



IMP POWERS LTD.

Corporate Office 10000 Wilshire Blvd., Suite 1000, Beverly Hills, CA 90210
 Tel: 310.277.1000 • Fax: 310.277.1001 • E-mail: info@power.com
 Website: www.power.com

17th January, 2015

To
The Manager,
Listing Department,
National Stock Exchange of India Ltd,
'Exchange Plaza', C-1, Block -G, Bandra Kurla Complex,
Bandra (E), Mumbai - 400051
Tel: 022-26538236; 26598235;
Board No: 26598100 ext - 50555068
Fax - 26598237/38; email - cmlist@nse.co.in

Dear Sir,

Sub: Outcome of the Board Meeting held on 17th January, 2015 (NSE Code: INDMETER)

The Board of Directors at the Meeting held on Saturday, 17th January, 2015 have interalia transacted the following business:

- 4) Approved the copy of Unaudited Financial Results and Independent Auditor Review Report for the quarter ended on 31st December, 2014.
- 5) Proposed the Alteration of the important Articles of the Articles of Association of the Company in compliance with the Companies Act, 2013.
- 6) Proposed the Issue of Equity Shares on preferential basis to Promoter and Promoter Group

Kindly take the said information on record.

Thanking You,

**Yours faithfully,
For IMP Powers Ltd.**

Romali M. Malvankar
Company Secretary
Encl.: a/a





IMP POWERS LIMITED

Regd. Office: Survey No. 263/3/22, Sayi Village, Umar Kuni Road, Sivasse(U. T.)

Unaudited Financial Results for the Quarter and Nine months ended 31st December 2014

CIN: L31300DN1961PLC090232

(₹ in lacs)

