



CERTIFICATE NO.: T-2486



IMP POWERS LTD.

Corporate Office : 35/C, Popular Press Building, 2nd Floor PT
M.M. Malviya Road, Tardeo, Mumbai- 34. Tel.: +91 22 2353 9180-84
Fax : +91 22 2353 9186-87 • E-mail : info@imp-powers.com
CIN : L31300DN1961PLC000232

25th September, 2015

To,
The Manager,
Department of Investors relations cell
National Stock Exchange of India Ltd,
'Exchange Plaza', C-1,Block -G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400051
Tel:022-26538236;26598235;
Fax-26598237/38;
email - cmlist@nse.co.in

Subject:Outcome of the 53rd Annual General Meeting of IMP Powers Ltd.: NSE Code: INDLMETER

Dear Sir/ Madam,

We wish to inform you that the 53rd Annual General Meeting (AGM) of IMP Powers Ltd. was duly convened on 24th September, 2015 at 3.00 p.m. at the Registered Office of the Company situated at 263/3/2/2, Sayli Village, Umerkoin Road, Silvassa- 396230, Dadra & Nagar Haveli (U.T.).

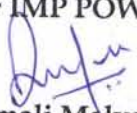
In accordance with the applicable provisions of the Companies Act, 2013 and the Listing Agreement with Stock Exchanges, the Company had provided the facility of remote E-voting/ Ballot Voting and Voting at the AGM through Poll to its Members on all Resolutions set out in the Notice of the AGM. The Company had appointed Mr. Hitesh Gupta of Gupta & Baul Associates, Company Secretaries, Mumbai as the Scrutinizer to scrutinize the entire voting process in a fair and transparent manner. As per the Scrutinizers Report all the resolutions contained in the Notice convening the AGM have been duly passed by the Members with requisite majority.

Pursuant to Clause 35 A of the Listing Agreement, we have enclosed the consolidated voting results of the business transacted at the AGM in the prescribed format. Further, the Consolidated Report of the Scrutinizer on remote E-voting/ Ballot voting and voting at the AGM is also enclosed.

The aforesaid reports are being uploaded on the website of the Company at www.imp-powers.com and website of CDSL at www.evotingindia.com

Request you to take the above on record and oblige.

Thanking you,
Yours faithfully,
For IMP POWERS LIMITED


Romali Malvankar
Company Secretary
Encl: a/a





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CIN : L31300DN1961PLC000232

Date of the Annual General Meeting (AGM): 24th September, 2015

Total number of shareholders on record date: 4649

No. of shareholders present in the meeting either in person or through proxy: 27

Promoters and Promoter Group: 14

Public: 13

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Nil

Public: Nil

Mode of Voting: by Remote E-voting/ Ballot & Poll at the AGM

Resolution at Item No. 1 - Ordinary Resolution

Adoption of Audited Standalone as well as Consolidated Financial Statement of the Company for the financial year ended 31st March, 2015 together with the Reports of the Board of Directors and Auditors thereon.

Promoter/ Public	No of shares held	No of votes polled*	% of Votes polled on outstanding shares	No of Votes- favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public - Institutional holders	0	0	0	0	0	0	0
Public- Others	1484202	1484202	100	1484202	0	100	0
Total	6107188	6107188	100	6107188	0	100	0



Regd. Office & Works: Survey No. 263/3/2/2 Village Sayli, Umarkuin 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

Website: www.imp-powers.com



DNV

ISO 9001 : 2008, ISO 14001 : 2004 CERT. CO.

