

Date: 26th September, 2019

Ref: IZMO/SEC/2019-20

To,

The Manager – Listing
BSE Limited
P.J. Towers,
Dalal Street,
Mumbai-400001

The General Manager – Listing
National Stock Exchange of India Ltd
Exchange Plaza, 3rd Floor, Plot No. C/1,
G Block, Bandra Kurla Complex,
Bandra(E), Mumbai-400051

Scrip Code: 532341/IZMO

Sub: Voting Results and Scrutinizer's Report for 24th Annual General Meeting of the Company held on 25th September, 2019

Dear Sir/Madam,

This is in furtherance to our Letter dated 25th September, 2019 regarding Proceedings/Outcome of 24th Annual General Meeting of the Company and in pursuance to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 read with Rule 20 (4) (xii) of Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015); please find enclosed the following:

1. Voting Results (Remote E-Voting and Voting by Poll at AGM)
2. Report of Scrutinizer

All the Resolutions at the 24th Annual General Meeting were passed by requisite majority. The Voting Results will be uploaded on Website of the Company www.izmoltd.com

Request you to take the same on records.

Thanking You.

For IZMO Ltd



Sanjay Soni
Managing Director (DIN 00609097)

Encl: as above



General information about company

Scrip code	532341
NSE Symbol	IZMO
MSEI Symbol	-
ISIN	INE848A01014
Name of the company	IZMO LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	25-09-2019
Start time of the meeting	09:30 AM
End time of the meeting	12:30 PM

izmo Ltd.

177/2C, Bilekahalli Industrial Area,
Bannerghatta Road, Bangalore-560076, India

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Email: info@izmold.com



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CIN: L72200KA1995PLC018734

Scrutinizer Details	
Name of the Scrutinizer	V. Sreedharan
Firms Name	V. Sreedharan & Associates
Qualification	CS
Membership Number	2347
Date of Board Meeting in which appointed	07-08-2019
Date of Issuance of Report to the company	26-09-2019

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Voting results	
Record date	18-09-2019
Total number of shareholders on record date	10142
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	3
b) Public	31
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	7



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Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019 and the Auditors' Report thereon and the Report of the Directors'.				
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	3828624	3661504	95.635	3661504	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3828624	3661504	95.635	3661504	0	100
Public-Institutions	E-Voting	20370	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		20370	0	0	0	0	0
Public- Non Institutions	E-Voting	9218179	266370	2.8896	266270	100	99.9625	0.0375
	Poll		59	0.0006	59	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9218179	266429	2.8903	266329	100	99.9625
Total		13067173	3927933	30.0595	3927833	100	99.9975	0.0025
Whether resolution is Pass or Not.							Yes	

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Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mrs. Shashi Soni (DIN 00609217), Whole-time Director of the Company, who retires by rotation				
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	3828624	3661504	95.635	3661504	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3828624	3661504	95.635	3661504	0	100	0
Public-Institutions	E-Voting	20370	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	20370	0	0	0	0	0	0
Public- Non Institutions	E-Voting	9218179	266370	2.8896	247929	18441	93.0769	6.9231
	Poll		59	0.0006	59	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9218179	266429	2.8903	247988	18441	93.0785	6.9215
Total		13067173	3927933	30.0595	3909492	18441	99.5305	0.4695
Whether resolution is Pass or Not.							Yes	



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Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Sanjay Soni (DIN-00609097) as Managing Director of the Company				
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	3828624	3661504	95.635	3661504	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3661504	95.635	3661504	0	100	0
Public- Institutions	E-Voting	20370	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	9218179	266370	2.8896	264270	2100	99.2116	0.7884
	Poll		59	0.0006	59	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		266429	2.8903	264329	2100	99.2118	0.7882
Total		13067173	3927933	30.0595	3925833	2100	99.9465	0.0535
Whether resolution is Pass or Not.							Yes	



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Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mrs. Shashi Soni as Chairperson and Whole Time Director of the Company				
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	3828624	3661504	95.635	3661504	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3828624	3661504	95.635	3661504	0	100
Public-Institutions	E-Voting	20370	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		20370	0	0	0	0	0
Public- Non Institutions	E-Voting	9218179	266370	2.8896	247929	18441	93.0769	6.9231
	Poll		59	0.0006	59	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9218179	266429	2.8903	247988	18441	93.0785
Total		13067173	3927933	30.0595	3909492	18441	99.5305	0.4695
Whether resolution is Pass or Not.							Yes	