CIN: L31300DN1961PLC090322															
Sr. No.	Particulars	Stand-alone						Consolidated							
		Quarter Ended			Nine Months			Year Ended	Quarter ended			Nine Months			Year Ended
		31-Dec-2014 (Unaudited)	30-Sep-2014 (Unaudited)	31-Dec-13 (Unaudited)	31-Dec-2014 (Unaudited)	31-Dec-13 (Unaudited)	31-Mar-14 (Audited)	31-Dec-2014 (Unaudited)	30-Sep-2014 (Unaudited)	31-Dec-13 (Unaudited)	31-Dec-2014 (Unaudited)	31-Dec-2013 (Unaudited)	31-Mar-14 (Audited)		
PART I															
1	Income from operations														
	Sales / Income from operations	9,666.35	9,521.26	7,110.52	24,333.43	19,047.00	28,636.18	9,917.35	9,148.22	7,172.24	24,522.67	19,293.67	28,949.41		
	Less- Excise Duty	710.35	711.80	701.18	1,909.56	1,715.85	2,511.28	710.35	711.80	701.18	1,909.56	1,715.85	2,511.28		
	a) Net Sales/ Income from operations (Net of excise duty)	9,176.00	8,339.46	6,409.34	22,423.87	17,331.15	26,124.90	9,207.00	8,434.42	6,471.06	22,613.11	17,677.82	26,438.13		
	b) Other Operating Income	34.52	12.72	5.21	48.70	11.89	54.61	37.78	15.41	5.21	54.65	11.89	63.39		
	TOTAL Income from Operation (Net)	9,210.52	8,322.18	6,414.55	22,472.57	17,343.04	26,179.51	9,244.78	8,449.83	6,476.27	22,667.76	17,689.71	26,501.52		
2	Expenses														
	a) Cost of materials consumed	5,200.09	6,316.22	5,225.19	16,680.19	15,031.61	21,638.34	5,169.43	6,345.65	5,197.05	16,618.23	14,940.48	21,613.77		
	b) Purchases of stock-in-trade	-	-	-	-	-	-	-	-	-	-	-	-		
	c) Changes in Inventories of finished goods, work-in-progress and stock in trade	1,827.78	171.58	(231.79)	902.98	(1,117.61)	(1,005.12)	1,827.78	110.94	(231.79)	902.98	(1,117.61)	(1,005.12)		
	d) Employee Benefits Expense	312.83	315.32	276.26	938.29	841.46	1,158.64	312.83	345.63	298.43	1,014.33	909.10	1,246.88		
	e) Depreciation and amortisation expense	159.64	155.25	123.68	468.33	368.36	493.39	163.34	156.97	124.07	475.65	370.43	503.41		
	f) Other expenses	791.15	677.66	474.70	1,916.30	1,248.81	1,928.49	836.09	734.45	496.03	2,005.06	1,317.87	2,030.31		
	Total expenses	8,390.59	7,636.93	5,868.03	20,898.09	16,372.63	24,213.74	8,402.11	7,693.64	5,883.33	21,016.25	16,420.24	24,389.26		
3	Profit/(Loss) from operations before other income & finance cost (1-2)	819.83	685.25	546.52	1,574.48	970.41	1,965.77	842.67	756.19	592.94	1,651.51	1,169.47	2,112.07		
4	Other Income	-	-	-	-	-	-	-	-	-	-	-	-		
5	Profit/(Loss) from ordinary activities before finance costs and exceptional items(3+4)	819.83	685.25	546.52	1,574.48	970.41	1,965.77	842.67	756.19	592.94	1,651.51	1,169.47	2,112.07		
6	Finance Costs	510.70	430.35	491.36	1,454.50	1,400.28	3,905.69	520.03	502.47	525.64	1,491.07	1,457.52	1,957.48		
7	Profit/(Loss) from ordinary activities after finance costs and before exceptional items(5-6)	309.13	194.90	55.16	119.98	(429.87)	60.17	321.94	253.72	66.80	160.44	(288.05)	154.59		
8	Exceptional Items	-	-	-	-	-	-	-	-	-	-	-	-		
9	Profit/(Loss) from ordinary activities before tax(7-8)	309.13	194.90	55.16	119.98	(429.87)	60.17	321.94	253.72	66.80	160.44	(288.05)	154.59		
10	Tax Expense	38.93	-	-	38.93	32.85	37.87	43.08	5.97	3.84	52.05	69.92	76.29		
11	Net Profit/(Loss) from ordinary activities after tax (9-10)	270.20	194.90	55.16	81.05	(452.72)	22.30	278.86	244.75	62.96	108.39	(357.97)	78.30		
12	Extra-ordinary items	-	-	-	-	-	-	-	-	-	-	-	-		
13	Net Profit/(Loss) for the period (11-12)	270.20	194.90	55.16	81.05	(452.72)	22.30	278.86	244.75	62.96	108.39	(357.97)	78.30		
14	Minority Interest	-	-	-	-	-	-	(3.10)	(17.88)	(2.80)	(9.80)	(26.25)	(20.59)		
15	Net Profit/(Loss) After Taxes, Minority Interest	270.20	194.90	55.16	81.05	(452.72)	22.30	275.76	226.87	60.16	98.59	(384.22)	57.71		
16	Paid-up equity share capital (Face value of share Rs. 10/-)	813.66	813.66	813.66	813.66	813.66	813.66	813.66	813.66	813.66	813.66	813.66	813.66		
17	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	-	8,427.53	-	-	-	-	-	8,482.76		
18	Earning Per Share (EPS) (not annualised)														
	a) Basic and diluted EPS before Extra-ordinary items														
	Basic	3.32	2.40	0.68	1.00	(5.56)	0.13	3.39	2.79	0.74	1.21	(4.72)	0.82		
	Diluted	3.32	2.40	0.68	1.00	(5.56)	0.13	3.39	2.79	0.74	1.21	(4.72)	0.82		
	a) Basic and diluted EPS after Extra-ordinary items														
	Basic	3.32	2.40	0.68	1.00	(5.56)	0.13	3.39	2.79	0.74	1.21	(4.72)	0.82		
	Diluted	3.32	2.40	0.68	1.00	(5.56)	0.13	3.39	2.79	0.74	1.21	(4.72)	0.82		
PART II															
A PARTICULARS OF SHAREHOLDING															
1	Public shareholding														
	-Number of Shares	3,988,360	3,988,360	3,988,360	3,988,360	3,988,360	3,988,360	3,988,360	3,988,360	3,988,360	3,988,360	3,988,360	3,988,360		
	-Percentage of Shareholding	49.02	49.02	49.02	49.02	49.02	49.02	49.02	49.02	49.02	49.02	49.02	49.02		
2	Promoters and Promoter Group Shareholding														
	a) Pledged/ Encumbered														
	-Number of Shares	2,806,838	2,621,588	2,621,588	2,806,838	2,621,588	2,621,588	2,806,838	2,621,588	2,621,588	2,806,838	2,621,588	2,621,588		
	Percentage of Shares/ as a % of the total shareholding of the	67.66	63.20	63.20	67.66	63.20	63.20	67.66	63.20	63.20	67.66	63.20	63.20		

Promoters and promoter group) Percentage of Shares, as a % of the total share Capital of the Company)									
i) Non - Encumbered Number of Shares	1,341,365	1,528,615	1,528,615	1,341,365	1,528,615	1,341,365	1,528,615	1,341,365	1,528,615
Percentage of Shares, as a % of the total shareholding of the Promoters and promoter group)	32.34	36.80	36.80	32.34	36.80	32.34	36.80	32.34	36.80
Percentage of Shares, as a % of the total share Capital of the Company)	16.49	18.76	18.76	16.49	18.76	16.49	18.76	16.49	18.76

INVESTOR COMPLAINTS		3 months ended 31/12/2014
Pending at the beginning of the quarter		Nil
Received during the quarter		Nil
Disposed of during the quarter		Nil
Remaining unresolved at the end of the quarter		Nil

NOTES:

NOTES:

NOTES:

