not in the employment of the company:



Vivek Naik-Desai



Pratik Joshi

- f) I have scrutinized and reviewed the remote e-voting and e-voting at the meeting based on the data downloaded from the CDSL e-voting system and matching with the Register of Members of the Company/list of beneficiaries as on 10th September, 2021, provided by the Registrar and Share Transfer Agents of the Company namely Link Intime India Private Limited.
- g) The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.



h) My responsibility as scrutinizer for the remote e-voting and the e-voting at the AGM is restricted to scrutinize votes cast and making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit consolidated result of the remote e-voting and the e-voting at the AGM in respect of the resolutions considered.

Item No. 1

To receive, consider and adopt: a) The Audited Financial Statements of the Company for the financial year ended 31st March, 2021 and the Reports of the Board of Directors and Auditors thereon b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021 and the Report of the Auditors thereon - 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
113	2,77,64,931	85.40

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
21	47,45,402	14.60

(iii) Invalid votes:

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



Item No. 2

To re-appoint Mr. N. Suresh Krishnan (DIN: 00021965) who retires by rotation and being eligible, offers himself for re-appointment - 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
109	2,77,63,681	85.40

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
24	47,46,602	14.60

(iii) Invalid votes:

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



Item No. 3

To appoint Statutory Auditors and fix their remuneration - 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
112	2,73,82,117	84.23

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
22	51,28,216	15.77

(iii) Invalid votes:

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



Item No. 4

Ratification of Payment of Remuneration to Cost Auditor - 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
111	2,77,59,849	85.39

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
23	47,50,484	14.61

(iii) Invalid votes:

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



Item No. 5

Waiver of recovery of excess remuneration paid to Mr. Sunil Sethy, for Financial Year 2020-21 - 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
103	2,77,63,947	85.40

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
31	47,46,386	14.60

(iii) Invalid votes:

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



Item No. 6

Appointment of Mrs. Reena Suraiya (DIN: 01824778) as an Independent 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
111	2,77,60,895	85.39

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
22	47,49,388	14.61

(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

The data and all other relevant records relating to e-voting were handed over to the Director authorized by the Board for safe keeping.

You may accordingly declare the result of the voting.

Thanking you, yours faithfully,

Place: Panaji, Goa.

Date : September 18, 2021



A handwritten signature in blue ink, appearing to read 'Shivaram', written over a horizontal line.

Shivaram Bhat
Practising Company Secretary
C P No. 7853

UDIN: A010454C000965221

For Zuari Agro Chemicals Limited

A handwritten signature in blue ink, appearing to read 'Vijayamahantesh', written over a horizontal line.

Vijayamahantesh Khannur
Company Secretary



Chairman/ Director/ Company Secretary