



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

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March 31, 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 Extraordinary General Meeting held on Tuesday, March 31, 2026.

Dear Sir(s)/Madam(s),

Pursuant to Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Extraordinary General Meeting ("EGM") of the Company was held today i.e. Tuesday, March 31, 2026, at 3:30 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 EGM – Annexure A.
2. Voting Results of the resolutions passed at the EGM – Annexure B.
3. Consolidated report of the Scrutinizer on e-voting prior and during the EGM – 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 Deshmukh
Company Secretary and
Compliance Officer
(ACS-10946)

Encl: As above

Cc:

- | | | |
|---|--|-----------|
| 1) London Stock Exchange | 2) Singapore Stock Exchange | 3) NSE IX |
| 4) National Securities Depository Limited | 5) Central Depository Services (India) Limited | |
| 6) MUFG Intime India Private Limited | | |



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Annexure- A

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 Tuesday, March 31, 2026 at 3:30 p.m. (IST) through Video Conferencing / Other Audio-Visual Means (“VC/OVAM facility”) to transact the businesses as set out in the EGM Notice dated March 06, 2026.

B. Proceedings in brief:

- In the absence of Mr. Jaidev R. Shroff, Chairman and Group CEO, Mr. Vikram Shroff, Vice-Chairman & Co-CEO, chaired the Meeting.
- The requisite quorum being present, Mr. Sandeep Deshmukh, Company Secretary, with the permission of the Chairman, called the Meeting to order.
- Thereafter, the Company Secretary, informed that the EGM was convened using VC/OVAM facility in compliance with the applicable circulars issued by the 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 to vote on the resolutions.
- The Company Secretary informed the Members that the Notice convening the EGM had already been circulated electronically to the members of the Company and were taken as read.
- The Chairman then welcomed all the shareholders and introduced the Directors and Key Managerial Personnel present at the meeting.
- It was informed that the Company had appointed Mr. Bhaskar Upadhyay, Practising Company Secretary as the Scrutiniser to scrutinize the remote e-voting and e-voting 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. Shareholders were provided an opportunity to ask questions or express their views through VC/OVAM facility. Clarifications were provided to the information sought by the members.

SN.	Particulars	Type of Resolution
1.	Approval for material related party transactions pertaining to sale of materials and providing functional support services by UPL Limited to its subsidiaries	Ordinary Resolution
2.	Approval for material related party transactions pertaining to sale of materials and providing functional support services by Arysta LifeScience Benelux SRL to UPL Europe Supply Chain GmbH	
3.	Approval for material related party transactions pertaining to sale of materials by UPL Europe Supply Chain GmbH to UPL France	
4.	Approval for 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.	
5.	Approval for 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.	



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SN.	Particulars	Type of Resolution
6.	Approval for material related party transactions pertaining to sale of materials by Superform Chemistries Limited to its fellow subsidiaries	
7.	Approval for material related party transactions pertaining to sale of materials and providing functional support services by Cerexagri S.A.S. to UPL Europe Supply Chain GmbH	
8.	Approval for material related party transactions pertaining to sale of materials by UPL Do Brasil – Industria e Comércio de Insumos Agropecuários S.A. to associate entities	
9.	Approval for material related party transactions pertaining to issuance of Corporate Guarantee by UPL Corporation Limited, Cayman on behalf of UPL Corporation Limited, Mauritius	
10.	Approval for material related party transactions for providing financial support by the subsidiaries of the Company to other subsidiaries (Centralised Treasury Operations)	
11.	Approval for material related party transactions in connection with the proposed investments by the Company and its subsidiaries in other subsidiaries	

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 the items of business as set out in the Notice from 9.00 a.m (IST) on Friday, March 27, 2026, to 5:00 p.m. (IST) on Monday, March 30, 2026.
- The facility to vote on the 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 Meeting concluded at 04:13 p.m. (IST) (including time allowed for e-voting at EGM)

The e-voting facility was kept open for 15 minutes from conclusion of the meeting to enable the members to cast their vote.

