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31st March, 2025

BSE Limited
Mumbai

National Stock Exchange of India Ltd
Mumbai

SCRIP CODE: 512070 / 890209

SYMBOL: UPL / UPLPP1

Sub: Disclosure of Voting Results of the Extraordinary General Meeting held on Monday, 31st March, 2025

Dear Sir/Madam,

This is to inform you that Extraordinary General Meeting ('EGM') of the Company was held today i.e Monday, 31st March, 2025 through video conferencing / other audio-visual means.

Pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results along with the Scrutinizer's Report in respect of the businesses transacted at the EGM.

We request you to take the above information on records.

Thanking you,

Yours faithfully,
For **UPL Limited**

Sandeep Deshmukh
Company Secretary and
Compliance Officer
(ACS – 10946)

Encl.: As above

Cc: 1) London Stock Exchange
2) Singapore Stock Exchange
3) National Securities Depository Limited
4) Central Depository Services (India) Limited
5) MUFG Intime India Private Limited



UPL Limited

EGM Date: Monday, March 31, 2025

Date of the AGM/EGM:	March 31, 2025
Total number of shareholders on cut-off date for voting purpose i.e. March 24, 2025 (3,32,936 members holding fully paid shares and 6,890 members holding partly paid shares) :	339826
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group :	
Public :	
No. of shareholders attended the meeting through Video Conferencing:	75
Promoters and Promoter Group :	13
Public :	62

1. To appoint Mr. Hardeep Singh as a Director (Non-Executive, Non-Independent) of the Company

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	261,946,721	99.41	261,946,721	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		261,946,721	99.41	261,946,721	-	100.00	-
Public-Institutions	E-Voting	424,567,230	378,253,256	89.09	321,980,690	56,272,566	85.12	14.88
	Poll		-	-	-	-	-	-
	Total		378,253,256	89.09	321,980,690	56,272,566	85.12	14.88
Public-Non Institutions	E-Voting	108,885,188	29,523,770	27.11	29,347,679	176,091	99.40	0.60
	Poll		-	-	-	-	-	-
	Total		29,523,770	27.11	29,347,679	176,091	99.40	0.60
Total		796,951,387	669,723,747	84.04	613,275,090	56,448,657	91.57	8.43



EGM Date: Monday, March 31, 2025

2. To appoint Ms. M V Bhanumathi as an Independent Director of the Company

Resolution required : (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	261,946,721	99.41	261,946,721	-	100.00	-
	Poll		-	-	0	-	-	-
	Total		261,946,721	99.41	261,946,721	-	100.00	-
Public-Institutions	E-Voting	424,567,230	377,961,705	89.02	373,544,655	4,417,050	98.83	1.17
	Poll		-	-	-	-	-	-
	Total		377,961,705	89.02	373,544,655	4,417,050	98.83	1.17
Public-Non Institutions	E-Voting	108,885,188	29,523,624	27.11	29,498,145	25,479	99.91	0.09
	Poll		-	-	-	-	-	-
	Total		29,523,624	27.11	29,498,145	25,479	99.91	0.09
Total		796,951,387	669,432,050	84.00	664,989,521	4,442,529	99.34	0.66

3. To appoint Mr. Santosh Kumar Mohanty as an Independent Director of the Company

Resolution required : (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	261,946,721	99.41	261,946,721	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		261,946,721	99.41	261,946,721	-	100.00	-
Public-Institutions	E-Voting	424,567,230	379,244,699	89.33	375,971,091	3,273,608	99.14	0.86
	Poll		-	-	-	-	-	-
	Total		379,244,699	89.33	375,971,091	3,273,608	99.14	0.86
Public-Non Institutions	E-Voting	108,885,188	29,523,624	27.11	29,466,711	56,913	99.81	0.19
	Poll		-	-	-	-	-	-
	Total		29,523,624	27.11	29,466,711	56,913	99.81	0.19
Total		796,951,387	670,715,044	84.16	667,384,523	3,330,521	99.50	0.50



EGM Date: Monday, March 31, 2025

4. To approve material related party transaction in the nature of holding office/place of profit by Mr. Varun Shroff (relative of Director) in a subsidiary company

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,228,259	89.32	379,228,259	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,228,259	89.32	379,228,259	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,710	27.11	29,457,696	65,014	99.78	0.22
	Poll		-	-	-	-	-	-
	Total		29,522,710	27.11	29,457,696	65,014	99.78	0.22
Total		796,951,387	408,750,969	51.29	408,685,955	65,014	99.98	0.02

