

Ref: Sectl/X/002

The Secretary,
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex,
Bandra (E), Mumbai- 400 051.
Scrip Symbol: DPSCLTD

The Vice President
Metropolitan Stock Exchange of India Ltd
4th floor, Vibgyor Towers, Plot No C 62,
G Block, Opp. Trident Hotel, Bandra Kurla
Complex, Bandra (E), Mumbai- 400098.
Scrip Symbol: DPSCLTD

The Vice President, Central Depository Services (India) Ltd., Phiroze Jeejeebhoy Towers, 17th Floor, Dalal Street, Mumbai -400 001.

Dear Sir(s),

12th August, 2017

The Secretary,
The Calcutta Stock Exchange Ltd,
7, Lyons Range,
Kolkata- 700 001.
Scrip Code: 10014021

The Vice President,
National Securities Depository Ltd.,
Trade World, 5th floor,
Kamala Mills Compound,
Senapati Bapat Marg,
Mumbai- 400 013.

Ref: Outcome of 97th Annual General Meeting held on 12th August,2017 as per Regulation 30 read with Schedule III, Part -A together with details of voting pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015 Regulation ("Listing Regulations")

We would like to inform you that the 97th Annual General Meeting (AGM) of the Company has been duly convened and held on Saturday, 12th August, 2017 at the Registered Office: Plot X1- 2 & 3, Block-EP, Sector-V, Salt Lake City, Kolkata-700091 at 11.30 A.M.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 8.6.2 of Secretarial Standard -2 on General Meeting issued by The Institute of the Company Secretaries of India (ICSI), voting results along with the Scrutinizers Consolidated Report is available on the Company's Website www.indiapower.com and on the website of the NSDL https://www.evoting.nsdl.com for information of all concerned and the same are also placed on the notice board of the Company at its Registered Office.

In connection with 97th AGM, please find enclosed the following:

 The Summary of the proceedings of the 97th Annual General Meeting (AGM) of the Company held on 12th August, 2017 pursuant to Listing Regulations.





(Formerly DPSC Limited)
CIN - L40105WB1919PLC003263

Registered Office: Plot No. X1 - 2 & 3, Block - EP, Sector - V, Salt Lake City, Kolkata - 700091
Ph: +91 33 6609 4300 / 08 / 09 / 10 , Fax: +91 33 2357 2452

Central Office: Sanctoria, P.O. - Dishergarh, District - Burdwan, Pin - 713333 (W.B.)
Ph: (0341) 6600452 / 454 / 455 / 456 / 457, Fax: (0341) 6600464

E-mail: pr@indiapower.com, Web: www.indiapower.com



- 2. Voting Results in the prescribe format pursuant to Regulation 44(3) of Listing Regulations.
- Consolidated Scrutinizer's Report dated 12th August, 2017 submitted by Shri Mohan Ram Goenka (CP No. 2551) of MR & Associates, Company Secretaries, Scrutinizer appointed to conduct the remote e-voting process and voting at the AGM through Ballot Paper.
- Annual Report of the Company for the Financial Year 2016-17 pursuant to Regulation 34 of the Listing Regulations duly approved and adopted by the Members of the Company.

This is for your information and records, please.

Thanking you,

Yours faithfully, For India Power Corporation Limited

(Prashant Kapoor) Company Secretary ACS 15576

Encl: as above



Summary of the proceedings of the 97th Annual General Meeting (AGM) of India Power Corporation Limited (formerly DPSC Limited) held on 12th August, 2017

The 97th Annual General Meeting (AGM) of the Company has been duly convened and held on Saturday, 12th August, 2017 at the Registered Office: Plot X1- 2 & 3, Block-EP, Sector-V, Salt Lake City, Kolkata-700091 at 11.30 A.M.

Shri Hemant Kanoria, Chairman of the Company, chaired the proceeding of the Meeting.

The Meeting was attended by 164 Members in person including 7 by Proxy through authorized representatives.

The Chairman informed the Members that requisite quorum was present and called the meeting in order and the quorum was present throughout of the Meeting.

The Meeting was attended by majority of the Directors, Chief Executive Officer, Chief Financial Officer, Company Secretary, representatives of Statutory Auditor and Secretarial Auditor.

