



# 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

Date: March 21, 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,

### Sub: Postal Ballot Results

Pursuant to the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 and all other applicable provisions of the Companies Act, 2013 (as amended from time to time), the Company had provided to its members the facility to cast their votes by way of postal ballot process (including e-voting) on the resolution as stated in the Postal Ballot Notice dated February 13, 2018.

Mr. Dharendra Maurya, Practicing Company Secretary (CP No. 9594), Scrutinizer scrutinized the Postal Ballot voting process (including e-voting) and the postal ballot papers (including e-voting) for above referred Postal Ballot notice. Mode of voting for all the resolutions as set out in the Postal Ballot Notice dated February 13, 2018: Voting by Postal Ballot (including e-voting) concluded at 5:00 P.M. (IST) on Tuesday, March 20, 2018.

The e-voting facility was made available during the following voting period:

Commencement of E-voting	End of E-voting
Monday, February 19, 2018 at 09.00 A.M. (IST)	Tuesday, March 20, 2018 at 05.00 P.M. (IST)

As per the Report of the Scrutinizer, the resolution as set out in the Postal Ballot Notice dated February 13, 2018 have been duly approved by the Members of the Company with requisite majority.

Resolution No.	Brief description of resolutions	Outcome of the voting
1	To issue Convertible Warrants on Preferential basis to Promoter/ Promoter Group	Approved with requisite majority



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Please also find attached herewith the following:

- Voting results as per Regulation 44 of the Listing Regulations
- Scrutinizers' Report

In the aforesaid results and reports, brief description of resolutions has been given. Please take the same on your record.

Kindly refer to the aforesaid Postal Ballot Notice for the complete resolutions and Postal Ballot Form for other relevant information. The aforesaid documents are also posted on the website of the Company: <http://www.imp-powers.com/>

Thanking you,

Yours faithfully,  
For IMP Powers Limited,

**Priya Shah**  
Company Secretary

Encl: As Above



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## Voting results as per Regulation 44 of the Listing Regulations

Special Resolution No. 1:	To issue Convertible Warrants on Preferential basis to Promoter/ Promoter Group:
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Category	Mode of Voting	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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	
Promoter and Promoter group	E-voting	4576604	4410589	96.37	4410589	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		4410589	96.37	4410589	0	100	0
Public - Institutional Holders	E-voting	-						
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public - others	E-voting	4059959	238546	5.87	238546	0	100	0
	Postal Ballot (if applicable)		1070	0.03	1070	0	100	
	<b>Total</b>		239616	5.90	239616	0	100	0
<b>TOTAL</b>		<b>8636563</b>	<b>4650205</b>	<b>53.84</b>	<b>4650205</b>	<b>0</b>	<b>100</b>	<b>0</b>

\*Valid Votes

For IMP Powers Limited

*Priya Shah*

Priya Shah  
Company Secretary

Date: March 21, 2018

Place: Mumbai

# Dhirendra Maurya & Associates

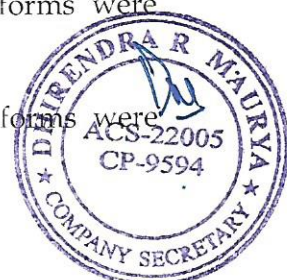
## Company Secretaries

### SCRUTINIZER'S REPORT

To,  
The Chairman,  
IMP POWERS LIMITED


Dear Sir,

1. The Board of Directors of the Company, at its meeting held on Tuesday, February 13, 2018, had appointed me as the Scrutinizer to receive, process and scrutinize the postal ballot papers (including e-voting) in respect of the Special Resolution as circulated in the Postal Ballot Notice dated February 13, 2018 pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rule, 2014.
2. I submit my report as under:
  - 2.1 On Saturday, February 17, 2018, the Company has completed the dispatch of the Postal Ballot Notice pursuant to Section 110 read with Section 108 of the Companies Act, 2013 and Rule 22 of read with Rule 20 of the Companies (Management and Administration) Rule, 2014 along with the postal ballot forms containing the instructions and login details and self-addressed postage pre-paid envelopes to the Members whose e-mail IDs are not registered; and sent e-mail to the Members whose e-mail IDs are registered as on Thursday, February 15, 2018 (being the record date for the purpose of voting) for seeking approval by postal ballot, including e-voting by electronic means.
  - 2.2 Particulars of all the postal ballot forms received from the Members and the votes cast by electronic mode have been entered in registers maintained for the purpose.
  - 2.3 The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
  - 2.4 The postal ballot forms were opened in my presence on Wednesday, March 21, 2018 at 4.00 p.m. and scrutinized and the shareholding was matched /confirmed with the Register of the Members of the Company/ list of beneficiaries as on Thursday, February 15, 2018 (i.e. cut-off date for the purpose of voting).
  - 2.5 All postal ballot forms received upto 5.00 p.m. (IST) on Tuesday, March 20, 2018, the last time and date fixed by the Company for receipt of the forms, were considered for my scrutiny.
  - 2.6 As on the date of this report, no envelopes containing postal ballot forms were received after Tuesday, March 20, 2018, 5.00 p.m. (IST).
  - 2.7 As on the date of this report, Nil envelopes containing postal ballot forms were returned undelivered.
  - 2.8 I did not find any defaced or mutilated ballot paper.
  - 2.9 I have also received a complete record from Central Depository Services (India) Limited, the agency appointed for providing and supervising electronic platform, of