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



EGM Date: Tuesday, March 31, 2026

Date of the AGM/EGM:	March 31, 2026
Total number of shareholders on cut-off date for voting purpose i.e. March 24, 2026 :	285156
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:	77
Promoters and Promoter Group :	12
Public :	65

1. Approval for material related party transactions pertaining to sale of materials and providing 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	28,29,09,144	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	44,74,82,740	42,61,74,699	95.24	42,61,74,699	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		42,61,74,699	95.24	42,61,74,699	-	100.00	-
Public-Non Institutions	E-Voting	11,37,77,434	1,44,37,603	12.69	1,44,16,036	21,567	99.85	0.15
	Poll		-	-	-	-	-	-
	Total		1,44,37,603	12.69	1,44,16,036	21,567	99.85	0.15
Total		84,41,69,318	44,06,12,302	52.19	44,05,90,735	21,567	100.00	0.00

EGM Date: Tuesday, March 31, 2026

2. Approval for material related party transactions pertaining to sale of materials and providing 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	28,29,09,144	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	44,74,82,740	42,61,74,699	95.24	42,61,74,699	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		42,61,74,699	95.24	42,61,74,699	-	100.00	-
Public-Non Institutions	E-Voting	11,37,77,434	1,44,37,603	12.69	1,44,16,021	21,582	99.85	0.15
	Poll		-	-	-	-	-	-
	Total		1,44,37,603	12.69	1,44,16,021	21,582	99.85	0.15
Total		84,41,69,318	44,06,12,302	52.19	44,05,90,720	21,582	100.00	0.00

3. Approval for 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	28,29,09,144	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	44,74,82,740	42,61,74,699	95.24	42,61,74,699	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		42,61,74,699	95.24	42,61,74,699	-	100.00	-
Public-Non Institutions	E-Voting	11,37,77,434	1,44,37,603	12.69	1,44,16,036	21,567	99.85	0.15
	Poll		-	-	-	-	-	-
	Total		1,44,37,603	12.69	1,44,16,036	21,567	99.85	0.15
Total		84,41,69,318	44,06,12,302	52.19	44,05,90,735	21,567	100.00	0.00

EGM Date: Tuesday, March 31, 2026

4. Approval for 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	28,29,09,144	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	44,74,82,740	42,61,74,699	95.24	42,61,74,699	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		42,61,74,699	95.24	42,61,74,699	-	100.00	-
Public-Non Institutions	E-Voting	11,37,77,434	1,44,37,603	12.69	1,44,16,021	21,582	99.85	0.15
	Poll		-	-	-	-	-	-
	Total		1,44,37,603	12.69	1,44,16,021	21,582	99.85	0.15
Total		84,41,69,318	44,06,12,302	52.19	44,05,90,720	21,582	100.00	0.00

5. Approval for 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 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	28,29,09,144	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	44,74,82,740	42,61,74,699	95.24	42,61,74,699	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		42,61,74,699	95.24	42,61,74,699	-	100.00	-
Public-Non Institutions	E-Voting	11,37,77,434	1,44,37,603	12.69	1,44,15,997	21,606	99.85	0.15
	Poll		-	-	-	-	-	-
	Total		1,44,37,603	12.69	1,44,15,997	21,606	99.85	0.15
Total		84,41,69,318	44,06,12,302	52.19	44,05,90,696	21,606	100.00	0.00

EGM Date: Tuesday, March 31, 2026

6. Approval for material related party transactions pertaining to sale of materials by Superform Chemistries Limited to its 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	28,29,09,144	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	44,74,82,740	42,61,74,699	95.24	42,61,74,699	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		42,61,74,699	95.24	42,61,74,699	-	100.00	-
Public-Non Institutions	E-Voting	11,37,77,434	1,44,37,603	12.69	1,44,16,021	21582	99.85	0.15
	Poll		-	-	-	-	-	-
	Total		1,44,37,603	12.69	1,44,16,021	21,582	99.85	0.15
Total		84,41,69,318	44,06,12,302	52.19	44,05,90,720	21,582	100.00	0.00

7. Approval for material related party transactions pertaining to sale of materials and providing 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	28,29,09,144	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	44,74,82,740	42,61,74,699	95.24	42,61,74,699	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		42,61,74,699	95.24	42,61,74,699	-	100.00	-
Public-Non Institutions	E-Voting	11,37,77,434	1,44,37,603	12.69	1,44,16,021	21,582	99.85	0.15
	Poll		-	-	-	-	-	-
	Total		1,44,37,603	12.69	1,44,16,021	21,582	99.85	0.15
Total		84,41,69,318	44,06,12,302	52.19	44,05,90,720	21,582	100.00	0.00