5. To approve material related party transactions pertaining to sale of materials and functional support services by UPL Limited to its subsidiaries

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,210	27.11	29,515,583	6,627	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,210	27.11	29,515,583	6,627	99.98	0.02
Total		796,951,387	408,766,905	51.29	408,760,278	6,627	100.00	0.00



UPL Limited

EGM Date: Monday, March 31, 2025

6. To approve material related party transactions pertaining to sale of materials by UPL Mauritius Limited to its subsidiaries

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,711	27.11	29,516,083	6,628	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,711	27.11	29,516,083	6,628	99.98	0.02
Total		796,951,387	408,767,406	51.29	408,760,778	6,628	100.00	0.00

7. To approve material related party transactions pertaining to sale of materials by UPL Corporation Limited, Mauritius to UPL Crop Protection Holdings Limited

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interestred in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,711	27.11	29,516,041	6,670	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,711	27.11	29,516,041	6,670	99.98	0.02
Total		796,951,387	408,767,406	51.29	408,760,736	6,670	100.00	0.00



UPL Limited

EGM Date: Monday, March 31, 2025

8. To approve material related party transactions pertaining to sale of materials by United Phosphorus (India) LLP to fellow subsidiaries

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,211	27.11	29,515,813	6,398	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,211	27.11	29,515,813	6,398	99.98	0.02
Total		796,951,387	408,766,906	51.29	408,760,508	6,398	100.00	0.00

9. To approve material related party transactions pertaining to sale of materials by United Phosphorus Cayman Limited to fellow subsidiaries

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,711	27.11	29,516,152	6,559	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,711	27.11	29,516,152	6,559	99.98	0.02
Total		796,951,387	408,767,406	51.29	408,760,847	6,559	100.00	0.00



UPL Limited

EGM Date: Monday, March 31, 2025

10. To approve material related party transactions pertaining to sale of materials and functional support services by Arysta LifeScience Benelux SRL to UPL Europe Supply Chain GmbH

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,710	27.11	29,516,081	6,629	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,710	27.11	29,516,081	6,629	99.98	0.02
Total		796,951,387	408,767,405	51.29	408,760,776	6,629	100.00	0.00

11. To approve material related party transactions pertaining to sale of materials by UPL Europe Supply Chain GMBH to UPL France

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,711	27.11	29,516,277	6,434	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,711	27.11	29,516,277	6,434	99.98	0.02
Total		796,951,387	408,767,406	51.29	408,760,972	6,434	100.00	0.00



UPL Limited

EGM Date: Monday, March 31, 2025

12. To approve material related party transactions pertaining to sale of materials by UPL Agricultural Product Trading FZE to UPL Do Brasil – Industria e Comércio de Insumos Agropecuários S.A.

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,211	27.11	29,515,637	6,574	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,211	27.11	29,515,637	6,574	99.98	0.02
Total		796,951,387	408,766,906	51.29	408,760,332	6,574	100.00	0.00

13. To approve material related party transactions pertaining to sale of materials by UPL Management DMCC to UPL Do Brasil – Industria e Comércio de Insumos Agropecuários S.A.

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,707	27.11	29,516,146	6,561	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,707	27.11	29,516,146	6,561	99.98	0.02
Total		796,951,387	408,767,402	51.29	408,760,841	6,561	100.00	0.00



UPL Limited

EGM Date: Monday, March 31, 2025

14. To approve material related party transactions pertaining to sale of materials by Superform Chemistries Limited to fellow subsidiaries

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,707	27.11	29,512,334	10,373	99.96	0.04
	Poll		-	-	-	-	-	-
	Total		29,522,707	27.11	29,512,334	10,373	99.96	0.04
Total		796,951,387	408,767,402	51.29	408,757,029	10,373	100.00	0.00

15. To approve material related party transactions pertaining to sale of materials and functional support services by Cerexagri S.A.S. to UPL Europe Supply Chain GmbH

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,711	27.11	29,516,102	6,609	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,711	27.11	29,516,102	6,609	99.98	0.02
Total		796,951,387	408,767,406	51.29	408,760,797	6,609	100.00	0.00



