

24th September, 2025

BSE Limited
Floor 25, P.J. Towers,
Dalal Street,
Mumbai - 400 001
BSE scrip Code: 534742

National Stock Exchange of India Ltd,
Exchange Plaza, 5th floor,
Bandra-Kurla Complex,
Bandra (E).
Mumbai - 400 051
NSE Symbol: ZUARI

Sub: Regulation 44(3) of SEBI (LODR) Regulations, 2015 -Voting results and Consolidated Report of the scrutiniser w.r.t. the 16th Annual General Meeting of the Company held on 23rd September, 2025

Dear Sirs,

This is to inform you that the Shareholders at the 16th Annual General Meeting of the Company held on Tuesday, 23rd September, 2025 have approved all the resolutions as set out in the notice of the 16th Annual General Meeting.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the consolidated report of the 16th Annual General Meeting as Annexure I and the report of the Scrutinizer, Ms. Shubhangi Venkatesh Baichwal, Practicing Company Secretary dated 24th September, 2025 as Annexure II.

Request you to kindly take the same on record.

Thanking You,

Yours Faithfully,
For Zuari Agro Chemicals Limited

Asheeba Pereira
Company Secretary

Encl: As above



Details of voting results pursuant to
Reg 44(3) of SEBI (LODR) Regulations, 2015

Annexure 1

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Validate

Voting results	
Record date	16-09-2025
Total number of shareholders on record date	47938
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	9
b) Public	51
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	Add Notes

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Validate

Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements for the financial year ended 31st March, 2025 and the reports of Board of Directors and Auditors thereon.				
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
Promoter and Promoter Group	E-Voting		27403339	99.9212	27403339	0	100.0000	0.0000
	Poll	27424960						
	Postal Ballot (if applicable)							
	Total	27424960	27403339	99.9212	27403339	0	100.0000	0.0000
Public-Institutions	E-Voting		366997	26.2645	366997	0	100.0000	0.0000
	Poll	1397314						
	Postal Ballot (if applicable)							
	Total	1397314	366997	26.2645	366997	0	100.0000	0.0000
Public- Non Institutions	E-Voting		101039	0.7634	100863	176	99.8258	0.1742
	Poll	13235732						
	Postal Ballot (if applicable)							
	Total	13235732	101039	0.7634	100863	176	99.8258	0.1742
Total		42058006	27871375	66.2689	27871199	176	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Validate

Resolution (2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mr. Athar Shahab (DIN: 01824891), who retires by rotation and being eligible, offers himself for re-appointment				
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
Promoter and Promoter Group	E-Voting		27403339	99.9212	27403339	0	100.0000	0.0000
	Poll	27424960						
	Postal Ballot (if applicable)							
	Total	27424960	27403339	99.9212	27403339	0	100.0000	0.0000
Public-Institutions	E-Voting		366997	26.2645	221092	145905	60.2435	39.7565
	Poll	1397314						
	Postal Ballot (if applicable)							
	Total	1397314	366997	26.2645	221092	145905	60.2435	39.7565
Public- Non Institutions	E-Voting		101039	0.7634	100814	225	99.7773	0.2227
	Poll	13235732						
	Postal Ballot (if applicable)							
	Total	13235732	101039	0.7634	100814	225	99.7773	0.2227
Total		42058006	27871375	66.2689	27725245	146130	99.4757	0.5243
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the payment of Remuneration payable to M/s. S. S. Sonthalia & Co, Cost Auditor				
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
Promoter and Promoter Group	E-Voting		27403339	99.9212	27403339	0	100.0000	0.0000
	Poll	27424960						
	Postal Ballot (if applicable)							
	Total	27424960	27403339	99.9212	27403339	0	100.0000	0.0000
Public-Institutions	E-Voting		366997	26.2645	366997	0	100.0000	0.0000
	Poll	1397314						
	Postal Ballot (if applicable)							
	Total	1397314	366997	26.2645	366997	0	100.0000	0.0000
Public- Non Institutions	E-Voting		101039	0.7634	100849	190	99.8120	0.1880
	Poll	13235732						
	Postal Ballot (if applicable)							
	Total	13235732	101039	0.7634	100849	190	99.8120	0.1880
Total	Total	42058006	27871375	66.2689	27871185	190	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Validate

