

29th August, 2020

BSE Limited
Floor 25, P.J. Towers
Dalal Street
Mumbai 400 001

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

Sub: Submission of voting results of Postal Ballot

Dear Sirs,

The Company has sought approval of members through Postal Ballot vide Postal Ballot Notice dated 25th July, 2020.

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 special resolutions in the aforesaid postal ballot notice has been passed with requisite majority by the shareholders of the Company.

The results of Postal Ballot along with report of the scrutinizer dated 28th August, 2020 for the postal ballot process is enclosed herewith.

Request you to 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

Global Business Park, Tower - A, 5th Floor, M. G. Road, Sector 26, Gurgaon - 122 002, Haryana India.

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

www.adventz.com

Registered Office: Jaikisaan Bhawan, Zuarinagar, Goa - 403726



Summary of Voting Results of Postal Ballot

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| | |
|---|----------------|
| Date of AGM/EGM | Not Applicable |
| Total number of shareholders on record date | 23811 |
| No. of shareholders present in the meeting either in person or through proxy: a) Promoter and Promoter Group b) Public | Not Applicable |
| No. of shareholders present in the meeting either in person or through Video Conferencing a) Promoter and Promoter Group b) Public | Not Applicable |

| Resolution No. 1 | | Increase in the Borrowing Limits of the Company under Section 180(1)(c) of Companies Act, 2013: | | | | | | |
|---|----------------|--|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution Required | | Special Resolution | | | | | | |
| Whether promoter group are interested in the 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 | 16143659 | 14468481 | 89.6233 | 14468481 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 1204867 | 7.4634 | 1204867 | 0 | 100.0000 | 0.0000 |
| | Total | | 15673348 | 97.0867 | 15673348 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 3495108 | 1311568 | 37.5258 | 0 | 1311568 | 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 | | 1311568 | 37.5258 | 0 | 1311568 | 0.0000 | 100.0000 |
| Public Non Institutions | E-Voting | 9801837 | 69988 | 0.7140 | 68351 | 1637 | 97.6610 | 2.3390 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 69988 | 0.7140 | 68351 | 1637 | 97.6610 | 2.3390 |
| Total | | 29440604 | 17054904 | 57.9299 | 15741699 | 1313205 | 92.3001 | 7.6999 |

| Resolution No. 2 | | Creation of securities on the properties of the Company under Section 180(1)(a) of Companies Act, 2013 | | | | | | |
|---|----------------|---|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution Required | | Special Resolution | | | | | | |
| Whether promoter group are interested in the 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 | 16143659 | 14468481 | 89.6233 | 14468481 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 1204867 | 7.4634 | 1204867 | 0 | 100.0000 | 0.0000 |
| | Total | | 15673348 | 97.0867 | 15673348 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 3495108 | 1311568 | 37.5258 | 0 | 1311568 | 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 | | 1311568 | 37.5258 | 0 | 1311568 | 0.0000 | 100.0000 |
| Public Non Institutions | E-Voting | 9801837 | 69988 | 0.7140 | 68852 | 1136 | 98.3769 | 1.6231 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 69988 | 0.7140 | 68852 | 1136 | 98.3769 | 1.6231 |
| Total | | 29440604 | 17054904 | 57.9299 | 15742200 | 1312704 | 92.3031 | 7.6969 |

| Resolution No. 3 | | Increase in the Limits of investments/Loans and Guarantees under Section 186 of Companies Act, 2013: | | | | | | |
|---|----------------|---|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution Required | | Special Resolution | | | | | | |
| Whether promoter group are interested in the 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 | 16143659 | 14468481 | 89.6233 | 14468481 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 1204867 | 7.4634 | 1204867 | 0 | 100.0000 | 0.0000 |
| | Total | | 15673348 | 97.0867 | 15673348 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 3495108 | 1311568 | 37.5258 | 0 | 1311568 | 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 | | 1311568 | 37.5258 | 0 | 1311568 | 0.0000 | 100.0000 |
| Public Non Institutions | E-Voting | 9801837 | 69988 | 0.7140 | 68852 | 1136 | 98.3769 | 1.6231 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 69988 | 0.7140 | 68852 | 1136 | 98.3769 | 1.6231 |
| Total | | 29440604 | 17054904 | 57.9299 | 15742200 | 1312704 | 92.3031 | 7.6969 |



SCRUTINIZER'S REPORT

To
The Chairman
Zuari Global Limited (the Company)
Jai Kissan Bhawan,
Zuarinagar, Goa - 403726

Dear Sir,

1. The Board of Directors of the Company at its meeting held on July 17, 2020 has appointed me as Scrutinizer for the postal ballot voting process (which includes e-voting also) on the resolutions contained in the Notice dated July 25, 2020 issued pursuant to the Companies Act, 2013 and Rules made thereunder read with MCA Circulars dated April 8, 2020, April 13, 2020 and June 15, 2020.
2. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to Postal Ballot including e-voting.
3. My responsibility as scrutinizer for the Postal Ballot including 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 July 28, 2020 the dispatch of postal ballot notices and forms through email to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on July 24, 2020, the record date fixed for the purpose.