## Dhirendra Maurya & Associates Company Secretaries

votes casted through electronic mode upto 5:00 p.m. on Tuesday, March 20, 2018. The votes cast were unblocked on Wednesday, March 21, 2018 in the presence of two witnesses, Mr. Dhiraj Maurya and Ms. Sejal Maurya who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Name: Dhiraj Maurya

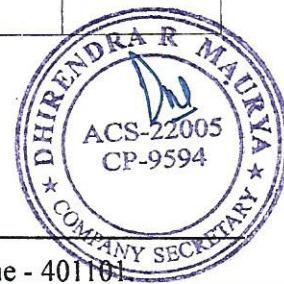
  
Name: Sejal Maurya

2.10 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolution.

3. A summary of the voting through postal ballot forms received/e-voting is given below:

**RESOLUTION 1- Special Resolution: To issue Convertible Warrants on Preferential basis to Promoter/ Promoter Group:**

Sr. No.	Particulars	Postal Ballot forms			Voting by electronic mode		
		No. of Postal Ballot forms received	No. of Shares	% to the total shares representing valid votes	No. of electro nic Ballot received	No. of Shares	% to the total shares represent -ing valid votes
(a)	Total Postal Ballot forms received/ voted through e-voting	5	1070	100	26	4649135	100
(b)	Less: Invalid Postal Ballot forms	Nil	0	0	Nil	0	0
(c)	Net valid Postal Ballot forms/ votes (As per Register).	5	1070	100	26	4649135	100
(d)	Postal Ballot forms/ votes through e-voting with assent for the resolution.	5	1070	100	26	4649135	100
(e)	Postal Ballot forms/ votes through e-voting with dissent for the resolution.	Nil	0	0	Nil	0	0



## Dhirendra Maurya & Associates Company Secretaries

### Total: Resolution 1

Sr. No.	Particulars	No. of Ballots received	No. of Shares	% to the total shares representing valid votes
(a)	Total ballots & votes received	31	4650205	100
(b)	Less: Invalid ballot & votes (as per Register)*	Nil		
(c)	Net valid ballot & votes (As per Register)	31	4650205	100
(d)	Valid Ballot & Votes with assent for the resolution	31	4650205	100
(e)	Valid Ballot & Votes with dissent for the resolution		0	0

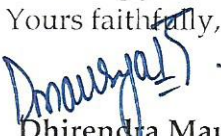
\*Invalid votes include cases where shareholders had sent the Postal Ballot Form but have not cast their vote and rejected postal ballot forms or who have voted through both the modes.

#considered as zero as the figure is zero upto 3 decimals.

**Note:** In case of shareholder who have exercised their voting through both the modes i.e. through physical Postal Ballot form and e-voting, then vote cast by e-voting is considered valid and vote casted through physical postal ballot was considered invalid.

- I shall hand over the postal ballot forms and other related papers/ registers and records for the safe custody to Shri. Ramniwas Dhoot, Chairman, and/or Ms. Priya Shah, Company Secretary of the Company, who have been authorized by the Board to supervise the Postal Ballot process, after the receipt of certified true copy of signed minutes
- On the basis of the scrutiny of the postal ballot forms and votes casted through electronic mode, the Resolution no. 1 of Postal Ballot Notice dated February 13, 2018 may be deemed to be passed by the Shareholders of the Company as Special Resolution as on the date of meeting convened in this behalf with the requisite majority. The said resolution shall be deemed to have been passed on Tuesday, March 20, 2018 i.e. the last date specified by the Company for receipt of duly completed postal ballot forms or e-voting.
- You may accordingly declare the result of voting by Postal Ballot process (including votes cast through evoting).

Thanking you,  
Yours faithfully,

  
Dhirendra Maurya  
Proprietor  
M/s. Dhirendra Maurya & Associates  
Company Secretaries  
Scrutinizer for E-voting  
C.P. No.: 9594; Mem. No.: 22005



Date: March 21, 2017  
Place: Mumbai

# Dhirendra Maurya & Associates Company Secretaries

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Acknowledge receipt of the same

For IMP Powers Limited,

*Prerajashah*

Chairman/ Authorized Signatory