

INDIA POWER CORPORATION LIMITED

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, 2023 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		63199293	10.90900	63199293	0	100.00000	0.00000
	Poll	579331667	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	579331667	63199293	10.90900	63199293	0	100.00000	0.00000
Public -Institution	E-voting		0	0.00000	0	0	0.00000	0.00000
	Poll	1196230	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	1196230	0	0.00000	0	0	0.00000	0.00000
Public-Non Institution	E-voting		356965735	90.77052	356965023	712	99.99980	0.00020
	Poll	393261743	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	393261743	356965735	90.77052	356965023	712	99.99980	0.00020
TOTAL		973789640	420165028	43.14741	420164316	712	99.99983	0.00017

RESOLUTION NO. "2"	To declare Dividend on the Equity Shares of the Company for the financial year ended 31st March, 2023..
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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		63199293	10.90900	63199293	0	100.00000	0.00000
	Poll	579331667	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	579331667	63199293	10.90900	63199293	0	100.00000	0.00000
Public -Institution	E-voting		0	0.00000	0	0	0.00000	0.00000
	Poll	1196230	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	1196230	0	0.00000	0	0	0.00000	0.00000
Public-Non Institution	E-voting		356965730	90.77052	356965028	702	99.99980	0.00020
	Poll	393261743	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	393261743	356965730	90.77052	356965028	702	99.99980	0.00020
TOTAL		973789640	420165023	43.14741	420164321	702	99.99983	0.00017



RESOLUTION NO. "3"	To appoint a Director in place of Mr. Jyoti Kumar Poddar (holding DIN 00690650), who retires by rotation and being eligible, seeks re-appointment.
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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		63199293	10.90900	63199293	0	100.00000	0.00000
	Poll	579331667	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	579331667	63199293	10.90900	63199293	0	100.00000	0.00000
Public -Institution	E-voting		0	0.00000	0	0	0.00000	0.00000
	Poll	1196230	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	1196230	0	0.00000	0	0	0.00000	0.00000
Public-Non Institution	E-voting		356965735	90.77052	356963288	2447	99.99931	0.00069
	Poll	393261743	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	393261743	356965735	90.77052	356963288	2447	99.99931	0.00069
TOTAL		973789640	420165028	43.14741	420162581	2447	99.99942	0.00058

RESOLUTION NO. "4"	Approval of the appointment of Mr. Debashis Bose (holding DIN 06684439) as a Director of the Company w.e.f 1st July, 2023.
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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		63199293	10.90900	63199293	0	100.00000	0.00000
	Poll	579331667	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	579331667	63199293	10.90900	63199293	0	100.00000	0.00000
Public -Institution	E-voting		0	0.00000	0	0	0.00000	0.00000
	Poll	1196230	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	1196230	0	0.00000	0	0	0.00000	0.00000
Public-Non Institution	E-voting		356965729	90.77052	356964454	1275	99.99964	0.00036
	Poll	393261743	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	393261743	356965729	90.77052	356964454	1275	99.99964	0.00036
TOTAL		973789640	420165022	43.14741	420163747	1275	99.99970	0.00030



RESOLUTION NO. "5"	Approval of the appointment of Mr. Debashis Bose (holding DIN 06684439), as the Executive Director of the Company, for a period of 3 (Three) years with effect from 1st July, 2023.
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Resolution required : Special

Whether promoter / promoter gorup 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		63199293	10.90900	63199293	0	100.00000	0.00000
	Poll	579331667	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	579331667	63199293	10.90900	63199293	0	100.00000	0.00000
Public -Institution	E-voting		0	0.00000	0	0	0.00000	0.00000
	Poll	1196230	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	1196230	0	0.00000	0	0	0.00000	0.00000
Public-Non Institution	E-voting		356965729	90.77052	356964444	1285	99.99964	0.00036
	Poll	393261743	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	393261743	356965729	90.77052	356964444	1285	99.99964	0.00036
TOTAL		973789640	420165022	43.14741	420163737	1285	99.99969	0.00031

