

## INDIA POWER CORPORATION LIMITED

Date of AGM / EGM	:	18th September,2021
Total number of shareholders on record date	:	10901
No. of shareholders present in the meeting either in person or through proxy	:	0
No. of shareholders attended the meeting through Video Conferencing	:	61
Promoters and Promoter Group:	:	1
Public:	:	60

RESOLUTION NO. "1"	To receive, consider and adopt the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and the Auditors thereon.
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Resolution required : Ordinary

Whether promoter / promoter group are interested in the agenda / resolution : No

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
Promoter/Promoter Group	E-voting	579331667	63199293	10.90900	63199293	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>63199293</b>	<b>10.90900</b>	<b>63199293</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>
Public -Institution	E-voting	1196230	0	0.00000	0	0	0.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0.00000</b>
Public-Non Institution	E-voting	393261743	43281355	11.00574	43279958	1397	99.99677	0.00323
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000			0.00000	
	<b>Total</b>		<b>43281355</b>	<b>11.00574</b>	<b>43279958</b>	<b>1397</b>	<b>99.99677</b>	<b>0.00323</b>
<b>TOTAL</b>		<b>973789640</b>	<b>106480648</b>	<b>10.93467</b>	<b>106479251</b>	<b>1397</b>	<b>99.99869</b>	<b>0.00131</b>



**RESOLUTION NO. "2"** To declare Dividend on the Equity Shares of the Company for the financial year ended 31st March, 2021.

Resolution required : Ordinary

Whether promoter / promoter group are interested in the agenda / resolution : No

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
Promoter/Promoter Group	E-voting	579331667	63199293	10.90900	63199293	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>63199293</b>	<b>10.90900</b>	<b>63199293</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>
Public -Institution	E-voting	1196230	0	0.00000	0	0	0.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0.00000</b>
Public-Non Institution	E-voting	393261743	43281230	11.00571	43280188	1042	99.99759	0.00241
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0.000000	0	0.00000	0.00000
	<b>Total</b>		<b>43281230</b>	<b>11.00571</b>	<b>43280188</b>	<b>1042</b>	<b>99.99759</b>	<b>0.00241</b>
<b>TOTAL</b>		<b>973789640</b>	<b>106480523</b>	<b>10.93465</b>	<b>106479481</b>	<b>1042</b>	<b>99.99902</b>	<b>0.00098</b>

**RESOLUTION NO. "3"** To appoint a Director in place of Mr. Jyoti Kumar Poddar (DIN 00690650), who retires by rotation and being eligible, seeks re-appointment.

Resolution required : Ordinary

Whether promoter / promoter group are interested in the agenda / resolution : No

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
Promoter /Promoter Group	E-voting	579331667	63199293	10.90900	63199293	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>63199293</b>	<b>10.90900</b>	<b>63199293</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>
Public -Institution	E-voting	1196230	0	0.00000	0	0	0.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0.00000</b>
Public-Non Institution	E-voting	393261743	43281230	11.00571	43279918	1312	99.99697	0.00303
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0.000000	0	0.00000	0.00000
	<b>Total</b>		<b>43281230</b>	<b>11.00571</b>	<b>43279918</b>	<b>1312</b>	<b>99.99697</b>	<b>0.00303</b>
<b>TOTAL</b>		<b>973789640</b>	<b>106480523</b>	<b>10.93465</b>	<b>106479211</b>	<b>1312</b>	<b>99.99877</b>	<b>0.00123</b>





**RESOLUTION NO. "4"** Appointment of Mr. Anil Kumar Jha (DIN 06645361) as an Independent Director of the Company.

Resolution required : Ordinary

Whether promoter / promoter group are interested in the agenda / resolution : No

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
Promoter /Promoter Group	E-voting	579331667	63199293	10.90900	63199293	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>63199293</b>	<b>10.90900</b>	<b>63199293</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>
Public -Institution	E-voting	1196230	0	0.00000	0	0	0.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>1196230</b>	<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>
Public-Non Institution	E-voting	393261743	43281230	11.00571	43275917	5313	99.98772	0.01228
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>43281230</b>	<b>11.00571</b>	<b>43275917</b>	<b>5313</b>	<b>99.98772</b>	<b>0.01228</b>
<b>TOTAL</b>		<b>973789640</b>	<b>106480523</b>	<b>10.93465</b>	<b>106475210</b>	<b>5313</b>	<b>99.99501</b>	<b>0.00499</b>

**RESOLUTION NO. "5"** Re-appointment of Mr. Raghav Raj Kanoria (DIN 07296482) as the Managing Director of the Company for a period of 5 (five) years.

Resolution required : Special

Whether promoter / promoter group are interested in the agenda / resolution : No

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
Promoter /Promoter Group	E-voting	579331667	63199293	10.90900	63199293	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>63199293</b>	<b>10.90900</b>	<b>63199293</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>
Public -Institution	E-voting	1196230	0	0.00000	0	0	0.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>1196230</b>	<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>
Public-Non Institution	E-voting	393261743	43281230	11.00571	43275601	5629	99.98699	0.01301
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0.000000	0	0.00000	0.00000
	<b>Total</b>		<b>43281230</b>	<b>11.00571</b>	<b>43275601</b>	<b>5629</b>	<b>99.98699</b>	<b>0.01301</b>
<b>TOTAL</b>		<b>973789640</b>	<b>106480523</b>	<b>10.93465</b>	<b>106474894</b>	<b>5629</b>	<b>99.99471</b>	<b>0.00529</b>



