

Date: September 28, 2018

To,

The Manager, Department of Corporate Services, BSE Limited 1st Floor New Trade Wing Rotunda Building, P. J. Towers, Dalal Street Mumbai 400 001 BSE Code: 517571	The Manager, Listing Compliance National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex Bandra (E) Mumbai 400 051 Symbol: INDLMETER
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Dear Sir/Madam,

Sub: Proceedings of the 56th Annual General Meeting

In terms of Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time ('Listing Regulations'), we have to inform you that the 56th Annual General Meeting of the Members of the Company was held on Friday, September 28, 2018, at the Registered Office of the Company at Survey no. 263/3/2/2, Village Sayli, Umar kuin Road, Silvassa - 396230, Dadra & Nagar Haveli (U.T.) at 3.00 p.m. and concluded at 3.30 p.m.

At the 56th Annual General Meeting of the Company, Shri Ramniwas R Dhoot, Chairman, Shri Ajay R Dhoot, Vice-Chairman, Shri Aaditya R Dhoot, Managing Director, Shri Siby Antony, Chairman of the Audit Committee, representative of Nomination and Remuneration Committee and Independent Director were present. Leave of Absence was granted to Shri R.T. RajGuroo (Independent Director), Shri Prashant Pandit (Independent Director), Shri Praveen Saxena (Independent Director) and Smt. Priyanjali Abhishek Malpani (Director) who had conveyed their inability for attending the AGM due to their prior commitments and communicated the same to the Chairman of the Company in advance. Mr. Vidyadhar Somani, Proprietor of M/s. V. S. Somani & Co, Statutory Auditors and Mr. Dharendra Maurya, Proprietor of M/s. Dharendra Maurya & Associates, Secretarial Auditor was also present at the AGM. Total 26 Members were present in person including 9 representative of Body Corporate. 4 proxies were received by the Company.

Shri Ramniwas R Dhoot, Chairman, took the Chair. The requisite quorum being present, the Chairman declared the Meeting in order. The Managing Director briefed the Members about the relevant provisions of the Companies Act, 2013, the relevant rules made thereunder, provisions of the Listing Regulations and the procedure of the AGM. Ms. Priya Shah, Company Secretary informed that as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and other applicable provisions of the Companies Act, 2013 and Regulation 44 of the Listing Regulations, the Company had provided to its Members the facility to cast their votes by electronic means on all the resolutions as stated in the notice to the 56th AGM and e-voting was

kept open from 9.00 a.m. (IST) on Tuesday, September 25, 2018 till 5.00 p.m. (IST) on Thursday, September 27, 2018. Mr. Dharendra Maurya, Proprietor of M/s. Dharendra Maurya & Associates, Secretarial Auditor, acted as Scrutinizer for e-voting. With the consent of all the Members, Notice of the 56th AGM, Secretarial Audit Report, Director's Report and MDA were taken as read.

The objective and implications of all the Resolutions were briefly explained before they were put to vote at the Meeting.

The Chairman also provided a fair opportunity to the Members of the Company who are entitled to vote to seek clarifications and/or offer comments related to the items of business and same were adequately addressed.

Since voting by show of hands was not permissible as per the provisions of the Companies Act, 2013 and Listing Regulations, the Chairman ordered for a poll for the voting on all the resolutions as mentioned in the notice of the 56th AGM and voting was conducted by means of poll for the said resolutions in order to enable the Members to cast their vote who have not voted through e-voting.

Thereafter, the Chairman appointed Mr. Dharendra Maurya, Proprietor of M/s. Dharendra Maurya & Associates, Secretarial Auditor, as Scrutinizers for poll. The poll was conducted as per the provisions of the Companies Act, 2013 and Rules made there under in a fair and transparent manner.

The Scrutinizer issued separate Scrutinizer's Report on the Remote E-voting he also issued separate Scrutinizers' Report on the poll taken on all the resolutions contained in the notice of the 56th AGM of the Company. The Scrutinizers also submitted the combined report on the result of Remote e-voting together with that of Poll. Reports of Scrutinizers were furnished on September 29, 2018.

Mode of voting for all the resolutions at the 56th AGM: Remote E-voting was conducted between Tuesday, September 25, 2018 to Thursday, September 27, 2018 and poll was taken at the AGM.

The resolutions as set out in the Notice of 56th AGM have been approved by the Members of the Company. The details of the resolutions considered at 56th AGM are given in table below:

Resolution No.	Brief description of resolutions (Kindly refer to the AGM notice for complete resolutions)
1	Ordinary Resolution: To receive, consider, approve and adopt the Audited Financial Statement (Standalone & Consolidated) of the Company for the financial year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon.
2	Ordinary Resolution: To declare Dividend on equity Shares for the financial year 2017 -18.



IMP POWERS LTD.

Regd. Office: Survey No. 263/3/2/2 Village Sayli, Umerkot Road,
Silvassa 396 230 Dadra & Nagar Haveli (U.T.)
Tel.: 91 0260 268 1040 / 41, 653 8571, 653 9248
Fax: 91 0260 268 1043 • Email: silvassaworks@imp-powers.com

3	Ordinary Resolution: To appoint a Director in place of Shri Aaditya R Dhoot (DIN: 00057224), who retires by rotation and being eligible, offers himself for re-appointment.
4	Ordinary Resolution: Ratification of Remuneration payable to Cost Auditor for the Financial year ending March 31, 2019
5	Ordinary Resolution: Re-appointment and remuneration payable to Shri Ajay R Dhoot, Vice Chairman & Whole-time Director of the Company for a period three years with effect from April 1, 2019 to March 31, 2022
6	Ordinary Resolution: Re-appointment and remuneration payable to Shri Aaditya R Dhoot, Managing Director of the Company for a period three years with effect from April 1, 2019 to March 31, 2022
7	Special Resolution: To consider revision in terms of remuneration of Shri Ramniwas R Dhoot, Chairman-Whole time Director of the Company with effect from April 1, 2019
8	Special Resolution: Continue Directorship of Shri R T RajGuroo as Non-Executive Independent Director who attains the age of 75 years with effect from June 27, 2019
9	Special Resolution: Increase in Borrowing Limits of the Company
10	Special Resolution: Creation of Charge on the assets of the Company
11	Special Resolution: To approve the aggregate annual remuneration payable to the Promoter - Executive Directors /Members of the Promoter Group exceeding 5% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013

Kindly take the above proceedings on your record and oblige.

Thanking You.

Yours faithfully,
For IMP Powers Limited

Priya Shah
Company Secretary & Compliance Officer

Corporate Office : 35/C, Popular Press Building, 2nd Floor, P T, M.M. Malviya Road, Tardeo, Mumbai - 34.
Tel.: 91 22 2353 9180-85 • Fax : 91 22 2353 9186-87 • E-mail : info@imp-powers.com

Website: www.imp-powers.com



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