

Proceedings of the Forty Seventh Annual General Meeting of the Members of Zuari Global Limited held at the Registered Office of the Company at Jai Kisaan Bhawan, Zuarinagar, Goa on Tuesday, the 22nd September, 2015 at 10.00 A.M.

- Present** : Mr. D.B. Engineer - Director
Mr. Marco Wadia - Director
Mr. N. Suresh Krishnan - Managing Director
- By Invitation** : Mr. V Seshadri
- Members** : As per attendance and proxy Register 51 members were present in person and in proxy.
- Auditors** : The Statutory Auditors, M/s. S.R. Batliboi & Co., LLP, Chartered Accountants, Gurgaon, and Mr. S.V. Shet, Secretarial Auditor were present for the meeting.

The meeting commenced at 10.00 A.M. and concluded at 11.00 A.M.

CHAIRMAN OF THE MEETING:

The Company Secretary, informed the members that the Chairman, Mr. S.K. Poddar, had expressed his inability to attend the meeting. It was further explained that Article 82 of the Articles of Association of the Company, provided that members shall elect one of the Directors present as Chairman of the meeting in the absence of Chairman of the Board of Directors.

Mr. H.C. Shah proposed the name of Mr. D.B. Engineer, Director to be the Chairman of the meeting and the same was seconded by Ms. Maria Rodrigues.

Thereupon Mr. D.B. Engineer took the Chair and thanked the members for electing him as Chairman of the meeting. He welcomed the members present at the meeting and informed that the books & registers as required under the Companies Act, 2013 the Articles of Association of the Company were kept for inspection and remained accessible during the continuance of the meeting.

NOTICE OF THE MEETING:

The notice convening the Forty-seventh Annual General Meeting with the permission of the members was taken as read.

AUDITORS' REPORT:

The Auditors' report was read by the Company Secretary.

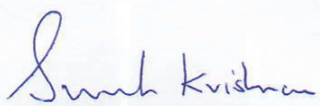
The Chairman informed the shareholders that as per Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014 a Poll process has to be conducted in respect of all the resolutions proposed, with respect to Ordinary and Special Business in the Notice convening the Annual General Meeting.

The Chairman further informed that after all the resolutions were proposed and seconded; shareholders were requested to cast their votes which would be taken by way of a Poll in the Ballots which were already been given to them.

The Shareholders were also informed that the voting for all the resolutions would be taken up at the end after all the individual resolutions are proposed and seconded.

The Meeting thereafter proceeded to transact the scheduled Ordinary Business as per agenda of the Meeting.

Certified true copy,
For ZUARI GLOBAL LIMITED


N. SURESH KRISHNAN
MANAGING DIRECTOR