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Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Ramanujam Krishnamurthy (DIN-06940830) as Non-Executive Independent Director of the Company, not liable to retire by rotation for a second term of 5(five) consecutive years				
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	3828624	3661504	95.635	3661504	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3828624	3661504	95.635	3661504	0	100
Public-Institutions	E-Voting	20370	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		20370	0	0	0	0	0
Public- Non Institutions	E-Voting	9218179	266370	2.8896	247929	18441	93.0769	6.9231
	Poll		59	0.0006	59	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9218179	266429	2.8903	247988	18441	93.0785
Total		13067173	3927933	30.0595	3909492	18441	99.5305	0.4695
Whether resolution is Pass or Not.							Yes	

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Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Perur Phaneendra (DIN-06952301) as Non-Executive Independent Director of the Company, not liable to retire by rotation for a second term of 5(five) consecutive years				
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	3828624	3661504	95.635	3661504	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3828624	3661504	95.635	3661504	0	100
Public-Institutions	E-Voting	20370	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		20370	0	0	0	0	0
Public- Non Institutions	E-Voting	9218179	266370	2.8896	247853	18517	93.0484	6.9516
	Poll		59	0.0006	59	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9218179	266429	2.8903	247912	18517	93.0499
Total		13067173	3927933	30.0595	3909416	18517	99.5286	0.4714
Whether resolution is Pass or Not.							Yes	

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Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Vijay Gupta (DIN-0929401) as Non-Executive Independent Director of the Company, not liable to retire by rotation for a second term of 5(five) consecutive years				
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	3828624	3661504	95.635	3661504	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3828624	3661504	95.635	3661504	0	100
Public- Institutions	E-Voting	20370	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		20370	0	0	0	0	0
Public- Non Institutions	E-Voting	9218179	266370	2.8896	247929	18441	93.0769	6.9231
	Poll		59	0.0006	59	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9218179	266429	2.8903	247988	18441	93.0785
Total		13067173	3927933	30.0595	3909492	18441	99.5305	0.4695
Whether resolution is Pass or Not.							Yes	

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Form No. MGT-13

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 of the Twenty Fourth Annual General Meeting of the Equity
Shareholders of "IZMO LIMITED" held on Wednesday, September 25, 2019 at 9.30
A.M. at Bharatiya Vidya Bhavan, Race Course Road, Bengaluru 560 001

Sir,

I, V. Sreedharan, Partner of V. Sreedharan and Associates, Company Secretaries,
Bengaluru, was appointed as Scrutinizer pursuant to Section 108 of the Companies
Act, 2013 read with Rule 20 of the Companies (Management and Administration)
Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015, for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provision of Section
108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014 and pursuant to Regulation
44 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015.



- (ii) Voting by poll (Ballot Papers) taken at the 24th Annual General Meeting of the Equity Shareholders of “IZMO LIMITED” held on Wednesday, September 25, 2019 at 9.30 A.M. at Bharatiya Vidya Bhavan, Race Course Road, Bengaluru - 560 001.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013 and Rules relating to voting by electronic means for the resolutions contained in the Notice of the Twenty Fourth Annual General Meeting of the Equity Shareholders dated August 07, 2019. My responsibility as a Scrutinizer for the voting process is restricted to making a Consolidated Scrutinizer’s Report of the votes cast “in favor” or “against” the resolutions stated in the notice of the Annual General Meeting, based on the report generated from the e-voting system of Central Depository Services Ltd. (CDSL) and by poll (Ballot Papers) provided at the Annual General Meeting.

We submit our report as under:

A. Relating to E-Voting:

1. The remote E-Voting period remained open from 9.00 a.m. of Sunday, September 22, 2019 up to 5.00 p.m. of Tuesday, September 24, 2019.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent by electronic mode to those members whose email ids were registered with the Depository Participants and the same were sent to all other members at their registered address in permitted mode.



B. Relating to voting by Poll (Ballot Papers)

1. After the time fixed for closing of the poll by the Chairman, the ballot box was opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
2. There was one polling paper which was incomplete which has been treated as invalid and kept separately.

C. Result of Remote E-Voting and Poll is as under:

1. The voting rights were reckoned as on Wednesday, September 18, 2019, being the Cut-off date for the purpose of deciding the entitlements of members for the remote e-voting and Poll (Ballot Papers) at the meeting.
2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were finalised on the CDSL portal www.evotingindia.com on September 25, 2019 at 10.39 A.M. to know the voting pattern in the presence of two witnesses. The ballot box was opened, and polling papers were removed and examined.
3. Thereafter, the details of equity shareholders, who voted "For" or "Against" was extracted from the polling papers and in respect of e-voting, the list of equity shareholders who voted "For" or "Against" were downloaded from



the E-Voting website of Central Depository Services Limited
www.cdslindia.com.

