

December 1, 2017

BSE Limited Floor 25, P.J. Towers Dalal Street <u>Mumbai 400 001</u>

National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra East

Mumbai- 400001

Dear Sirs,

Sub: Dispatch and publication of Newspaper advertisement of Postal Ballot Notice and Postal Ballot Form

This has reference to our letter dated 30th November, 2017 with regard to the Postal Ballot Notice and Form, for seeking approval of the Members for raising of funds through issue of securities. We hereby confirm the completion of dispatch of Postal Ballot Notice alongwith Postal Ballot Form to the Members whose names appear in the Register of Members/List of Beneficial Owners as on Friday, 17th November, 2017.

Pursuant to Regulation 47 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, cuttings of the newspaper advertisement for completion of dispatch of Postal Ballot Notice and Postal Ballot Form as published on 30th November, 2017 are enclosed herewith.

This is for your information and record.

Thanking you,

Yours faithfully, For ZUARI AGRO CHEMICALS LIMITED

R.Y. PATIL

Vice President & Company Secretary

Encl: As above.

ZUARI AGRO CHEMICALS LIMITED

(Formerly known as Zuari Holding Limited)

CIN No.: L65910GA2009PLC006177

Registered Office: Jaikisaan Bhawan, Zuarinagar, Goa - 403726, India

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सीजायएन । एल६५९७० तीए२००५ पीएलसी००६९७७ वाइणीकृत कार्यात्तव । जय किसान गतन सुजारीनगर, गोवा ४०३७२६ वैवहसीट - www.zuarl.in

दुराजी । १८३२-२५९२५०९/२५८० फेक्स । ५८३२-२५५५२७९

सदस्यांचा पोरटल बॅलटची सूचना बाब्धर सूचना रूपात वेते की कपनी कायदा २०१२च्या कलम १५० नुसार तसेच कंपनीज (ब्रवस्थापन व प्रशासन) नियम २०१४ प्रमाण सदर कंपनी संक्युरिटीज जारी करून नियी उभारण्यासाठी पोस्टल बॅलट ब्यारे विशेष ठरावान्त्रये विशेष ठरावातून सदर सदस्यांची मान्यता मिळवण्याच्या प्रयत्नात असून त्याअतर्गत पोस्टल बंलट सूचना दिनांकित २१ नोळंबर २०१७ मध्य वर्णित केल्याप्रमाणे इलेक्ट्रॉनिक माध्यमातील ("रिमोट-ई-वोटींग) मतदानाचा समावेश

सदर कंपनीन बुवार दि २९ नीव्हेंबर २०१७ रोजी त्यांच्या सर्व सदस्यांना (भौतिक ह्यात पाठवलेल्या दस्तिएवजांना) त्यांच्या नोंदणीकृत पत्यावरती पोस्टल बॅलट सूचना तसेच पोस्टल बॅलट फॉर्म व पोस्टेज प्रियेड स्व:पत्यासह विझनेस प्रतिसाद पाकिट पाठवण्याचे काम पूर्ण केले आहे. ज्याचे ईमेल आयडीज सदर कंपनी/डिपोझीटरी पार्टिसिपेटस् यांच्याकडे नोंदणीकृत आहेत अशा सदस्यांना इलेक्ट्रॉनिक रूपात सदर वरील उल्लेखित दस्तऐवज मेल करण्यात आले आहेत. ज्यांनी आपले ईमेल आयडीज नोंदणीकृत केलेले नाहीत अशा सदस्यांना त्याची भौतिक प्रत मान्यताप्राप्त पद्धतीने पोस्टेज प्रिपेड स्व:पत्त्यासह विझनेस प्रतिसाद पाकिट्रासह त्यांच्या नोंदणीकृत पत्यावर पाठवण्यात आली आहे.

