

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

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.

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Thanking You, For IZMO Ltd

Suraj Kumar Sahu

Company Secretary

Phone : +91 80 67125400 Fax : +91 80 67125408

Email: info@izmoltd.com

www.izmoltd.com

CIN: L72200KA1995PLC018734

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 throught Video Conferencing:	
Promoters and Promoter Group:	NA
Public:	NA
and the state of t	- Company - Comp





43,44,65,44,64,64,64,64,64,64,64,64,64,64,64,64,	Reso	Resolution required: (Ordinary	dinary / Special)			Ordinary	A CV (April) And Andrews Andre	аделення постанення (МАНИ) (Пересона постанення дея выполня постанення постанення постанення постанення постан
When the commence of the comme	Whether promoter/promoter group are interested in the agenda/resolution?	nterested in the age	nda/resolution?	oonee ee	enamonopolaridis ANA priprinte previousnos addunentes, este instituto de la constituto de l	No		вогогогогольный А.И.И.У.У.А.Неговогогогогогогой физикологогогого гом Мого
		Description of resolution considered	rtion considered	Adoption of the au financial statements	Adoption of the audited Financial Statements fo the Company (including audited consolidated financial statements) for the financial year ended March 31, 2017, together with the Report of the	ements fo the Compare ended March 31.	pany (including aud ,, 2017, together wit	lited consolidated that he Report 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
			3857693	100.0000	3857693	0	100 0000	0:000
Promoter and	E-VOURE 	3857693	0	000000	0	0	0	0
Promoter Group				00000	0	0	0	0
		3857693	3857693	100:0000	3857693	0	100.000	00000
	F-Vorting		0	0000:0	0	0	0	0
Public.	III od i	16410	O and the field of the common free transform that the common for the common free transform that the common free transform th	0000:0	0	0	0	
Institutions	Doctal Ballot (if annicable)		0	0.000	0	0	0	0
	Total	16410	0	0000:0	0	0	0.000	0.000
	E-Voting		450314	5.0328	450214	100	99.9778	0,0222
Bublic Non		8947570	2462	0.0275	2462	0	100:000	0.0000
rubile ivoii Institutions	Doctol Ballot (if anniicable)			000000	0	0		0
	Total	8947570	452776	2,0603	452676	100	99.9779	0,0221
	Total	12821673	4310469	33,6186	4310369	100	99.9977	0.0023
				を 1 人名 1 年 1 日 1 日 1 日 1 日 1 日 1 日 1 日 1 日 1 日				Voe





			Resc	Resolution (2)				
	Resc	Resolution required: (Ordinary	dinary / Special)			Ordinary		
Whether	Whether promoter/promoter group are interested in the agenda/re	interested in the age	enda/resolution?	regimper nementarion manufactularida (A. A. A. M. M. A. A. A. M.		Yes	W 14 (Fig prights communicate communicate Colored CACACACACACACACACACACACACACACACACACACA	
		Description of resolution considered	ution considered	Re-appo	Re-appointment of Mrs. Shashi Soni as a Director, liable to retire by rotaion.	shi Soni as a Directo	r, liable to retire by	rotaion.
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
		0	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
	E-Voting		3857693	100:0000	3857693	0	100.0000	00000
Promoter and	Poll	3857693		00000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)				0	0	0	0
	Total	3857693	3857693	100:000	3857693	0	100:000	00000
	E-Voting		0	0.000.0	0	0	0	0
Public-	Poll	16410	0	0.000		0	0	0
Institutions	Postal Ballot (if applicable)			0.000	0	0	0	0
	Total	16410	0	0.0000	0	0	00000	0.0000
	E-Voting		450314	5,0328	450214	100	8776.66	0.0222
Public- Non	Poll	8947570	2462	0.0275	2462	0	100.0000	0.0000
Institutions	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	7766,66	0.0023
					Whether resolution is Pass or Not.	is Pass or Not.	\	Yes