The Chairman, thereafter delivered his speech. He gave brief on the Power Industry scenario of the Country during the year in retrospect and present scenario. He also mentioned about the Company's performance, financial highlights and future outlook of the Company.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by the Companies (Management and Administration) Rules, 2015 and the provisions of Regulation 44 of Listing Regulations, 2015, the Company has extended remote electronic voting facility to its Members, to transact the business set out in the Notice of 97th AGM. The remote evoting commenced on 9th August, 2017 (10:00 A.M. IST) and ended on 11th August, 2017 (5:00 P.M. IST) to the Members, holding shares either in physical or in dematerialized form as on cut off date of 5th August, 2017.

The Chairman further informed the Members that the facility for voting through Ballot Paper was made available at the meeting for the Members who have not cast their vote through Remote e-voting.

He further informed the Members that the Company has appointed Shri Mohan Ram Goenka (CP No. 2551) of MR & Associates, Company Secretaries, as Scrutinizer for the purpose of scrutinizing the electronic voting process (Remote e-voting) and voting at the AGM through Ballot Paper in a fair and transparent manner.

The Chairman invited the Members to raise questions, offer comments or seek clarifications on the Annual Report and Financial Statements or any of the Items stated



in the Notice convening the 97th AGM of the Company. Upon the Members completing their submissions, the Chairman answered the relevant queries and submissions made by them and also briefed about the current workings and new initiatives of the Company.

Thereafter, all the 10 (Ten) resolutions required to be passed were duly proposed and seconded by the Members.

During the Course of the Meeting, the Chairman being interested in item no(s). 6 & 7 pertaining to appointment of Shri Raghav Raj Kanoria as Director/Managing Director entrusted the conduct of the proceeding of the said item to Shri Amit Kiran Deb and thereafter resumed the Chair after the particular item of business was transacted.

Thereafter, the Chairman ordered a poll to be taken at the AGM venue through Ballot Paper for those Members who could not cast their vote through remote e-voting.

Thereafter, the Chairman announced that the voting results shall be submitted to the Stock Exchanges in the prescribed format along with the Scrutinizer's Consolidated Report on remote and Poll at the venue of the AGM through Ballot Paper shall be put on the Company's website www.indiapower.com and on the website of the NSDL https://www.evoting.nsdl.com for information of all concerned and the same be also placed on the notice board of the Company at its Registered Office

The following resolutions have been passed by the Members with requisite majority:

Ordinary Business:

- To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2017, including the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
- To declare a dividend for the financial year ended 31st March, 2017 on the Equity Shares of the Company.
- To appoint a Director in place of Shri Jyoti Kumar Poddar (holding DIN 00690650) who retires by rotation and being eligible, offers himself for reappointment.

Special Business:

 Appointment of M/s. S. S. Kothari Mehta & Co., Chartered Accountants, (Firms Registration No. 000756N), as Statutory Auditors of the Company to fill the casual vacancy. (Ordinary Resolution)





- Appointment of M/s. S. S. Kothari Mehta & Co., Chartered Accountants, (Firms Registration No. 000756N), as Statutory Auditors of the Company for a term of 5 years from the conclusion of 97th Annual General Meeting. (Ordinary Resolution)
- Approval of the appointment of Shri Raghav Raj Kanoria (holding DIN 07296482) as a Director of the Company w.e.f 1st June, 2017. (Ordinary Resolution)
- Approval of the appointment of Shri Raghav Raj Kanoria (holding DIN 07296482) as Managing Director of the Company for a term of 5 years w.e.f 1st June, 2017. (Ordinary Resolution)
- 8. Approval for Related Party Transactions in terms of provisions of Section 188 of the Companies Act, 2013.(Ordinary Resolution)
- Approval for issue and allotment of secured and / or unsecured, listed and / or unlisted Non-Convertible Debentures ("NCDs") and / or other debt securities, including Bonds, Commercial Paper ("CP"), etc., on private placement basis. (Special Resolution)
- 10. Ratification of remuneration payable to the Cost Auditors for financial year 2017-18. (Ordinary Resolution)

Corpora

INDIA PO NEP

The Meeting Concluded at 12:54 P.M. with a vote of thanks to the Chair.

