adventz

30th September, 2016

BSE Limited
Floor 25, P.J. Towers
Dalal Street
Mumbai 400 001

National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051

Sub: Voting Results & Report of Scrutinizer for the 48th Annual General Meeting of Zuari Global Limited.

Dear Sir/Madam,

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure requirements) Regulation, 2015, we are enclosing herewith the voting results of the business transacted and the consolidated report of scrutinizer for voting at the 48th Annual General Meeting of Zuari Global Limited held on 30th September, 2016 at the Registered Office of the Company at Jai Kisaan Bhawan, Zuarinagar, Goa.

Requesting you to kindly take the same on record.

Thanking you,

Yours faithfully,

For **ZUARI GLOBAL LIMITED**

Sachin Patil
Asst. Company Secretary

ZUARI GLOBAL LIMITED
(Formerly known as Zuari Industries Limited)
Registered Office : Jai Kisaan Bhawan, Zuarinagar, Goa - 403 726, India.
Telephone : (0832) 2592180, 2592181, Fax : (0832) 2555279, CIN-L65921GA1967PLC000157
Website : www.adventz.com

Resolution No. 1 (a)
ORDINARY RESOLUTION - ORDINARY BUSINESS : Adoption of Audited Financial Statements for the year ended 31st March, 2016
Whether promoter group are interested in the resolution? No

Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoters and Promoter Group	E- voting	19,166,884	17491706	91.26	17491706	0	100	0
	Poll		1,196,767	6.24	1,196,767	0	100	0
	Postal Ballot(if applicable)		Not Applicable					
	Total	19,166,884	18,688,473	97.50	18,688,473	0	100	0
Public - Institutions	E- voting	5067067	1,600,000	31.58	1,600,000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		Not Applicable					
	Total	5067067	1,600,000	31.58	1,600,000	0	100	0
Public - Non Institutions	E- voting	5,206,653	2,423	0.05	423	2000	17.46	82.54
	Poll		7,719	0.15	7,310	50	94.70	0.65
	Postal Ballot (if applicable)		Not Applicable					
	Total	5,206,653	10,142	0.19	7,733	2050	76.25	20.21
Total		29,440,604	20,298,615	68.95	20,296,206	2050	99.99	0.01

Resolution No. 1 (b)
ORDINARY RESOLUTION - ORDINARY BUSINESS : Adoption of consolidated Financial Statements of the Company for the financial year ended March 31, 2016.
Whether promoter group are interested in the resolution? No

Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoters and Promoter Group	E- voting	19,166,884	17491706	91.26	17491706	0	100.00	0.00
	Poll		1,196,767	6.24	1,196,767	0	100.00	0.00
	Postal Ballot(if applicable)		Not Applicable					
	Total	19,166,884	18,688,473	97.50	18,688,473	0	100.00	0.00
Public - Institutions	E- voting	5067067	1,600,000	31.58	1,600,000	0	100.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		Not Applicable					
	Total	5067067	1,600,000	31.58	1,600,000	0	100.00	0.00
Public - Non Institutions	E- voting	5,206,653	2,423	0.05	423	2000	17.46	82.54
	Poll		7,729	0.15	7,310	50	94.58	0.65
	Postal Ballot (if applicable)		Not Applicable					
	Total	5,206,653	10,152	0.19	7,733	2050	76.17	20.19
Total		29,440,604	20,298,625	68.95	20,296,206	2050	99.99	0.01

Resolution No. 2

ORDINARY RESOLUTION – ORDINARY BUSINESS : Declaration of Dividend for the Financial year ended 31.03.2016

Whether promoter group are interested in the resolution? No

Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoters and Promoter Group	E- voting	19,166,884	17491706	91.26003997	17491706	0	100.00	0.00
	Poll		1,196,767	6.24	1,196,767	0	100.00	0.00
	Postal Ballot(if applicable)		Not Applicable					
	Total	19,166,884	18,688,473	97.50	18,688,473	0	100.00	0.00
Public - Institutions	E- voting	5067067	1,600,000	31.58	1,600,000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		Not Applicable					
	Total	5067067	1,600,000	31.58	1,600,000	0	100.00	0.00
Public – Non Institutions	E- voting	5,206,653	2,423	0.05	423	2000	17.46	82.54
	Poll		7,729	0.15	7,200	50	93.16	0.65
	Postal Ballot (if applicable)		Not Applicable					
	Total	5,206,653	10,152	0.19	7,623	2050	75.09	20.19
Total		29,440,604	20,298,625	68.95	20,296,096	2050	99.99	0.01

Resolution No. 3

ORDINARY RESOLUTION – ORDINARY BUSINESS : Re-appointment of Mr. Saroj Kumar Poddar (DIN: 00008654) who retires by rotation and being eligible, offers himself for re appointment.

