UPL Limited, Uniphos House,
C.D. Marg, 11th Road, Madhu Park,
Khar (West), Mumbai – 400052,
India

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August 6, 2026

BSE Limited
Mumbai

National Stock Exchange of India Ltd
Mumbai

SCRIP CODE: 512070

SYMBOL: UPL

Sub: Summary of Proceedings, Voting Outcome and Scrutinizer's Report of the 42nd Annual General Meeting held on Thursday, August 6, 2026.

Dear Sir(s)/Madam

Pursuant to Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 42nd Annual General Meeting (AGM) of the Company was held today, i.e. Thursday, August 6, 2026, at 1:30 p.m. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in compliance with the applicable circulars issued by the Ministry of Corporate Affairs and SEBI.

In this regard, please find enclosed the following:

1.Summary of Proceedings of the AGM – Annexure A.
2.Voting Results of the resolutions passed at the AGM – Annexure B.
3.Consolidated report of the Scrutinizer on e-voting prior and during the AGM – Annexure C.

The above documents are also being uploaded on the Company's website at https://www.upl-ltd.com/investors/shareholder-center/shareholder-meeting.

This is for your information and records.

Thanking you,

Yours faithfully,
For **UPL Limited**

Sandeep Mohan Deshmukh
Digitally signed by Sandeep Mohan Deshmukh
Date: 2026.08.06 17:59:53 +05'30'

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

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Annexure A

SUMMARY OF PROCEEDINGS OF 42nd ANNUAL GENERAL MEETING

A. Day, Date, time and venue of the Annual General Meeting:

The 42nd Annual General Meeting ("AGM" or "Meeting") of the Members of the Company was held on Thursday, August 6, 2026 at 01:30 p.m. (IST) through Video Conferencing / Other Audio-Visual Means ("VC/OAVM") to transact the businesses as set out in the Notice dated May 11, 2026. The AGM was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs ("MCA") and circulars issued by the Securities and Exchange Board of India ("SEBI") and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder. The Company provided Members with the facility to attend the AGM through VC/OAVM. Members were given the opportunity to join the AGM 30 minutes before the scheduled commencement of the meeting, and the facility remained available throughout the proceedings. The Company also provided a live webcast of the AGM.

B. Proceedings in brief:

- Mr. Jaidev R. Shroff, Chairman & Group CEO, chaired the Meeting.
- As per the attendance record, 119 Members were present virtually at the Meeting and after ascertaining that the requisite quorum was present, Mr. Sandeep Deshmukh, Company Secretary, with the permission of the Chairman, called the Meeting to Order.
- Thereafter, the Company Secretary, informed that the AGM was convened using Audio-visual means. The Company had taken all possible steps to ensure that the shareholders were provided an opportunity to participate in the AGM either through video conferencing facility or watch the live webcast of the AGM proceedings and to vote on the resolutions set forth in the Notice.
- The Company Secretary informed the Members that the Notice convening the 42nd AGM, along with the Annual Report for the financial year 2025-26, and the unmodified Reports of the Statutory Auditors on both the standalone and consolidated financial statements, had already been circulated electronically to the members of the Company whose e-mail addresses had been registered with the Company/RTA/Depository Participant(s)/Depositories and were taken as read. It was also informed that the original documents, including Statutory Registers and other relevant documents, were made available for inspection.
- Thereafter, Mr. Jaidev R. Shroff, Chairman & Group CEO, introduced the Board of Directors, Key and Senior Managerial Personnel, Chairpersons of all the Committees and representatives of the Statutory, Secretarial and Cost Auditors of the Company who were also present virtually throughout the Meeting.
- The Chairman & Group CEO welcomed all the shareholders and other invitees present at the meeting.
- Thereafter, the Chairman & Group CEO apprised the Members that the Company had delivered a strong performance despite geopolitical tensions and highlighted the financial and operational performance of the Company during FY 2025-26. He also informed that the Board had recommended a final dividend of ₹6/- per equity share, subject to approval of shareholders.
- The Company Secretary briefed the Members on the regulatory matters and general instructions pertaining to the AGM.
- It was informed that the Company had appointed Mr. Bhaskar Upadhyay, Practicing Company Secretary (Membership No. FCS: 8663) as the Scrutinizer to scrutinize the remote e-voting and e-voting process in a fair and transparent manner.

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- The following items of businesses as set out in the Notice convening the 42nd AGM were put to vote. Members who had registered themselves as speakers were provided with an opportunity to ask questions or express their views through VC/OAVM facility. Clarifications were provided on the information sought by the members.

