

ISMT/SEC/28/16-17

September 29, 2016

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400 001

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Scrip Code: 532479

Symbol: ISMTLTD

Dear Sirs,

Sub: Submission of Voting Results of the 18th Annual General Meeting of the Company held on September 27, 2016

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results of the business transacted at the 18th Annual General Meeting held on September 27, 2016 in the prescribed format as Annexure - I.

We are also enclosing the Consolidated Report of the Scrutinizer on e-voting and voting through ballot paper.

Kindly take the same on your record and acknowledge the receipt.

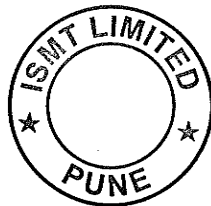
Thanking you,

Yours faithfully,

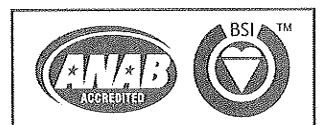
For ISMT Limited



Jaikishan Pahlani
Company Secretary



Encl.: As above



M.R.M. Associates

Company Secretaries

First Floor, Dnyan Sudha Apartments,
77, Vijayanagar Colony, 2147, Sadashiv Peth,
Pune 411 030.

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Scrutinizer's Report

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the
(Management and Administration) Amendment Rules, 2015]**

To,
The Chairman
18th Annual General Meeting of the Equity shareholders of
ISMT Limited
Pune

Dear Sir,

I, Milind Kasodekar, Partner, MRM Associates, Company Secretaries, having its office at 77, Vijay Nagar Colony, 2147, Sadashiv Peth, Pune-411030, have been appointed as scrutinizer of ISMT Limited ("the company") having its Registered Office at Lunqad Towers, Viman Nagar, Pune-411014 for the purpose of scrutinizing the e-voting process and ballot process in a fair and transparent manner & ascertaining the requisite majority on e-voting and ballot process carried out as per the provisions of Companies Act, 2013 and Rule 20 of the (Management and Administration) Amendment Rules 2015 on below mentioned resolution(s), at the 18th Annual General Meeting of the Equity shareholders of ISMT Limited held on Tuesday, the 27th day of September, 2016 at Hotel Hindustan International, S. No. 33/1/1, Plot No. 2H, Neco Garden Road, Viman Nagar, Pune-411014. We submit our report as under:

1. The e-voting period remained open from 24th September, 2016 to 26th September, 2016 (Both days inclusive).
2. The shareholders holding shares as on the "cut-off" date i.e. 20th September, 2016 were entitled to vote through e-voting and those who were present on the date of the Annual General Meeting and not opted to vote through e-voting process were entitled to vote through ballot process on the proposed resolutions (item no. 1 to 11) as set out in the Notice of the 18th Annual General Meeting of ISMT Limited.
3. The votes for e-voting process were unblocked on Monday, the 26th day of September, 2016 around 05:15 P.M in the presence of one witness, Ms. Pratiksha Dhakate who is not in the employment of the company.

Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Karvy Computershare Private Limited.

4. Further, on the date of the Annual General Meeting 71 (Seventy One) shareholders voted through ballot process.
5. The result of the e-voting as well as ballot process is as under:



Resolution 1 (a) – Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2016 together with Report of the Board and Auditor’s thereof.

1 (b)– Adoption of the Audited Consolidated Financial Statement of the company for the Financial Year ended March 31, 2016 together with Report of the Auditor’s thereof.

(i)Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	28	69021973	
Ballot	66	6051953	
TOTAL	94	75073926	99.9977

(ii)Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	2	1650	
Ballot	1	100	
TOTAL	3	1750	0.0023

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	4	400

Resolution 2 – Re-appointment of Mr. Rajiv Goel who retires by rotation and being eligible, offers himself for re-appointment

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	28	69021973	
Ballot	65	6051733	
TOTAL	93	75073706	99.9974



(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	2	1650	
Ballot	2	320	
TOTAL	4	1970	0.0026

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	4	400

Resolution 3 – Ratification of appointment of Joint Statutory Auditors

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	28	69021973	
Ballot	65	6051733	
TOTAL	93	75073706	99.9974

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	2	1650	
Ballot	2	320	
TOTAL	4	1970	0.0026

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	4	400



Resolution 4 – Appointment of Mr. Shyam Powar as an Independent Director

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	26	69021773	
Ballot	65	6051733	
TOTAL	91	75073506	99.9971

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	4	1850	
Ballot	2	320	
TOTAL	6	2170	0.0029

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	4	400

Resolution 5 – Re-appointment of Mr. S. C. Gupta as an Independent Director

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	26	69021773	
Ballot	65	6051733	
TOTAL	91	75073506	99.9971



(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	4	1850	
Ballot	2	320	
TOTAL	6	2170	0.0029

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	4	400

Resolution 6- Re-appointment of Ms. Deepa Mathur as an Independent Director

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	28	69021973	
Ballot	65	6051733	
TOTAL	93	75073706	99.9974

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	2	1650	
Ballot	2	320	
TOTAL	4	1970	0.0026

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	4	400



Resolution 7 – Ratification of remuneration to Cost Auditors for Financial Year 2015-16

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	28	69021973	
Ballot	65	6051733	
TOTAL	93	75073706	99.9974

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	2	1650	
Ballot	2	320	
TOTAL	4	1970	0.0026

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	4	400

Resolution 8 – Revision in remuneration of Mr. B. R. Taneja, Managing Director of the Company.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	27	69021873	
Ballot	65	6051733	
TOTAL	92	75073606	99.9972

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	3	1750	
Ballot	2	320	
TOTAL	5	2070	0.0028



(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	4	400

Resolution 9 – Re-appointment of Mr. Rajiv Goel as Whole-time Director for a period from December 1, 2015 upto September 30, 2016

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	28	69021973	
Ballot	65	6051733	
TOTAL	93	75073706	99.9974

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	2	1650	
Ballot	2	320	
TOTAL	4	1970	0.0026

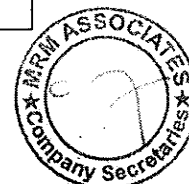
(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	4	400

Resolution 10 – Re-appointment of Mr. B.R. Taneja as Managing Director for a period of two years with effect from December 1, 2016 upto November 30, 2018

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	28	69021973	
Ballot	65	6051733	
TOTAL	93	75073706	99.9974



(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	2	1650	
Ballot	2	320	
TOTAL	4	1970	0.0026

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	4	400

Resolution 11 – Re-appointment of Mr. Rajiv Goel as Whole-time Director for a period of one year with effect from October 1, 2016 upto September 30, 2017

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	28	69021973	
Ballot	65	6051733	
TOTAL	93	75073706	99.9974

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	2	1650	
Ballot	2	320	
TOTAL	4	1970	0.0026

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	4	400




Voting shall remain in our safe custody until the chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company for safe keeping.

Thanking you,

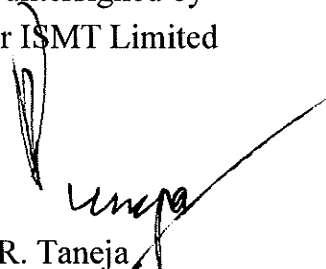
Yours faithfully,
For MRM Associates
Company Secretaries




CS Milind Kasodekar
Partner
CP: 1681
Scrutinizer

Place: Pune
Date: 28th September, 2016

Countersigned by
For ISMT Limited


B.R. Taneja
Chairman of the 18th Annual General Meeting