For India Power Corporation Limited

(Prashant Kapoor) Company Secretary ACS 15576

INDIA POWER CORPORATION LIMITED (formerly DPSC Limited)

Resolution-wise Figures of Regulation 44(3) of SEBI LODR Regulation 2015 pursuant to the 97th Annual General Meeting held on 12-AUG-2017

Total No. of Shareholders as of record date (05.08.2017)

3123

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

Promoter and Promoter Group

162

No. of shareholders attended the meeting through Video Conferencing

Ħ Ħ Promoter and Promoter Group

To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2017, including the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Auditors thereon. RESOLUTION NO. "1" Ordinary Resolution] Ordinary Business -

			Total	Total Vote Cast#			Vot	Votes In favour	The state of the s		Votor	Votor Aminet	
					Se on Total						40163	Agailst.	
CATEGORY	TOTAL	e-Voting A1 Ballot A2 (A1+A2)	Ballot A2	Total A3 (A1+A2)	Total A3 Outstanding (A1+A2) Shares	e-Voting B1	% of Vo Total B3 FAVOU e-Voting B1 Ballot B2 (B1+B2) nolled	Total 83 (81+82)	R on votes	Total C3	t = 1	Total G	% of Votes Total C3 AGAINST on
()						-				17 9 1170	מווסו כל	(21475)	votes polled
Promoter / Promoter Group 579331667	579331667	0	14509466	14509466	2.50	0	14509466	14500466	100 001	•			
Deskille Imaniferation							200			0	0	_	0.00
Public -Institution	1230730	0	0	0	0.00	0	0	•	000	•			
Buch Handle Street Street			L			Ì		-	0.00	0	0	_	0.00
Public-Non Institution	393227243	393227243 192749458		42840300 235589758		59.91 192749228		ATRADAM TRESONTY					
						2000	1	110000000	100.00	230	451	681	00.00
IDIAL	973789640	IDIAL 973789640 192749458		57349766 250099224		25.68 192749228		57349315 25009R543	100.00	230	454		
			The same of the sa		200 HOLD TO TO TO THE TOTAL THE TOTA			1		730	53	X	200

	To declare a dividend for the financial year ended 31st March. 2017 on the Femily. Shares of the Community	August of company of the company
RESOLUTION NO. "2"	[Ordinary Business -	Ordinary Resolution]

		THE WHAT	Total V	Total Vote Cast#			Vot	Votes in favour			Voto	Votes Assinst		
					Man Total					100	210.	- Compt		=
CALEGORY	TOTAL	e-Voting A1 Ballot A7 (A1+A2)	Ballot A7	100	Outstanding	A.Votino D.	100	Total B3	R on votes			Total G	Total C3 AGAINST on	
				1	9-1-10	e-voung by pallot by (51+62) polled	pallot b2	(PT+PZ)		e-Voting C1 Ballot C2 (C1+C2)	Ballot C2	Q Q	votes polled	_
Promoter / Promoter Group 579331667	579331667	0	14509466	14509466	2.50	0	14509466	14509466	000	•	ľ			_
Dublic Inctitution	0000000	•						1		0		0	00.00	=
TOTAL STREET	1230/30	0	0	0	0.00	0	0	C	00.0	C		•	200	1
Public-Non Institution	393227243	393227243 192749458	4784030C 005048CA	225500750	20.07	400000000							0,00	-1
		2000	1	433303730	18.80	59,91 192/49458	42838541	42838541 235587999	100.00	0	1750	1750	000	-
TOTAL	973789640	TOTAL 973789640 192749458	57349766 25009922	250099224	25.68	25 68 1977AGAEG	E7249007	22480034 700034273	Company of the last of the las		200	Section States		× T
					20:00	200000	10000000	504/50057	100.00	0	1759	1750	0000	-



Out Cimited * 100 Fibral * 100

To appoint a Director in place of Shri Jyoti Kumar Poddar (holding DIN 00690650) who retires by rotation and being eligible, offers himself for reappointment.