Resolution (4)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve appointment of Mr. Shivaram Bhat as Secretarial Auditor for a term of five consecutive financial years from 1st April, 2025 to 31st March, 2030.				
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
Promoter and Promoter Group	E-Voting		27403339	99.9212	27403339	0	100.0000	0.0000
	Poll	27424960						
	Postal Ballot (if applicable)							
	Total	27424960	27403339	99.9212	27403339	0	100.0000	0.0000
Public- Institutions	E-Voting		366997	26.2645	366997	0	100.0000	0.0000
	Poll	1397314						
	Postal Ballot (if applicable)							
	Total	1397314	366997	26.2645	366997	0	100.0000	0.0000
Public- Non Institutions	E-Voting		101039	0.7634	100858	181	99.8209	0.1791
	Poll	13235732						
	Postal Ballot (if applicable)							
	Total	13235732	101039	0.7634	100858	181	99.8209	0.1791
Total		42058006	27871375	66.2689	27871194	181	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Validate

Resolution (5)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve Enhancement in the Limits of investments/Loans and Guarantees under section 186 of the Companies Act, 2013.				
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
Promoter and Promoter Group	E-Voting		27403339	99.9212	27403339	0	100.0000	0.0000
	Poll	27424960						
	Postal Ballot (if applicable)							
	Total	27424960	27403339	99.9212	27403339	0	100.0000	0.0000
Public-Institutions	E-Voting		366997	26.2645	0	366997	0.0000	100.0000
	Poll	1397314						
	Postal Ballot (if applicable)							
	Total	1397314	366997	26.2645	0	366997	0.0000	100.0000
Public- Non Institutions	E-Voting		101039	0.7634	100743	296	99.7070	0.2930
	Poll	13235732						
	Postal Ballot (if applicable)							
	Total	13235732	101039	0.7634	100743	296	99.7070	0.2930
Total		42058006	27871375	66.2689	27504082	367293	98.6822	1.3178
				Whether resolution is Pass or Not.		Yes		
				Disclosure of notes on resolution		Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Validate

Resolution (6)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

To consider and approve Stump sale of the Company's granulated single super phosphate plant and certain associated business to Mangalore Chemicals & Fertilizers Limited under Section 188 of the Companies Act, 2013

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
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	27424960						
	Postal Ballot (if applicable)							
	Total	27424960	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		366997	26.2645	366997	0	100.0000	0.0000
	Poll	1397314						
	Postal Ballot (if applicable)							
	Total	1397314	366997	26.2645	366997	0	100.0000	0.0000
Public- Non Institutions	E-Voting		101039	0.7634	96439	4600	95.4473	4.5527
	Poll	13235732						
	Postal Ballot (if applicable)							
	Total	13235732	101039	0.7634	96439	4600	95.4473	4.5527
Total		42058006	468036	1.1128	463436	4600	99.0172	0.9828
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	16767551
Public Insitutions	0
Public - Non Insitutions	0



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Validate

Resolution (7)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				to consider and approve slump sale of the Company's granulated single super phosphate plant and certain associated business to Mangalore Chemicals & Fertilizers Limited under Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of the SEBI (Listing Obligations and				
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
Promoter and Promoter Group	E-Voting		27403339	99.9212	27403339	0	100.0000	0.0000
	Poll	27424960						
	Postal Ballot (if applicable)							
	Total	27424960	27403339	99.9212	27403339	0	100.0000	0.0000
Public-Institutions	E-Voting		366997	26.2645	366997	0	100.0000	0.0000
	Poll	1397314						
	Postal Ballot (if applicable)							
	Total	1397314	366997	26.2645	366997	0	100.0000	0.0000
Public- Non Institutions	E-Voting		101039	0.7634	96439	4600	95.4473	4.5527
	Poll	13235732						
	Postal Ballot (if applicable)							
	Total	13235732	101039	0.7634	96439	4600	95.4473	4.5527
Total		42058006	27871375	66.2689	27866775	4600	99.9835	0.0165
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0





