

September 28, 2017

To,  
**The Manager – Corporate  
Relationship Department  
BSE Limited**  
25<sup>th</sup> 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: Outcome/proceedings of 49<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September, 2017 & Regulation 44(3) of SEBI (LODR) Regulations, 2015 – Disclosure of Voting Results:**

Dear Sir,

This is to inform you that the Shareholders at the 49th Annual General Meeting of the Company held on 28th September, 2017 have approved the following:

Sr. No.	Particulars	Resolution required: (Ordinary/Special)	Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)	Result
1.	(a)Adoption of standalone Audited Balance Sheet of the Company as at March 31, 2017, and the Statement of Profit and Loss for the financial year ended on that date together with the Reports of the Board of Directors' and Auditors' thereon.  (b)Adoption of consolidated Audited Balance Sheet of the Company as at March 31, 2017, and the Statement of Profit and Loss for the financial year ended on that date together with the Reports of the Board of Directors' and Auditors' thereon.	Ordinary Resolution	Poll & E-voting	Passed with requisite majority
2	Declaration of dividend of Re. 1/- per Equity Share	Ordinary Resolution	Poll & E-voting	Passed with requisite majority
3	Re-appointment of Ms. Jyotsna Poddar,(DIN: 00055736) as a Director of the Company.	Ordinary Resolution	Poll & E-voting	Passed with requisite majority
4	Appointment of M/s. Walker Chandio & Co., LLP., Chartered Accountants, Reg. No.001076N/N500013, as Statutory Auditors of the Company.	Ordinary Resolution	Poll & E-voting	Passed with requisite majority
5	Appointment of J.N. Godbole as independent Director	Ordinary Resolution	Poll & E-voting	Passed with requisite majority
6	Appointment of Jyotsna Poddar as Whole Time Director	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

Pursuant to Regulation 44(3) of SEBI (LODR), Regulations 2015, the details of the voting results at the Annual General Meeting of the Company are given below;

Date of the AGM:	<u>September 28, 2017</u>
Total number of shareholders on record date (Cut-off date for e-voting):	32363
No. of shareholders present in the meeting either in person or through proxy:	52
Promoters and Promoter Group:	11
Public:	41
No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable
Promoters and Promoter Group:	NIL
Public:	NIL

The consolidated voting details of 49th Annual General Meeting together with the reports of the Scrutinizer are enclosed.

Request you to kindly take the same on record.

Thanking You,

Yours faithfully,  
For **ZUARI GLOBAL LIMITED**

  
**SACHIN PATIL**  
Asst. Company Secretary

**Details of Voting Results**

Resolution No. 1 (a) & (b)

:Receive, consider and adopt

a.Audited Financial Statements for the year ended 31st March, 2017

b. Audited consolidated Financial Statements of the Company for the financial year ended March 31, 2017.

Resolution Required

: Ordinary 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	
Promoters and Promoter Group	E- voting	1,65,77,659	13341307	80.48	13341307	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		Not Applicable						
	<b>Total</b>		<b>1,65,77,659</b>	<b>1,33,41,307</b>	<b>80.48</b>	<b>1,33,41,307</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E- voting	4302771	2498678	58.07	2498678	0	0.00	0.00	
	Poll		0	0	0	0	0.00	0.00	
	Postal Ballot (if applicable)		Not Applicable						
	<b>Total</b>		<b>4302771</b>	<b>24,98,678</b>	<b>58.07</b>	<b>24,98,678</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Non Institutions	E- voting	85,60,174	1552	0.02	952	600	61.34	38.66	
	Poll		7703	0.09	7653	50	99.35	0.65	
	Postal Ballot (if applicable)		Not Applicable						
	<b>Total</b>		<b>85,60,174</b>	<b>9,255</b>	<b>0.11</b>	<b>8,605</b>	<b>650</b>	<b>92.98</b>	<b>7.02</b>
<b>Total</b>		<b>2,94,40,604</b>	<b>1,58,49,240</b>	<b>53.83</b>	<b>1,58,48,990</b>	<b>650</b>	<b>99.996</b>	<b>0.004</b>	

