

PROCEEDINGS OF THE 94TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SATURDAY, THE 13TH DAY OF SEPTEMBER, 2014 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT X 1, 2 & 3, BLOCK – EP, SALT LAKE CITY, KOLKATA-700 091

PRESENT

Directors

Shri Hemant Kanoria Chairman
Shri Sunil Kanoria
Shri Debi Prasad Patra
Shri Nand Gopal Khaitan
Shri Jyoti Kumar Poddar
Shri Amit Kiran Deb
Shri Sunirmal Talukdar
Shri Tantra Narayan Thakur

Chief Executive Officer

Shri Siddharth Ratilal Mehta

Chief Financial Officer

Shri Laxmi Narayan Mandhana

Company Secretary

Shri Nitin Bagaria

Auditors

Shri H.K. Verma, Partner (Membership No. 055104), Lodha & Co., Chartered Accountants

Members/ Proxies

346 Members were present in person at the meeting. Two valid proxies representing 2,99,600 Equity Shares were received and were present at the meeting. One representation from Trust representing 24,04,28,662 Equity Shares was received and present. One representation from a Body Corporate representing 4,28,27,150 Equity Shares was received under Section 113 of the Companies Act, 2013 and was present at the meeting.

The Register of Directors' Shareholdings, etc maintained under Section 307 of the Companies Act, 1956 upto March 31, 2014 and the Register of Directors and Key Managerial Personnel and their Shareholding with effect from 1st April, 2014 maintained under Section 170 of the Companies Act, 2013, Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 along with Proxy Register as well as the Scrutinizer's Report issued by Shri Sandip Sarkar of S. Sarkar & Associates, Company Secretaries (Certificate of Practice No. 9483) on e-voting and all other inspection documents mentioned in the Notice of the AGM were kept at the meeting and remained accessible and open to inspection by the Members during the continuance of the meeting.

Chairman : Shri Hemant Kanoria, Chairman of the Board took the Chair in terms of Article 72 of the Company's Articles of Association.

Quorum : The Chairman having ascertained that the Audited Accounts, Reports of the Directors' and Auditors' as also the Register of Directors and Key Managerial Personnel and their Shareholding along with other inspection documents were on the table and after confirmation from the Company Secretary that more Members than requisite quorum of fifteen (15) Members as per Section 103 of the Companies Act, 2013 were present, called the Meeting to order.

The Chairman extended a warm welcome to the Members present at the 94th Annual General Meeting (AGM) of the Company.

The Chairman thereafter introduced the Directors, the Chief Executive Officer, Chief Financial Officer and Company Secretary of the Company and also acknowledged the presence of Statutory Auditor present at the Meeting.

The meeting thereafter commenced with the welcome address by the Chairman.

The Chairman thereafter expressed gratitude to all for the faith and unstinted support because of which the Company has grown to be what it is today and looked forward for continued support in future endeavours.

The Chairman thereafter informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 which had been made effective from 1st April, 2014 and the revised Clause 35B of the Listing Agreement with the Stock Exchange (vide SEBI Circular No. CIR/CFD/POLICY CELL/2/2014 dated 17th April, 2014), India Power Corporation Limited (formerly known as DPSC Limited) being a listed entity and to ensure wider shareholders' participation in the decision making process, had extended electronic voting facility to its Members, to transact the business set out in the Notice dated 24th May, 2014 for the 94th Annual General Meeting through National Securities Depository Limited (NSDL). He further informed that user-id and password for e-voting were sent to all shareholders through e-mail (where e-mail ID was available)/ registered post alongwith Notice of the meeting. The said e-voting facility was available from 7th September, 2014 from 10:00 a.m. to 9th September, 2014 till 6:00 p.m. (both days inclusive) to the Members holding shares as on 8th August, 2014. Shri Sandip Sarkar of S.Sarkar & Associates, Practicing Company Secretaries (Certificate of Practice No. 9483) was appointed as Scrutinizer for the e-voting facility. Shri Sarkar had submitted his Report dated 10th September, 2014 for declaration at the Annual General Meeting which he had accepted.

