



IMP POWERS LTD.

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CIN : L31300DN1961PLC000232

Date: 03.07.2015

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 - cmllist@nse.co.in

Dear Sir,

Sub: Outcome on Postal Ballot of the Company (NSE Code :INDLMETER)

This is with reference to the Postal Ballot Notice Dated 27th May, 2015 submitted to you, wherein the consent of the Members was sought by means of Postal Ballot/ E-voting, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014.

Based on the Scrutinizers Report dated 3rd July, 2015 received today, the Chairman declared the Results of Postal Ballot on 3rd July, 2015 and accordingly the Resolution contained in the above referred Notice of Postal ballot dated 27th May, 2015 has been declared as duly passed by the members of the Company with requisite majority.

The details of the Voting Results of the said Postal Ballot including E-voting are mentioned here in below:

Date of Declaration of Results of Postal Ballot	03.07.2015
Total No. of Members as on 22.05.2015 (cut-off date for reckoning the E-voting Rights of the members)	4461
No. of Members present in the Meeting either in Person or through Proxy.	Not Applicable Resolution passed through Postal Ballot.
No. of Members attended the meeting through Video conferencing	Not Applicable Resolution passed through Postal Ballot.

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



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

Details of voting Results are as under: No. of Votes polled includes Voting through E-voting.	
Agenda Item	Issue and allotment upto 5,00,000 Equity Shares on preferential basis of the face value Rs. 10/- each, at an Issue price of Rs. 80/- per Equity share or such price including premium, not be less than the Price as determined by SEBI (ICDR) Regulations, 2009 to Advance Transformers & Equipments Pvt. Ltd. and Universal Transformers Pvt. Ltd. ("Promoter Group Companies" or "Proposed Allottees"), which shall be either adjusted against the Unsecured Loans of the Proposed Allottees or by re-payment of their loans and bringing it back as fresh share application money or in any other manner as may be permitted by law, amounting to Rs. 4,00,00,000/- (Rupees Four Crore only).
Resolution Required	Special Resolution
Mode of Voting	Postal Ballot including voting through Electronic means.
Votes casted in favour of the Resolution	4857814
Votes casted against the Resolution	Nil
Result	Passed with Requisite majority

Promoter/Pu blic	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng shares [(2)/(1)]* 100	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)	(4)	(5)	(6)=[(4)/ (2)] *100	(7)=[(5) /(2)] *100
Promoter & Promoter Group	4148203	3375014	81.361	3375014	Nil	100.00	Nil
Public- Institutional Holders	344206	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	3644154	1482800	40.690	1482800	Nil	100.00	Nil
Total	8136563	4857814	59.704	4857814	Nil	100.00	Nil

The combined scrutinizers Report on the Postal Ballot of the Company as received from Scrutinizer, Mr. Hitesh Gupta, Partner, Gupta Baul & Associates, Company Secretaries is enclosed herewith.

Thanking You
Yours Faithfully
FOR IMP POWERS LTD.



Romali M. Malvankar
Company Secretary
Encl: As above

GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

SCRUTINIZER'S REPORT

The Chairman

03rd July, 2015

IMP Powers Limited

Survey No. 263/3/2/2, Sayli Village

Umar Kuin Road, Dadra & Nagar Haveli

Silvassa - 396230

Dear Sir,

Sub: Passing of Resolutions by way of Postal Ballot pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management & Administration) Rules, 2014 and other applicable provisions of the Companies Act, 2013 and the rules thereunder in terms of the Notice dated May 27, 2015.

1. The Board of Directors of the Company at its meeting held on May 27, 2015 had appointed me as a Scrutinizer for conducting the postal ballot voting process and e-voting process for the above mentioned purpose.
2. I submit my report as under:
 - 2.1. The Company has completed on 2nd June, 2015 the dispatch of postal ballot forms and PIN MAILERS along with postage prepaid reply envelopes to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on May 22, 2015.
 - 2.2. Particulars of all the postal ballot forms received from the Members and the votes cast by electronic mode have been electronically entered in a register separately maintained for the purpose.
 - 2.3. The envelopes containing postal ballot forms were dated, stamped on the envelopes and were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.
 - 2.4. The ballot box was opened on July 02, 2015 after 5.30 p.m. in my presence along with two witnesses.
 - 2.5. The postal ballot forms were duly opened in my presence and after verification of signatures at the office of the Registrar and Transfer Agents, the same were scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company/list of beneficiaries as on May 22, 2015 as per the summary furnished to the Company by the Registrar and Transfer Agents.
 - 2.6. All postal ballot forms received up to the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.



GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

- 2.7 There were no envelopes containing postal ballot forms received after close of working hours i.e. 2nd July, 2015 (5.30 p.m.)
- 2.8 During the course of scrutiny of Postal Ballot Forms, I have not come across any defaced/mutilated Postal Ballot Forms.
- 2.9 I have received a complete record of votes cast by electronic mode from Central Depository Services (India) Limited (CDSL), the agency for providing and supervising electronic platform from June 03, 2015 to July 02, 2015.
3. A summary of the votes cast electronically and the postal ballot forms received are being attached:



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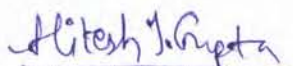
1. SPECIAL RESOLUTION

Preferential issue of Equity Shares to Promoter Group Companies

Sr. No	Particulars	No. of Forms (in case of Postal Ballot) and No. of shareholders voted through electronic means.	No. of Shares	% to total paid up equity capital of 81,36,563 equity shares of Re.10/- each	% to net valid votes
A	Total Postal Ballot Forms received	8	475	0.006	
	Total E-voting options received	33	48,57,339	59.698	
	Total	41	48,57,814	59.704	
B	Less: Invalid Postal Ballot Forms	0	0	0.00	
	Invalid Electronic Votes	0	0	0.00	
	Total	0	0	0.00	
C	Net valid Votes by Postal Ballot	8	475	0.006	
	Net Valid e-Votes	33	48,57,339	59.698	
	Total	41	48,57,814	59.704	100.00
D	Postal Ballot Forms with Assent for the Resolution	8	475		0.010
	Evoting Options with Assent for the Resolution	33	48,57,339		99.990
	Total	41	48,57,814		100.00
E	Postal Ballot Forms with Dissent for the Resolution	0	0		0
	Evoting Options with Dissent for the Resolution	0	0		0
	Total	0	0		0.00

4. The Resolutions accordingly stands passed with requisite majority.
5. I have handed over the postal ballot forms and other related papers/registers and records for safe custody to the Company Secretary, authorized by the Board to supervise the postal ballot process.
6. You may accordingly declare the result of the voting by postal ballot.

Thanking you,
Yours truly
For Gupta Baul & Associates


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

