

Date: 21.09.2017

Ref: IZMO/SEC/2017-18

To,

The Manager Listing Bombay Stock Exchange Ltd Floor 25, Phiroze Jeejeebhoy Tower Dalal Street, Mumbai-400001	The General Manager – Listing National Stock Exchange of India Ltd Plot No. C/1, G Block, BandraKurla Complex, Bandra(E), Mumbai-400051
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Scrip Code: 532341/IZMO

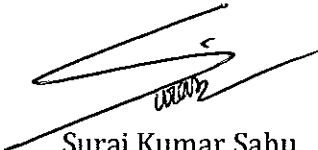
Sub: Submission of results of voting on the items proposed to the members at the 22nd AGM of the Company held on 20th September, 2017 in compliance with Regulation 44(3) of SEBI (LODR) 2015.

Dear Sir/Madam,

Pursuant to Regulation 44(3) of SEBI (LODR) 2015, we wish to inform you that the AGM of the members of the Company was held on 20th September, 2017 at 9:30 AM and the results of the items proposed to the members at the aforesaid AGM, in the prescribed format along with the Scrutinizers Report is enclosed for your reference.

You are requested to kindly take the same on your record.

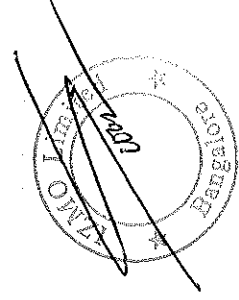
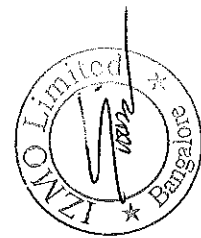
Thanking You,
For IZMO Ltd


Suraj Kumar Sahu
Company Secretary

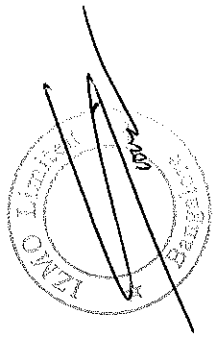


Results of voting on the items proposed to the members at the 22nd AGM of Izmo Limited held on 20th September, 2017.

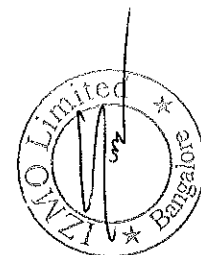
Date of AGM	20 th September, 2017
Total Number of shareholders on record date	9544
No. Of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	47
No. Of Shareholders attended the meeting through Video Conferencing :	
Promoters and Promoter Group:	NA
Public:	NA



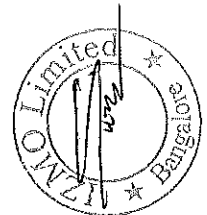
Resolution (1)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?									
No									
Adoption of the audited Financial Statements for the Company (including audited consolidated financial statements) for the financial year ended March 31, 2017, together with the Report of the									
Category	Description of resolution considered	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		3857693	100.0000	3857693	0	100.0000	0.0000	
	Poll	3857693	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	3857693	3857693	100.0000	3857693	0	100.0000	0.0000	
Public- Institutions	E-Voting		0	0.0000	0	0	0	0	
	Poll	16410	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	16410	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	E-Voting		450314	5.0328	450214	100	99.9778	0.0222	
	Poll	8947570	2462	0.0275	2462	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	8947570	452776	5.0603	452676	100	99.9779	0.0221	
	Total	12821673	4310469	33.6186	4310369	100	99.9977	0.0023	
Whether resolution is Pass or Not.									
Yes									



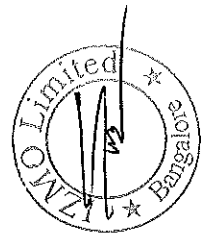
Resolution (2)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					Yes				
Description of resolution considered					Re-appointment of Mrs. Shashi Soni as a Director, liable to retire by rotation.				
Category	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		3857693	100.0000	3857693	0	100.0000	0.0000	
	Poll	3857693	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	3857693	3857693	100.0000	3857693	0	100.0000	0.0000	
Public- Institutions	E-Voting		0	0.0000	0	0	0	0	
	Poll	16410	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	16410	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	E-Voting		450314	5.0328	450214	100	99.9778	0.0222	
	Poll	8947570	2462	0.0275	2462	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	8947570	452776	5.0603	452676	100	99.9779	0.0221	
	Total	12821673	4310469	33.6186	4310369	100	99.9977	0.0023	
					Whether resolution is Pass or Not.				
					Yes				



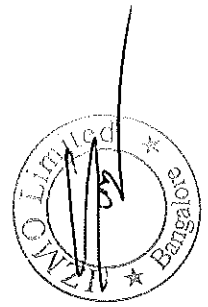
Resolution (3)								
Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered								
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding 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		3857693	100.0000	3857693	0	100.0000	0.0000
	Poll	3857693	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3857693	3857693	100.0000	3857693	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	16410	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	16410	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		450314	5.0328	450214	100	99.9778	0.0222
	Poll	8947570	2462	0.0275	2462	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8947570	452776	5.0603	452676	100	99.9779	0.0221
	Total	12821673	4310469	33.6186	4310369	100	99.9977	0.0023
Whether resolution is Pass or Not.								
Yes								