SN.	Particulars	Type of Resolution
ORDINARY BUSINESS		
1.	Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2.	Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the report of the Auditors thereon.	Ordinary Resolution
3.	Declaration of Dividend.	Ordinary Resolution
4.	Re-appointment of Mr. Jaidev R. Shroff (DIN: 00191050), as a Director liable to retire by rotation.	Ordinary Resolution
SPECIAL BUSINESS		
5.	Ratification of remuneration of Cost Auditor for FY 2026-27.	Ordinary Resolution
6.	Re-appointment of Ms. Naina Lal Kidwai (DIN: 00017806), as an Independent Director of the Company.	Special Resolution

Voting by members and results:

It was informed that:

- The Company had provided remote e-voting facility to its members to cast votes electronically on all items of businesses as set out in the Notice from Monday, August 3, 2026 at 09.00 a.m. (IST) to Wednesday, August 5, 2026 at 05.00 p.m. (IST).

- The facility to vote on resolutions through electronic voting system at the meeting was also made available to the members who participated in the meeting and had not cast their votes through remote e-voting.

The Company Secretary thanked the Members for attending and participating in the meeting.

The e-voting facility was kept open for the next 15 minutes to enable the members to cast their vote.

The Meeting concluded at 02:40 p.m. (IST) (including time allowed for e-voting at AGM).

Post the conclusion of the e-voting, the Scrutinizer's report was received. All the Resolutions were passed with requisite majority.

UPL Limited

Annexure B

UPL Limited

AGM Date: Thursday, August 6, 2026

Date of the AGM/~~EGM~~:	Thursday, August 6, 2026
Total number of shareholders on cut-off date for voting purpose i.e. July 30, 2026 :	282291
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:	119
Promoters and Promoter Group :	12
Public :	107

1. Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of 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 valid votes polled	% of valid Votes Polled on outstanding shares	No. of valid Votes in favour	No. of valid Votes against	% of valid Votes in favour on votes polled	% of valid 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	28,29,09,144	28,29,08,994	100.00	28,29,08,994	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		28,29,08,994	100.00	28,29,08,994	-	100.00	-
Public-Institutions	E-Voting	49,09,65,011	45,08,41,068	91.83	45,08,07,523	33,545	99.99	0.01
	Poll		-	-	-	-	-	-
	Total		45,08,41,068	91.83	45,08,07,523	33,545	99.99	0.01
Public-Non Institutions	E-Voting	7,02,95,163	31,85,510	4.53	31,85,023	487	99.98	0.02
	Poll		-	-	-	-	-	-
	Total		31,85,510	4.53	31,85,023	487	99.98	0.02
Total		84,41,69,318	73,69,35,572	87.30	73,69,01,540	34,032	100.00	0.00

UPL Limited

UPL **UPL Limited**

AGM Date: Thursday, August 6, 2026

2. Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the report of the 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 valid votes polled**	**% of valid Votes Polled on outstanding shares**	**No. of valid Votes in favour**	**No. of valid Votes against**	**% of valid Votes in favour on votes polled**	**% of valid 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	28,29,09,144	28,29,08,994	100.00	28,29,08,994	-	100.00	-
	Poll		-	-	0	-	-	-
	Total		28,29,08,994	100.00	28,29,08,994	-	100.00	-
Public-Institutions	E-Voting	49,09,65,011	45,08,41,068	91.83	45,08,07,523	33,545	99.99	0.01
	Poll		-	-	-	-	-	-
	Total		45,08,41,068	91.83	45,08,07,523	33,545	99.99	0.01
Public-Non Institutions	E-Voting	7,02,95,163	31,85,510	4.53	31,85,043	467	99.99	0.01
	Poll		-	-	-	-	-	-
	Total		31,85,510	4.53	31,85,043	467	99.99	0.01
Total		84,41,69,318	73,69,35,572	87.30	73,69,01,560	34,012	100.00	0.00

3. Declaration of Dividend.

Resolution required : (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interestred in the agenda/resolution ?			No					
Category	**Mode of Voting**	**No. of shares held**	**No. of valid votes polled**	**% of valid Votes Polled on outstanding shares**	**No. of valid Votes in favour**	**No. of valid Votes against**	**% of valid Votes in favour on votes polled**	**% of valid 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	28,29,09,144	28,29,08,994	100.00	28,29,08,994	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		28,29,08,994	100.00	28,29,08,994	-	100.00	-
Public-Institutions	E-Voting	49,09,65,011	45,48,97,990	92.65	45,48,97,990	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		45,48,97,990	92.65	45,48,97,990	-	100.00	-
Public-Non Institutions	E-Voting	7,02,95,163	31,85,510	4.53	31,85,161	349	99.99	0.01
	Poll		-	-	-	-	-	-
	Total		31,85,510	4.53	31,85,161	349	99.99	0.01
Total		84,41,69,318	74,09,92,494	87.78	74,09,92,145	349	100.00	0.00