Resolution No. 2

:To declare dividend on Equity Shares for the Financial Year ended 31.03.2017

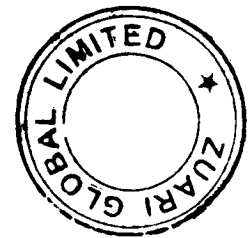
Resolution Required

: Ordinary 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	
Promoters and Promoter Group	E- voting	1,65,77,659	13341307	80.48	13341307	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		Not Applicable						
	<b>Total</b>		<b>1,65,77,659</b>	<b>1,33,41,307</b>	<b>80.48</b>	<b>1,33,41,307</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E- voting	4302771	2498678	58.07	2498678	0	0.00	0.00	
	Poll		0	0	0	0	0.00	0.00	
	Postal Ballot (if applicable)		Not Applicable						
	<b>Total</b>		<b>4302771</b>	<b>24,98,678</b>	<b>58.07</b>	<b>24,98,678</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Non Institutions	E- voting	85,60,174	1552	0.02	1052	500	67.78	32.22	
	Poll		7703	0.09	7653	50	99.35	0.65	
	Postal Ballot (if applicable)		Not Applicable						
	<b>Total</b>		<b>85,60,174</b>	<b>9,255</b>	<b>0.11</b>	<b>8,705</b>	<b>550</b>	<b>94.06</b>	<b>5.94</b>
<b>Total</b>		<b>2,94,40,604</b>	<b>1,58,49,240</b>	<b>53.83</b>	<b>1,58,48,690</b>	<b>550</b>	<b>99.997</b>	<b>0.003</b>	



**Resolution No. 3**

**:To appoint a Director in place of Mrs. Jyotsna Poddar(DIN:00055736) who retires by rotation and being eligible offers herself for re-appointment**

**Resolution Required**

: Ordinary 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	
Promoters and Promoter Group	E- voting	1,65,77,659	11786240	71.10	11786240	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		Not Applicable						
	<b>Total</b>		<b>1,65,77,659</b>	<b>1,17,86,240</b>	<b>71.10</b>	<b>1,17,86,240</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E- voting	4302771	2498678	58.07	2498678	0	0.00	0.00	
	Poll		0	0	0	0	0.00	0.00	
	Postal Ballot (if applicable)		Not Applicable						
	<b>Total</b>		<b>4302771</b>	<b>24,98,678</b>	<b>58.07</b>	<b>24,98,678</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Non Institutions	E- voting	85,60,174	1552	0.02	952	600	61.34	38.66	
	Poll		7703	0.09	7553	150	98.05	1.95	
	Postal Ballot (if applicable)		Not Applicable						
	<b>Total</b>		<b>85,60,174</b>	<b>9,255</b>	<b>0.11</b>	<b>8,505</b>	<b>750</b>	<b>91.90</b>	<b>8.10</b>
<b>Total</b>		<b>2,94,40,604</b>	<b>1,42,94,173</b>	<b>48.55</b>	<b>1,42,93,423</b>	<b>750</b>	<b>99.995</b>	<b>0.005</b>	

**Resolution No. 4**

**:Appointment of M/s Walker Chandio & Co., LLP (Firm Reg. No.001076N/N500013)as Statutory Auditor of the Company**

**Resolution Required**

: Ordinary 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	
Promoters and Promoter Group	E- voting	1,65,77,659	13341307	80.48	13341307	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		Not Applicable						
	<b>Total</b>		<b>1,65,77,659</b>	<b>1,33,41,307</b>	<b>80.48</b>	<b>1,33,41,307</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E- voting	4302771	2498678	58.07	2498678	0	0.00	0.00	
	Poll		0	0	0	0	0.00	0.00	
	Postal Ballot (if applicable)		Not Applicable						
	<b>Total</b>		<b>4302771</b>	<b>24,98,678</b>	<b>58.07</b>	<b>24,98,678</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Non Institutions	E- voting	85,60,174	1552	0.02	952	600	61.34	38.66	
	Poll		7703	0.09	7603	100	98.70	1.30	
	Postal Ballot (if applicable)		Not Applicable						
	<b>Total</b>		<b>85,60,174</b>	<b>9,255</b>	<b>0.11</b>	<b>8,555</b>	<b>700</b>	<b>92.44</b>	<b>7.56</b>
<b>Total</b>		<b>2,94,40,604</b>	<b>1,58,49,240</b>	<b>53.83</b>	<b>1,58,48,540</b>	<b>700</b>	<b>99.996</b>	<b>0.004</b>	