UPL Limited

EGM Date: Monday, March 31, 2025

16. To approve material related party transactions pertaining to sale of materials by UPL Do Brasil – Industria e Comércio de Insumos Agropecuários S.A. to Associates

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,711	27.11	29,516,134	6,577	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,711	27.11	29,516,134	6,577	99.98	0.02
Total		796,951,387	408,767,406	51.29	408,760,829	6,577	100.00	0.00

17. To approve material related party transactions pertaining to issuance of Corporate Guarantee by UPL Corporation Limited, Cayman on behalf of UPL Corporation Limited, Mauritius

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,228,259	89.32	379,228,259	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,228,259	89.32	379,228,259	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,691	27.11	29,516,123	6,568	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,691	27.11	29,516,123	6,568	99.98	0.02
Total		796,951,387	408,750,950	51.29	408,744,382	6,568	100.00	0.00

**18. To approve material related party transactions for providing financial support by subsidiaries of the Company to fellow subsidiaries (centralised Treasury operations)**

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,691	27.11	29,516,097	6,594	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,691	27.11	29,516,097	6,594	99.98	0.02
Total		796,951,387	408,767,386	51.29	408,760,792	6,594	100.00	0.00

19. To approve material related party transactions in connection with the investments by subsidiaries of the Company in fellow subsidiaries (centralised Treasury operations)

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1) # \$	No. of valid votes polled (2) \$	% of valid Votes Polled on outstanding shares (3)=[(2) / (1)]*100	No. of valid Votes in favour (4) \$	No. of valid Votes against (5) \$	% of valid Votes in favour on votes polled (6)=[(4) / (2)]*100	% of valid Votes against on votes polled (7)=[(5) / (2)]*100
Promoter and Promoter Group	E-Voting	263,498,969	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	424,567,230	379,244,695	89.33	379,244,695	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		379,244,695	89.33	379,244,695	-	100.00	-
Public-Non Institutions	E-Voting	108,885,188	29,522,691	27.11	29,516,097	6,594	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		29,522,691	27.11	29,516,097	6,594	99.98	0.02
Total		796,951,387	408,767,386	51.29	408,760,792	6,594	100.00	0.00

Notes:

- # The Company has issued partly paid-up equity shares. In order to facilitate accurate calculation of "% of Votes Polled on outstanding shares" in column no. (3), the figures appearing in column (1) - "No. of shares held" represent "No. of Voting Rights".
- \$ As the XBRL utility of the stock exchanges does not accept voting rights in fractions, voting rights have been rounded-off for the purpose of this disclosure.
- Promoter and Promoter Groups includes shares represented by GDR.
- There are 34 number of voting rights in Poll under Public-Non Institutions category. However, when we validate the sheet in XBRL, we are facing an error in "% of votes in favour / against on votes polled". As a result, we have included this share in E-Voting mode under the same category i.e. Public-Non Institutions.



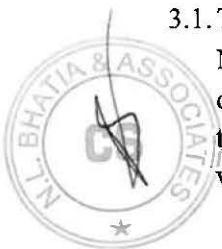
CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]

To,
Mr. Jaidev Shroff
Chairman and Group CEO
UPL Limited

Dear Sir,

1. I, Bhaskar Upadhyay, Partner, N L Bhatia and Associates, Practicing Company Secretaries, (Membership No. FCS 8663/ C. P. No. 9625), being appointed as the Scrutinizer, by the Board of Directors of UPL Limited ("the Company") for the purpose of scrutinizing the remote e-Voting and voting through electronic voting system during the Extra-Ordinary General Meeting ("EGM"), carried out as per the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the amendments made thereto, on the businesses contained in the Notice of the EGM of the Members of the Company, held on Monday, March 31, 2025 through Video Conferencing/ Other Audio-visual means ("VC facility").
2. The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and notifications relating to voting through electronic means on the businesses set out in the Notice of the EGM of the Members of the Company. My responsibility as a Scrutinizer for the remote e-Voting and e-voting during the EGM is to ensure that the voting process both through remote e-Voting and by e-Voting during the EGM are conducted in a fair and transparent manner and is restricted to making a Consolidated Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" on the businesses set out in the Notice, based on the reports generated from the e-Voting system of National Securities Depository Limited (NSDL), the authorized agency engaged by the Company, to provide e-Voting facility before and during the EGM.
3. Further to above, I submit my report as under:
 - 3.1. The Company had provided the remote e-Voting facility and e-Voting during the EGM through NSDL, on their website <https://www.evoting.nsdl.com> . The Company had uploaded the item of businesses to be transacted on the website of the Company (www.upl-ltd.com) and also on the website of NSDL (<https://www.evoting.nsdl.com>) to facilitate the Members to cast their votes through remote e-Voting and e-Voting during the EGM.