सदर कपनीन सेंट्रल डिपोझिटरी सर्व्हिसेस (इंडिया) लिमिटेड ("सीडीएसएल") पांची नेमणुक त्याच्या ई-म्होटीग प्लॅटफॉर्मव्यारे

िरमोट ई - वोटिंग सेया पुरविण्यासाठी केली आहे. सदर पोस्टल बॅलेट सूचनेमध्ये ई-वोटिंगसाठीच्या सूचना देण्यात आल्या आहेत. सदर कंपनीच्या वेबसाईट www.zuari.in वरती सदर पास्टल बॅलेट सूचना पोस्टल बॅलेट फॉर्मसह उपलब्ध आहे.

डिपोझिटरीज यांनी ठेवलेल्या रिजस्टर ऑफ मेबर्स किया रिजस्टर ऑफ बेनेफिसियल ओनर्समध्ये (शेअर्स अमैतिक रूपात असल्यास) कट ऑफ तारीख म्हणजे शुक्रवार १७ नोव्हेंबर २०१७ दिवसाचा शेवट रोजीपर्यंत नोंदणीकृत आहे अशी व्यक्ती प्रस्तावित ठरवा. बरती मत देण्यास पात्र ठरेल, जर कोणतीही व्यक्ती सदर कट ऑफ तारखेला सदस्य नसेल तर त्यांनी ही सूचना फक्त माहितीसाठी आहे असे समजावे श्री. शिवराम मट, प्रिक्टिसिंग कंपनी सचिव (सदस्यत्व क्र. १०४५४) यांची नेमणूक या कंपनीच्या संचालक मंडळाने सदर पारटल बॅलेट प्रक्रिया योग्य व पारदर्शक पद्धतीने व्हाची म्हणून छाननीकर्ता म्हणून केली आहे.

- सदर मतदान रिमोट ई-बोटिंग सह स. १०.०० वा. गुरूवार ३० नोव्हेंबर २०१७ रोजी सुरू होईल आणि शुक्रवार २९ डिसेंबर २०१७ रोजी संघ्या. ५.०० वा. संपेल. सीडीएसएल सदर ई-बोटिंग मोड्युल त्यानंतर मतदानासाठी असमर्थ करील.
- २. सदरस्यांकडून संघ्या ५,०० नंतर शुक्र २९ डिसंबर २०९७ रोजी मिळालेल कोणतेही पोस्टल बॅलेट अवैध मानण्यात येईल व सदर सदस्याकडून प्रतिसादच मिळाला नाही असे मानण्यात येईल
- उपर सदस्याला सदर पोस्टल बॅलेट सूचना किंवा बॅलेट फॉर्म यांची मौतिक प्रत प्राप्त करण्याची इच्छा असेल तर त्याने किंवा लिने shares@adventz.com बरती ईमल पाठ्यावा. सदर रिकेस्ट्रार आणि ट्रान्सफर एजंट/कंपनी पोस्टेज प्रिपेड स्वपल्यासह बिझनेस प्रतिसाद पाकिटा बरोबर त फॉरवर्ड करुन सदर सदस्याला त्याच्या/तिच्या नोंदणीकृत पत्यावर पाठवेल. सदर पोस्टल बॅलेट सूचना पोस्टल बॅलेट अर्जासह कंपनीची बबसाईट www.zuari.in वरती उपलब्ध आहे.
- ४ सदर पोस्टल बॅलेटच्या मतदानाचा निकाल शनिवार दि. ३० हिसंबर २०१७ रोजी संध्या ४,०० वा सदर कपनीच्या नींदणीकृत कार्बालयात घोषित करण्यत येईल व ता नाँदणीकृत कार्यालयाच्या सूचना फलकावर कॉर्पोरेट कार्यालय तसेच कपनीच्या वेबसाईट www.zuari.in वस्ती प्रदर्शित करण्यात येईल सदर स्टॉक एक्स्बॉजिसला सदर निकाल सूचित करण्यात येईल
- कृपया नाँद घ्यांची की सदर पांस्टल बँलेट ने संमत होणाऱ्या प्रस्तावित ठरावाच्याबावत कोणताही प्रश्न असल्यास तो सदर कंपनी सचिव, सुआरी अँग्रो केमिकल्स लिमिटेड जय किसान भवन, झुआरीनगर, गोवा ४०३७२६ यांच्याशी मांडावा फोन नं.: ०८३२-२५९२५०९/२९८० फेंक्स : ०८३२-२५५५२७९ईमेल : shares@adventz.com