Shubhangi Baichwal

Company Secretary

A 605, Gopalan Florenza, Srinivaspura, Banashankari 6th Stage, Bengaluru 560060

Report of Scrutinizer

[Pursuant to rule 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 Agro Chemicals Limited

(Regd. Office: Jai Kisaan Bhawan, Zuarinagar, Goa- 403 726.)

Held on Tuesday, 23rd day of September, 2025 at 02:30 p.m. IST,
Through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

I, Shubhangi Venkatesh Baichwal, Practicing Company Secretary, have been appointed as the Scrutinizer by Zuari Agro Chemicals Limited (CIN:L65910GA2009PLC006177), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the remote e-voting process in respect of the below mentioned resolutions proposed at the 16th Annual General Meeting (AGM) of Members of the Company held on Tuesday, 23rd day of September, 2025 at 02:30 p.m. I.S.T, through VC / OAVM.

I have also been appointed to scrutinize the e-voting process held at the said AGM.

1. I submit my report as under:



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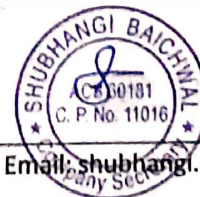


Shubhangi Baichwal

Company Secretary

A 605, Gopalan Florenza, Srinivasapura, Banashankari 6th Stage, Bengaluru 560060

- a) The Company has informed me that on September 1, 2025, it has completed the dispatch of notice through email to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on August 22, 2025.
- b) 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.
- c) The remote e-voting remained open for the period commencing from Friday, September 19, 2025, 10:00 a.m. (IST) to Monday, September 22, 2025, 05:00 p.m. (IST).
- d) The Remote e-voting was also made available to the members at/during the AGM pursuant to MCA Circular dated May 5, 2020 as amended from time to time.
- e) After the conclusion of the AGM, using the scrutinizer's login on the "CDSL" voting portal, the votes cast through remote e-voting as above were unblocked in the presence of Ms. Ketaki Lad and Ms. Sadiksha Dabholkar.
- f) I have scrutinized and reviewed the remote e-voting and e-voting at the meeting based on the data downloaded from the "CDSL" e-voting system and matching with the Register of Members of the Company as on September 16, 2025 provided by the Registrar and Share Transfer Agents of the Company namely MUFG Intime India Private Limited.
- g) The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.
- h) My responsibility as scrutinizer for the remote e-voting and the e-voting at the AGM is restricted to scrutinize votes cast and making a Scrutinizer's Report of the votes cast in favour or against the resolutions.



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Shubhangi Baichwal

Company Secretary

A 605, Gopalan Florenza, Srinivaspura, Banashankari 6th Stage, Bengaluru 560060

I now submit consolidated result of the remote e-voting and the e-voting at the AGM in respect of the resolutions considered.

Item No. 1

To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements for the financial year ended 31st March 2025 and the reports of Board of Directors and Auditors thereon - Ordinary Resolution

(i) Voted in favour of the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
149	2,78,71,199	100%

(ii) Voted against the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
3	176	0%

(iii) Invalid votes:

Total number of ballots which were declared invalid	Total number of votes cast
0	0



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Shubhangi Baichwal

Company Secretary

A 605, Gopalan Florenza, Srinivaspura, Banashankari 6th Stage, Bengaluru 560060

Item No. 2

To re-appoint Mr. Athar Shahab (DIN: 01824891), who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
142	2,77,25,245	99.48%

(ii) Voted against the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
10	1,46,130	0.52%