UPL Limited

UPL Limited

AGM Date: Thursday, August 6, 2026

4. Re-appointment of Mr. Jaidev R. Shroff (DIN: 00191050), as a Director liable to retire by rotation.

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 valid votes polled	% of valid Votes Polled on outstanding shares	No. of valid Votes in favour	No. of valid Votes against	% of valid Votes in favour on votes polled	% of valid 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	28,29,09,144	28,29,08,994	100.00	28,29,08,994	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		28,29,08,994	100.00	28,29,08,994	-	100.00	-
Public-Institutions	E-Voting	49,09,65,011	45,45,26,690	92.58	39,91,91,171	5,53,35,519	87.83	12.17
	Poll		-	-	-	-	-	-
	Total		45,45,26,690	92.58	39,91,91,171	5,53,35,519	87.83	12.17
Public-Non Institutions	E-Voting	7,02,95,163	31,85,510	4.53	31,82,311	3,199	99.90	0.10
	Poll		-	-	-	-	-	-
	Total		31,85,510	4.53	31,82,311	3,199	99.90	0.10
Total		84,41,69,318	74,06,21,194	87.73	68,52,82,476	5,53,38,718	92.53	7.47

5. Ratification of remuneration of Cost Auditor for the FY 2026-27.

Resolution required : (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interestred in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of valid Votes Polled on outstanding shares	No. of valid Votes in favour	No. of valid Votes against	% of valid Votes in favour on votes polled	% of valid 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	28,29,09,144	28,29,08,994	100.00	28,29,08,994	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		28,29,08,994	100.00	28,29,08,994	-	100.00	-
Public-Institutions	E-Voting	49,09,65,011	45,48,97,990	92.65	45,48,97,990	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		45,48,97,990	92.65	45,48,97,990	-	100.00	-
Public-Non Institutions	E-Voting	7,02,95,163	31,85,510	4.53	31,79,935	5,575	99.82	0.18
	Poll		-	-	-	-	-	-
	Total		31,85,510	4.53	31,79,935	5,575	99.82	0.18
Total		84,41,69,318	74,09,92,494	87.78	74,09,86,919	5,575		0.00

UPL Limited *

UPL Limited

AGM Date: Thursday, August 6, 2026

6. Re-appointment of Ms. Naina Lal Kidwai (DIN: 00017806) 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**	**No. of valid votes polled**	**% of valid Votes Polled on outstanding shares**	**No. of valid Votes in favour**	**No. of valid Votes against**	**% of valid Votes in favour on votes polled**	**% of valid 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	28,29,09,144	28,29,08,994	100.00	28,29,08,994	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		28,29,08,994	100.00	28,29,08,994	-	100.00	-
Public-Institutions	E-Voting	49,09,65,011	45,48,97,990	92.65	44,17,99,943	1,30,98,047	97.12	2.88
	Poll		-	-	-	-	-	-
	Total		45,48,97,990	92.65	44,17,99,943	1,30,98,047	97.12	2.88
Public-Non Institutions	E-Voting	7,02,95,163	31,85,510	4.53	31,81,348	4,162	99.87	0.13
	Poll		-	-	-	-	-	-
	Total		31,85,510	4.53	31,81,348	4,162	99.87	0.13
Total		84,41,69,318	74,09,92,494	87.78	72,78,90,285	1,31,02,209	98.23	1.77

Note:
1. Promoter and Promoter Group includes shares represented by GDR.

UPL Limited *

N L BHATIA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

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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 42nd Annual General Meeting ("AGM"), 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 42nd AGM of the Members of the Company, held on Thursday, August 06, 2026 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 Companies Act, 2013, applicable Rules and notifications relating to voting through electronic means on the businesses set out in the Notice of the AGM of the Members of the Company. My responsibility as a Scrutinizer for the remote e-Voting and e-Voting during the AGM is to ensure that the voting process both through remote e-Voting and e-Voting during the AGM 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 AGM.

3. Further to the above, I submit my report as under:

3.1. The Company had provided the remote e-Voting facility and e-Voting during the AGM through NSDL, through their website https://www.evoting.nsdl.com/. The Company had uploaded the businesses to be transacted at the AGM 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 AGM.