**RESOLUTION NO. "6"** Ratification of remuneration payable to the Cost Auditors for financial year 2021-22

Resolution required

: Ordinary

Whether promoter / promoter group are interested in the agenda / resolution

: No

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
Promoter /Promoter Group	E-voting	579331667	63199293	10.90900	63199293	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>63199293</b>	<b>10.90900</b>	<b>63199293</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>
Public -Institution	E-voting	1196230	0	0.00000	0	0	0.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>		<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0.00000</b>
Public-Non Institution	E-voting	393261743	43281355	11.00574	43280037	1318	99.99695	0.00305
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0.000000	0	0.00000	0.00000
	<b>Total</b>		<b>43281355</b>	<b>11.00574</b>	<b>43280037</b>	<b>1318</b>	<b>99.99695</b>	<b>0.00305</b>
<b>TOTAL</b>		<b>973789640</b>	<b>106480648</b>	<b>10.93467</b>	<b>106479330</b>	<b>1318</b>	<b>99.99876</b>	<b>0.00124</b>





**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 the 101<sup>ST</sup> Annual General Meeting (AGM) of the Members of INDIA POWER CORPORATION LIMITED (CIN: L40105WB1919PLC003263), held on Saturday, the 18th day of September, 2021 at 11.30 A.M. (IST) through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").

Dear Sir,

1. I, Mohan Ram Goenka, Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & Associates, was duly appointed as a Scrutinizer by the Board of Directors of INDIA POWER CORPORATION LIMITED (the Company) for the purpose of Scrutinizing the process of (i) remote e-voting (i.e., voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting during AGM (process of e-voting at the AGM through electronic voting system) on the resolutions contained in the notice dated August 09, 2021 ("Notice") issued in accordance with General Circular Nos. 02/2021 dated 13th January, 2021, 20/2020 dated 5th May, 2020, 17/2020 dated 13th April, 2020 and 14/2020 dated 8th April, 2020, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the AGM through VC / OAVM. The AGM was convened on Saturday, 18<sup>th</sup> September, 2021 at 11:30 A.M. IST through VC / OAVM.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on the resolutions proposed in the Notice of AGM of the Members of the Company dated August 09, 2021. My responsibility as a Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting during AGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the AGM of the Company, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility for voting through electronic means and the documents furnished to me electronically for my verification.

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goenkamohan@gmail.com



Mobile No.9831074332  
Phone No : 2237 9517



3. The Members holding ordinary shares as on the "cut-off date" i.e. September 11, 2021 were entitled to vote on the resolutions proposed in the Notice calling the AGM.
4. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open from Wednesday, September 15, 2021 (09:00 A.M. IST) till Friday, September 17, 2021 (5.00 P.M. IST) and pursuant to MCA Circulars referred above, the Company had also provided e-voting facility during the AGM to the shareholders present at the AGM through VC / OAVM who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by NSDL.
5. After the closure of e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.
6. The votes cast through remote e-voting were unblocked in the presence of two persons who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
7. Based on the results made available to me, 135 members have casted their votes through remote e-voting platform and no members have casted their votes through e-voting during AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting at the AGM, based on the report generated by NSDL, scrutinized on test-check basis and relied upon by me, are as under:

**Item No. 1 – Ordinary Resolution:**

To receive, consider and adopt the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	128	106479251	128	106479251	99.9987
Dissent	7	1397	7	1397	0.0013
Total	135	106480648	135	106480648	100.00
Abstain / Invalid	0	0	-	-	-

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Phone No : 2237 9517

**Item No. 2 – Ordinary Resolution:**

To declare Dividend on the Equity Shares of the Company for the financial year ended 31st March, 2021.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	129	106479481	129	106479481	99.9990
Dissent	5	1042	5	1042	0.0010
Total	134	106480523	134	106480523	100.00
Abstain / Invalid	0	0	-	-	-

**Item No. 3 – Ordinary Resolution:**

To appoint a Director in place of Mr. Jyoti Kumar Poddar (DIN 00690650), who retires by rotation and being eligible, seeks re-appointment.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	127	106479211	127	106479211	99.9988
Dissent	7	1312	7	1312	0.0012
Total	134	106480523	134	106480523	100.00
Abstain / Invalid	0	0	-	-	-

**Item No. 4 – Ordinary Resolution:**

Appointment of Mr. Anil Kumar Jha (DIN 06645361) as an Independent Director of the Company.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	126	106475210	126	106475210	99.9950
Dissent	8	5313	8	5313	0.0050
Total	134	106480523	134	106480523	100.00
Abstain / Invalid	0	0	-	-	-

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Phone No : 2237 9517



**Item No. 5 – Special Resolution:**

Re-appointment of Mr. Raghav Raj Kanoria (DIN 07296482) as the Managing Director of the Company for a period of 5 (five) years.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	125	106474894	125	106474894	99.9947
Dissent	9	5629	9	5629	0.0053
Total	134	106480523	134	106480523	100.00
Abstain / Invalid	0	0	-	-	-

**Item No. 6 – Ordinary Resolution:**

Ratification of remuneration payable to M/s. Mani & Co., Cost Auditors for Financial Year 2021-22.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	127	106479330	127	106479330	99.9988
Dissent	8	1318	8	1318	0.0012
Total	135	106480648	135	106480648	100.00
Abstain / Invalid	0	0	-	-	-

8. Based on the foregoing, the resolution no.(s) 1 to 6 shall be deemed to have been passed with requisite majority.

All the relevant records / electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

Thanking You,

For MR & Associates  
Company Secretaries  
GOENKA  
MOHAN RAM

M R Goenka  
Partner  
CP No: 2551  
UDIN No : F004515C000967202

Date: 18.09.2021  
Place: Kolkata



India Power Corporation Limited

*Company Secretary*

**Countersigned by:-**

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