

September 7, 2019

To,
 The Manager – Corporate
 Relationship Department
 BSE Limited
 25th Floor, P.J. Towers,
 Dalal Street, Mumbai-400 001

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

Sub: Regulation 44(3) of SEBI (LODR) Regulations, 2015 - Disclosure of Voting Results.

Script Code: BSE - 500780, NSE - ZUARIGLOB

Dear Sir,

This is to inform you that the Shareholders at the 51st Annual General Meeting of the Company held on 6th September, 2019 have approved the following:

| S r . N o . | Particulars | Resolution required: (Ordinary/ Special) | Mode of voting: (Show of hands/Poll/Postal ballot/E- voting) | Results |
|--|---|---|---|--------------------------------|
| 1 | (a) To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2019 including audited Balance Sheet for the year ended 31st March, 2019 and the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon. (b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2019 including audited Consolidated Balance Sheet for the year ended 31st March, 2019 and the Consolidated Statement of Profit and Loss Account for the year ended on that date and the Report of the Auditors thereon. | Ordinary Resolution | Poll & E-voting | Passed with requisite majority |
| 2 | Declaration of dividend on Equity Shares for the financial year ended 31st March, 2019. | Ordinary Resolution | Poll & E-voting | Passed with requisite majority |
| 3 | Re-appointment of Ms. Jyotsna Poddar, (holding DIN 00055736), who retires by rotation and being eligible, offers herself for re-appointment. | Ordinary Resolution | Poll & E-voting | Passed with requisite majority |
| 4 | Re-appointment of Mr. Marco Wadia (DIN: 00244357) as an Independent Director. | Special Resolution | Poll & E-voting | Passed with requisite majority |
| 5 | Approval for Related Party Transactions under Section 188 of the Companies Act, 2013 | Ordinary Resolution | Poll & E-voting | Passed with requisite majority |

ZUARI GLOBAL LIMITED

(Formerly known as Zuari Industries Limited)

CIN No.: L65921GA1967PLC000157

Registered Office: Jaikisaan Bhawan, Zuarinagar, Goa - 403726, India

Tel: +0832 259 2180, 259 2181 Fax: +0832 255 5279

www.adventz.com

MP



The consolidated voting details of the 51st Annual General Meeting together with the report of the Scrutinizer dated 7th September, 2019 are enclosed.

Request you to take the same on records.

Thanking You,

Yours faithfully,

For **ZUARI GLOBAL LIMITED**



SACHIN PATIL

Asst. Company Secretary

Annexure - I

| | |
|--|------------|
| Date of the AGM/EGM | 06.09.2019 |
| Total number of shareholders on record date / cut-off date | 22,742 |
| No. of shareholders present in the meeting either in person or through proxy: | 40 |
| Promoters and Promoter Group: | 9 |
| Public | 31 |
| No. of Shareholders attended the meeting through Video Conferencing | NA |
| Promoters and Promoter Group: | - |
| Public | - |



Resolution 1

To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2019, together with the Reports of the Directors and Auditors thereon.

| | |
|--|----------|
| Resolution required: (Ordinary/ Special) | Ordinary |
| 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 | 16,143,659 | 11,673,387 | 72.31 | 11,673,387 | - | 100.00 | 0.00 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 16,143,659 | 11,673,387 | 72.31 | 11,673,387 | - | 100.00 | 0.00 |
| Public-Institutions | E-voting | 3,658,284 | 1,190,761 | 32.55 | 1,190,761 | - | 100.00 | 0.00 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 3,658,284 | 1,190,761 | 32.55 | 1,190,761 | - | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 9,638,661 | 184 | 0.00 | 184 | - | 100.00 | 0.00 |
| | Poll | | 4,776 | 0.05 | 4,726 | 50 | 98.95 | 1.05 |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 9,638,661 | 4,960 | 0.05 | 4,910 | 50 | 98.99 | 1.01 |
| Total | | 29,440,604 | 12,869,108 | 43.71 | 12,869,058 | 50 | 99.9996 | 0.0004 |



Resolution No. 2**To declare dividend on Equity Shares for the financial year ended 31st March, 2019.**

| | |
|--|----------|
| Resolution required: (Ordinary/ Special) | Ordinary |
| 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 | 16,143,659 | 11,673,387 | 72.31 | 11,673,387 | - | 100.00 | 0.00 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 16,143,659 | 11,673,387 | 72.31 | 11,673,387 | - | 100.0 | 0.0 |
| Public-Institutions | E-voting | 3,658,284 | 1,190,761 | 32.55 | 1,190,761 | - | 100.0 | 0.0 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 3,658,284 | 1,190,761 | 32.55 | 1,190,761 | - | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 9,638,661 | 184 | 0.00 | 184 | - | 100.00 | 0.00 |
| | Poll | | 4,726 | 0.05 | 4,726 | - | 100.00 | 0.00 |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 9,638,661 | 4,910 | 0.05 | 4,910 | - | 100.00 | 0.00 |
| Total | | 29,440,604 | 12,869,058 | 43.71 | 12,869,058 | - | 100.00 | 0.00 |



