

28 March 2025

To

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block -G,
Bandra Kurla Complex, Bandra East
Mumbai - 400 051

BSE Scrip Code: 500780

NSE Symbol: ZUARIIND

Sub: Voting Results of Postal Ballot through remote e-Voting along with Scrutinizer's Report

Dear Sir/Madam,

In continuation to our letter dated 25 February 2025, regarding Postal Ballot Notice, please find enclosed herewith the voting results in the prescribed format along with a copy of Scrutinizer's Report pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on the Scrutinizer's Report, we would also like to inform that the both the Ordinary Resolutions forming part of the Postal Ballot Notice dated 25 February 2025 has been duly passed by requisite majority.

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company viz. www.zuariindustries.in and on website of National Securities Depository Limited www.evoting.nsdl.com.

This is for your information and records.

Thanking You,

For Zuari Industries Limited

Yadvinder Goyal
Company Secretary
Encl:- As above

Item No. 1:	Approval for material Related Party Transaction(s) between Simon India Limited and Paradeep Phosphates Limited.
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 Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16888079	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	589483	194557	33.0047	194557	0	100.0000	0.0000
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		194557	33.0047	194557	0	100.0000	0.0000
Public-Non Institutions	E-Voting	12303622	392155	3.1873	391840	315	99.9197	0.0803
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		392155	3.1873	391840	315	99.9197	0.0803
Total		29781184	586712	1.9701	586397	315	99.9463	0.0537

For ZUARI INDUSTRIES LIMITED

Yashwanth
Company Secretary

Item No. 2:	Approval for material Related Party Transaction(s) between Zuari Infracore India Limited and Texmaco Rail & Engineering Limited.
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 Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16888079	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	589483	194557	33.0047	194557	0	100.0000	0.0000
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		194557	33.0047	194557	0	100.0000	0.0000
Public-Non Institutions	E-Voting	12303622	392155	3.1873	391840	315	99.9197	0.0803
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		392155	3.1873	391840	315	99.9197	0.0803
Total		29781184	586712	1.9701	586397	315	99.9463	0.0537

For ZUARI INDUSTRIES LIMITED

Yashwanth G. M.
Company Secretary



**REPORT OF SCRUTINIZER
[POSTAL BALLOT THROUGH REMOTE E-VOTING]**

[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, Section 108 & 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended]

The Chairman
Zuari Industries Limited
Jai Kisaan Bhawan,
Zuarinagar, Goa- 403726
India

Sir,


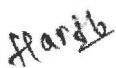
I, Aditi Gupta, Proprietor of M/s Aditi Agarwal & Associates, Company Secretaries, New Delhi, was appointed as Scrutinizer for conducting Postal Ballot process through remote e-voting in respect of business contained in the Postal Ballot Notice dated February 25, 2025 ('Postal Ballot Notice') issued by the Company in electronic form to its members, whose e-mails registered with the Company or with the Depository Participant/Depository, for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting carried out as per the provisions of Section 108 & 110 of the Companies Act, 2013 ('Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with SEBI Master Circular dated November 11, 2024, Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India (ICSI), each as amended and other applicable laws and regulations read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs ('MCA') (collectively the 'MCA Circulars') from time to time, on the resolutions referred in this report, which are proposed to be passed by the Members of **Zuari Industries Limited** ('the Company') through Postal Ballot only by electronic voting ('remote e-voting').



The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (remote e-voting) on the resolutions contained in the Postal Ballot Notice as sent to the members of the Company. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's Report of the votes cast in "favor" or "against" the resolutions stated below, based on the reports generated from the electronic voting system provided by the service provider agency, National Securities Depositories Limited ('NSDL') the authorized agency to provide remote e-voting facility, engaged by the Company.

We submit our report as under:

1. The remote e-voting platform remained opened from 09:00 A.M. IST on Wednesday, February 26, 2025 upto 5:00 P.M. IST on Thursday, March 27, 2025.
2. The Shareholders holding shares as on the cut-off date, i.e. Friday, February 21, 2025 were entitled to vote on the proposed 02 (Two) resolutions as mentioned in the Postal Ballot Notice dated February 25, 2025 of the Company.
3. On completion of voting at the Meeting, NSDL provided us with the list of members who had cast their votes, with their holding details and details of vote on each of the resolutions.
4. The votes were reconciled with the records maintained by the Company and RTA.
5. The results of remote e-voting were unblocked on the NSDL e-voting platform in the presence of two witnesses, namely, Ms. Kumkum Sharma and Mr. Harsh Bhatnagar, who are not in employment of the Company. They have signed in below in confirmation of the votes being unblocked in their presence.

Name of the Witness	Kumkum Sharma	Harsh Bhatnagar
Signature of the Witness		



6. Thereafter the details containing, inter-alia, list of equity shareholders, who voted “Favor” and “Against”, were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com/).
7. The result of the remote e-voting is as under:

SPECIAL BUSINESS:

**(a) ITEM NO. 1 OF THE POSTAL BALLOT NOTICE
ORDINARY RESOLUTION- APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN SIMON INDIA LIMITED AND PARADEEP PHOSPHATES LIMITED**

(i) Voted in favor of Resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
136	5,86,397	99.9463

(ii) Voted against the resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
4	315	0.0537

(iii) Invalid Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
1	1

**(b) ITEM NO. 2 OF THE POSTAL BALLOT NOTICE
ORDINARY RESOLUTION- APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN ZUARI INFRAWORLD INDIA LIMITED AND TEXMACO RAIL & ENGINEERING LIMITED**

(i) Voted in favor of Resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
136	5,86,397	99.9463



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

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
4	315	0.0537

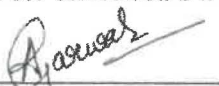
(iii) **Invalid** Votes:

Total number of Members whose votes were declared invalid.	Total number of votes cast by them
1	1

8. The Chairman or Director or any other authorized personnel of the Company shall declare the results of the voting forthwith.
9. Register of Postal Ballot and all other relevant records of voting process given/ provided/ maintained in electronic mode, will remain in our custody until the Chairman considers, approves, and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/person authorized for safe keeping.

Thanking You,
Yours Faithfully

For Aditi Agarwal & Associates, Company Secretaries
(Peer Reviewed Firm: 2200/2022)



Aditi Gupta
Company Secretary in whole-time practice
FCS- 9410
C.P.- 10512

Date: March 27, 2025
Place: New Delhi

UDIN: F009410F004167344



Counter-signed by:-
For ZUARI INDUSTRIES LIMITED


Company Secretary

Date:- March 28, 2025
Place:- Gurugram