



IMP POWERS LTD

ISO 9001:2008 ISO 14001:2004 COMPANY

Stepping up !



57th Annual Report 2018 - 2019



CERTIFICATE NO. : T-2486

NABL Accredited Lab

IMP POWERS LIMITED

CIN: L31300DN1961PLC000232

Registered Office: Survey No. 263/3/2/2, Village Sayli, Umar Kuin Road, Silvassa - 396 230,
Dadra Nagar Haveli (U.T.) **Tel. No.** 0260-6538571; **Fax No.** 0260-2681043

E-mail: investor@imp-powers.com **Website:** www.imp-powers.com

BOARD OF DIRECTORS

Shri Ramniwas R. Dhoot
Shri Ajay R. Dhoot
Shri Aaditya R. Dhoot
Shri Ramdas T. RajGuroo
Shri Praveen Saxena
Shri Prashant J. Pandit
Shri Siby Antony
Smt. Priyanjali A. Malpani

Chairman & Whole-time Director
Vice-Chairman & Whole-time Director
Managing Director
Independent Director
Independent Director
Independent Director
Independent Director (resigned w.e.f. 7th May, 2019)
Director (resigned w.e.f. 11th June, 2019)

CHIEF FINANCIAL OFFICER

Shri Bakul K. Desai

COMPANY SECRETARY

Smt. Priya Shah (upto 14th February, 2019)
Shri Vibhav S. Ranade (w.e.f. 28th March, 2019)

BANKERS

State Bank of India
Bank of India
The Karnataka Bank Limited
IDBI Bank Limited
Axis Bank Limited
Indian Bank

REGISTERED OFFICE

Survey No. 263/3/2/2, Village Sayli,
Umar Kuin Road, Silvassa - 396 230,
Dadra & Nagar Haveli (U.T.)
Tel. No. 0260 - 6538571
Fax No. 0260 - 2681043
Email ID: silvasaworks@imp-powers.com

STATUTORY AUDITORS

M/s. V. S. Somani & Co.

INTERNAL AUDITORS

M/s. Batliboi & Purohit

SECRETARIAL AUDITOR

M/s. Dharendra Maurya & Associates

REGISTRAR & SHARE TRANSFER AGENTS

Link Intime India Private Limited
C-101, 247 Park, L. B. S. Marg, Vikhroli (West),
Mumbai - 400 083, Maharashtra

CORPORATE OFFICE

35/C, Popular Press Building, 2nd Floor,
Pt. M. M. Malviya Road, Tardeo,
Mumbai - 400 034, Maharashtra
Tel. No. 022 - 2353 9180-85
Fax No. 022 - 2353 9186-87
Email ID: info@imp-powers.com

57th Annual General Meeting

Friday, 27th September, 2019 at 3.00 p.m. at Registered Office of the Company

Members are requested to bring their copy of Annual Report to the AGM.

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NOTICE OF THE 57TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the **57th Annual General Meeting of the members of IMP Powers Limited** will be held on **Friday, 27th September, 2019 at 3.00 p.m.** at the registered office of the Company situated at Survey no. 263/3/2/2, Village Sayli, Umar Kuin Road, Silvassa - 396230, Dadra & Nagar Haveli (U.T.) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Ajay R. Dhoot (DIN: 00210424), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:
"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, [including any statutory modification(s) or re-enactment thereof] for the time being in force, the remuneration of Rs. 50,000/- (Rupees Fifty Thousand only) as approved by the Board of Directors based on the recommendations of Audit Committee of the Company, to be paid to M/s. N. Ritesh & Associates, Cost Accountant, for the conduct of the Audit of the cost accounting records of the Company, for the financial year ending 31st March, 2020, be and is hereby ratified and confirmed."
4. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:
"RESOLVED THAT pursuant to Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and as per the recommendation of Nomination & Remuneration Committee, Shri Ramdas T. RajGuroo (DIN: 00001424), who was appointed as an Independent Director and who holds office of Independent Director up to 29th September, 2019 and who meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment as an Independent Director of the Company, be and is hereby re-appointed as an Independent Director, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years with effect from 30th September, 2019 to 29th September, 2024."
5. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:
"RESOLVED THAT pursuant to Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and as per the recommendation of Nomination & Remuneration Committee, Shri Prashant J. Pandit (DIN: 03079878), who was appointed as an Independent Director and who holds office of Independent Director up to 29th September, 2019 and who meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment as an Independent Director of the Company, be and is hereby re-appointed as an Independent Director, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years with effect from 30th September, 2019 to 29th September, 2024."

By Order of the Board of Directors of
IMP Powers Limited

Sd/-

Vibhav S. Ranade

Company Secretary & Compliance Officer

ICSI M. No. A35284

Date: 14th August, 2019

Place: Mumbai

Registered Office:

Survey No.263/3/2/2,
Umar Kuin Road, Village Sayli,
Silvassa – 396 230, Dadra & Nagar Haveli (U.T.)
CIN: L31300DN1961PLC000232

IMP POWERS LIMITED

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE GENERAL MEETING IS ENTITLED TO APPOINT PROXY/PROXIES, TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company. Further, a member holding more than ten percent (10%) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.