- 3.2. The Notice of EGM was sent through email to the Members whose email addresses were registered with the Company / RTA / Depository Participant(s), containing the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and notifications issued by the Ministry of Corporate Affairs ('MCA').
- 3.3. As prescribed in the Rules and General Circulars issued by the MCA, the Company has also published advertisements in newspapers on Sunday, March 09, 2025 in Financial Express (English-All Editions) and Western Times in vernacular language (Gujarati- Ahmedabad) which carried all required information as specified in the said rules and notifications.
- 3.4. The Members of the Company as on the "Cut-off" date i.e. Monday, March 24, 2025 were entitled to vote on the businesses (item nos. 1 to 19) as set out in the Notice of the EGM.
- 3.5. The remote e-Voting commenced on Thursday, March 27, 2025 (9.00 a.m. IST) and ended on Sunday, March 30, 2025 (5.00 p.m. IST) and the e-Voting platform of NSDL was blocked thereafter and then reopened during the EGM.
- 3.6. It was announced at the EGM held on Monday, March 31, 2025 through VC facility, that the Members who have not exercised their votes through remote e-Voting may, if they wish to, can exercise their votes through electronic voting system being provided during the EGM.
- 3.7. After closure of e-Voting at the EGM, the votes cast through remote e-Voting prior to the date of EGM and votes cast through e-Voting during the EGM were unblocked and downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the Company. The e-Voting data/results downloaded from the e-Voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
- 3.8. The Company's share capital as on, Monday, March 24, 2025, cut-off date for e-Voting, was 75,06,07,641 Equity Shares of Rs. 2/- each and 9,38,25,955 partly paid up equity shares which consists of 9,15,49,027 partly paid up equity shares of Re. 1 each and 22,76,928 partly paid up equity shares of Rs. 0.50 each.

The table below outlines the details of the number of fully paid-up and partly paid-up equity shares as of the cut-off date, along with the corresponding proportion of votes entitled to each category of members:



Face Value of Equity Shares (Rs.)	Paid-up Value of Equity Shares	Proportion of Votes counted	Total No. of Equity Shares	Number of Votes entitled to members in proportion to their holding
2	2	1	75,06,07,641	75,06,07,641
2	1	0.5	9,15,49,027	4,57,74,514
2	0.5	0.25	22,76,928	5,69,232
TOTAL			84,44,33,596	79,69,51,387

3.9. Based on the data downloaded from NSDL e-Voting system, the total votes cast in favour or against the resolutions proposed in the Notice of the EGM are as under:



Item No. 1 – As an Ordinary Resolution:**To appoint Mr. Hardeep Singh as a Director (Non-Executive, Non-Independent) of the Company.**(i) **Voted in favour of the resolution:**

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	906	582406444.00	91.5714%
Partly paid-up Equity shares of Re. 1/- each	339	30867917.30	
Partly Paid-up Equity Shares of Re 0.50/- each	69	728.25	
Total	1314	613275089.55	91.5714%

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	285	55116745.00	8.4286%
Partly paid-up Equity shares of Re. 1/- each	63	1308002.70	
Partly Paid-up Equity Shares of Rs. 0.50/- each	8	23908.75	
Total	356	56448656.45	8.4286%

(iii) Shareholders entitled to 51,27,459.50 votes have abstained from voting on the resolution.



Item No. 2 – As a Special Resolution:**To appoint Ms. M V Bhanumathi as an Independent Director of the Company.**(i) Voted in favour of the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1135	632931535.00	99.3363%
Partly paid-up Equity shares of Re. 1/- each	369	32043872.30	
Partly Paid-up Equity Shares of Rs. 0.50/- each	71	14113.75	
Total	1575	664989521.05	99.3363%

(ii) Voted against the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	53	4299958.00	0.6636%
Partly paid-up Equity shares of Re. 1/- each	31	132047.70	
Partly Paid-up Equity Shares of Rs. 0.50/- each	6	10523.25	
Total	90	4442528.95	0.6636%

(iii) Shareholders entitled to 13,34,158.75 votes have abstained from voting on the resolution.