RESOLUTION NO. "3"

[Ordinary Business -Ordinary Resolution]

			Total	Total Vote Cast #			Vol	Votes in favour			Votos	Votes Amainst	
CATECODY		THE PARTY OF THE P			% on Total						SOUCH CONTRACT	Against	
CALEBOOK .	TOTAL	e-Voting A1 Ballot A2 (A1+A2) Shares	Ballot A2	Total A3 (A1+A2)	Total A3 Outstanding (A1+A2) Shares	e-Voting B1	e-Voting B1 Ballot B2	Total B3 FAVOUI	tes in R on votes	Verting	1	Total C3	Total C3 AGAINST on
/B	-					,				To Suno A-a	e-voung CI Ballot CZ	(C+C2)	votes polled
romoter / Promoter Group 579331667	579331667	0	14509466	14509466	2.50	0	14509466	14509456		•			
Dublic Inchitation	-	•					200	1	00.00	0	0	_	0.0
dolla Histiagion	1230/30	0	0	0	0.00	C	-	•	000	•			
Sublic-Non Institution	CACCCCCCC	01101101						1	00.0	0	0	_	00.0
TOTAL MARKETON	23277743	333227243 132743558		42840300 235589858		59.91 192749128		42835839 735584067	100 00	***			
TOTAL	ON OND PERCENT	TOTAL CASCOPTOR INTOIL					1	100400000	T00.00	430	4461	4891	0.0
200	2/3/83040	192749558	5/349766	57349766 250099324		25.68 192749128		57345305 250094433	00 001	ASA	4464	4004	
				_			-	200		433	1 W 17 W	0.000	200

Y TOTAL % on Total Mount % on Total Mount % on Total Mount HOLDING e-Voting A1 Ballot A2 (A1+A2) Shares er Group 579331667 0 14509466 14509466 2.50 ion 393227243 192749558 42840300 235589858 59.51		Votes In favour			Matter Aminet	maines	
TOTAL Fotal Actions Fotal Actions Fotal Actions Actions	% on Total		100		A COTON	Sallist	
er Group 579331667 0 14509466 14509466 2.50	guipa	e-Voting B1 Ballot B2 (81-82)	% of Votes in Total B3 FAVOUR on votes (B1+B2) polled	Total Called Co. Co.	1	Fotal G	% of Votes Total C3 AGAINST on
er Group 5/9331667 0 14509466 14509466 100 0 1230730 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		1		TO SILIPA	3 1010		Votes polled
0 0 42840300 235589858		14500466 14500466					
ion 393227243 192749558 42840300 235589858		١	0.00000	0	0	0	00.00
393227243 192749558 42840300 235589858	00.0						
393227243 192749558 42840300 235589858			0.000000	0	0	0	00.00
		A2830007 C00059CA					
		- 1	100.00	430	1308	1738	000
IOIAL 973789640 192749558 57349766 250099324 25.68 192749128		57348458 250007E0C	20000	-			

	The state of the s		Total	Total Vote Cast #		A CONTRACTOR OF THE PARTY OF TH	Vot	Votes In favour	The state of the state of		Vertee	Vetoc Aceinet	
			The state of the s		Secon Total					The second second	COLES	Against	
CALEGORY	TOTAL	e-Voting A1 Ballot A2 (A1+A2)	Ballot A2		Outstanding	e-Voting B1	e-Voting B1 Ballot B2	Total 83 FAVOU	R on votes		1	Total C3	Total C3 AGAINST on
						,		100.00	The second second	E-voting CT	e-voting CI Ballot C	(0+42)	votes polled
Fromoter / Promoter Group 579331667	579331667	0	14509466	14509466	2.50	C	14509466	14500466	000	•			
Destable Instable of						1	20100	1	00.0	0	0	0	0.00
Public -Institution	1230730	0	0	0	0.00	C	0	•	000				
Dublic-Non Inctitution	CACCACCOC	400000000000000000000000000000000000000						2	0.00	0	0	0	0.00
TOTAL MISTERIA	232777743	39322/243 192/49558		42840300 235589858	59.91	192749128		42838992 735588130	100.00	400			
TOTAL	TOTAL CASCOCACO INTOIN						ı	27000000	T00.00	430	1308	1738	0.00
NO.	L 9/3/89540	192749558	- 1	57349766 250099324		25.68 192749128		57348458 250097586	100 001	OCF	0007		The Control of the Co
				The second name of the local division in which the local division in the local division				2	20.004			1/38	00.00



Approval of the appointment of Shri Raghav Raj Kanoria (holding DIN 07296482) as a Director of the Company w.e.f 1st June, 2017.