Whether promoter group are interested in the resolution? No

Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoters and Promoter Group	E- voting	19,166,884	16518717	86.18	16518717	0	100	0.00
	Poll		1,196,767	6.24	1,196,767	0	100	0.00
	Postal Ballot(if applicable)		Not Applicable					
	Total	19,166,884	17,715,484	92.43	17,715,484	0	100	0.00
Public - Institutions	E- voting	5067067	1,600,000	31.58	1,600,000	0	100	0.00
	Poll		0	0.00	0	0	0	0.00
	Postal Ballot (if applicable)		Not Applicable					
	Total	5067067	1,600,000	31.58	1,600,000	0	100.00	0.00
Public – Non Institutions	E- voting	5,206,653	2,423	0.05	423	2000	17.46	82.54
	Poll		7,729	0.15	7,210	150	93.29	1.94
	Postal Ballot (if applicable)		Not Applicable					
	Total	5,206,653	10,152	0.19	7,633	2150	75.19	21.18
Total		29,440,604	19,325,636	65.64	19,323,117	2150	99.99	0.01

Resolution No. 4

ORDINARY RESOLUTION – ORDINARY BUSINESS : Ratification of M/s S. R. Batliboi & Co., LLP, Chartered Accountants, New Delhi, (Firm Reg. No. 301003E/ E300005) as Statutory Auditor of the Company

Whether promoter group are interested in the resolution? No

Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoters and Promoter Group	E- voting	19,166,884	17491706	91.26	17491706	0	100.00	0.00
	Poll		1,196,767	6.24	1,196,767	0	100.00	0.00
	Postal Ballot(if applicable)		Not Applicable					
	Total	19,166,884	18,688,473	97.50	18,688,473	0	100.00	0.00
Public - Institutions	E- voting	5067067	1,600,000	31.58	1,600,000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		Not Applicable					
	Total	5067067	1,600,000	31.58	1,600,000	0	100.00	0.00
Public – Non Institutions	E- voting	5,206,653	2,423	0.05	423	2000	17.46	82.54
	Poll		7,729	0.15	7,210	150	93.29	1.94
	Postal Ballot (if applicable)		Not Applicable					
	Total	5,206,653	10,152	0.19	7,633	2150	75.19	21.18
Total		29,440,604	20,298,625	68.95	20,296,106	2150	99.99	0.01

Resolution No. 5

SPECIAL RESOLUTION – : Reclassification of shareholder from Promoter Group Category to Public Category

Whether promoter group are interested in the resolution? No

Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoters and Promoter Group	E- voting	19,166,884	17491706	91.26	14701706	0	84.05	0.00
	Poll		1,196,767	6.24	1,196,767	0	100.00	0.00
	Postal Ballot(if applicable)		Not Applicable					
	Total	19,166,884	18,688,473	97.50	15,898,473	0	85.07	0.00
Public - Institutions	E- voting	5067067	1,600,000	31.58	1,600,000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		Not Applicable					
	Total	5067067	1,600,000	31.58	1,600,000	0	100.00	0.00
Public – Non Institutions	E- voting	5,206,653	2,423	0.05	423	2000	17.46	82.54
	Poll		7,179	0.14	7,300	50	1.02	0.70
	Postal Ballot (if applicable)		Not Applicable					
	Total	5,206,653	9,602	0.18	7,723	2050	80.43	21.35
Total		29,440,604	20,298,075	68.95	17,506,196	2050	86.25	0.01

ZUARI GLOBAL LTD. Zuarinagar

CS Shivaram Bhat
Company Secretary

309, Gera Imperium 1, Patto, Panaji, Goa 403001

Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman, Annual General Meeting of the Equity Shareholders
of ZUARI GLOBAL LIMITED

Held on Friday, 30th day of September, 2016 at 10.30 a.m.
at Jai Kisaan Bhawan, Zuarinagar, Goa- 403726.