The Chairman further informed that as per Scrutinizer's Report, six (6) Shareholders holding 24,72,76,263 Equity Shares aggregating to 90.72% of the

total exercisable voting rights on the total Paid-up Equity Share Capital of the Company had casted their vote electronically. All the resolutions from 01 to 14 had been approved unanimously. Since e-voting had been availed by the Members representing more than 75% of the total exercisable voting rights on the total paid-up equity share capital, the Chairman did not propose to suo moto order a Poll in terms of the relevant provisions of the Companies Act, 2013 and rules thereof. The Chairman thereafter announced that the e-voting results may be considered as final. He also highlighted that in view of the clarification issued by Ministry of Corporate Affairs (MCA) vide Circular No. 20/2014 on June 17, 2014, voting by show of hands is not allowed in the AGM in terms of Section 107 of the Companies Act, 2013 and the provisions relating to demand for poll were not relevant.

The Chairman thereafter stated that the e-voting results would be intimated to the Stock Exchanges, where the equity shares of the Company are listed, in the format, as prescribed under Clause 35A of the Listing Agreement and the results alongwith the Scrutinizer's Report on e-voting shall also be uploaded on the Company's website www.indiapower.com, NSDL website www.evoting.nsdl.com within two (2) days of AGM in terms of Rule 20(3)(xiv) of Companies (Management & Administration) Rules, 2014 and shall also be available at the registered office of the Company.

Notice : With the consent of the Members present at the meeting, the Notice convening the 94th Annual General Meeting of the Company was taken as read.

Annual Accounts : and Auditors' Report : The Chairman stated that copies of the Balance Sheet as at 31st March, 2014 and the Statement of Profit and Loss for the year ended 31st March, 2014 together with the Directors' Report and the Auditors' Report have been posted to all the Members of the Company and these have been with the Members for sometime now. He also stated that originals of these documents were available for inspection by the Members.

The Chairman then invited Shri H.K.Verma, Partner, Lodha & Co., Auditor of the Company, to read out the Auditors' Report in terms of Section 145 of the Companies Act, 2013. At the request of the Chairman, Shri H.K.Verma, Partner, Lodha & Co., Auditor of the Company, read the Auditors' Report on the Accounts for the financial year ended 31st March, 2014.

Chairman of Audit Committee, Shareholders'/ Investors' Grievance and Stakeholders' Relationship : The Chairman informed the Members that Shri Amit Kiran Deb, Chairman of Audit Committee, Shri Hemant Kanoria, Chairman of Shareholders'/ Investors' Grievance and Stakeholders' Relationship Committee and Shri Nand Gopal Khaitan, Chairman of Nomination & Remuneration Committee of the Company are present at the meeting to provide clarifications and answer queries, if any.

**Committee &
Nomination &
Remuneration
Committee**

Question and Answer round : Thereafter, the Chairman invited the Members to offer their comments or seek clarifications, if any, on the Annual Report and Accounts. The Chairman requested the Members to be brief in their observations and announce their names and holding details before commencing their speech.

Some of the Members present raised queries and made submissions on the Annual Report and Accounts. Amongst the more prominent observations made by the Members were those relating to the profitability, expenses, share price, dividend payout, borrowings, plans for spending money on Corporate Social Responsibility, e-voting, working of the Company and its future plans. The Members present also expressed their satisfaction on the progress made by the Company, appreciated the quality of presentation and disclosure made in the Annual Report and Accounts of the Company. The Members also complimented the Management including the Company Secretary for adopting good Corporate Governance practices as well as excellent investor relation practices.

Upon the Members completing their submissions, the Chairman answered all the relevant queries and submissions made by them and also briefed the Members about the current workings and new initiatives of the Company. The Chairman also thanked the Members for their keen interest in the affairs of the Company and expressing kind words of appreciation.

The Resolution as set out in the Item No. 01 to 14 in the Notice of 94th AGM duly approved by the Members unanimously and the e-voting results have been recorded hereunder as part of the proceedings of the AGM.