EGM Date: Tuesday, March 31, 2026

8. Approval for material related party transactions pertaining to sale of materials by UPL Do Brasil – Indústria e Comércio de Insumos Agropecuários S.A. to associate entities

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	28,29,09,144	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	44,74,82,740	42,61,74,699	95.24	42,61,74,699	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		42,61,74,699	95.24	42,61,74,699	-	100.00	-
Public-Non Institutions	E-Voting	11,37,77,434	1,44,37,593	12.69	1,44,15,987	21,606	99.85	0.15
	Poll		-	-	-	-	-	-
	Total		1,44,37,593	12.69	1,44,15,987	21,606	99.85	0.15
Total		84,41,69,318	44,06,12,292	52.19	44,05,90,686	21,606	100.00	0.00

9. Approval for 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	28,29,09,144	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	44,74,82,740	42,61,74,699	95.24	42,61,74,699	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		42,61,74,699	95.24	42,61,74,699	-	100.00	-
Public-Non Institutions	E-Voting	11,37,77,434	1,44,37,603	12.69	1,44,15,892	21,711	99.85	0.15
	Poll		-	-	-	-	-	-
	Total		1,44,37,603	12.69	1,44,15,892	21,711	99.85	0.15
Total		84,41,69,318	44,06,12,302	52.19	44,05,90,591	21,711	100.00	0.00

EGM Date: Tuesday, March 31, 2026

10. Approval for material related party transactions for providing financial support by the subsidiaries of the Company to other 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	28,29,09,144	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	44,74,82,740	42,61,74,699	95.24	42,61,74,699	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		42,61,74,699	95.24	42,61,74,699	-	100.00	-
Public-Non Institutions	E-Voting	11,37,77,434	1,44,37,603	12.69	1,44,15,941	21,662	99.85	0.15
	Poll		-	-	-	-	-	-
	Total		1,44,37,603	12.69	1,44,15,941	21,662	99.85	0.15
Total		84,41,69,318	44,06,12,302	52.19	44,05,90,640	21,662	100.00	0.00

11. Approval for material related party transactions in connection with the proposed investments by the Company and it's subsidiaries in other 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	28,29,09,144	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	44,74,82,740	42,61,74,699	95.24	42,61,74,699	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		42,61,74,699	95.24	42,61,74,699	-	100.00	-
Public-Non Institutions	E-Voting	11,37,77,434	1,44,39,153	12.69	1,44,17,366	21,787	99.85	0.15
	Poll		-	-	-	-	-	-
	Total		1,44,39,153	12.69	1,44,17,366	21,787	99.85	0.15
Total		84,41,69,318	44,06,13,852	52.19	44,05,92,065	21,787	100.00	0.00

- Notes:
- Promoter and Promoter Group includes shares represented by GDR.
 - There are 12 shares for which votes were cast through e-voting during the meeting and have been clubbed with E-voting under the 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 Extraordinary 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 Tuesday, March 31, 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 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 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 businesses to be transacted at the EGM 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 MCA, the Company has also published advertisements in newspapers on Tuesday, March 10, 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. Tuesday, March 24, 2026, were entitled to vote on the businesses (Item nos. 01 to 11) as set out in the Notice of the EGM.
- 3.5. The remote e-Voting commenced on Friday, March 27, 2026 (09:00 a.m. IST) and ended on Monday, March 30, 2026 (05:00 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 Tuesday, March 31, 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 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, Tuesday, March 24, 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 EGM are as under:



Item No. 1 – As an Ordinary Resolution:

Approval for material related party transactions pertaining to sale of materials and providing 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	1154	44,05,90,735	99.9951
Total	1154	44,05,90,735	99.9951

(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	14	21,567	0.0049
Total	14	21,567	0.0049

(iii) Shareholders entitled to 3,02,13,350 votes have abstained from voting on the resolution.