(iii) Invalid votes:

Total number of ballots which were declared invalid	Total number of votes cast
0	0



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Shubhangi Baichwal

Company Secretary

A 605, Gopalan Florenza, Srinivaspura, Banashankari 6th Stage, Bengaluru 560060

Item No. 3

**To ratify the payment of Remuneration payable to M/s. S. S. Sonthalia & Co., Cost Auditor
- Ordinary Resolution.**

(i) Voted in favour of the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
149	2,78,71,185	100%

(ii) Voted against the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
3	190	0%

(iii) Invalid votes:

Total number of ballots which were declared invalid	Total number of votes cast
0	0



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Shubhangi Baichwal

Company Secretary

A 605, Gopalan Florenza, Srinivaspura, Banashankari 6th Stage, Bengaluru 560060

Item No. 4

To consider and approve appointment of Mr. Shivaram Bhat as Secretarial Auditor for a term of five consecutive financial years from 1st April, 2025 to 31st March, 2030 -
Ordinary Resolution:

(i) Voted in favour of the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
148	2,78,71,194	100%

(ii) Voted against the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
4	181	0%

(iii) Invalid votes:

Total number of ballots which were declared invalid	Total number of votes cast
0	0



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Item No. 5

To consider and approve Enhancement in the Limits of investments/Loans and Guarantees under section 186 of the Companies Act, 2013- Special Resolution:

(i) Voted in favour of the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
131	2,75,04,082	98.68%

(ii) Voted against the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
21	3,67,293	1.32%

(iii) Invalid votes:

Total number of ballots which were declared invalid	Total number of votes cast
0	0





Shubhangi Baichwal

Company Secretary

A 605, Gopalan Florenza, Srinivaspora, Banashankari 6th Stage, Bengaluru 560060

Item No. 6

To consider and approve Slump sale of the Company's granulated single super phosphate plant and certain associated business to Mangalore Chemicals & Fertilizers Limited under Section 188 of the Companies Act, 2013 - Ordinary Resolution:

(i) Voted in favour of the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
129	4,63,436	99.02%

(ii) Voted against the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
10	4,600	0.98%

(iii) Invalid votes:

Total number of ballots which were declared invalid	Total number of votes cast
4	1,67,67,551 ¹

¹ These 1,67,67,551 votes (4 ballots) cast by the Promoter/Promoter Group in favour of the resolution is considered as invalid in line with relevant Explanatory Statement to the Notice calling this meeting.





Shubhangi Baichwal

Company Secretary

A 605, Gopalan Florenza, Srinivaspura, Banashankari 6th Stage, Bengaluru 560060

Item No. 7

To consider and approve Slump sale of the Company's granulated single super phosphate plant and certain associated business to Mangalore Chemicals & Fertilizers Limited under Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and business transfer agreement with Mangalore Chemicals and Fertilizers Limited - Special Resolution:

(i) Voted in favour of the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
142	2,78,66,775 ²	99.98%

(ii) Voted against the resolution:

Number of ballots received	Number of votes cast	% of total number of valid votes cast
10	4,600	0.02%

(iii) Invalid votes:

Total number of ballots which were declared invalid	Total number of votes cast
0	0

² This consists of 2,74,03,339 votes (13 ballots) cast by the Promoter/Promote Group.



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Shubhangi Baichwal

Company Secretary

A 605, Gopalan Florenza, Srinivasapura, Banashankari 6th Stage, Bengaluru 560060

The data and all other relevant records relating to e-voting were handed over to the Company Secretary authorized by the Board for safe keeping.

You may accordingly declare the result of the voting.

Thanking you,
Yours faithfully,



Place: Bengaluru

Date : September 24, 2025

Shubhani Venkatesh Baichwal
Practicing Company Secretary
ACS 30181 CP 11016 PR 6530/2025
UDIN: A030181G001323605

For Zuan Agro Chemicals Limited

Company Secretary

Chairman/ Director/ Company Secretary

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