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ZUARI AGRO CHEMICALS LIMITED

CIN: L65910GA2009PLC006177 Registered Office: Jai Kisaan Bhawan, Zuarinagar, Goa - 403 726. Website: www.zuari.in, Tel.: 0832-2592509 / 2180 Fax: 0832-2555279

POSTAL BALLOT NOTICE TO MEMBERS

Notice is hereby given that, pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is seeking approval of the Members for 'raising of funds through issue of Securities' by Special Resolution through Postal Ballot, which includes voting by electronic means ("remote e-voting") as set out in the Postal Ballot Notice dated 21st November, 2017.

The Company has completed the dispatch of the Postal Ballot Notice together with the Postal Ballot Form and postage-prepaid self-addressed Business Reply Envelope, to the registered addresses of all the Members (In case of documents sent in physical form) on Wednesday, 29th November, 2017. The aforesaid documents have been mailed electronically to those Members, whose email IDs are registered with the Company/Depository participants. For members who have not registered their email IDs, physical copy of the same is sent through permitted mode, along with a postage-prepaid self-addressed Business Reply Envelope, to their registered addresses.

The Company has engaged Central Depository Services (Incia) Limited (*CDSL*) for providing remote executing services through its exoting platform. The instructions for executing are given in the Postal Ballot Notice. The Postal Ballot Notice together with Postal Ballot Form is also available on the website of the Company at www quartin.

A person whose name is recorded in the Register of Members or in the Register of Beneficial owners maintained by the Depositories (in case of shares held in dematerialized form) as on Friday, 17th November, 2017 (End of Day), being the 'cut-off date' shall be entitled to vote on the proposed resolution. Any person who is not a member as on the cut-off date should treat this notice for information purpose only.

Mr. Shivaram Bhat, Practicing Company Secretary (Membership No. 10454) has been appointed by the Board of Directors of the Company as Scrutinizer for conducting the Postal Ballot process in a fact and transparent manner

- The voting, including remote e-voting commences at 10.00 am. on Thursday, 30th November, 2017 and ends on Friday, 29th December, 2017 at 5.00 pm. The e-voting module will be disabled by CDSL for voting thereafter.
- Any Postal Ballot received from a Member beyond 5.00 p.m. on Friday, 29th December, 2017 will be invalid and shall be treated as if reply from the member has not been received.
- 3. In case a Member is desirous of obtaining a physical copy of the Postal Ballot Notice or Ballot Form, he/she may send an e-mail to shares@adventz.com. The Registrar and Transfer Agent / Company shall forward the same along with postage-prepaid self addressed Business Reply Envelope to the Member at his/her registered address. Postal Ballot Notice along with Postal Ballot Form is available on the Company's website www.zuarl.in.
- 4. The results of the voting by Postal Ballot will be announced on Saturday, 30th December, 2017 at 4.00 p.m. at the Registered Office of the Company and the same shall be displayed on the Notice Board at the Registered Office, Corporate Office and on the website of the Company at www.zuarl.in. The results shall also be communicated to the Stock Exchanges.
- Kindly note that any query in relation to the proposed resolution to be passed by Postal Ballot may be addressed to 'The Company Secretary, Zuari Agro Chemicals Limited, Jai Kisaan Bhawan, Zuarinagar, Goa – 403 726. Tel No.: 0832-2592509 / 2180. Fax No. 0832-2555279, email:shares@adventz.com

By Order of the Board of Directors

R.Y. Patil

Date: 29th November, 2017 Vice- President & Company Secretary



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ZUARI AGRO CHEMICALS LIMITED

CIN-L65910GAZ009PLCD06177 Road Office, Jankissan Bhawan Zuavinagar Got 403 728 Vietnide www.zuarim Tel: 0832-2502509/2180 Fax: 0832-2855279

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By Order of the Board of Directors

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29th November, 2017