**Resolution No. 5**

**:Appointment of Mr. J. N. Godbole as an independent Director**

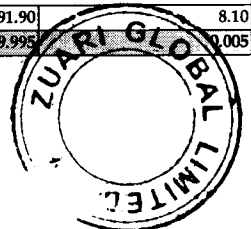
**Resolution Required**

: Ordinary 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	
Promoters and Promoter Group	E- voting	1,65,77,659	13341307	80.48	13341307	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		Not Applicable						
	<b>Total</b>		<b>1,65,77,659</b>	<b>1,33,41,307</b>	<b>80.48</b>	<b>1,33,41,307</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E- voting	4302771	2498678	58.07	2498678	0	0.00	0.00	
	Poll		0	0	0	0	0.00	0.00	
	Postal Ballot (if applicable)		Not Applicable						
	<b>Total</b>		<b>4302771</b>	<b>24,98,678</b>	<b>58.07</b>	<b>24,98,678</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Non Institutions	E- voting	85,60,174	1552	0.02	952	600	61.34	38.66	
	Poll		7703	0.09	7553	150	98.05	1.95	
	Postal Ballot (if applicable)		Not Applicable						
	<b>Total</b>		<b>85,60,174</b>	<b>9,255</b>	<b>0.11</b>	<b>8,505</b>	<b>750</b>	<b>91.90</b>	<b>8.10</b>
<b>Total</b>		<b>2,94,40,604</b>	<b>1,58,49,240</b>	<b>53.83</b>	<b>1,58,48,490</b>	<b>750</b>	<b>99.995</b>	<b>0.005</b>	



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	
Promoters and Promoter Group	E- voting	1,65,77,659	11786240	71.10	11786240	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		Not Applicable						
	Total		1,65,77,659	1,17,86,240	71.10	1,17,86,240	0	100.00	0.00
Public - Institutions	E- voting	4302771	2498678	58.07	2498678	0	0.00	0.00	
	Poll		0	0	0	0	0.00	0.00	
	Postal Ballot (if applicable)		Not Applicable						
	Total		4302771	24,98,678	58.07	24,98,678	0	100.00	0.00
Public - Non Institutions	E- voting	85,60,174	1552	0.02	952	600	61.34	38.66	
	Poll		7703	0.09	7553	150	98.05	1.95	
	Postal Ballot (if applicable)		Not Applicable						
	Total		85,60,174	9,255	0.11	8,505	750	91.90	8.10
<b>Total</b>		<b>2,94,40,604</b>	<b>1,42,94,173</b>	<b>48.55</b>	<b>1,42,93,423</b>	<b>750</b>	<b>99.998</b>	<b>0.005</b>	



**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,

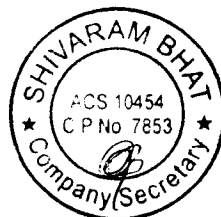
Chairman, Annual General Meeting of the Equity Shareholders  
of Zuari Global Limited

Held on Thursday, 28<sup>th</sup> day of September, 2017 at 10:00 A.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 Forty - Ninth Annual General Meeting of the Equity Shareholders of Zuari Global Limited, held on Thursday, 28<sup>th</sup> day of September, 2017 at 10:00 A.M. at "Jai Kisaan Bhawan", Zuarinagar, Goa-403726, submit my report as under:


1. The Company has extended the facility of e-voting to the shareholders by tying up with the Central Depository Services Limited ('CDSL') e-voting facility.

