

Date: 25.09.2018 Ref: IZMO/SEC/2018-19

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

#### Scrip Code: 532341/IZMO

**Sub:** Submission of results of voting on the items proposed to the members at the 23<sup>rd</sup> AGM of the Company held on 24<sup>th</sup> September, 2018 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 24<sup>th</sup> September, 2018 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



izmo Itd. (Formerly Logix Microsystems Limited)

177/2C, Bilekahalli Industrial Area, Bannerghatta Road, Bangalore-560 076, India Phone : +91 80 67125400 Fax : +91 80 67125408 Email : info@izmoltd.com

www.izmoltd.com CIN: L72200KA1995PLC018734

			Reso	Resolution (1)				
	Res	Resolution required: (Ordinary / Special)	dinary / Special)			Ordinary		
Whether	Whether promoter/promoter group are interested in the agenda/r	interested in the age	inda/resolution?			No		
	5	Description of resolution considered	ution considered	Adoption of Auc March, 2018 and	lited Financial Stater the Auditors' Report	nents of the Comp thereon and the F	Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2018 and the Auditors' Report thereon and the Report of the Directors' along with the	year ended 31st rs' along with the
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
	E-Voting		3818624	100.0000	3818624	2	0 100.0000	0.0000
Promoter and	Poll	3818624	0	0.0000	0	J	0	0
Promoter Group			0	0.0000	0	2	0	0
	Total	3818624	3818624	100.000	3818624	)	0 100.0000	0.0000
	E-Voting		0	0.0000	0		0	0
Public-	Poll	122629	0	0.0000	0		0	0
Institutions	Postal Ballot (if applicable)		O	0.0000	0		0	0
	Total	122629	0	0.0000	0		0.0000	0.0000
	F-Voting		536685	5 5.9922	536585	100	99.9814	0.0186
Public- Non	Poll	8956420	3011	0.0336	3011		0 100.0000	0.0000
Institutions	Postal Ballot (if applicable)		D	0.0000	0		0	0
	Total	8956420	239696	6.0258	539596	100	99.9815	0.0185
	Total	17897673	4358320	33.7915	4358220	100	00 99.9977	7 0.0023
					Whether resolution is Pass or Not.	n is Pass or Not.		Yes

			Reso	Resolution (2)				
	Res	Resolution required: (Ordinar	dinary / Special)			Ordinary		
Whether	Whether promoter/promoter group are interested in the agenda/r	interested in the age	nda/resolution?			Yes		
		Description of resolution considered	ution considered	Re-appointm	Re-appointment Mr. Sanjay Soni (DIN 00609097) as Director who retires by rotation	(DIN 00609097) as	Director who 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
Attained the start		(+)	1061011		1061011		0 100.0000	0.0000
	E-Voting	3818624					0	0
Promoter and Promoter Group			, 0		0		0	0
		3818624	1061011	1 27.7852	1061011	1	0 100.0000	0.0000
	I OTAI			0.0000	0		0	0
-	E-Voting	122629	)		0		0	0
Public- Institutions	Poll Bostal Ballot (if annlicable)			0.0000	0		0	0
	Fostal ballot (II applicant)	122629		0.0000	0		0 0.0000	
	l Viction		536685	5 5.9922	536585	100	0 99.9814	
	E-VOUING	8956420		1 0.0336	3011		0 100.0000	0.0000
Public- Non Institutions	POII Boctol Bollot (if annlicable)			0.0000	0		0	0
		8956420	539696	6 6.0258	8 539596	100	0 99.9815	
	Total	12897673	1600707	12.4108	1600607	100	00 99.9938	8 0.0062
で、ほうないのが、 単語の時					Whother recolution is Pass or Not.	n is Pass or Not.		Yes