Dear Sir,

I, Shivaram Bhat, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken (which includes e-voting) on the below mentioned resolution(s), at the Forty Eighth Annual General Meeting of the Equity Shareholders of Zuari Global Limited, held on Friday, 30th day of September, 2016 at 10.30 a.m. at the registered office of the company at Jai Kisaan Bhawan, Zuarinagar, Goa- 403726, submit my report as under:

☎: 0832 2438911 : 9422 05 8248 : cs.sbhat@gmail.com

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

2. The e-voting remained open for the period commencing from Tuesday, 27th September, 2016, 10:00 A.M to Thursday, 29th September, 2016, 05:00 P.M.

3. At the Annual General Meeting, after the time fixed for closing of the poll by the Chairman, one ballot box that was kept for polling was sealed in my presence with due identification marks placed by me.

4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.

5. Thereafter, using the scrutinizer's login on the CDSL e-voting website, the votes cast through remote e-voting was unblocked in the presence of following two witnesses who are not in the employment of the company:

Shraddha Prabhukhanolkar

Siddhi Salkar

6. The votes cast by the shareholders through the e-voting facility were scrutinized.

7. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

ZUARI GLOBAL LTD Zuarinagar

8. The result of the voting is as under:

Item No. 1 (a)

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2016 including audited Balance Sheet for the year ended 31st March, 2016 and the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
39	19	12,04,077	1,90,92,129	99.990

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
1	2	50	2,000	0.010

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	368

ZUARI GLOBAL LTD. Zuarinagar

SHIVARAM BHAT

Item No. 1 (b)

To receive, consider and adopt the Consolidated Financial Statements of the Company for the year ended 31st March, 2016 including audited Consolidated Balance Sheet for the year ended 31st March, 2016 and the Consolidated Statement of Profit and Loss Account for the year ended on that date and the Report of the Auditors thereon.

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
39	19	12,04,077	1,90,92,129	99.990

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
1	2	50	2,000	0.010

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	368

ZUARI GLOBAL LTD. Zuarinagar

Item No. 2

To declare dividend on equity shares for the financial year ended 31st March, 2016.

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
37	19	12,03,967	1,90,92,129	99.990

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
1	2	50	2,000	0.010

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	368

ZUARI GLOBAL LTD. Zuarinagar

Item No. 3

To approve re-appointment of Mr. Saroj Kumar Poddar, (DIN: 00008654), who retires by rotation and being eligible, offers himself for re-appointment.

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
38	18	12,03,977	1,81,19,140	99.989

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
2	2	150	2,000	0.011

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	368

ZUARI GLOBAL LTD. Zuarinagar

ACS 13454 C.P. No. 7853 Company Secretary

Item No. 4

To ratify appointment of M/s S. R. Batliboi & Co., LLP, Chartered Accountants, (Firm. Reg. No. 301003E) as Statutory Auditors of the Company and fix their remuneration.

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
38	19	12,03,977	1,90,92,129	99.989

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
2	2	150	2,000	0.011

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	368

ZUARI GLOBAL LTD. Zuarinagar

Item No. 5

To approve reclassification of shareholders from Promoter Category to Public Category.

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
38	18	12,04,067	1,63,02,129	99.988

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
1	2	50	2,000	0.012

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	27,90,368

9. A 'pen-drive' containing a list of equity shareholders who voted **"FOR, AGAINST"** and those whose votes were declared invalid for each resolution is enclosed.

10. The poll papers and all other relevant records were sealed and handed over to the Assistant Company Secretary authorized by the Board/ Chairman for safe keeping.

11. You may accordingly declare the result of the voting.

Thanking you,

Yours faithfully,

Place: Zuarinagar, Goa.
Date: September 30, 2016

Shivaram Bhat
Practising Company Secretary
CP No. 7853

ZUARI GLOBAL LTD. Zuarinagar