N.L. BHATIA & ASSOCIATES

3.2. The Notice of AGM 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 MCA, the Company has also published advertisements in newspapers on Tuesday, June 30, 2026, 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. Thursday, July 30, 2026, were entitled to vote on the businesses (Item nos. 01 to 06) as set out in the Notice of the AGM.

3.5. The remote e-Voting commenced on Monday, August 03, 2026 (09:00 a.m. IST) and ended on Wednesday, August 05, 2026 (05:00 p.m. IST) and the e-Voting platform of NSDL was blocked thereafter and then reopened during the AGM.

3.6. It was announced at the AGM held on Thursday, August 06, 2026, 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 AGM.

3.7. After closure of e-Voting at the AGM, the votes cast through remote e-Voting prior to the date of AGM and votes cast through e-Voting during the AGM 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, Thursday, July 30, 2026, cut-off date for e-Voting, was 84,41,69,318 Equity Shares of Rs. 2/- each.

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 AGM are as under:

N. L. BHATIA & ASSOCIATES

Item No. 1 – As an Ordinary Resolution:

Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon

(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	1311	73,69,01,540	99.9954%
Total	**1311**	**73,69,01,540**	**99.9954%**

(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	16	34,032	0.0046%
Total	**16**	**34,032**	**0.0046%**

(iii) Shareholders entitled to 10,79,158 votes have abstained from voting on the resolution.

Item No. 2 – As an Ordinary Resolution:

Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the report of the Auditors thereon

(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	1312	73,69,01,560	99.9954%
Total	**1312**	**73,69,01,560**	99.9954%

(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	15	34,012	0.0046%
Total	**15**	**34,012**	**0.0046%**

(iii) Shareholders entitled to 10,79,158 votes have abstained from voting on the resolution.

<u>Item No. 3 – As an Ordinary Resolution:</u>

Declaration of Dividend

(i) <u>Voted in **favour** of the resolution:</u>

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	1316	74,09,92,145	100%*
Total	**1316**	**74,09,92,145**	**100%***

(ii) <u>Voted **against** the resolution:</u>

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	13	349	0.0000%*
Total	**13**	**349**	**0.0000%***

Rounded off

(iii) Shareholders entitled to 10,79,158 votes have abstained from voting on the resolution.

Item No. 4 – As an Ordinary Resolution:

Re-appointment of Mr. Jaidev R. Shroff (DIN: 00191050), as a Director liable to retire by rotation

(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	1202	68,52,82,476	92.5281%
Total	**1202**	**68,52,82,476**	**92.5281%**

(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	136	5,53,38,718	**7.4719%**
Total	**136**	**5,53,38,718**	**7.4719%**

(iii) Shareholders entitled to 5,33,66,858 votes have abstained from voting on the resolution.

N. L. BHATIA & ASSOCIATES

Item No. 5 – As an Ordinary Resolution:

Ratification of remuneration of Cost Auditor for the FY 2026-27

(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	1301	74,09,86,919	99.9992%
Total	**1301**	**74,09,86,919**	**99.9992%**

(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	28	5,575	0.0008%
Total	**28**	**5,575**	**0.0008%**

(iii) Shareholders entitled to 10,79,158 votes have abstained from voting on the resolution.

Item No. 6 – As a Special Resolution:

Re-appointment of Ms. Naina Lal Kidwai (DIN: 00017806), 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	1257	72,78,90,285	98.2318%
Total	**1257**	**72,78,90,285**	**98.2318%**

(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	74	1,31,02,209	**1.7682%**
Total	**74**	**1,31,02,209**	**1.7682%**

(iii) Shareholders entitled to 34,41,489 votes have abstained from voting on the resolution.

N. L. BHATIA & ASSOCIATES

In view of the above scrutiny, I hereby certify that the Resolutions mentioned in Item Nos. 01 to 06 have been passed with requisite majority as on the day of the AGM i.e. Thursday, August 06, 2026.

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 AGM and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you,

Date: August 06, 2026
Place: Mumbai

For N. L. Bhatia & Associates
Practicing Company Secretaries
UIN: P1996MH055800
P/R No.: 6392/2025

N.L. BHATIA & ASSOCIATES CS

Bhaskar Upadhyay
Partner
FCS: 8663
CP. No. 9625
UDIN: F008663H001038406

Countersigned
For **UPL Limited**

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

Date: August 06, 2026
Place: Mumbai