RESOLUTION NO. "6"

Special Resolution] [Special Business -

			Total	Total Vote Cast #			Vota	Votes In favour			Votes	Votes Against	
CATEGORY	TOTAL	% on To Total A3 Outstar e-Voting A1 Ballot A2 (A1+A2) Shanes	Rallot A7	Total A3	Won Total Total A3 Outstanding	Voting 04		Total	% of Votes in B3 FAVOUR on votes				% of Votes Total C3 AGAINST on
	-	9	-	190,000	Silaics	ra Sunon-s	e-voting by ballot bz	(29+19)	polled	e-Voting CI Ballot C2	Ballot C2	(C1+C2)	votes polled
Promoter /Promoter Group 579331667	579331667	0	14509466 14509466	14509466	2.50	0	14509466	14509466	000	c	C		6
Public -Institution	1230730	0	0	0	0.00	0	0	1	000	0			00.0
Public-Non Institution	393227243	393227243 192749558		42840300 235589858		59.91 192749558	100	47839001 735588559	00.001		0000		
TOTAL	COTTON CASCOCICTO INTOIN	2000000	L					200000	700.00		2239	1299	00.00
TO IN	373763840	132/43338	- 1	5/349/56 250099324		25.68 192749558	89	57348467 250098025	100.00	0	1299	1299	00'0

		A. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.	Total	Total Vote Cast#			Vote	Votes in favour			Votes	Votes Against	
CATEGORY	TOTAL	Total A3 (A1+A2)	Ballot A2	Total A3 (A1+A2)	% on Total Outstanding Shares	e-Voting B1	e-Voting B1 Ballot B2	Total (B1+B	% of Votes in B3 FAVOUR on votes c) polled	e-Vortine C1 Ballot C2	Rallot		Total C3 AGAINST on
											-		מסוובת בחובת
Promoter / Promoter Group 579331667	579331667	0	14509466	14509466	2.50	0	14509466	14509466	0.00	c	0		000
Buch Har Sanatha att.								-		,	1		0.0
Public -Institution	1230730	0	0	0	00'0	0	0	0	00'0	C	C	•	000
Public-Non Institution	393227243	393227243 192749558	1	42840300 235589858		59.91 192749328	42839619	725588947	100 00	000	200		
							1	Account	100,00	750	190	311	80.0
TOTAL	TOTAL 973789640 192749558	192749558	57349766	57349766 250099324		25.68 192749328		57349085 250098413	100.00	230	581	911	000
											-		

ansactions in terms of provisions of Section 188 of the Companies Act, 2013.		
s - Approval for Related Party Tran	tion]	
[Special Business	Ordinary Resoluti	

RESOLUTION NO. "8"

[Special Business -

			Total	Total Vote Cast#			Vot	Votes In favour		10000	Votes	Votes Against	
CATEGORY	TOTAL	e-Voting A1 Ballot A2 (A1+A2)	Ballot A2	Total A3 (A1+A2)	% on Total Total A3 Outstanding (A1+A2) Shares	e-Voting B1	e-Voting B1 Ballot B2	Total B3 (B1+B2)	Mof Votes in Total B3 FAVOUR on votes (B1+B2) polled	e-Voting C1	Ballot C	Total G	% of Votes Total C3 AGAINST on e-Voting C1 Ballot C2 (C1+C2) votes molled
Promoter /Promoter Group 579331667	579331667	0	14509466	14509466 14509466	2.50	0	14500466		000			1	200
South Co. Loughan attach						1	200	1		2		٥	0.00
Public -institution	1230730	٥	0	0	00:00	0	0	0	0.00	0	C	-	000
Public-Non Institution	393227243	393227243 192749558		13150 192762708		49.02 192749358		8080 192757438	101	200	0203	0200	
TOTA	TOTAL 973789640 192749558	192749558	14522616	14522616 207272174		21 29 192749358	1451	14517545 207355004		To the second		200	

RESOLUTION NO. "9" App
[Special Business - inclu

Approval for issue and allotment of secured and / or unsecured, listed and / or unlisted Non-Convertible Debentures and / or other debt securities, including Bonds, Commercial Paper, etc., on private placement basis.

