

FORM 8-K

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01. Other Events.

The Company held its most recent Annual Meeting of Stockholders on November 8, 2017 and presented the stockholders with six proposals on which to vote. The stockholders voted to approve five of the six proposals. The vote on Proposal (3), the only item not approved, was adjourned to April 30, 2018. Proposal (3) sought stockholder approval for the issuance of up to an additional 2,000,000 shares of the Company's common stock to Bricoleur Partners, L.P. pursuant to a prior financing arrangement.

Despite the efforts of India Globalization Capital (the "Company") to give its stockholders additional time to continue the voting for Proposal Three from its 2017 Notice of Annual Meeting of Shareholders, the item did not pass.

As disclosed before, since this item was not approved by the stockholders of record, the Company may choose to (i) resubmit the proposal to the Company's stockholders at its regular 2018 Annual Meeting of Stockholders, with potentially fewer shares and modified terms to be issued and approved, and/or (ii) enter into negotiations with Bricoleur Partners, L.P. to explore alternative arrangements including a discount, providing for principal and interest repayments in the form of cash or in non-convertible promissory notes. No assurance can be given that such negotiations will result in an amended arrangement or that such arrangement will be on economic terms.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INDIA GLOBALIZATION CAPITAL, INC.

Dated: May 4, 2018 By: /s/ Ram Mukunda

Name: Ram Mukunda

Title: Chief Executive Officer and President