

The Secretary,
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex,
Bandra (E), Mumbai- 400 051.

Scrip Symbol: DPSCLTD

The Secretary,
The Calcutta Stock Exchange Ltd.,
7, Lyons Range,
Kolkata- 700 001.
Scrip Code: 014021

The Vice President
Metropolitan Stock Exchange of India Ltd
4th floor, Vibgyor Towers, Plot No C 62,
G Block, Opp. Trident Hotel,
Bandra Kurla Complex, Bandra (E),
Mumbai- 400098.

Scrip Symbol: DPSCLTD

Dear Sir,

Ref: Clause 31 of the Listing agreement
Sub: Outcome of the 95th Annual General Meeting of the Company

We would like to inform you that the 95th Annual General Meeting (AGM) of the Company has been duly convened and held on Friday, 11th September, 2015 at the Registered Office: Plot X1- 2 & 3, Block-EP, Sector-V, Salt Lake City, Kolkata-700091 at 11 A.M.

In terms of Clause 35B of the Listing Agreement and pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by the Companies (Management and Administration) Rules, 2015, the Company has provided remote e-voting facility, to facilitate all equity shareholders of the Company (as at cut off date 4th September, 2015), to cast their vote electronically on all businesses proposed in the notice of 95th AGM. The remote e-voting period commenced on September 08, 2015 (9:00 a.m.) and ended on September 10, 2015 (5:00 p.m.). Additionally to facilitate voting by the Shareholders who had not voted using remote e-voting facility, a Poll was conducted at the 95th Annual General Meeting held today.

Mr. Mohan Ram Goenka (CP No. 2551) of MR & Associates, Company Secretaries, was appointed as the Scrutinizer for conducting the remote e-voting process and voting at the AGM through Poll, in a fair and transparent manner

The following resolutions have been passed with requisite majority, based on Scrutinizer's Consolidated Report dated 14th September, 2015 combining the results of remote e-voting and voting by Poll at the venue of the 95th AGM.

1. Adoption of the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2015, including the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Auditors thereon.



India Power Corporation Limited

CIN: L40105WB1919PLC003263

[formerly DPSC Limited]

Registered Office: Plot No. X1- 2&3, Block-EP, Sector -V, Salt Lake City, Kolkata - 700 091
T: + 91 33 6609 4308/09/10, F: + 91 33 2357 2452

Central Office: Sanctoria, P.O.-Dishergarh 713 333, District- Burdwan, Pin-713333 (W.B.)
T: (0341) 6600452/454/455/456/457 F: (0341) 6600452

E: corporate@indiapower.com W: www.indiapower.com





2. Declaration of Dividend @ Re. 0.05 (i.e. 5%) per Equity shares of Re.1/- each for the year ended 31st March, 2015.
3. Re-appointment of Shri Sunil Kanoria [holding DIN 00421564] as Director of the Company who retires by rotation and being eligible, offered himself for re-appointment.
4. Ratification of the appointment of M/s. Lodha & Co., the Statutory Auditors of the Company and to fix their remuneration.
5. Appointment of Shri Sundareshan Sthanunathan [holding DIN 01675195] as an Independent Director of the Company for a period of five consecutive years commencing from 13th October, 2014.
6. Appointment of Smt. Dipali Khanna [holding DIN 03395440] as an Independent Director of the Company for a period of five consecutive years commencing from 31st March, 2015.
7. Appointment of Shri Asok Kumar Goswami [holding DIN 03331661] as a Director of the Company.
8. Appointment of Shri Asok Kumar Goswami [holding DIN 03331661] as a Whole-time Director of the Company.
9. Appointment of Shri Jyoti Kumar Poddar [holding DIN 00690650] as a Director of the Company, liable to retire by rotation.
10. Ratification of re-appointment and remuneration payable to the Cost Auditors for financial year 2015-16.

The Copy of the Consolidated Scrutinizer's Report dated 14th September, 2015 on e-voting as well as Poll at the venue of the 95th AGM is enclosed herewith for your information & record.

The requisite details as prescribed under Clause 35A of the Listing Agreement shall be submitted to the Exchanges within stipulated time.

A copy of the proceedings of the 95th AGM in terms of Clause 31(d) of the Listing Agreement shall be sent to the Exchanges in due course.

This is for your information & record, please.

Yours faithfully
India Power Corporation Limited
(Prashant Kapoor)
Company Secretary & Compliance Officer



Encl: as above



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CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote E-Voting and Ballot Form)

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of Ninety Fifth Annual General Meeting of the Equity shareholders of **India Power Corporation Limited (formerly DPSC Limited)**, held on Friday, the **11th day of September, 2015** at its registered office, Plot X1 – 2 & 3, Block EP, Sector V, Salt Lake City, Kolkata – 700 091.

Dear Sir,

1. I Mohan Ram Goenka, a Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of **India Power Corporation Limited (formerly DPSC Limited)** (the Company) for the purpose of Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015 and Clause 35B of the Listing Agreement.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and Ballot Form and for the resolutions proposed in the Notice of Ninety Fifth Annual General Meeting of the equity shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through remote e-voting and Ballot Form at the venue of AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolution proposed in the Notice of the 95th AGM of the shareholders of the Company, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facilities for voting through electronic means and votes casted through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the Ninety Fifth Annual General Meeting of the shareholders of the Company.