Shivaram Bhat
Company Secretary

- b. The Company has extended the facility of e-voting to the shareholders by tying up with the Link Intime India Private ("LI IPL") e-voting facility.
- c. The e-voting remained open for the period commencing from Thursday, 30th July, 2020 at 10.00 A.M to Friday, 28th August, 2020 at 5.00 P.M.
- d. The votes cast by the shareholders through the e-voting facility were scrutinized by verifying it using the scrutinizer's login on the LI IPL e-voting portal.
- e. The postal ballot forms, if any, received in physical form were kept separately in safe custody before commencing the scrutiny of such postal ballot forms.
- f. The postal ballot forms were duly opened and scrutinized with the assistance of LI IPL, Mumbai being the Registrar and Share Transfer Agents of the Company and the shareholding was matched/ confirmed with the Register of Members of the Company/list of beneficiaries as on 24th July, 2020.
- g. All postal ballot forms received up to 5.00 P.M. on Friday 28th August 2020, the last date and time fixed by the Company for receipt of the postal ballot forms, were considered for my scrutiny and were duly opened and scrutinized.
- h. 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 LI IPL and based on such reports generated and upon the counting of the postal ballots received, the consolidated result of the voting is as under:



Shivaram Bhat
Company Secretary

Item 1:

Special Resolution - Increase in the Borrowing Limits of the Company under Section 180(1)(c) of Companies Act, 2013:

(i) Voted in favour the resolution:

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--------------------------|----------|------------------------------|-------------|---------------------------------------|
| Postal Ballot | E-voting | Postal Ballot | E-voting | |
| 2 | 31 | 12,04,867 | 1,45,36,832 | |
| TOTAL VOTES | | 1,57,41,699 | | 92.30 |

(ii) Voted against the resolution:

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--------------------------|----------|------------------------------|-----------|---------------------------------------|
| Postal Ballot | E-voting | Postal Ballot | E-voting | |
| 0 | 7 | 0 | 13,13,205 | |
| TOTAL VOTES | | 13,13,205 | | 7.70 |

(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

Item 2:

Special Resolution - Creation of securities on the properties of the Company under Section 180(1)(a) of Companies Act, 2013

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

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--------------------------|----------|------------------------------|-------------|---------------------------------------|
| Postal Ballot | E-voting | Postal Ballot | E-voting | |
| 2 | 32 | 12,04,867 | 1,45,37,333 | |
| TOTAL VOTES | | 1,57,42,200 | | 92.30 |

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

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--------------------------|----------|------------------------------|-----------|---------------------------------------|
| Postal Ballot | E-voting | Postal Ballot | E-voting | |
| 0 | 6 | 0 | 13,12,704 | |
| TOTAL VOTES | | 13,12,704 | | 7.70 |

(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

Item 3:

Special Resolution - Increase in the Limits of investments/Loans and Guarantees under Section 186 of Companies Act, 2013:

(i) Voted in favour the resolution:

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--------------------------|----------|------------------------------|-------------|---------------------------------------|
| Postal Ballot | E-voting | Postal Ballot | E-voting | |
| 2 | 32 | 12,04,867 | 1,45,37,333 | |
| TOTAL VOTES | | 1,57,42,200 | | 92.30 |

(ii) Voted against the resolution:

| Number of members voting | | Number of votes cast by them | | % of total number of valid votes cast |
|--------------------------|----------|------------------------------|-----------|---------------------------------------|
| Postal Ballot | E-voting | Postal Ballot | E-voting | |
| 0 | 6 | 0 | 13,12,704 | |
| TOTAL VOTES | | 13,12,704 | | 7.70 |

(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 forms and other related papers and records is under my safe custody and I shall be handing over the same to the Company Secretary of the Company for safe keeping.
6. You may accordingly declare the result of the voting by postal ballot.

Thanking you,

Place: Panaji, Goa
Date : August 28, 2020



Yours faithfully,

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

Shivaram Bhat
Practicing Company Secretary
CP No. 7853

UDIN: A010454B000629963

Received
For ZUARI GLOBAL LIMITED
A handwritten signature in blue ink, appearing to be "Shivaram Bhat", written over the text.
Company Secretary

Chairman/ Director/ Company Secretary