CATEGORY	L		Total	Total Vote Cast#			Vote	Votes in favour					
	The state of the s		THE R. P. LEWIS CO., LANSING, MICH.		% on Total			-1			Vote	Votes Against	
ПОН	9	oting A1	e-Voting A1 Ballot A2 (A1+A2)		Outstanding	P.Votine B1	Total B3	Total B3	otes in JR on votes			Total G	7 Again C3 Against on
Promoter /Promoter Grand	223555	1		-		10 9	Dallot BZ		polled	e-Voting C1 Ballot C2	Ballot C2	(01+0)	votes noting
S/C donor Juniore dioup	33100/	0	14509466	14509466	2.50	•	14500400			,		1	
Public-Institution	000000	0					14303400	14509466	0.00	0	•	•	000
	1230/30	0	0	0	000	0	•				1	2	0.00
Public-Non Institution	OP CACTOR	02100100					0	0	0000	0	C	•	000
	33322/243 192/49558	2149558	42840300	42840300 235589858		59.91 192749128	ADODESSA	0000000000				2	000
TOTAL 972789640 102749EE9	789640 10	2740550				2000	17700074	232264349	100.00	430	5079	2500	000
	10000	6743330	2/343/60	3/349/66 250099324		25.68 192749128		57344687 25000201E	4000				20.00
								CTOCCOCC	100.00	430	5079	5509	000

RESOLUTION NO. "10"

Ratification of remuneration payable to the Cost Auditors for financial year 2017-18

[Special Business - Ratification of remuneration pa

			Total	Total Vote Cast #			Vot	Votes In favour					
CATEGOBY			11000108000		% on Total		-	IDOAD! III CO			Votes	Votes Against	
1	TOTAL	e-Voting A1 Ballot A2 (A11A2)	Ballot A7	Total A3				Total	% of Votes in B3 FAVOUR on votes			Total	% of Votes
(Break)				(אריבה)	Sildres	e-Voting B1	e-voting B1 Ballot B2	(B1+62)	polled	e-Voting C1 Ballot C2	Ballot C		
Tomore / Fromoter Group 579331667	579331667	0	14509466	14509466	020		44800000			-	-		votes polled
ublic -Institution	4000000			П			14203466	14509466	0.00	0	•		000
	1230/30	0	0	0	000	-	4				-		0.0
Public-Non Inctitution	CACHACCOC						0	0	0.00	C	-	•	0
TOPPING THE TOPPING	232777743	2222/243 192/49558		42840300 235589858		59.91 1927/19120	4000ACOCA						0.0
TOTA	TOTAL ANSTORAGE LATOT	103340550				07764/764	1	235584119	100.00	430	5300	6730	
	213103040	136/49338	- 1	5/349766 250099324		25.68 192749128	57344457	250003505	20000	1000	2000		90.0
		2000						200000000	100.00	430	5309	5739	000

In terms of the SEBI Order Dated June 04, 2013, in relation to the Compliance by the listed companies with the requirement of minimum public shareholding, the voting rights on the equity shares of the Company are excercisable on 276201870 equity shares of Rs. 1/- each, out of the total equity share capital consisting of 973789640 shares of Rs. 1/- each.

Note: All the aforesaid resolutions were passed with requisite majority



CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote e-voting, and voting at the Annual General Meeting venue through polling paper/ballot paper)

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

To,

The Chairman of the Ninety Seventh Annual General Meeting (AGM) of the Members of India Power Corporation Limited (formerly DPSC Limited) (CIN: L40105WB1919PLC003263), held on Saturday, the 12th day of August, 2017 at Plot X1 - 2 & 3, Block EP, Sector V, Salt Lake City, Kolkata - 700 091 at 11:30 A.M.

Dear Sir,

- I, Mohan Ram Goenka, a Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner
 of M R & 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
 voting through Remote e-voting and voting at the venue of Annual General Meeting through
 ballot paper / polling paper under 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.
- 2. The Management of the Company Is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through Remote evoting and voting at the Annual General Meeting venue through ballot paper / polling paper for the resolutions proposed in the Notice of 97th Annual General Meeting of the Members of the Company dated July 17th, 2017. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and evoting at the venue of Annual General Meeting through ballot paper / polling paper 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 97th AGM of the Company, based on the report provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility for voting through electronic means.
- 3. 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, August 9, 2017 (10:00 a.m. IST) till Friday, August 11, 2017 (5.00 p.m. IST) 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 National Securities Depository Limited (NSDL).