Resolution No. 3**Re-appointment of Ms. Jyotsna Poddar, (DIN: 00055736) as Director who retires by rotation and being eligible offers herself for re-appointment.**

| | |
|---|----------|
| Resolution required: (Ordinary/ Special) | Ordinary |
| Whether promoter/ promoter group are | Yes |

| 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 | 16,143,659 | 11,601,766 | 71.87 | 11,601,766 | - | 100.00 | 0.00 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 16,143,659 | 11,601,766 | 71.87 | 11,601,766 | - | 100.00 | 0.00 |
| Public-Institutions | E-voting | 3,658,284 | 1,190,761 | 32.55 | 1,190,761 | - | 100.00 | 0.00 |
| | Poll | | 0 | 0 | 0 | - | - | - |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 3,658,284 | 1,190,761 | 32.55 | 1,190,761 | - | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 9,638,661 | 184 | 0.00 | 184 | - | 100.00 | 0.00 |
| | Poll | | 4,776 | 0.05 | 4,726 | 50.00 | 98.95 | 1.05 |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 9,638,661 | 4,960 | 0.05 | 4,910 | 50 | 98.99 | 1.01 |
| Total | | 29,440,604 | 12,797,487 | 43.47 | 12,797,437 | 50 | 99.9996 | 0.0004 |



Resolution No. 4**Special resolution for Re-appointment of Mr. Marco Wadia (DIN: 00244357) as an Independent Director.**

| | |
|--|---------|
| Resolution required: (Ordinary/ Special) | Special |
| 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 | 16,143,659 | 11,673,387 | 72.31 | 11,673,387 | - | 100.00 | 0.00 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 16,143,659 | 11,673,387 | 72.31 | 11,673,387 | - | 100.00 | 0.00 |
| Public-Institutions | E-voting | 3,658,284 | 1,190,761 | 32.55 | 1,190,761 | - | 100.00 | 0.00 |
| | Poll | | - | 0 | - | - | - | - |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 3,658,284 | 1,190,761 | 32.55 | 1,190,761 | - | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 9,638,661 | 184 | 0.00 | 184 | - | 100.00 | 0.00 |
| | Poll | | 1,965 | 0.02 | 1,915 | 50 | 97.46 | 2.54 |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 9,638,661 | 2,149 | 0.02 | 2,099 | 50 | 97.7 | 2.3 |
| Total | | 29,440,604 | 12,866,297 | 43.70 | 12,866,247 | 50 | 99.9996 | 0.0004 |



Resolution No. 5

Approval of Related Party Transaction under section 188 of the Companies Act, 2013.

| | |
|--|----------|
| Resolution required: (Ordinary/ Special) | Ordinary |
| Whether promoter/ promoter group are interested in the agenda/resolution? | YES |

| 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 | 16,143,659 | 11,472,612 | 71.07 | 11,472,612 | - | 100.00 | 0.00 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 16,143,659 | 11,472,612 | 71.07 | 11,472,612 | - | 100.00 | 0.00 |
| Public-Institutions | E-voting | 3,658,284 | 1,190,761 | 32.55 | 1,190,761 | - | 100.00 | 0.00 |
| | Poll | | - | 0 | - | - | - | - |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 3,658,284 | 1,190,761 | 32.55 | 1,190,761 | - | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 9,638,661 | 184 | 0.00 | 184 | - | 100.00 | 0.00 |
| | Poll | | 4,776 | 0.05 | 4,726 | 50 | 98.95 | 1.05 |
| | Postal Ballot | Not Applicable | | | | | | |
| | Total | 9,638,661 | 4,960 | 0.05 | 4,910 | 50 | 98.99 | 1.01 |
| Total | | 29,440,604 | 12,668,333 | 43.03 | 12,668,283 | 50 | 99.9996 | 0.0004 |



Report of Scrutinizer

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

To,

Chairman, Annual General Meeting of the Equity Shareholders
of Zuari Global Limited

Held on Friday, 6th day of September, 2019 at 2.30p.m.
at "Jai Kisaan Bhawan", Zuarinagar, Goa -403726.

Dear Sir,

I, Shivaram Bhat, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken (which includes e-voting) on the below mentioned resolution(s), at the Fifty first Annual General Meeting of the Equity Shareholders of Zuari Global Limited, held on Friday, 6th day of September, 2019 at 2.30 p.m. at the registered office of the Company at "Jai Kisaan Bhawan", Zuarinagar, Goa -403726, submit my report as under:



Shivaram Bhat
Company Secretary

1. The Company has extended the facility of e-voting to the shareholders by tying up with the Link Intime India Private Limited('LIIPL').
2. The e-voting remained open for the period commencing from Tuesday,3rd September, 2019, 10:00 a.m. to Thursday,5th September, 2019, 05:00 p.m.
3. At the Annual General Meeting, after the time fixed for closing of the poll by the Chairman, one ballot box that was kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
5. Thereafter, using the scrutinizer's login on the LIIPLe-voting website, the votes cast through remote e-voting was unblocked in the presence of following two witnesses who are not in the employment of the company:



Pooja Alornekar



Kimberley Desouza

6. The votes cast by the shareholders through the e-voting facility were scrutinized.
7. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



Shivaram Bhat
Company Secretary

8. The result of the voting is as under:

Item No. 1

To Consider and adopt:

- a. the Audited Financial Statements of the Company for the year ended March 31, 2019; and
- b. the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2019.

