



UPL Limited, UPL House,
610 B/2, Bandra Village
Off Western Express Highway
Bandra (East), Mumbai 400 051, India.

w: www.upl-ltd.com
t: +91 22 7152 8000

30th March, 2022

BSE Limited
Mumbai

National Stock Exchange of India Ltd
Mumbai

SCRIP CODE: 512070

SYMBOL: UPL

Sub: Proceedings of the Extraordinary General Meeting held on 30th March, 2022

Dear Sir/Madam,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of the Extraordinary General Meeting of the Company held on Wednesday, 30th March, 2022.

We request you to take the above on record.

Thank you.

Yours faithfully,

For **UPL Limited**


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



Encl: As above



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SUMMARY OF PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING

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

The Extraordinary General Meeting (“EGM” or “Meeting”) of the Company was held on Wednesday, 30th March, 2022 through Video Conferencing / Other Audio-Visual Means (“VC Facility”) to transact the business as set out in the EGM Notice dated 2nd March, 2022.

The Meeting commenced at 4:00 p.m. (IST) and concluded at 5:06 p.m. (IST) (including time allowed for e-voting at EGM).

B. Proceedings in brief:

- Mr. Rajnikant D Shroff, Chairman & Managing Director, chaired the Meeting.
- The requisite quorum being present, the Chairman called the Meeting to order.
- The Chairman welcomed all the shareholders, auditors and other invitees present at the meeting.
- The Chairman introduced the Directors, Chief Financial Officer and Company Secretary present at the meeting. All the Directors were present at the AGM.
- Thereafter, the Company Secretary, informed that the EGM was convened using audio-visual means in compliance with the applicable circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. The Company had taken all possible steps to ensure that the shareholders were provided an opportunity to participate in the EGM either through video conferencing facility or watch the live webcast of the EGM proceedings and also vote on the resolutions.
- The Company Secretary informed the Members that the Notice convening the EGM was circulated electronically to the members of the Company whose email address were registered with the Company and physical copies to those shareholders whose email address are not registered with the Company. Thereafter, the Notice of the EGM and the explanatory statement was taken as read.
- Thereafter, the Chairman briefed the Members of the Company on Item No. 1 of the EGM Notice pertaining to appointment of Ms. Naina Lal Kidwai as an Independent Director for a period of 5 years.
- Further, Mr. Anand Vora briefed the Members of the Company on Item Nos. 2 to 4 pertaining to approval for Material Related Party Transactions and Item No. 5 pertaining to approval for Buyback of Equity Shares of the Company, forming part of Notice of the Meeting.
- The Company has appointed Mr. Bhaskar Upadhyay, Partner, N.L. Bhatia & Associates, Practicing Company Secretaries as the Scrutiniser to scrutinize the remote e-voting and e-voting at EGM process in a fair and transparent manner.
- The following items of business, as set out in the Notice convening the EGM were put to vote in the meeting. Shareholders were provided opportunity to ask questions or express their views through VC Facility. Clarifications were provided to the queries raised by the members.





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SN	Particulars	Type of Resolution
1.	To appoint Ms. Naina Lal Kidwai as an Independent Director of the Company	Special Resolution
2.	To approve Sale / Purchase / Services transactions of UPL Limited with its subsidiaries, joint ventures and associates carrying out business operations globally in ordinary course, which are part of UPL Limited's consolidated financial statements	Ordinary Resolution
3.	To approve Sale / Purchase / Services transactions amongst UPL Corporation Limited, Mauritius and subsidiaries, joint ventures and associates carrying out business operations globally in ordinary course, which are part of UPL Limited's consolidated financial statements	Ordinary Resolution
4.	To approve financial support transactions amongst UPL Corporation Limited, Mauritius and subsidiaries, joint ventures and associates carrying out business operations globally in ordinary course, which are part of UPL Limited's consolidated financial statements	Ordinary Resolution
5.	To approve buyback of equity shares 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 business as set out in the Notice.
- 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 e-voting results along with the consolidated Scrutiniser's Report shall be disseminated to the Stock Exchanges on or before 1st April, 2022 and also be placed on the website of the Company and National Securities Depository Limited.

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)