Our Office:

46, B. B. Ganguly Street, 4th Floor R. No.: 6, Kolkata 700012, E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com See Claries of Ph

Deny Chobile No.9831074332

- The Members holding equity shares as on the "cut-off date" i.e. August 5, 2017 were entitled to vote on the resolutions proposed in the Notice calling the 97th Annual General Meeting.
- 5. At the end of the remote e-voting period on August, 11th July, 2017 (5:00 P.M.), the voting portal of the service provider was blocked forthwith.
- After transacting the business at the meeting, the Chairman ordered for voting at the AGM venue through ballot paper / polling paper for those Members who could not cast their vote through remote e-voting with the assistance of the Scrutinizer.
- 7. Immediately after the conclusion of voting at the venue of the AGM on the 12th day of August, 2017 the votes cast at the venue were counted, thereafter the votes cast through remote evoting were unblocked in the presence of Mrs. Tanvee and Ms. Sneha Khaitan who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended. They have signed below in confirmation of the votes being unblocked in their presence.

anne

- Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of National Securities Depository Limited (NSDL) i.e. https://www.evoting.nsdl.com/ and based on such reports,
 - 27 Members have cast their votes through remote e-voting; 106 Members have cast their votes through ballot paper / polling paper

The brief analysis of the results of the voting through Remote e-voting and voting at the Annual General Meeting venue through ballot paper / polling paper are as under:

Item No. 1 - Ordinary Resolution :

Adoption of the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2017, including the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Auditors thereon.

Particulars			No. of vo	tes contained in			Percentage
	Remo	ote E-Voting		Ballot Paper		Total	(%)
	No.	Votes	No.	Votes	No.	Votes	(70)
Assent	26	192749228	70	57349315	96	250098543	99.99
Dissent	1	230	9	451	10	681	15.7.2.5
Total	27	192749458	79	57349766	106	250099224	0.01
Abstain /	-	-		37343700	100	250099224	100.00
Invalid					-		-

Our Office:

46, B. B. Ganguly Street, 4th Floor R. No.: 6, Kolkata 700012, E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com



Item No. 2 - Ordinary Resolution:

Declaration of dividend for the financial year ended 31st March, 2017 on the Equity Shares of the Company.

Particulars			No. of vot	es contained in	i i		Percentage
	Remo	te E-Voting	Polling /	Ballot Paper		Total	(%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	27	192749458	67	57348007	94	250097465	99.99
Dissent	0	0	12	1759	12	1759	0.01
Total	27	192749458	79	57349766	106	250099224	100.00
Abstain / Invalid		-	-	-	-		-

Item No. 3 - Ordinary Resolution :

Re-appointment of Shri Jyoti Kumar Poddar (DIN 00690650) as Director

Particulars			No. of vo	tes contained in			Percentage
	Remo	te E-Voting	Polling /	Ballot Paper		Total	(%)
	No.	Votes	No.	Votes	No.	Votes	1
Assent	25	192749128	76	57345305	101	250094433	99.99
Dissent	2	430	3	4461	5	4891	0.01
Total	27	192749558	79	57349766	106	250099324	100.00
Abstain / Invalid	X.	-		-	-	-	-

Item No. 4 - Ordinary Resolution :

Appointment of M/s. S. S. Kothari Mehta & Co., Chartered Accountants (Firm Registration No. 000756N) as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Lodha & Co., Chartered Accountants (Firm Registration No: 301051E);

Particulars	2.23		No. of vo	tes contained in	1		Percentage
	Remo	te E-Voting		Ballot Paper		Total	(%)
	No.	Votes	No.	Votes	No.	Votes	(70)
Assent	25	192749128	76	57348458	101	250097586	99.99
Dissent	2	430	3	1308	5	1738	0.01
Total	27	192749558	79	57349766	106	250099324	100.00
Abstain / Invalid	-	-	-	-	-	-	-

Our Office:

46, B. B. Ganguly Street, 4th Floor

R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com



Item No. 5 - Ordinary Resolution :

Appointment of M/s. S. S. Kothari Mehta & Co., Chartered Accountants (Firm Registration No. 000756N) of the Company and to fix their remuneration.