(i) Voted in favour of the resolution:

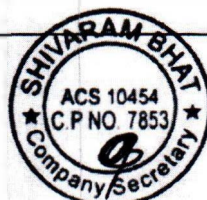
| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--|----------------------------------|--|------------------|---------------------------------------|
| Those present in person or by proxy at AGM (No of Ballots) | Through E-voting (No of Ballots) | Those present in person or by proxy at AGM | Through E-voting | |
| 25 | 13 | 4,726 | 1,28,64,332 | 99.99 |

(ii) Voted against the resolution:

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--|----------------------------------|--|------------------|---------------------------------------|
| Those present in person or by proxy at AGM (No of Ballots) | Through E-voting (No of Ballots) | Those present in person or by proxy at AGM | Through E-voting | |
| 1 | 0 | 50 | 0 | 0.01 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid (No of Ballots) | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



Shivaram Bhat
Company Secretary

Item No. 2

To declare dividend on Equity Shares for the financial year ended 31st March, 2019.

(i) Voted in favour of the resolution:

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--|----------------------------------|--|------------------|---------------------------------------|
| Those present in person or by proxy at AGM (No of Ballots) | Through E-voting (No of Ballots) | Those present in person or by proxy at AGM | Through E-voting | |
| 25 | 13 | 4,726 | 1,28,64,332 | 100 |

(ii) Voted against the resolution:

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--|----------------------------------|--|------------------|---------------------------------------|
| Those present in person or by proxy at AGM (No of Ballots) | Through E-voting (No of Ballots) | Those present in person or by proxy at AGM | Through E-voting | |
| 0 | 0 | 0 | 0 | 0 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid (No of Ballots) | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



Shivaram Bhat
Company Secretary

Item No. 3

Re-appointment of Ms. Jyotsna Poddar, (DIN: 00055736) as Director who retires by rotation and being eligible offers herself for re-appointment.

(i) Voted in favour of the resolution:

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--|----------------------------------|--|------------------|---------------------------------------|
| Those present in person or by proxy at AGM (No of Ballots) | Through E-voting (No of Ballots) | Those present in person or by proxy at AGM | Through E-voting | |
| 25 | 12 | 4,726 | 1,27,92,711 | 99.99 |

(ii) Voted against the resolution:

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--|----------------------------------|--|------------------|---------------------------------------|
| Those present in person or by proxy at AGM (No of Ballots) | Through E-voting (No of Ballots) | Those present in person or by proxy at AGM | Through E-voting | |
| 1 | 0 | 50 | 0 | 0.01 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid (No of Ballots) | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



Shivaram Bhat
Company Secretary

Item No. 4

Special resolution for Re-appointment of Mr. Marco Wadia (DIN: 00244357) as an Independent Director.

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

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--|----------------------------------|--|------------------|---------------------------------------|
| Those present in person or by proxy at AGM (No of Ballots) | Through E-voting (No of Ballots) | Those present in person or by proxy at AGM | Through E-voting | |
| 23 | 13 | 1,915 | 1,28,64,332 | 99.99 |

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

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--|----------------------------------|--|------------------|---------------------------------------|
| Those present in person or by proxy at AGM (No of Ballots) | Through E-voting (No of Ballots) | Those present in person or by proxy at AGM | Through E-voting | |
| 1 | 0 | 50 | 0 | 0.01 |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid (No of Ballots) | Total number of votes cast by them |
|---|------------------------------------|
| 2 | 2,811 |



Shivaram Bhat
Company Secretary

Item No. 5

Approval of Related Party Transaction under section 188 of the Companies Act, 2013.

(i) Voted in favour of the resolution:

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--|----------------------------------|--|------------------|---------------------------------------|
| Those present in person or by proxy at AGM (No of Ballots) | Through E-voting (No of Ballots) | Those present in person or by proxy at AGM | Through E-voting | |
| 25 | 12 | 4,726 | 1,26,63,557 | 99.99 |

(ii) Voted against the resolution:

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--|----------------------------------|--|------------------|---------------------------------------|
| Those present in person or by proxy at AGM (No of Ballots) | Through E-voting (No of Ballots) | Those present in person or by proxy at AGM | Through E-voting | |
| 1 | 0 | 50 | 0 | 0.01 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid (No of Ballots) | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



Shivaram Bhat
Company Secretary

9. A list of equity shareholders (in electronic format) who voted "FOR" and "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
10. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
11. You may accordingly declare the result of the voting.

Thanking you,



Yours faithfully,

Place: Panaji, Goa

Dated: September 7, 2019

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

Shivaram Bhat
Practising Company Secretary
CP No. 7853

For Zuari Global Limited

For ZUARI GLOBAL LIMITED

A handwritten signature in blue ink, appearing to be "Sachin Patil", written over a horizontal line.
Sachin Patil
Asst. Company Secretary