Resolution (4)									
Resolution required: (Ordinary / Special)		Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		Increase in Authorised Capital from Rs. 13.20 Crore to Rs. 18 Crore.							
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		3857693	100.0000	3857693	0	100.0000	0.0000	
	Poll	3857693	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	3857693	3857693	100.0000	3857693	0	100.0000	0.0000	
Public- Institutions	E-Voting		0	0.0000	0	0	0	0	
	Poll	16410	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	16410	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	E-Voting		450314	5.0328	450214	100	99.9778	0.0222	
	Poll	8947570	2462	0.0275	2462	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	8947570	452776	5.0603	452676	100	99.9779	0.0221	
	Total	12821673	4310469	33.6186	4310369	100	99.9977	0.0023	
Whether resolution is Pass or Not.									Yes



Resolution (5)									
Resolution required: (Ordinary / Special)									
Special									
Whether promoter/promoter group are interested in the agenda/resolution?									
No									
Amendment to Capital Clause contained in Clause V of the Memorandum of Association									
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		3857693	100.0000	3857693	0	100.0000	0.0000	
	Poll	3857693	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	3857693	3857693	100.0000	3857693	0	100.0000	0.0000	
Public-Institutions	E-Voting		0	0.0000	0	0	0	0	
	Poll	16410	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	16410	0	0.0000	0	0	0.0000	0.0000	
Public-Non Institutions	E-Voting		450314	5.0328	450214	100	99.9778	0.0222	
	Poll	8947570	2462	0.0275	2462	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	8947570	452776	5.0603	452676	100	99.9779	0.0221	
Total		12821673	4310469	33.6186	4310369	100	99.9977	0.0023	
Whether resolution is Pass or Not.									
Yes									



V. SREEDHARAN AND ASSOCIATES

Company Secretaries

No. 32/33, 1st and 2nd Floor, GNR Complex, 8th Cross,

Wilson Garden, Bengaluru 560 027

☎ +91 80 222 90 394 ✉ compliance@sreedharancs.com



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 Second Annual General Meeting of the Equity Shareholders of "IZMO LIMITED " held on Wednesday, September 20, 2017 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 22nd Annual General Meeting of the Equity Shareholders of "IZMO LIMITED " held on Wednesday, September 20, 2017 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 Second Annual General Meeting of the Equity Shareholders dated August 10, 2017. 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 17, 2017 up to 5.00 p.m of Tuesday, September 19, 2017.
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)

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.

There was no polling paper which was incomplete or found defective.

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

1. The voting rights were reckoned as on Wednesday, September 13, 2017, 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. 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.
3. The combined result of remote e-voting and poll is as under:

a) RESOLUTION 1(Ordinary Resolution)

Adoption of the audited Financial Statements of the Company (including audited consolidated financial statements) for the financial year ended March 31, 2017, together with the Report of the Board of Directors and the Auditors thereon.



(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)	95	13	108
Number of votes cast by them	43,07,907	2,462	43,10,369
% 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	Negligible	NIL	Negligible

(iii) Invalid Votes - NIL



b) RESOLUTION 2 (Ordinary Resolution)

Re-appointment of Mrs. Shashi Soni (DIN: 00609217) as a director, liable to retire 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)	95	13	108
Number of votes cast by them	43,07,907	2,462	43,10,369
% 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	Negligible	NIL	Negligible



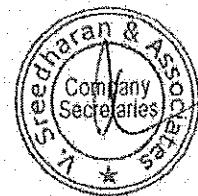
(iii) Invalid Votes - NIL

c) RESOLUTION 3(Ordinary Resolution)

To appoint Mr. Guru Prakash V. Chartered Accountant (Membership No: 228938) as the Statutory Auditor in place of Mr. Ramaswamy Vijayanand (Membership No. 202118) to hold office until the conclusion of the 27th Annual General Meeting and fix the remuneration.

(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)	95	13	108
Number of votes cast by them	43,07,907	2,462	43,10,369
% 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	Negligible	NIL	Negligible

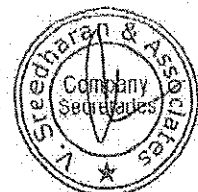
(iii) Invalid Votes - NIL

d) RESOLUTION 4(Ordinary Resolution)

Increase in Authorised Capital from Rs. 13.20 Crore to Rs. 18 Crore.

(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)	95	13	108
Number of votes cast by them	43,07,907	2,462	43,10,369
% 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	Negligible	NIL	Negligible

(iii) Invalid Votes - NIL

e) RESOLUTION 5(Special Resolution)

Amendment to Capital Clause contained in Clause V of the Memorandum
of Association.

(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)	95	13	108
Number of votes cast by them	43,07,907	2,462	43,10,369
% 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	Negligible	NIL	Negligible

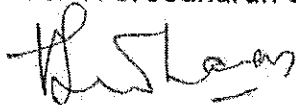
(iii) Invalid Votes - NIL

4. The poll (ballot papers) of 3 shareholders in respect of all the above resolutions were not considered, since they had already cast through votes through e-voting.
5. A Compact Disc (CD) containing a list of Equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The electronic data 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.

Thanking You,

Yours faithfully,

For V. Sreedharan & Associates



(V. Sreedharan)

Partner

FCS 2347; CP No. 833



Bengaluru
September 20, 2017