RESOLUTION NO. "6"	Ratification of remuneration payable to the Cost Auditors for financial year 2023-24.
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Resolution required : Ordinary

Whether promoter / promoter gorup 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		63199293	10.90900	63199293	0	100.00000	0.00000
	Poll	579331667	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	579331667	63199293	10.90900	63199293	0	100.00000	0.00000
Public -Institution	E-voting		0	0.00000	0	0	0.00000	0.00000
	Poll	1196230	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	1196230	0	0.00000	0	0	0.00000	0.00000
Public-Non Institution	E-voting		356965735	90.77052	356964555	1180	99.99967	0.00033
	Poll	393261743	0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total	393261743	356965735	90.77052	356964555	1180	99.99967	0.00033
TOTAL		973789640	420165028	43.14741	420163848	1180	99.99972	0.00028





MR & Associates

COMPANY SECRETARIES

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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 103rd Annual General Meeting ("AGM") of the Members of **India Power Corporation Limited** (formerly DPSC Limited) (CIN: L40105WB1919PLC003263), held on Friday, the 22nd day of September, 2023 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 11, 2023 ("Notice") convening the 103rd AGM issued in accordance with circular dated 5th May, 2022 read with circulars dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 14th December, 2021 and 28th December, 2022 (collectively referred to as "MCA Circulars") which permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. The AGM was convened on Friday, 22nd September, 2023 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 Annual General Meeting of the Members of the Company dated August 11, 2023. 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.
3. The Members holding ordinary shares as on the "cut-off date" i.e. Friday, September 15, 2023 were entitled to vote on the resolutions proposed in the Notice calling the Annual General Meeting.



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 Tuesday, September 19, 2023 (09:00 a.m. IST) till Thursday, September 21, 2023 (5.00 p.m. IST) and pursuant to MCA Circulars referred above, the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and 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 remote 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 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, 169 members have casted their votes through remote e-voting platform and 1 member 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 Annual General Meeting, 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 Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 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	162	420164316	162	420164316	99.9998
Dissent	8	712	8	712	0.0002
Total	170	420165028	170	420165028	100
Abstain / Invalid	0	0	0	0	0.0000

Item No. 2 - Ordinary Resolution:

To declare Dividend on the Equity Shares of the Company for the financial year ended 31st March, 2023.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	162	420164321	162	420164321	99.9998
Dissent	7	702	7	702	0.0002
Total	169	420165023	169	420165023	100
Abstain / Invalid	1	5	1	5	0.0000



Item No. 3 - Ordinary Resolution

To appoint a Director in place of Mr. Jyoti Kumar Poddar (holding 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	158	420162581	158	420162581	99.9994
Dissent	12	2447	12	2447	0.0006
Total	170	420165028	170	420165028	100
Abstain / Invalid	0	0	0	0	0.0000

Item No. 4 - Ordinary Resolution

Approval of the appointment of Mr. Debashis Bose (holding DIN 06684439) as a Director of the Company w.e.f. 1st July, 2023.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	160	420163747	160	420163747	99.9997
Dissent	9	1275	9	1275	0.0003
Total	169	420165022	169	420165022	100
Abstain / Invalid	1	6	1	6	0.0000

Item No. 5 - Special Resolution

Approval of the appointment of Mr. Debashis Bose (holding DIN 06684439), as the Executive Director of the Company, for a period of 3 (Three) years with effect from 1st July, 2023.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	159	420163737	159	420163737	99.9997
Dissent	10	1285	10	1285	0.0003
Total	169	420165022	169	420165022	100
Abstain / Invalid	1	6	1	6	0.0000

Item No. 6 - Ordinary Resolution

Ratification of remuneration payable to the Cost Auditors for financial year 2023-24.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	159	420163848	159	420163848	99.9997
Dissent	11	1180	11	1180	0.0003
Total	170	420165028	170	420165028	100
Abstain / Invalid	0	0	0	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.

Place: Kolkata
Date: 22.09.2023

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 720/2020



[M R Goenka]
Partner
C P No.: 2551

UDIN No.: F004515E001062880

Countersigned by:-