4. The combined result of remote e-voting and poll is as under:

a) **RESOLUTION 1(Ordinary Resolution)**

Adoption of Accounts for the financial year ended March 31, 2019

(i) Voted in favour of Resolution

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	22	4	26
Number of votes cast by them	39,27,774	59	39,27,833
% of Total Number of valid votes cast	100	100	100

(ii) Voted against the resolution

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	1	NIL	1
Number of votes cast by them	100	NIL	100
% of Total Number of valid votes cast	0	NIL	0



(iii) Invalid Votes

	Remote E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	Nil	1	1
Number of votes cast by them	Nil	210	210

b) RESOLUTION 2 (Ordinary Resolution)

Re-appointment of Mrs. Shashi Soni (DIN: 00609217) as director who retires by rotation.

(i) Voted in favour of Resolution

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	20	4	24
Number of votes cast by them	39,09,433	59	39,09,492
% of Total Number of valid votes cast	99.53	100	99.53



(ii) Voted against the resolution

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	3	NIL	3
Number of votes cast by them	18,441	NIL	18,441
% of Total Number of valid votes cast	0.47	NIL	0.47

(iii) Invalid Votes

	Remote E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	Nil	1	1
Number of votes cast by them	Nil	210	210



c) RESOLUTION 3 (Special Resolution)

Re-appointment of Mr. Sanjay Soni (DIN: 00609097) as Managing Director of the Company.

(i) Voted in favour of Resolution

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	21	4	25
Number of votes cast by them	39,25,774	59	39,25,833
% of Total Number of valid votes cast	99.95	100	99.95

(ii) Voted against the resolution

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	2	NIL	2
Number of votes cast by them	2,100	NIL	2,100
% of Total Number of valid votes cast	0.05	NIL	0.05



(iii) Invalid Votes

	Remote E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	Nil	1	1
Number of votes cast by them	Nil	210	210

d) RESOLUTION 4 (Special Resolution)

Re-appointment of Mrs. Shashi Soni (DIN: 00609217) as Chairperson and Whole Time Director of the Company.

(i) Voted in favour of Resolution

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	20	4	24
Number of votes cast by them	39,09,433	59	39,09,492
% of Total Number of valid votes cast	99.53	100	99.53



(ii) Voted against the resolution -

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	3	NIL	3
Number of votes cast by them	18,441	NIL	18,441
% of Total Number of valid votes cast	0.47	NIL	0.47

(iii) Invalid Votes

	Remote E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	Nil	1	1
Number of votes cast by them	Nil	210	210



e) RESOLUTION 5 (Special Resolution)

Re-appointment of Mr. Ramanujam Krishnamurthy (DIN: 06940830) as Non-Executive Independent Director of the Company, not liable to retire by rotation for a second term of 5(five) consecutive years.

(i) Voted in favour of Resolution

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	20	4	24
Number of votes cast by them	39,09,433	59	39,09,492
% of Total Number of valid votes cast	99.53	100	99.53

(ii) Voted against the resolution

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	3	NIL	3
Number of votes cast by them	18,441	NIL	18,441
% of Total Number of valid votes cast	0.47	NIL	0.47



(iii) Invalid Votes

	Remote E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	Nil	1	1
Number of votes cast by them	Nil	210	210

f) RESOLUTION 6 (Special Resolution)

Re-appointment of Mr. Perur Phaneendra (DIN: 06952301) as Non-Executive Independent Director of the Company, not liable to retire by rotation for a second term of 5(five) consecutive years.

(i) Voted in favour of Resolution

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	19	4	23
Number of votes cast by them	39,09,357	59	39,09,416
% of Total Number of valid votes cast	99.53	100	99.53



(ii) Voted against the resolution

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	4	NIL	4
Number of votes cast by them	18,517	NIL	18,517
% of Total Number of valid votes cast	0.47	NIL	0.47

(iii) Invalid Votes

	Remote E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	Nil	1	1
Number of votes cast by them	Nil	210	210

g) RESOLUTION 7 (Special Resolution)

Re-appointment of Mr. Vijay Gupta (DIN- 0929401) as Non-Executive Independent Director of the Company, not liable to retire by rotation for a second term of 5(five) consecutive years.



(i) Voted in favour of Resolution

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	20	4	24
Number of votes cast by them	39,09,433	59	39,09,492
% of Total Number of valid votes cast	99.53	100	99.53

(ii) Voted against the resolution

	Remote E- voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	3	NIL	3
Number of votes cast by them	18,441	NIL	18,441
% of Total Number of valid votes cast	0.47	NIL	0.47



(iii) Invalid Votes

	Remote E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	Nil	1	1
Number of votes cast by them	Nil	210	210

5. A list of Equity shareholders who voted "FOR" or "AGAINST" the resolutions (Both through Remote E-voting and Poll at the AGM) has been handed over to the Company Secretary.

6. The electronic data, poll (Ballot) papers and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thank You,

Yours faithfully,

For V. Sreedharan & Associates



(V. Sreedharan)
Partner
FCS 2347; CP No. 833

Place: Bengaluru
Date: September 26, 2019