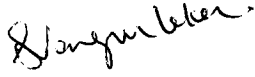


**Shivaram Bhat**  
**Company Secretary**

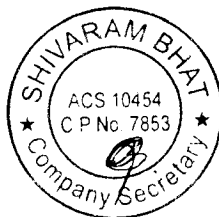
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2. The e-voting remained open for the period commencing from Monday, 25<sup>th</sup> September, 2017, 10:00 A.M. to Wednesday, 27<sup>th</sup> September, 2017, 05:00 P.M.
3. At the Annual General Meeting, after the time fixed for closing of the poll 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 CDSL e-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:

  
Siddhi Salkar

  
Shruti Vengurlekar

6. The votes cast by the shareholders through the e-voting facility were scrutinized.
7. I/We did not find any poll papers invalid.
8. The result of the voting is as under:



**Shivaram Bhat**  
**Company Secretary**

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**Item No. 1**

- (a) To receive, consider and adopt the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2017 including Audited Balance Sheet for the year ended 31<sup>st</sup> March, 2017 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 Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2017 including Audited Consolidated Balance Sheet for the year ended 31<sup>st</sup> March, 2017 and the Consolidated Statement of Profit and Loss Account for the year ended on that date and the Report of the Auditors thereon.

(i) Voted in favour of the resolution:

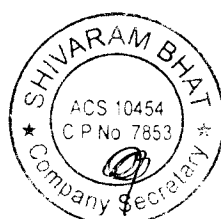
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
38	26	7653	15840937	99.9959

(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	2	50	600	0.0041

(iii) Invalid votes :

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





**Item No. 2**

To declare dividend on Equity Shares for the Financial Year ended 31<sup>st</sup> March 2017.

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

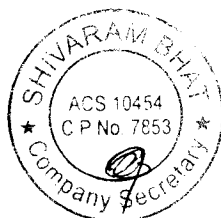
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
38	27	7653	15841037	99.9965

**(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	1	50	500	0.0035

**(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**

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**Item No. 3**

To approve re-appointment of Mrs. Jyotsna Poddar, (holding DIN: 00055736), who retires by rotation and being eligible offers herself for re-appointment.

(i) Voted in favour of the resolution:

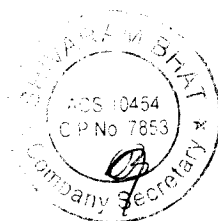
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
37	22	7553	14285870	99.9948

(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	
2	2	150	600	0.0052

(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**

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**Item No. 4**

To approve appointment of M/s. Walker Chandio & Co., LLP, Chartered Accountants, (Firm Registration No: 001076N/N500013) as Statutory Auditors of the Company and fix their remuneration.

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

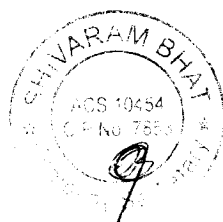
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
38	26	7603	15840937	99.9956

**(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	2	100	600	0.0044

**(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**

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**Item No. 5**

To approve appointment of Mr.J.N.Godbole (holding DIN: 00056830) as an Independent Director.

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

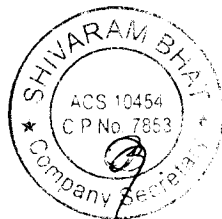
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
37	26	7553	15840937	99.9953

**(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	
2	2	150	600	0.0047

**(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**

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**Item No. 6**

To approve re-appointment of Mrs. Jyotsna Poddar, (holding DIN: 00055736) as Whole Time Director of the Company.

(i) Voted in favour of the resolution:

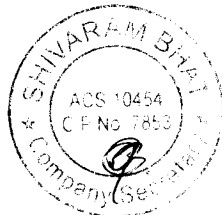
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
37	22	7553	14285870	99.9948

(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	
2	2	150	600	0.0052

(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**

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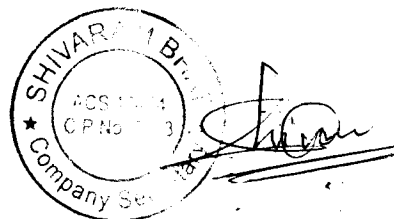
9. A list of equity shareholders (in electronic format) who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
10. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.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

Thanking you,

Yours faithfully,

Place: Zuarinagar, Goa.

Dated: September 28, 2017



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**Shivaram Bhat**  
**Practising Company Secretary**  
**CP No. 7853**

*Suh Krishan*