Resolution No.1: Ordinary Resolution

Adoption of Statement of Profit & Loss, Balance Sheet, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2014

“RESOLVED THAT the Audited Balance Sheet as at 31st March, 2014 and the Statement of Profit & Loss for the year ended on 31st March, 2014 together with the Directors’ Report and Auditors’ Report thereon be and is hereby adopted.”

Resolution No. 2: Ordinary Resolution

Declaration of Dividend for the financial year ended 31st March, 2014

"RESOLVED that pursuant to the recommendation of the Board of Directors of the Company made in its meeting held on 24th day of May, 2014, a dividend @ Re. 0.05/- (Five Paise only) (i.e. 5%) per Equity share of Re. 1.00/- each fully paid up of the Company be and is hereby approved and

declared for payment to the Equity shareholders of the Company representing the public category as per the shareholding pattern under Clause 35 of the Listing Agreement as on the record date."

Resolution No. 3: Ordinary Resolution

Appointment of a Director in place of Shri Hemant Kanoria (holding DIN 00193015) who retires by rotation and being eligible, offer himself for re-appointment

"RESOLVED THAT Shri Hemant Kanoria (holding DIN 00193015), Director of the Company, who retires by rotation under Article 103 of the Articles of Association of the Company and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Resolution No. 4: Ordinary Resolution

Re-appointment of Lodha & Co. as Auditors

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. Lodha & Co., Chartered Accountants, having Registration no. 301051E allotted by the Institute of Chartered Accountants of India, the retiring auditors of the Company, be and is hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Ninety Ninth AGM of the Company to be held in the year 2019 (subject to ratification of appointment at every AGM), on such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors plus reimbursement of service tax, travelling and out-of-pocket expenses."

Resolution No. 5: Ordinary Resolution

Appointment of Shri Amit Kiran Deb (holding DIN 02107792) as an Independent Director

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and the applicable provisions of Listing Agreement with the Stock Exchange(s), Shri Amit Kiran Deb (holding DIN 02107792), Director of the Company whose period of office is liable to determination by retirement of Directors by rotation, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years ending on 31st March, 2019."

Resolution No. 6: Ordinary Resolution

Appointment of Shri Debi Prasad Patra (holding DIN 00067269) as an Independent Director

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and the applicable provisions of Listing Agreement with the Stock Exchange(s), Shri Debi Prasad Patra (holding DIN 00067269), Director of the Company whose period of office is liable

to determination by retirement of Directors by rotation, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years ending on 31st March, 2019.”

Resolution No. 7: Ordinary Resolution

Appointment of Shri Jyoti Kumar Poddar (holding DIN 00690650) as an Independent Director

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and the applicable provisions of Listing Agreement with the Stock Exchange(s), Shri Jyoti Kumar Poddar (holding DIN 00690650), Director of the Company whose period of office is liable to determination by retirement of Directors by rotation, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years ending on 31st March, 2019.”

Resolution No. 8: Ordinary Resolution

Appointment of Shri Sunirmal Talukdar (holding DIN 00920608) as an Independent Director

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and the applicable provisions of Listing Agreement with the Stock Exchange(s), Shri Sunirmal Talukdar (holding DIN 00920608), Director of the Company whose period of office is liable to determination by retirement of Directors by rotation, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years ending on 31st March, 2019.”

Resolution No. 9: Ordinary Resolution

Appointment of Shri Tantra Narayan Thakur (holding DIN 00024322) as an Independent Director

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and the applicable provisions of Listing Agreement with the Stock Exchange(s), Shri Tantra Narayan Thakur (holding DIN 00024322), Director of the Company whose period of office is liable to determination by retirement of Directors by rotation, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years ending on 31st March, 2019.”

Resolution No. 10: Ordinary Resolution

Appointment of Shri Nand Gopal Khaitan (holding DIN 00020588) as an Independent Director

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory

modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and the applicable provisions of Listing Agreement with the Stock Exchange(s), Shri Nand Gopal Khaitan (holding DIN 00020588), Director of the Company whose period of office is liable to determination by retirement of Directors by rotation, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years ending on 31st March, 2019.”