Resolution at Item No. 2 -Ordinary Resolution

Declaration of Dividend on Ordinary (Equity) Shares for the Financial Year 2014-15

Promoter/ Public	No of shares held	No of votes polled*	% of Votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public - Institutional holders	0	0	0	0	0	0	0
Public- Others	1484202	1484202	100	1484202	0	100	0
Total	6107188	6107188	100	6107188	0	100	0

Resolution Item No. 3 -Ordinary Resolution

Re-appointment of Shri Aaditya R. Dhoot (holding DIN: 00057224), who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/ Public	No of shares held	No of votes polled*	% of Votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	3374123	3374123	100	3374123	0	100	0
Public - Institutional holders	0	0	0	0	0	0	0
Public- Others	1484202	1484202	100	1483052	1150	99.92	0.08
Total	4858325	4858325	100	4857175	1150	99.98	0.02

Resolution Item No. 4 -Ordinary Resolution

Appointment of Statutory Auditors of the Company and to fix their remuneration

Promoter/Public	No of shares held	No of votes polled*	% of Votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	1484202	1484202	100	1484202	0	100	0
Total	6107188	6107188	100	6107188	0	100	0

Resolution Item No. 5 -Ordinary Resolution

Ratification of Remuneration of Cost Auditor for the Financial Year ending 31st March, 2016.

Promoter/ Public	No of shares held	No of votes polled*	% of Votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public - Institutional holders	0	0	0	0	0	0	0
Public- Others	1484202	1484202	100	1484202	0	100	0
Total	6107188	6107188	100	6107188	0	100	0



Resolution Item No. 6 – Special Resolution

Approval of material Related Party Transaction of the Company

Promoter/ Public	No of shares held	No of votes polled*	% of Votes polled on outstandi ng shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutio nal holders	0	0	0	0	0	0	0
Public- Others	1484202	1484202	100	1483052	1150	99.92	0.08
Total	1484202	1484202	100	1483052	1150	99.92	0.08

Resolution Item No. 7 – Special Resolution

Increase in Borrowing Limits of the Company

Promoter/ Public	No of shares held	No of votes polled*	% of Votes polled on outstandin g shares	No of Votes- in favour	No of Votes - Again st	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public - Institutio nal holders	0	0	0	0	0	0	0
Public- Others	1484202	1484202	100	1484052	150	99.99	0.01
Total	6107188	6107188	100	6107038	150	99.99	0.01



Resolution Item No. 8 – Special Resolution
Creation of Charge on the assets of the Company

Promoter/ Public	No of shares held	No of votes polled*	% of Votes polled on outstandin g shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public - Institutional holders	0	0	0	0	0	0	0
Public- Others	1484202	1484202	100	1484052	150	99.99	0.01
Total	6107188	6107188	100	6107038	150	99.99	0.01

Resolution Item No. 9 – Special Resolution
Alteration of the Articles of Association of the Company

Promoter/ Public	No of shares held	No of votes polled*	% of Votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public - Institutional holders	0	0	0	0	0	0	0
Public- Others	1484202	1484202	100	1484052	150	99.99	0.01
Total	6107188	6107188	100	6107038	150	99.99	0.01



GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

Consolidated Scrutinizer's Report

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

To,

The Chairman of 53rd Annual General Meeting of the Equity Shareholders of IMP Powers Limited held on Thursday, September 24, 2015 at 3.00 p.m. at Survey No. 263/3/2/2, Village Sayli, Umerkuin Road, Silvassa 396230, Dadra Nagar Haveli (U.T.).

Dear Sir,

1. I, Hitesh J. Gupta, Partner of Gupta Baul & Associates, Company Secretaries, Mumbai, were appointed as Scrutinizer by the Board of Directors of IMP Powers Ltd. (Company) for the purpose of scrutinizing remote e-voting/ ballot process and voting through poll process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice dated August 13, 2015, convening the 53rd Annual General Meeting of the Company.
2. The Company had availed the remote e-voting facility provided Central Depository Services (India) Limited (CDSL), the Agency authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means.
3. The shareholders holding equity shares as on the "cut-off date" i.e. September 16, 2015 were entitled to vote on the resolutions proposed in the Notice calling the 53rd Annual General Meeting of the Company. The remote e-voting was concluded on September 23, 2015 at 5.00 p.m.
4. Ballot Box which was being kept for the purpose of voting through poll were locked by me and were opened on closure of the meeting and all the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Company/Registrar and Transfer Agents of the Company.
5. I have issued a separate scrutinizer's report dated September 25, 2015 on the remote e-voting and voting through poll at the venue of the meeting on the basis of the votes exercised by the shareholders of the Company
6. As per the requirement of the Management, I am submitting herewith a consolidated report of the remote e-voting together with that of voting through poll process at the venue of the meeting as under



GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

Resolution Item No. 1 – Ordinary Resolution

Adoption of Audited Standalone as well as Consolidated Financial Statement of the Company for the financial year ended 31st March, 2015 together with the Reports of the Board of Directors and Auditors thereon.

