

SYED SHAHABUDDIN

Company Secretary
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Report of Scrutinizer

[Pursuant to rule Sections 108 and 109 of the Companies Act, 2013 and Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To:
The Chairperson
IZMO Limited
#177/2C Billekahalli Industrial Area
Bannerghatta Road
Bangalore - 560076

Madam,

Sub: E-Voting for items included in 26th Annual General Meeting (AGM) of the Members of IZMO Limited (the Company)

I, Syed Shahabuddin, Company Secretary in Practice had been appointed as Scrutinizer for the purpose of scrutinizing the e-voting process at the AGM, in a fair and transparent manner and ascertaining the results thereof, in respect of Resolutions transacted at the 26th AGM of Members of the Company held on Monday the 20th September 2021 at 12:30 PM (IST) through Video Conferencing (VC) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Circular No.14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020, Circular No.20/2020 dated 5th May, 2020 and Circular No 02/2021 dated January 13, 2021, issued by the Ministry of Corporate Affairs (hereinafter, collectively referred to as the "MCA Circulars") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) read with Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/ CIR/PI 2021/11 dated 12th May 2020 and 15th January 2021, respectively (hereinafter, collectively referred to as the "SEBI Circulars"), issued by the Securities and Exchange Board of India (SEBI).

My responsibility as Scrutinizer is to ensure that voting processes, both through remote e-voting and voting through electronic means at the AGM, are conducted in a fair and transparent manner and to make a Scrutinizer's Report, being this Report, of the total votes cast 'in favour' and 'against', on the Resolutions transacted at the 26th AGM, based on the reports generated from e-voting system by the National Securities Depository Limited (NSDL) for remote e-voting as well as e-voting at the AGM.



I submit my report as under:

1. The Company had appointed NSDL as E-voting Service Provider (ESP) to provide and facilitate e-voting services to the Members of the Company to cast their votes through a secured electronic voting system on the Resolutions to be transacted at the said AGM.
2. In terms of requirements of the MCA & SEBI Circulars, as stated above, the Notice of the 26th AGM to be held on 20th September 2021, was sent through electronic means on 14th August 2021 to those Members whose e-mails were registered with the Company, the Company's Registrar and Share Transfer Agent (RTA)/ Depositories, as on 13th September 2021.
3. As required under Rule 20(4)(iii) of the Companies (Management and Administration) Rules, 2014, the Company has clearly stated in the Notice of the AGM dated 14th August 2021 that the Company has engaged the services of NSDL to provide remote e-voting facility and e-voting facility during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of the businesses to be transacted at the AGM and the Members who have cast their votes by remote e-Voting may attend the AGM, but shall neither be allowed to change their votes subsequently nor cast votes again during the AGM.
4. The remote e-voting period commenced at 9:00 A.M. (IST) on Friday, 17th September 2021 and remained open till 5:00 P.M. (IST) on Sunday 19th September 2021. The Members holding shares as on the 'cut-off' date i.e. Monday 13th September 2021, were entitled to vote, through remote e-voting system as well as voting at the AGM through electronic voting system, on the proposed Resolutions for Item Nos. 1 and 2 as set out in the Notice dated 14th August 2021.
5. The votes cast through e-voting at the AGM and through remote e-voting, were unlocked, after conclusion of the AGM at 1:46 P.M. on 20th September 2021, in the presence two witnesses (Mr. Sriram N and Mr. Chethan R).
6. The votes cast were diligently scrutinized and authenticated based on the records maintained by the Company and its RTA, with respect to number of shares held on 'cut-off' date i.e. 13th September 2021 and authorisation lodged for the purpose.
7. Based on the details containing list of Members who have cast their votes on remote e-voting platform and the votes cast at the AGM through e-voting system, as downloaded from the e-voting website of NSDL (www.evoting.nsdl.com), the results on the Resolutions transacted at the 26th AGM of the Members of the Company held on Monday the 20th September 2021 are given below:



(a) Item No.1

Consider and adopt the Audited Financial Statements for the year ended March 31, 2021 and the Reports of Auditors and Directors' thereon:

(i) Voted in favour of the resolution:

Number of members voted through e-voting / No. of Folios	Number of votes cast by them	% of total number of valid votes cast
147	44,51,643	99.99

(ii) Voted against the resolution:

Number of members voted through e-voting / No. of Folios	Number of votes cast by them	% of total number of valid votes cast
6	151	0.01

(iii) Invalid votes:

Total Number of members voted through e-voting whose votes were declared invalid	Total number of votes cast by them
NIL	NA

Result: Agenda/Resolution passed with requisite majority

(b) Item No.2

Re-appointment of Ms. Shashi Soni, who retires by rotation:

(i) Voted in favour of the resolution:

Number of members voted through e-voting / No. of Folios	Number of votes cast by them	% of total number of valid votes cast
146	44,51,637	99.99

(ii) Voted against the resolution:

Number of members voted through e-voting / No. of Folios	Number of votes cast by them	% of total number of valid votes cast
7	157	0.01

(iii) Invalid votes:

Total Number of members voted through e-voting whose votes were declared invalid	Total number of votes cast by Them
NIL	NA

Result: Agenda/Resolution passed with requisite majority



8. All relevant documents and records relating to e-voting process shall remain in my safe custody until the Chairperson declares the results pertaining to resolutions passed at the aforesaid 26th AGM and thereafter, I shall hand them over to the Company Secretary of the Company.

Thanking you,

Yours faithfully,



Syed Shahabuddin
Company Secretary in Practice
Membership Number A4121
Certificate of Practice Number 11932
UDIN: A004121C000971835

Place: Bangalore
Date: 20.09.2021

SYED SHAHABUDDIN
B.Com., A.C.S.,
Company Secretary
C.P. No. 11932