Our Office :
46, B. B. Ganguly Street, 4th Floor
R. No.: 6, Kolkata 700012,
E Mail: goenkamohan@hotmail.com
goenkamohan@gmail.com



Mobile No.9831074332
Phone No : 2237 9517

3. In terms of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facility was kept open from **Tuesday, 8th September 2015 at 9.00 A.M., to Thursday, 10th September, 2015 at 5 P.M.** and members were requested to cast their votes electronically convening their assent or dissent in respect of the resolution on e-voting platform provided by NSDL.
4. The member of the Company as on "**cut off**" date (record date) i.e. **4th September 2015**, were entitled to vote on the resolutions. (Item No. 1 to 10 as set out in the notice of 95th AGM of the Company.
5. At the end of the voting period on Thursday, **September 10, 2015 at 5.00 P.M. IST**, the voting portal of the service provider was blocked forthwith.
6. The votes cast were unblocked on 11.09.2015 in the presence of two witnesses Ms. Smita Mondal and Ms. Tanvee Srivastava who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Smita Mondal

Ms. Smita Mondal

Tanvee

Ms. Tanvee Srivastava

7. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the ballot forms as received and the report generated from the e-voting website of National Securities Depository Limited (NSDL), and based on such reports,

The brief analysis of the results of the voting through Remote e-voting and Ballot Form are as under:

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Mobile No.9831074332
Phone No. 23320011



Item No. 1 - Ordinary Resolution :

Adoption of the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2015, including the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Auditors thereon.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	204431208	42	43231059	51	247662267	99.99 (approx.)
Dissent	1	230	8	788	9	1018	0.01 (approx.)
Total	10	204431438	50	43231847	60	247663285	100
Abstain / Invalid	0	0	1	1	1	1	-

Item No. 2 - Ordinary Resolution:

Declaration of dividend for the financial year ended 31st March, 2015 on the Equity Shares of the Company.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	10	204431438	50	43231847	60	247663285	100
Dissent	0	0	0	0	0	0	0
Total	10	204431438	50	43231847	60	247663285	100
Abstain / Invalid	0	0	0	0	0	0	0

Item No. 3 - Ordinary Resolution :

Appointment of a Director in Place of Shri Sunil Kanoria (holding DIN 00421564) who retires by rotation and being eligible, offers himself for appointment.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	8	204431108	50	43231847	58	247662955	99.99 (approx.)
Dissent	2	330	0	0	2	330	0.01 (approx.)
Total	10	204431438	50	43231847	60	247663285	100
Abstain / Invalid	0	0	0	0			-

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Item No. 4 - Ordinary Resolution:

Ratification of the appointment of M/s. Lodha & Co., the Statutory Auditors of the Company and to fix their remuneration.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	8	204431108	50	43231847	58	247662955	99.99 (approx.)
Dissent	2	330	0	0	2	330	0.01 (approx.)
Total	10	204431438	50	43231847	60	247663285	100
Abstain / Invalid	0	0	0	0	0	0	-

Item No. 5 - Ordinary Resolution:

Appointment of Shri Sundareshan Sthanunathan [holding DIN 01675195], as an Independent Director.

Independent Director.							
Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	204431208	50	43231847	59	247663055	99.99 (approx.)
Dissent	1	230	0	0	1	230	0.01 (approx.)
Total	10	204431438	50	43231847	60	247663285	100
Abstain / Invalid	0	0	0	0	0	0	-

Item No. 6 - Ordinary Resolution:

Appointment of Smt. Dipali Khanna [holding DIN 03395440] as an Independent Director.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	204431208	50	43231847	59	247663055	99.99 (approx.)
Dissent	1	230	0	0	1	230	0.01 (approx.)
Total	10	204431438	50	43231847	60	247663285	100
Abstain / Invalid	0	0	0	0	0	0	-

Item No. 7 - Ordinary Resolution:

Appointment of Shri Ashok Kumar Goswami (holding DIN 03331661) as a Director.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	204431208	50	43231847	59	247663055	99.99 (approx.)
Dissent	1	230	0	0	1	230	0.01 (approx.)
Total	10	204431438	50	43231847	60	247663285	100
Abstain / Invalid	0	0	0	0		0	-

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Item No. 8 – Special Resolution:

Appointment of Shri Asok Kumar Goswami [holding DIN 03331661] as a Whole-time Director for a period of five years and fixing his remuneration

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	8	204431108	50	43231847	58	247662955	99.99 (approx.)
Dissent	1	230	0	0	1	230	0.01 (approx.)
Total	9	204431338	50	43231847	59	247663185	100
Abstain / Invalid	0	0	0	0	0	0	-

Item No. 9 – Ordinary Resolution:

Appointment of Shri Jyoti Kumar Poddar [holding DIN 00690650] as a Director, liable to retire by rotation.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	7	204431008	50	43231847	57	247662855	99.99 (approx.)
Dissent	3	430	0	0	3	430	0.01 (approx.)
Total	10	204431438	50	43231847	60	247663285	100
Abstain / Invalid	0	0	0	0	0	0	-

Item No. 10 – Ordinary Resolution:

Ratification of re-appointment and remuneration payable to M/s. Mani & Co., Cost Accountants, the Cost Auditors for financial year 2015-16.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	204431208	50	43231847	59	247663055	99.99 (approx.)
Dissent	1	230	0	0	1	230	0.01 (approx.)
Total	10	204431438	50	43231847	60	247663285	100
Abstain / Invalid	0	0	0	0	0	0	-

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MR & Associates

Company Secretaries

Based on the foregoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

All the relevant records relating to the voting through ballot form and remote e-voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,
Yours Faithfully,

Mohan Ram Goenka



Mohan Ram Goenka
Practicing Company Secretary
C.P. No: 2551

Place: Kolkata
Date: 14.09.2015

Countersigned by:

India Power Corporation Ltd.

Asok Kumar Goswami
Whole-time Director
ASOK KUMARGOSWAMI
DIN: 03331661

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