

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 23rd AGM of the Company held on 24th 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 24th 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



Voting results		
Record date	17-09-2018	
Total number of shareholders on record date	11137	
No. of shareholders present in the meeting either in person or through proxy		
a) Promoters and Promoter group	3	
b) Public	34	
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	5	



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 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				
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		3818624	100.0000	3818624	0	100.0000	0.0000	
	Poll	3818624	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	3818624	3818624	100.0000	3818624	0	100.0000	0.0000	
Public- Institutions	E-Voting		0	0.0000	0	0	0	0	
	Poll	122629	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	122629	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	E-Voting		536685	5.9922	536585	100	99.9814	0.0186	
	Poll	8956420	3011	0.0336	3011	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	8956420	539696	6.0258	539596	100	99.9815	0.0185	
Total		12897673	4358320	33.7915	4358220	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 Mr. Sanjay Soni (DIN 00609097) as Director 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		1061011	27.7852	1061011	0	100.0000	0.0000	
	Poll	3818624	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	3818624	1061011	27.7852	1061011	0	100.0000	0.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0	0
	Poll	122629	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	122629	0	0.0000	0	0	0.0000	0.0000	0.0000
Public- Non Institutions	E-Voting		536685	5.9922	536585	100	99.9814	0.0186	
	Poll	8956420	3011	0.0336	3011	0	100.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	8956420	539696	6.0258	539596	100	99.9815	0.0185	0.0185
Total		12897673	1600707	12.4108	1600607	100	99.9938	0.0062	
					Whether resolution is Pass or Not.				
					Yes				



Resolution (3)									
Resolution required: (Ordinary / Special)					Special				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					Continuance of directorship of Mr. Vijay Gupta (DIN-00929401), Independent director of the company, as he has attained the age of Seventy-Five 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		3818624	100.0000	3818624	0	100.0000	0.0000	
	Poll	3818624	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	3818624	3818624	100.0000	3818624	0	100.0000	0.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0	0
	Poll	122629	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	122629	0	0.0000	0	0	0.0000	0.0000	0.0000
Public- Non Institutions	E-Voting		304161	3.3960	304060	101	99.9668	0.0332	
	Poll	8956420	2811	0.0314	2811	0	100.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	8956420	306972	3.4274	306871	101	99.9671	0.0329	0.0024
Total		12897673	4125596	31.9871	4125495	101	99.9976	0.0024	
					Whether resolution is Pass or Not.				
					Yes				



Resolution (4)									
Resolution required: (Ordinary / Special)					Special				
Whether promoter/promoter group are interested in the agenda/resolution?					Yes				
Description of resolution considered					Issue of 10,00,000 convertible share warrants on preferential basis to promoters.				
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		0	0.0000	0	0	0	0	0
	Poll	3818624	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	3818624	0	0.0000	0	0	0.0000	0.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0	0
	Poll	122629	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	122629	0	0.0000	0	0	0.0000	0.0000	0.0000
Public- Non Institutions	E-Voting		536685	5.9922	536585	100	99.9814	0.0186	
	Poll	8956420	2811	0.0314	2806	5	99.8221	0.1779	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	8956420	539496	6.0236	539391	105	99.9805	0.0195	
Total		12897673	539496	4.1829	539391	105	99.9805	0.0195	
						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			
Description of resolution considered					Issue of Equity Shares upto INR 40 Crores to the Qualified Institutional 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
Promoter and Promoter Group	E-Voting		3818624	100.0000	3818624	0	100.0000	0.0000
	Poll	3818624	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3818624	3818624	100.0000	3818624	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	122629	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	122629	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		536685	5.9922	536585	100	99.9814	0.0186
	Poll	8956420	2811	0.0314	2811	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8956420	539496	6.0236	539396	100	99.9815	0.0185
Total		12897673	4358120	33.7900	4358020	100	99.9977	0.0023
					Whether resolution is Pass or Not.			
					Yes			





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:

- (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 23rd 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)

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 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 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.
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 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 31st March 2018 and Auditors' Report and Board's Report along with Audited Consolidated Financial Statements for the financial year ended 31st 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

(iii) Invalid Votes - NIL



b) RESOLUTION 2 (Ordinary Resolution)

Re-appointment of Mr. Sanjay Soni 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)	71	14	85
Number of votes cast by them	15,97,596	3,011	16,00,607
% 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

(iii) Invalid Votes - NIL



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



d) RESOLUTION 4 (Special Resolution)

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

(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)	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

(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

(iii) Invalid Votes - NIL



e) RESOLUTION 5 (Special Resolution)

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

(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	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

(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

(iii) Invalid Votes - NIL

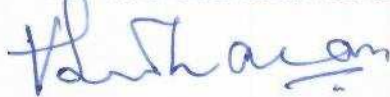


5. A Compact Disc (CD) containing a list of Equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The electronic data, poll (Ballot) papers and all other relevant records relating to the e-voting shall remain in our safe custody 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