Item No. 3 – As a Special Resolution:**To appoint Mr. Santosh Kumar Mohanty as an Independent Director of the Company.**(i) Voted in favour of the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1155	635195262.00	99.5034%
Partly paid-up Equity shares of Re. 1/- each	385	32175134.50	
Partly Paid-up Equity Shares of Rs 0.50/- each	72	14125.75	
Total	1612	667384522.25	99.5034%

(ii) Voted against the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	33	3319224.00	0.4965%
Partly paid-up Equity shares of Re. 1/- each	14	785.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	5	10511.25	
Total	52	3330520.75	0.4965%

(iii) Shareholders entitled to 1,62,974.75 votes have abstained from voting on the resolution.



Item No. 4 – As an Ordinary Resolution:

To approve material related party transaction in the nature of holding office/place of profit by Mr. Varun Shroff (relative of Director) in a subsidiary company.

i. Voted in favour of the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1134	394349832.00	99.9840%
Partly paid-up Equity shares of Re. 1/- each	360	14311535.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	73	24588.00	
Total	1567	408685955.50	99.9840%

ii. Voted against the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	34	60155.00	0.01590%
Partly paid-up Equity shares of Re. 1/- each	19	4810.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	4	49.00	
Total	57	65014.00	0.01590%

iii. Shareholders entitled to 1,57,129.75 votes have abstained from voting on the resolution.



Item No. 5 – As an Ordinary Resolution:

To approve material related party transactions pertaining to sale of materials and functional support services by UPL Limited to its subsidiaries.

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1146	394419938.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	76	24636.50	
Total	1589	408760278.00	99.9984%

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	21	5985.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	1	0.50	
Total	34	6627.50	0.0016%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 6 – As an Ordinary Resolution:

To approve material related party transactions pertaining to sale of materials by UPL Mauritius Limited to its subsidiaries.

(i) Voted in favour of the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1147	394420438.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Re 0.50/- each	76	24636.50	
Total	1590	408760778.00	99.9984%

(ii) Voted against the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	21	5985.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	1	0.50	
Total	34	6627.50	0.0016%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 7 – As an Ordinary Resolution:

To approve material related party transactions pertaining to sale of materials by UPL Corporation Limited, Mauritius to UPL Crop Protection Holdings Limited.

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1147	394420398.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	75	24634.50	
Total	1589	408760736.00	99.9984%

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	21	6025.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	2	2.50	
Total	35	6669.50	0.0016%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 8 – As an Ordinary Resolution:

To approve material related party transactions pertaining to sale of materials by United Phosphorus (India) LLP to fellow subsidiaries.

(i) Voted in favour of the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1148	394420168.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	76	24636.50	
Total	1591	408760508.00	99.9984%

(ii) Voted against the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	19	5755.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	1	0.50	
Total	32	6397.50	0.0016%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 9 – As an Ordinary Resolution:

To approve material related party transactions pertaining to sale of materials by United Phosphorus Cayman Limited to fellow subsidiaries.

(i) Voted in favour of the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1148	394420507.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	76	24636.50	
Total	1591	408760847.00	99.9984%

(ii) Voted against the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	20	5916.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	1	0.50	
Total	33	6558.50	0.0016%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 10 – As an Ordinary Resolution:

To approve material related party transactions pertaining to sale of materials and functional support services by Arysta LifeScience Benelux SRL to UPL Europe Supply Chain GmbH

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1147	394420438.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	75	24635.25	
Total	1589	408760776.75	99.9984%

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	21	5985.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	2	1.75	
Total	35	6628.75	0.0016%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 11 – As an Ordinary Resolution:

To approve material related party transactions pertaining to sale of materials by UPL Europe Supply Chain GMBH to UPL France.

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1149	394420633.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	75	24635.25	
Total	1591	408760971.75	99.9984%

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	19	5790.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	2	1.75	
Total	33	6433.75	0.0016%

(iv) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 12 – As an Ordinary Resolution:

To approve material related party transactions pertaining to sale of materials by UPL Agricultural Product Trading FZE to UPL Do Brasil – Industria e Comércio de Insumos Agropecuários S.A.