- 1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 11th January, 2015. The Statutory Auditors have carried out a limited review of the results.
- 2 The Company is primarily engaged in the business of Electrical products like Power & Distribution Transformers and Hydro Projects, which together constitute a single segment within power sector.
- 3 The consolidated financial statements have been prepared in accordance with accounting standard-21 on "consolidated financial statement".
- 4 Pursuant to the guidelines under schedule II of the Companies Act, 2013, the carrying amount of the fixed assets as on 1st April, 2014 has been depreciated over the remaining revised useful life of the fixed assets. As a result, the depreciation charge for the quarter and nine months ended 31st December, 2014 is higher by Rs. 33.83 lacs and Rs. 68.99 lacs respectively and profit before tax for the quarter and nine months ended 31st December, 2014 is lower to the said extent.
- 5 Figures of the previous periods & year have been regrouped, reclassified where ever considered necessary.
- 6 Company has not provided the deferred tax provision as per AS - 22, the same will be provided at the end of financial year.

Place : Mumbai
Date : 17th January, 2015

For EMP POWERS LTD.

 CHAIRMAN
 1 RAYNINWAS R DHOOOT

Batliboi & Purohit

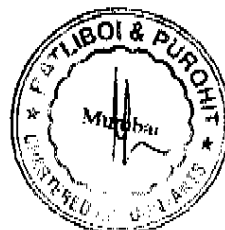
CHARTERED ACCOUNTANTS

INDEPENDENT AUDITORS' REVIEW REPORT

TO

THE BOARD OF DIRECTORS OF
IMP POWERS LIMITED

1. We have reviewed the accompanying statement of unaudited financial results of **IMP POWERS LIMITED** & its subsidiaries for the quarter and nine months ended December 31, 2014, prepared by the Company pursuant to the requirement of clause 41 of the Listing Agreement with the Stock Exchanges in India, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been reviewed by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review of interim financial consolidated statements is limited primarily to inquiries of company persons responsible for financial and accounting matters and analytical procedure applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. We did not review the financial statements of the subsidiary, whose financial statements reflect total revenue of 801.87 lacs & total assets of Rs. 2092.51 lacs for the quarter and nine months ended on December 31, 2014. Review of the financial statements of subsidiary has been responsibility of auditors of the subsidiary.
4. We draw attention to the Point No 6 which states that the company has not accounted for deferred tax for the quarter and nine months ended December 31, 2014 and the effect of the same on the profit /loss and reserves & surplus is not ascertainable.



Batliboi & Purohit

CHARTERED ACCOUNTANTS

5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement has not been prepared in accordance with the Accounting Standards specified under the Companies Act, 1956(which are deemed to be applicable in respect of Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014) and other accounting principles generally accepted in India, and has not disclosed the information required to be disclosed in terms of Clause 41 of the listing agreement with the Stock Exchanges, including the manner in which it is to be disclosed, or that it contains any material statement.

Place: Mumbai
Dated: 17.01.2015



For Batliboi & Purohit
Chartered Accountants
FRN No.:101048W

A handwritten signature in black ink, appearing to read "Parag Hangekar".

Parag Hangekar
Partner
Membership No. 110096

Batliboi & Purohit

CHARTERED ACCOUNTANTS

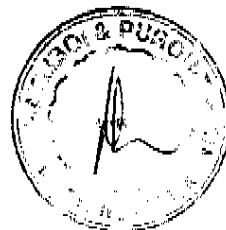
INDEPENDENT AUDITORS' REVIEW REPORT

TO

THE BOARD OF DIRECTORS OF

IMP POWERS LIMITED

1. We have reviewed the accompanying statement of unaudited financial results of **IMP POWERS LIMITED** quarter and nine months ended December 31, 2014, prepared by the Company pursuant to the requirement of clause 41 of the Listing Agreement with the Stock Exchanges in India, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been reviewed by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review of interim financial consolidated statements is limited primarily to inquiries of company persons responsible for financial and accounting matters and analytical procedure applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. We draw attention to the Point No 6 which states that the company has not accounted for deferred tax for the quarter and nine months ended December 31, 2014 and the effect of the same on the profit /loss and reserves & surplus is not ascertainable.

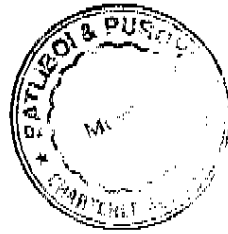


Batliboi & Purohit

CHARTERED ACCOUNTANTS

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement has not been prepared in accordance with the Accounting Standards specified under the Companies Act, 1956 (which are deemed to be applicable in respect of Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014) and other accounting principles generally accepted in India, and has not disclosed the information required to be disclosed in terms of Clause 41 of the listing agreement with the Stock Exchanges in India, including the manner in which it is to be disclosed, or that it contains any material statement.

Place: Mumbai
Dated: 17.01.2015



For Batliboi & Purohit
Chartered Accountants
FRN No.:101048W

A handwritten signature in black ink, appearing to read "Parag Hangekar".

Parag Hangekar
Partner
Membership No. 110096