Particulars			No. of vo	tes contained in			Percentage
	Remo	te E-Voting	Polling /	Ballot Paper		Total	(%)
	No.	Votes	No.	Votes	No.	Votes	(/-/
Assent	25	192749128	76	57348458	101	250097586	99.99
Dissent	2	430	3	1308	5	1738	0.01
Total	27	192749558	79	57349766	106	250099324	100.00
Abstain / Invalid	-	-			-	-	-

Item No. 6 - Ordinary Resolution:

Appointment of Shri Raghav Raj Kanoria (holding DIN 07296482) as a Director of the Company w.e.f 1st June, 2017.

Particulars			No. of vo	tes contained in			Percentage
	Remo	te E-Voting		Ballot Paper		Total	(%)
	No.	Votes	No.	Votes	No.	Votes	(20)
Assent	27	192749558	69	57348467	96	250098025	99.99
Dissent	0	0	10	1299	10	1299	
Total	27	192749558	79	57349766	106		0.01
Abstain / Invalid	-	-	-	-	100	250099324	100.00

Item No. 7 - Ordinary Resolution :

Appointment of Shri Raghav Raj Kanoria (holding DIN 07296482) as Managing Director of the Company for a term of 5 years w.e.f 1st June, 2017.

Particulars			No. of vo	tes contained in			Porcentage
	Remo	te E-Voting		Ballot Paper		Total	Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	(70)
Assent	26	192749328	69	57349085	95	250098413	99.99
Dissent	1	230	10	681	11	911	0.01
Total	27	192749558	79	57349766	106	250099324	
Abstain / Invalid	=	-	-	-	-	-	100.00

Our Office:

46, B. B. Ganguly Street, 4th Floor

R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com



Item No. 8 - Ordinary Resolution :

Approval for Related Party Transactions in terms of provisions of Section 188 of the Companies Act, 2013.

Particulars			No. of vo	tes contained in			Percentage
	Remo	te E-Voting	Polling /	Ballot Paper		Total	(%)
	No.	Votes	No.	Votes	No.	Votes	1,,
Assent	26	192749358	68	14517546	94	207266904	99,99
Dissent	1	200	10	5070	11	5270	0.01
Total	27	192749558	78	14522616	105	207272174	100.00
Abstain / Invalid	-	-	-	-	-	-	-

Item No. 9 - Special Resolution :

Approval for issue and allotment of secured and / or unsecured, listed and / or unlisted Non-Convertible Debentures and / or other debt securities, including Bonds, Commercial Papers etc., on private placement basis.

Particulars			No. of vo	tes contained in			Percentage
	Remo	te E-Voting	Polling /	Ballot Paper		Total	(%)
	No.	Votes	No.	Votes	No.	Votes	(70)
Assent	25	192749128	76	57344687	101	250093815	99.99
Dissent	2	430	3	5079	5	5509	0.01
Total	27	192749558	79	57349766	106	250099324	100.00
Abstain / Invalid	-	-	-	-	-	-	-

Item No. 10 - Ordinary Resolution :

Ratification of remuneration payable to the Cost Auditors for financial year 2017-18.

Particulars	No. of votes contained in						Percentage
	Remote E-Voting		Polling / Ballot Paper		Total		(%)
	No.	Votes	No.	Votes	No.	Votes	(70)
Assent	25	192749128	75	57344457	100	250093585	00.00
Dissent	2	430	4	5309	6	-	99.99
Total	27	192749558	79			5739	0.01
Abstain /		432743330	13	57349766	106	250099324	100.00
Invalid			1.5	-		-	-

Our Office:

46, B. B. Ganguly Street, 4th Floor R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com



MR & Associates Company Secretaries

All the relevant records relating to the voting is 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,

Mohan Ram Goenka

Practising Company Secretary

C.P. No: 2551

Date : August 12, 2017

Place: Kolkata

Countersigned by:

India Power Corporation Limited

Asok Kumar Goswami Whole-time Director

DIN-03331661

Our Office :

46, B. B. Ganguly Street, 4th Floor

R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com