(i) Voted in favour of the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1147	394419993.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs 0.50/- each	75	24635.25	
Total	1589	408760331.75	99.9984%

(ii) Voted against the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	20	5930.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	2	1.75	
Total	34	6573.75	0.0016%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 13 – As an Ordinary Resolution:

To approve material related party transactions pertaining to sale of materials by UPL Management DMCC to UPL Do Brasil – Indústria e Comércio de Insumos Agropecuários S.A.

(i) Voted in favour of the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1148	394420504.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	74	24633.25	
Total	1589	408760840.75	99.9984%

(ii) Voted against the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	19	5915.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	3	3.75	
Total	34	6560.75	0.0016%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 14 – As an Ordinary Resolution:

To approve material related party transactions pertaining to sale of materials by Superform Chemistries Limited to fellow subsidiaries.

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1147	394420663.00	99.9975%
Partly paid-up Equity shares of Re. 1/- each	366	14311730.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	75	24635.25	
Total	1588	408757028.75	99.9975%

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	20	5756.00	0.0025%
Partly paid-up Equity shares of Re. 1/- each	13	4615.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	2	1.75	
Total	35	10372.75	0.0025%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 15 – As an Ordinary Resolution:

To approve material related party transactions pertaining to sale of materials and functional support services by Cerexagri S.A.S. to UPL Europe Supply Chain GmbH.

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1148	394420458.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	75	24635.25	
Total	1590	408760796.75	99.9984%

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	20	5965.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	2	1.75	
Total	34	6608.75	0.0016%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 16 – As an Ordinary Resolution:

To approve material related party transactions pertaining to sale of materials by UPL Do Brasil – Industria e Comércio de Insumos Agropecuários S.A. to Associates.

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1147	394420489.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	76	24636.50	
Total	1590	408760829.00	99.9984%

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	21	5934	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	1	0.5	
Total	34	6576.5	0.0016%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 17 – As an Ordinary Resolution:

To approve material related party transactions pertaining to issuance of Corporate Guarantee by UPL Corporation Limited, Cayman on behalf of UPL Corporation Limited, Mauritius.

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1147	394404042.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	76	24636.50	
Total	1590	408744382.00	99.9984%

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	20	5925.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	1	0.50	
Total	33	6567.50	0.0016%

(iii) Shareholders entitled to 1,57,129.75 equity shares have abstained from voting on the resolution.



Item No. 18 – As an Ordinary Resolution:

To approve material related party transactions for providing financial support by subsidiaries of the Company to fellow subsidiaries.

(i) Voted in favour of the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1145	394420452.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	76	24636.50	
Total	1588	408760792.00	99.9984%

(ii) Voted against the resolution:

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	22	5951.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	1	0.50	
Total	35	6593.50	0.0016%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



Item No. 19 – As an Ordinary Resolution:

To approve material related party transactions in connection with the investments by subsidiaries of the Company in fellow subsidiaries.

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	1146	394420453.00	99.9984%
Partly paid-up Equity shares of Re. 1/- each	367	14315703.50	
Partly Paid-up Equity Shares of Rs. 0.50/- each	75	24635.25	
Total	1588	408760791.75	99.9984%

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

Class of Equity Shares	Number of Members voted electronically	Number of votes cast	% of total number of valid votes cast
Fully paid-up Equity Shares of Rs. 2/- each	21	5950.00	0.0016%
Partly paid-up Equity shares of Re. 1/- each	12	642.00	
Partly Paid-up Equity Shares of Rs. 0.50/- each	2	1.75	
Total	35	6593.75	0.0016%

(iii) Shareholders entitled to 1,59,772.75 equity shares have abstained from voting on the resolution.



In view of the above scrutiny, I hereby certify that the Resolutions mentioned in Item Nos. 1 to 19 have been passed with requisite majority as on the day of the EGM i.e. Monday, March 31, 2025.

All the electronic data and relevant records of e-Voting will remain in my custody until the Chairman of the Company considers, approves, and signs the minutes of the EGM and the same shall be handed over thereafter to the Chairman / Company Secretary of the Company for safe keeping.

Thanking you,

Date: March 31, 2025

Place: Mumbai

For N. L. Bhatia & Associates

Practicing Company

Secretaries

UIN: P1996MH055800

P/R No.: 6392/2025



Bhaskar Upadhyay

Partner

FCS: 8663

CP. No. 9625

UDIN: F008663F004186837



**Countersigned
For UPL Limited**



Sandeep Deshmukh

Company Secretary and Compliance Officer

(ACS-10946)

Date: March 31, 2025

Place: Mumbai