			Resc	Resolution (3)				
	Re	Resolution required: (Ordinary / Special)	dinary / Special)			Special		
Whather	Whether promoter/promoter group are interested in the agenda/r	interested in the age	nda/resolution?			N		
		Description of resolution	ution considered	Continuance of c	lirectorship of Mr. Vi company, as he has	jay Gupta (DIN-009 attained the age o	Continuance of directorship of Mr. Vijay Gupta (DIN-00929401), Independent director of the company, as he has attained the age of Seventy-Five years	it director of the
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
		5	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
			3818674		3818624		0 100.0000	0.0000
	E-Voting	3818624					0	0
Promoter and Promoter Groun							0	0
		AC38186	3818674	10	3818624		0 100.0000	0.0000
	lotal			0000.0	0		0	0
-	E-Voting	122629			0		0	0
Public- Institutions	Poll Boctal Ballot (if annlicable)				0		0	0
	Postal ballot (II applicable)	127629		0.0000	0		0 0.0000	0.0000
	I Otal		30416		304060	101	1 99.9668	0.0332
	E-VOURS	8956420		1 0.0314	2811		0 100.0000	0.0000
Public- Non Institutions	Pou Doctal Ballot (if applicable)				0		0	0
	Total	8956420	306972	3.4274	t 306871	101	1 99.9671	·
	Total	12897673	4125596	6 31.9871	4125495		101 99.9976	6 0.0024
					Whether resolution is Pass or Not.	n is Pass or Not.		Yes