Resolution No. 11: Ordinary Resolution

Payment of 1% Commission to the Non-Executive Directors of the Company

“**RESOLVED THAT** pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of amended Listing Agreement with Stock Exchange(s), and subject to any approvals, permissions or sanctions, as may be required, approval of the Company, be and is hereby accorded for payment of commission not exceeding 1 (one) percent per annum of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act, 2013, to be distributed amongst the directors other than the managing director or whole-time director(s) in such proportion/ manner as may be determined by the Board of Directors from time to time provided that the total of such commission shall not exceed 1% of the net profits of the Company in any financial year.

RESOLVED FURTHER THAT the above remuneration shall be in addition to fee payable to the director(s) for attending the meetings of the Board or Committee thereof or for any other purpose whatsoever as may be decided by the Board of Directors and reimbursement of expenses for participation in the Board and other meetings.”

Resolution No. 12: Special Resolution

Borrowing of monies in excess of the prescribed limit in terms of Provisions of Section 180(1) (c) of the Companies Act, 2013

“**RESOLVED THAT** in supersession of the Resolution passed by the Members of the Company at the Annual General Meeting of the Company held on 26th September, 2007 and pursuant to Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 (corresponding to Section 293(1)(d) of the Companies Act, 1956) and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee thereof) to borrow any sum or sums of money from time to time, for the purpose of the Company on such terms and conditions and with or without security as the Board of Directors may in its discretion think fit, notwithstanding that the money or monies to be borrowed together with the monies already borrowed by the Company (apart from the temporary loans obtained from the Company’s Banker in the ordinary course of Business) may exceed the aggregate paid up share capital of the Company and its free reserves provided however that the total borrowings outstanding at any one time including the monies already borrowed shall not exceed a sum of Rs. 3,000 Crore (Rupees Three Thousand Crore Only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to finalise, settle and execute such documents/ deeds/ writings/ papers/ agreements as may be required and do all such acts, deeds, matters and things, as it may, in its absolute discretion deem necessary, proper or requisite.”

Resolution No. 13: Special Resolution

Creation of Charge/Mortgage/hypothecation in terms of Provisions of Section 180(1)(a) of the Companies Act, 2013

“**RESOLVED THAT** in supersession of the Resolution passed by the Members of the Company at the Annual General Meeting of the Company held on 26th September, 2007 and pursuant to Section 180(1)(a) and any other applicable provisions of the Companies Act, 2013 (corresponding to Section 293(1)(a) of the Companies Act 1956) and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee thereof) to create mortgage/hypothecation and/ or charge in addition to the existing mortgages/ charges/ hypothecations created/ to be created by the Company in such form and manner and with such ranking and on such terms as the Board may determine on all or any of the movable and/ or immovable properties, both present and future or substantially the whole of the undertaking(s) or the undertaking(s) of the Company for securing any loan/ credit facility obtained or as may be obtained from any lender, financial institution or person or persons from time to time together with interest, costs, charges, expenses and any other money payable by the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to finalise, settle and execute such documents/ deeds/ writings/ papers/ agreements as may be required and do all such acts, deeds, matters and things, as it may, in its absolute discretion deem necessary, proper or requisite.”

Resolution No. 14: Ordinary Resolution

“**RESOLVED THAT** subject to such guidelines and approval as may be required from the Central Government, the reappointment of M/s. Mani & Co., Cost Accountants, having Registration No. 000004 as Cost Auditors to audit the cost records maintained by the Company in respect of Electricity Industry for the Financial Year 2014-15 at a remuneration of Rs. 75,000/- (Rupees Seventy Five Thousand only) plus Service Tax as applicable, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to take such actions as may be necessary for implementing the above resolution.”