Promoter/Public	No of shares held	No of votes polled*	% of votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	1484202	1484202	100	1484202	0	100	0
Total	6107188	6107188	100	6107188	0	100	0



GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

Resolution Item No. 2 –Ordinary Resolution

Declaration of Dividend on Ordinary (Equity) Shares for the Financial Year 2014-15

Promoter/Public	No of shares held	No of votes polled*	% of votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public-Others	1484202	1484202	100	1484202	0	100	0
Total	6107188	6107188	100	6107188	0	100	0



GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

Resolution Item No. 3 –Ordinary Resolution

Re-appointment of Shri Aaditya R. Dhoot (holding DIN: 00057224), who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/Public	No of shares held	No of votes polled*	% of votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3374123	3374123	100	3374123	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public-Others	1484202	1484202	100	1483052	1150	99.92	0.08
Total	4858325	4858325	100	4857175	1150	99.98	0.02



GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

Resolution Item No. 4 -Ordinary Resolution

Appointment of Statutory Auditors of the Company and to fix their remuneration

Promoter/Public	No of shares held	No of votes polled*	% of votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public-Others	1484202	1484202	100	1484202	0	100	0
Total	6107188	6107188	100	6107188	0	100	0



GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

Resolution Item No. 5 –Ordinary Resolution

Ratification of Remuneration of Cost Auditor for the Financial Year ending 31st March, 2016.

Promoter/Public	No of shares held	No of votes polled*	% of votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public-Others	1484202	1484202	100	1484202	0	100	0
Total	6107188	6107188	100	6107188	0	100	0



GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

Resolution Item No. 6 – Special Resolution

Approval of material Related Party Transaction of the Company

Promoter/Public	No of shares held	No of votes polled*	% of votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	0	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public-Others	1484202	1484202	100	1483052	1150	99.92	0.08
Total	1484202	1484202	100	1483052	1150	99.92	0.08



GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

Resolution Item No. 7 – Special Resolution

Increase in Borrowing Limits of the Company

Promoter/Public	No of shares held	No of votes polled*	% of votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	1484202	1484202	100	1484052	150	99.99	0.01
Total	6107188	6107188	100	6107038	150	99.99	0.01



Creation of Charge on the assets of the Company

Promoter/Public	No of shares held	No of votes polled*	% of Votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	$(3) = [(2)/(1) * 100]$	(4)	(5)	$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public-Others	1484202	1484202	100	1484052	150	99.99	0.01
Total	6107188	6107188	100	6107038	150	99.99	0.01



GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

Resolution Item No. 9 – Special Resolution

Alteration of the Articles of Association of the Company

Promoter/Public	No of shares held	No of votes polled*	% of votes polled on outstanding shares	No of Votes- in favour	No of Votes - Against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4622986	4622986	100	4622986	0	100	0
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	1484202	1484202	100	1484052	150	99.99	0.01
Total	6107188	6107188	100	6107038	150	99.99	0.01

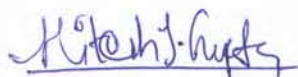


GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

7. The electronic data and all other relevant records relating to the remote e-voting and poll is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
8. All the aforesaid resolutions were passed with requisite majority.

Thanking you,
Yours truly
For Gupta Baul & Associates



Hitesh J. Gupta
Partner
M. No. 33684
CP No. 12722



Place: Mumbai
Date: September 25, 2015

Countersigned by:
For IMP Powers Limited



Romali Malvankar
Company Secretary