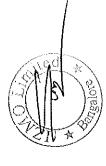
			Resc	Resolution (3)				
	Resi	Resolution required: (Ordinary	rdinary / Special)			Ordinary		
Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the ag	enda/resolution?			No		
Northernock Market (Association Association Associatio		Description of resolution considered	lution considered	To appoint Mr. Gr Ramaswamy	uru Prakash V. Charl Vijayanand to hold	tered Accountant as office until the conc	To appoint Mr. Guru Prakash V. Chartered Accountant as the Statutory Auditor in place of Mr. Ramaswamy Vijayanand to hold office until the conclusion of the 27th AGM & fix the	or in place of Mr. GM & fix the
Cartegory	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
		(0)	(2)	(3)=[(5)/(1)]*100	(4)	(2)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		3857693	100:0000	3857693	0	100.000	0.0000
Promoter and	Poll	3857693		00000:0			0	0
Promoter Group	Postal Ballot (if applicable)		0	0,000	0	0	0	0
	Total	3857693	3857693	100:0000	3857693	0	100:0000	0.0000
	E-Voting		0	00000	O	0	0	0
Public-	Poll	16410	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Fotal	16410	0	0:0000	0	0	0.000	0.0000
	E-Voting		450314	5.0328	450214	100	99.9778	0.0222
Public- Non	Polí	8947570	2462	0.0275	2462	0	100:0000	00000
Institutions	Postal Ballot (if applicable)		0	00000	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	n is Pass or Not.	\	Yes



			Rest	Resolution (4)				
	Res	Resolution required: (Ordinary	rdinary / Special)			Ordinary		-
Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the ago	enda/resolution?	Y (et jirje vjetenim a a a inimprova ma a a a a a a a a a a a a a a a a a	menerakan meneraka dan akada dan dan dan dan dan dan dan dan dan	No		
		Description of resolution considered	lution considered	Incre	esse in Auth o rised C	apital from Rs. 13.2	Increase in Authorised Capital from Rs. 13.20 Crore to Rs. 18 Crore.	ore.
Category	Wode 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
		(7)	(2)	(3)=[(5)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
	E-Voting		3857693	100:0000	3857693	0	100:0000	0.0000
Promoter and	International control of the control	3857693	0	0:0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	1	0	00000:0	0	0	0	0
,	Total	3857693	3857693	100.0000	3857693	0	100:000	0.0000
	E-Voting		0	0.0000	0	0	0	0
Public-	Poll	16410	0	0.000	0	0	0	0
Institutions	Postal Ballot (if applicable)		O	0000:0	0	0	0	0
	Total	16410	0	0:0000	0	0	0.000	0.0000
	E-Voting		450314	5:0328	450214		99.9778	0.0222
Public- Non	Poll	8947570	2462	0.0275	2462	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	8947570	452776	5.0603	452676	100	99.9779	0.0221
	IPO I	12821673	4310469	33,6186	4310369	100	99,9977	0.0023
					Whether resolution is Pass or Not.	is Pass or Not.	7	Yes



			Resc	Resolution (5)				
	Res	Resolution required: (Ordinary	dinary / Special)			Special		
Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the age	nda/resolution?	readeministration of the second secon		No		
		Description of resolution considered	ıtion considered	Amendment to	տ Capital Clause cont	tained in Clause V of	Amendment to Capital Clause contained in Clause V of the Memorandum of Association	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
		(a)	(2)	(3)=[(2)/(1)]*100	(4)	(2)	(6)=[(4)/(5)]*100	(7)=[(2)/(5)]*100
	E-Voting		3857693	100.0000	3857693	0	100:0000	0.0000
Promoter and	Poll	3857693	0	0.0000	0	0		0
Promoter Group	Postal Ballot (if applicable)		0	0.000.0	0	0	0	0
	Total	3857693	3857693	100:0000	3857693	0	100.0000	000000
	E-Voting		0	0:0000	0	0	0	0
Public-	Poll	16410	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	16410	0	0.000	0	0	0.000	00000
	E-Voting		450314	5.0328	450214	100	99.9778	0.0222
Public- Non	Poll	8947570	2462	0.0275	2462	0	100:0000	0:0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8947570	452776	5.0603	452676	100	97779	0.0221
	Total	12821673	4310469	33.6186	4310369	100	99.9977	0.0023
					Whether resolution is Pass or Not.	is Pass or Not.	χ	Yes



V. SREEDHARAN AND ASSOCIATES

Company Secretaries

No. 32/33, 1" and 2rd Floor, GNR Complex, 8th Cross, Wilson Garden, Bengaluru 560 027 C+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.



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	95	13	108
proxy)			1999
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		111	
proxy)		NIL	
Number of votes cast by them	100	NIL	100
% of Total Number of yalid 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	Voting by	T-1-1
	E-voting	Foll at AGM	Total
Number of Members present			
and voting (in person or by	95	13	108
proxy)			
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	Voting by	Total
	E-voting	Poll at AGM	Totat
Number of Members present			
and voting (in person or by	1	NIL	1
proxy)			
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	Voting by	
	E-voting	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	1	NIL	1
proxy)			
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	95	13.	108
proxy)			
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	1	NIL	1
proxy)			· :
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

Company Secrolaries