Face outform required: (Ordinary / Special)         Special           Vector for the agenda/resolution?         Special           Whether promoter group are interested in the agenda/resolution?         Special         Special           Whether promoter group are interested in the agenda/resolution         Image: Special speci	Resolution required: (Ordinary / Special)         Special           promote/promote group are interested in the agenda/resolution?         Special         *           promote/promote group are interested in the agenda/resolution?         No. of votes				Reso	Resolution (4)				
monter/promoter group are interested in the agenda/resolution?         Association of teacily and interested in the agenda/resolution.           monter/promoter group are interested in the agenda/resolution.         issue of 10,000 convertble share warrants on preferential basis to promoter.           monter group are interested in the agenda/resolution.         No. of votes         Monter agenda/resolution	promoter/promoter group are interested in the agenta/resolution?         Test interested in the agenta/resolution considered         issue of 10.0000 convertible share warrants on preterential hesis to promoters.           Description of resolution         No. of shares held         No. of votes of an interested in the agenta/resolution?         No. of votes of an interested in the agenta/resolution?         No. of votes of an interested in the agenta/resolution?         No. of votes of an interested in the agenta/resolution?         No. of votes of an interested in the agenta interested intere		Res	olution required: (Ord	linary / Special)			Special		
Description of resolution considered         Issue of 10,000 convertible share warrants on preferential basis to promoters.           Mode of voting         No. of votes         Issue of 10,000 convertible share warrants on preferential basis to promoters.           Mode of voting         No. of votes         No. of votes         Se of votes           Mode of voting         No. of votes         No. of votes         Se of votes         Se of votes           Mode of voting         No. of votes         No. of votes         No. of votes         Se of votes         Se of votes           Mode of voting         No. of votes         No. of votes         No. of votes         No. of votes         Se of votes         Se of votes           Evolution         Ital         (1)         (2)         (3)=([2)/(1)) <sup>1+</sup> 100         (4)         (5)         (6)=[(4)/(2)) <sup>1+</sup> 100         No. of votes         No. of vot	Jescription of resolution considered Issue of 10,000 convertible share warrants on preferential basis to promoters.Mode of voting hub of shares held hub of shares heldNo. of votes sharesSet votes on sharesNo. of votes on sharesNo. of votes on sharesNo. of votes on spinetNo. of votes on polledNo. of votes on spinetNo. of votes on spinetFunction(1)(2)(2)(3)=(2)(1)1*10(4)(5)(6)=((4)/(2)1*10(7)=((1)/(2)/(2)1*10Evolution381862(3)(3)(3)(3)(3)(3)(3)(3)Function381862(3)(3)(3)(3)(3)(3)(3)(3)Function381862(3)(3)(3)(4)(5)(5)=((4)/(2))*10(7)=((1)/(2)/(2))Function381862(3)(3)(3)(3)(3)(3)(3)Function381862(3)(3)(3)(3)(3)(3)(3)Function381862(3)(3)(3)(3)(3)(3)(3)Function381862(3)(3)(3)(3)(3)(3)(3)Function122639(3)(3)(3)(3)(3)(3)(3)Function122639(3)(3)(3)	Whethe	r promoter/promoter group are	interested in the ager	nda/resolution?			Yes		
Mode of voting holds fraver holdsNo. of votes holds shares holdsNo. of votes hares holds sharesNo. of votes have sharesNo. of votes have shares holdsNo. of votes have shares holdNo. of votes have shares holdsNo. of votes have shares holdNo. of votes have holdNo. of votes holdNo. of votes have holdNo. of votes have holdNo. of votes holdNo. of votes hold<	Mode of voting hunde of voting hunde of voting hunde of voting hunde of votingNo. of shares held polledNo. of votes - haresNo. of votes - against have on votes gainstNo. of votes - againstNo. of votes - against polledNo. of votes - against gainstNo. of votes - againstNo. of votes - 			Description of resolu		lssue of 10,	00,000 convertible s	hare warrants on p	breferential basis to l	oromoters.
Image: constraint of the state of	(1)         (2)         (3)=[(2)(1)] <sup>11</sup> 00         (4)         (5)         (6)=[(4)(2)] <sup>11</sup> 00         (7)           Evoting         3818624         0	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
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	Evolution         Evolution         0         0.0000         0         0         0         0           Poil         331854         0         0.0000         0			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $	off         3818624         0		E-Voting		0			0		0
Descal Ballot (if applicable) $($	potal Ballot (if applicable)         0	Promoter and	Poll	3818624	0			0		0
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	Promoter Group			0			0		0
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$		Total	3818624	0			0		
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$		F-Voting		0			0		
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	Postal Ballot (if applicable)       0       <	Public-	Poll	122629	0			0		
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	Total         122629         0         0.0000         0	Institutions	Postal Ballot (if applicable)		0			0		
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	E-voting         E-voting         E-voting         536885         5.9922         536585         901         99.8814           Poll         8956420         2811         0.0314         2806         99.8221         99.8221           Poll         8956420         2811         0.0314         90314         90.8264         99.8221           Postal Ballot (if applicable)         8956420         539496         6.0236         9.3931         105         99.9805           Total         12897673         539496         4.1829         539391         105         99.9805           Total         12897673         539496         4.1829         539391         105         99.9805		Total	122629	0			0		
Poll         8956420         2811         0.0314         2806         5         99.8221           Poll         0         0         0         0.0000         0	Poll         8956420         2811         0.0314         2806         5         99.8221           Poll         0 <td< td=""><td></td><td>E-Voting</td><td></td><td>536685</td><td></td><td></td><td></td><td></td><td></td></td<>		E-Voting		536685					
Postal Ballot (if applicable)         0	Postal Ballot (if applicable)         0	Public- Non	Poll	8956420	2811					
Total         8956420         539496         6.0236         539391         105         99.9805           Total         12897673         539496         4.1829         539391         105         99.9805           Mhether resolution is Pass or Not.         Yes	Total       8956420       539496       6.0236       539391       105       99.9805         Total       12897673       539496       4.1829       539391       105       99.9805         Moteller       Notal       12897673       539496       4.1829       539391       105       99.9805	Institutions	Postal Ballot (if applicable)		0					
Total         12897673         539496         4.1829         539391         105         99.9805           Whether resolution is Pass or Not.         Yes	Total         12897673         539496         4.1829         539391         105         99.9805           Mhether resolution is Pass or Not.         Yes		Total	8956420	539496					
Whether resolution is Pass or Not.	Whether resolution is Pass or Not.			12897673	539496					
							Whether resolution	is Pass or Not.		es,