The results as per the Scrutinizer's Report dated 10th September, 2014 on e-voting submitted by Shri Sandip Sarkar of S. Sarkar & Associates, Company Secretaries (Certificate of Practice No. 9483) were as under-

Resolution No.1: Adoption of the Audited Statement of Profit and Loss for the financial year ended 31st March, 2014, the Balance Sheet as on that date and the Reports of the Board of Directors and the Auditors thereon. (Ordinary Business-Ordinary Resolution)							
Category	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)= (2)/(1)*100	(4)	(5)	(6)= (4)/(2)*100	(7)= (5)/(2)*100
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00
Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00
Resolution No.2: Declaration of Dividend on equity shares for the year ended 31st March, 2014. (Ordinary Business -Ordinary Resolution)							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00
Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00
Resolution No. 3: Appointment of a Director in place of Shri Hemant Kanoria [holding DIN 00193015] who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Business - Ordinary Resolution)							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00

Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00
Resolution No.4: Appointment of M/s. Lodha & Co., the Statutory Auditors of the Company and fix their remuneration. (Ordinary Business - Ordinary Resolution)							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00
Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00
Resolution No. 5: Appointment of Shri Amit Kiran Deb [holding DIN 02107792] as an Independent Director (Special Business - Ordinary Resolution).							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00
Public - Others	307339342	247276263	25.39	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00
Resolution No. 6: Appointment of Shri Debi Prasad Patra [holding DIN 00067269] as an Independent Director (Special Business - Ordinary Resolution).							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00
Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00

Resolution No.7: Appointment of Shri Jyoti Kumar Poddar [holding DIN 00690650] as an Independent Director (Special Business - Ordinary Resolution).							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00
Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00
Resolution No. 8: Appointment of Shri Sunirmal Talukdar [holding DIN 00920608] as an Independent Director (Special Business - Ordinary Resolution).							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00
Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00
Resolution No. 9: Appointment of Shri Tantra Narayan Thakur [holding DIN 00024322] as an Independent Director (Special Business - Ordinary Resolution).							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00
Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00
Resolution No. 10: Appointment of Shri Nand Gopal Khaitan [holding DIN 00020588] as an Independent Director (Special Business - Ordinary Resolution).							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00

Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00
Resolution No. 11: Payment of 1% Commission to Non-Executive Directors of the Company (Special Business -Ordinary Resolution)							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00
Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00
Resolution No. 12: Borrowing of monies in excess of the prescribed limit in terms of Provisions of Section 180(1)(c) of the Companies Act, 2013 (Special Business - Special Resolution)							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00
Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00
Resolution No. 13: Creation of Charge/Mortgage/Hypothecation in terms of Provisions of Section 180(1)(a) of the Companies Act, 2013 (Special Business -Special Resolution)							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00
Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00

Resolution No. 14: Ratification of re-appointment and remuneration payable to the Cost Auditors for the financial year 2014-15. (Special Business - Ordinary Resolution)							
Promoter and Promoter Group	665219568	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1230730	0	0.00	0	0	0.00	0.00
Public - Others	307339342	247276263	80.46	247276263	0	100.00	0.00
TOTAL	973789640	247276263	25.39	247276263	0	100.00	0.00
#In terms of the SEBI Order dated June 4, 2013, in relation to the compliance by listed companies with the requirement of minimum public shareholding, the voting rights on the equity shares of the Company, are exercisable only on 27,25,65,640 Equity Shares of Re. 1 each, out of the total equity share capital consisting of 97,37,89,640 shares.							

It was noted that all the resolutions from Item No. 1 to 14 as set forth in the Notice dated 24th May, 2014 for the 94th Annual General Meeting of the Company have been approved unanimously.

The Chairman thereafter thanked the Members for their active participation, continuous support and encouragement over the years. The business of the 94th Annual General Meeting having been completed as per the Agenda, the Chairman declared the meeting as concluded.

A hearty vote of thanks to the Chair was carried with acclamation.

Sd/-
CHAIRMAN

09.10.2014

Agm-2014

Certified to be True Copy
India Power Corporation Ltd.
N. Bagaria
(Nitin Bagaria)
Company Secretary