Item No. 2 – As an Ordinary Resolution:

Approval for material related party transactions pertaining to sale of materials and providing 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	1153	44,05,90,720	99.9951
Total	1153	44,05,90,720	99.9951

(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	21,582	0.0049
Total	15	21,582	0.0049

(iii) Shareholders entitled to 3,02,13,350 votes have abstained from voting on the resolution.



Item No. 3 – As an Ordinary Resolution:

Approval for 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	1154	44,05,90,735	99.9951
Total	1154	44,05,90,735	99.9951

(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	14	21,567	0.0049
Total	14	21,567	0.0049

(iii) Shareholders entitled to 3,02,13,350 votes have abstained from voting on the resolution.



Item No. 4 – As an Ordinary Resolution:

Approval for material related party transactions pertaining to sale of materials by UPL Agricultural Product Trading FZE to UPL Do Brasil - Industria e Comercio de Insumos Agropecuarios 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	1153	44,05,90,720	99.9951
Total	1153	44,05,90,720	99.9951

(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	21,582	0.0049
Total	15	21,582	0.0049

(iii) Shareholders entitled to 3,02,13,350 votes have abstained from voting on the resolution.



Item No. 5 – As an Ordinary Resolution:

Approval for material related party transactions pertaining to sale of materials by UPL Management DMCC to UPL Do Brasil- Industria e Comercio de Insumos Agropecuarios 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	1152	44,05,90,696	99.9951
Total	1152	44,05,90,696	99.9951

(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	21,606	0.0049
Total	16	21,606	0.0049

(iii) Shareholders entitled to 3,02,13,350 votes have abstained from voting on the resolution.



Item No. 6 – As an Ordinary Resolution:

Approval for material related party transactions pertaining to sale of materials by Superform Chemistries Limited to its 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	1153	44,05,90,720	99.9951
Total	1153	44,05,90,720	99.9951

(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	21,582	0.0049
Total	15	21,582	0.0049

(iii) Shareholders entitled to 3,02,13,350 votes have abstained from voting on the resolution.



Item No. 7 – As an Ordinary Resolution:

Approval for material related party transactions pertaining to sale of materials and providing 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	1153	44,05,90,720	99.9951
Total	1153	44,05,90,720	99.9951

(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	21,582	0.0049
Total	15	21,582	0.0049

(iii) Shareholders entitled to 3,02,13,350 votes have abstained from voting on the resolution.



Item No. 8 – As an Ordinary Resolution:

Approval for material related party transactions pertaining to sale of materials by UPL Do Brasil - Industria e Comercio de Insumos Agropecuarios S.A. to associate entities

(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	1151	44,05,90,686	99.9951
Total	1151	44,05,90,686	99.9951

(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	21,606	0.0049
Total	16	21,606	0.0049

(iii) Shareholders entitled to 3,02,13,350 votes have abstained from voting on the resolution.



Item No. 9 – As an Ordinary Resolution:

Approval for 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	1151	44,05,90,591	99.9951
Total	1151	44,05,90,591	99.9951

(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	17	21,711	0.0049
Total	17	21,711	0.0049

(iii) Shareholders entitled to 3,02,13,350 votes have abstained from voting on the resolution.



Item No. 10 – As an Ordinary Resolution:

Approval for material related party transactions for providing financial support by the subsidiaries of the Company to other subsidiaries (Centralised Treasury Operations)

(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	1151	44,05,90,640	99.9951
Total	1151	44,05,90,640	99.9951

(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	17	21,662	0.0049
Total	17	21,662	0.0049

(iii) Shareholders entitled to 3,02,13,350 votes have abstained from voting on the resolution.



Item No. 11 – As an Ordinary Resolution:

Approval for material related party transactions in connection with the proposed investments by the Company and its subsidiaries in other 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	1154	44,05,92,065	99.9951
Total	1154	44,05,92,065	99.9951

(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	17	21,787	0.0049
Total	17	21,787	0.0049

(iii) Shareholders entitled to 3,02,13,350 votes have abstained from voting on the resolution.



In view of the above scrutiny, I hereby certify that the Resolutions mentioned in Item Nos. 01 to 11 have been passed with requisite majority as on the day of the EGM i.e. Tuesday, March 31, 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 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, 2026

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: F008663G004142617

Countersigned
For UPL Limited

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



Date: March 31, 2026

Place: Mumbai