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			Reso	Resolution (5)				
	Res	Resolution required: (Ordinary / Special)	linary / Special)			Special		
Whether	Whether promoter/promoter group are interested in the agenda/	interested in the age	nda/resolution?			No		
		Description of resolution	tion considered	Issue of E	quity Shares upto IN	R 40 Crores to the	lssue of Equity Shares upto INR 40 Crores to the Qualified Institutional Buyers.	al Buyers.
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
	E-Voting		3818624	100.000	3818624	J	0 100.0000	0.0000
Bromoter and	Poll	3818624	0	0.0000	0	U	0	0
Promoter Group			0	0.0000	0	0	0	0
	Total	3818624	3818624	100.000	3818624		0 100.000	0.0000
	E-Voting		0	0.0000	0		0	0
Public-	Poll	122629	0	0.0000	0		0	0
Institutions	Postal Rallot (if applicable)		0	0.0000	0		0	0
	Total	122629	0	0.0000	0	「「「「「「「」」」	0 0.0000	0.0000
	F Vation		536685	5.9922	536585	100	0 99.9814	0.0186
non oildig	E-VOUIDS	8956420	2811	0.0314	2811		0 100.0000	0.0000
Institutions	postal Rallot (if applicable)		0	0.0000	0		0	0
	Total	8956420	539496	6.0236	539396	100	0 99.9815	0.0185
	Total	17807673	4358120	33.7900	4358020	100	0 99.9977	0.0023
		21212011			Whether resolution is Pass or Not.	n is Pass or Not.		Yes



V SREEDHARAN AND ASSOCIATES Company Secretaries

No. 32/33, 1<sup>st</sup> and 2<sup>nd</sup> Floor, GNR Complex, 8<sup>th</sup> Cross, Wilson Garden, Bengaluru 560 027 C+91 80 222 90 394 Scompliance@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 Third Annual General Meeting of the Equity Shareholders of "IZMO LIMITED" held on Monday, September 24, 2018 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:

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 23<sup>rd</sup> Annual General Meeting of the Equity Shareholders of "IZMO LIMITED" held on Monday, September 24, 2018 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 Third Annual General Meeting of the Equity Shareholders dated August 13, 2018. 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 Friday, September 21, 2018 up to 5.00 p.m of Sunday, September 23, 2018.
- 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.
- 2. There was no polling paper which was incomplete or found defective.
- C. Result of Remote E-Voting and Poll is as under:
- The voting rights were reckoned as on Monday, September 17, 2018, 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.
- 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 24, 2018 at 10.35 A.M. to know the voting pattern. 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 Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2018 and Auditors' Report and Board's Report along with Audited Consolidated Financial Statements for the financial year ended 31<sup>st</sup> March 2018.

(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)	75	14	89
Number of votes cast by them	43,55,209	3,011	43,58,220
% of Total Number of valid votes cast	99.99	100	99.99

### (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	0.01	NIL	0.01



## b) RESOLUTION 2 (Ordinary Resolution)

Re-appointment of Mr. Sanjay Soni as director who retires by rotation.

- Voting by Remote Total Poll at E-voting AGM Number of Members present and voting (in person or by 71 14 85 proxy) Number of votes cast by 15,97,596 16,00,607 3,011 them % of Total Number of valid 100 99.99 99.99 votes cast
- (i) Voted in favour of Resolution

#### (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	0.01	NIL	0.01



## c) RESOLUTION 3 (Special Resolution)

Continuance of directorship of Mr. Vijay Gupta (DIN- 00929401), Independent director of the company after attaining the age of 75 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)	72	13	85
Number of votes cast by them	41,22,684	2,811	41,25,495
% of Total Number of valid votes cast	99.99	100	99.99

### (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	101	NIL	101
% of Total Number of valid votes cast	0.01	NIL	0.01

(iii) Invalid Votes - NIL



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## d) RESOLUTION 4 (Special Resolution)

Issue of 10,00,000 convertible share warrants on preferential basis to promoters.

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	64	12	76
Number of votes cast by them	5,36,585	2,806	5,39,391
% of Total Number of valid votes cast	99.98	99.82	99.98

(i) Voted in favour of Resolution

## (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	1	2
Number of votes cast by them	100	5	105
% of Total Number of valid votes cast	0.02	0.18	0.02



### e) RESOLUTION 5 (Special Resolution)

Issue of Equity Shares up to INR 40 Crores to the Qualified Institutional Buyers.

	Remote E-voting	Voting by Poll at AGM	Total
Number of Members present and voting (in person or by proxy)	75	13	88
Number of votes cast by them	43,55,209	2,811	43,58,020
% of Total Number of valid votes cast	99.99	100	99.99

## (i) Voted in favour of Resolution

### (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	0.01	NIL	0.01

- 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, 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 24, 2018