The instrument of Proxy in order to be effective should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the Meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the Companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the Company a duly certified copy of the Board Resolution authorizing their representatives to attend and to vote on their behalf at the meeting.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item No. 3, 4 & 5 above is annexed hereto and forms part of the Notice.
3. The Register of Members and Share Transfer Books of the Company will remain closed from **Friday, 20th September, 2019 to Friday, 27th September, 2019** (both days inclusive) for the purpose of Annual General Meeting (AGM).
4. All documents referred to in the accompanying notice and the explanatory statements are open for inspection by the members at the registered office of the Company on all working days during 11.00 a.m. to 1.00 p.m. up to the date of the Annual General Meeting (AGM).
5. Members holding shares in physical form are requested to inform the Company's Registrars and Transfer Agents (RTA), M/s. Link Intime India Private Limited immediately of any change in their address and bank details. Members holding shares in dematerialized form are requested to intimate all changes with respect to their address, bank details etc. to their respective Depository Participants. These changes will then be automatically reflected in the Company's records. This will help the Company to provide efficient and better service to the Members.
6. Members holding shares in dematerialized form are requested to register their latest Bank Account details (Core Banking Solutions enabled account number, 9 digit MICR and 11 digit IFSC code) and Permanent Account Number (PAN) with their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA as the same is mandated by the Securities and Exchange Board of India.
7. Queries on accounts may please be sent to the Company 10 (Ten) days in advance of the Annual General Meeting so that the answers may be made available at the meeting.
8. The Company has transferred unclaimed amounts of Final Dividend for F.Y. 2010 – 11 to the Investor Education and Protection Fund as required under Section 124 & 125 of the Companies Act, 2013.
9. The Company is concerned about the environment. We request you to update your email address with your Depository Participants to enable us to send you communications via email. Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to provide their e-mail addresses to the Link Intime India Private Limited (RTA) sending an e-mail at rnt.helpdesk@linkintime.co.in or to the Company at investor@imp-powers.com.
10. Copies of the Annual Report 2018-19 are being sent by electronic mode only to all the members whose email addresses are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report for 2018-19 are being sent by the permitted mode. Members may also note that the Notice of the 57th AGM and the Annual Report 2018-19 will be available on the Company's website viz. www.imp-powers.com.

11. In case of Joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. Members/Proxies are requested to bring the attendance slip duly filled in for attending the meeting.
13. Members who hold shares in electronic form are requested to write their DP ID and Client ID numbers and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting to facilitate identification of membership at the meeting.
14. The matters set out in the Notice will be transacted *inter-alia* through electronic voting system and the Company is providing facility *inter-alia* for e-voting by electronic means. Instructions and other information relating to e-voting are given in this Notice. The facility of casting the votes by the members using an electronic voting system from a place other than venue of AGM ("remote evoting") will be provided by National Securities Depository Limited (NSDL).
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Link Intime India Pvt. Ltd., Registrar and Share Transfer Agents, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, Maharashtra.
16. Additional Information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Director(s) seeking appointment/re-appointment at the AGM, is furnished as an annexure to this Notice.

17. Voting through electronic means

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 read with relevant rules of the Act and provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide facility to members to exercise their right to vote by electronic means.

The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again. The instructions for shareholders voting electronically are as under:

The voting period begins on **Monday, 23rd September, 2019 at 9.00 a.m.** and ends on **Thursday, 26th September, 2019 at 5.00 p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, 20th September, 2019** may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

- i. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- ii. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- iii. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

IMP POWERS LIMITED

iv. Your User ID details are given below:

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|--|---|
| a) For Members who hold shares in Demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| b) For Members who hold shares in Demat account with CDSL. | 16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****. |
| c) For Members holding shares in Physical Form. | EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

v. Your password details are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your email ID is registered in your Demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

vi. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your Demat account number/folio number, your PAN, your name and your registered address.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

vii. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

viii. Now, you will have to click on "Login" button.

ix. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are mentioned below:

- After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then click on Active Voting Cycles.
- After click on Active Voting Cycles, you will be able to see all the Companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- Select "EVEN" of Company for which you wish to cast your vote.
- Now you are ready for e-Voting as the Voting page opens.

- v. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
 - vi. Upon confirmation, the message "Vote cast successfully" will be displayed.
 - vii. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 - viii. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
18. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
 19. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in.
 20. The members who have not cast their vote by remote e-voting can exercise their voting rights at the AGM. The Company will make arrangement of poll in this regard at the AGM venue.
 21. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on **Friday, 20th September, 2019** are entitled to vote on the Resolutions, set forth in this Notice.
 22. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the 'cut-off date' of **Friday, 20th September, 2019**.
 23. A member may participate in the meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the meeting.
 24. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the meeting through ballot papers.
 25. CS Dharendra Maurya, Proprietor of M/s. Dharendra Maurya & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 26. The Scrutinizer shall, immediately after the conclusion of voting at general meeting, count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. Scrutinizer shall within 3 days of conclusion of the meeting submit a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing.
 27. The results along with the Scrutinizers Report shall be placed on the website of the Company and on the website of NSDL and shall be communicated to BSE Limited and National Stock Exchange of India Limited.

**By Order of the Board of Directors of
IMP Powers Limited
Sd/-**

**Vibhav S. Ranade
Company Secretary & Compliance Officer
ICSI M. No. A35284**

Date: 14th August, 2019

Place: Mumbai

Registered Office:

Survey No.263/3/2/2,
Umar Kuin Road, Village Sayli,
Silvassa – 396 230, Dadra & Nagar Haveli (U.T.)
CIN: L31300DN1961PLC000232

IMP POWERS LIMITED

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT"):

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act"), sets out all material facts relating to the business mentioned at Item No. 3, 4 & 5 of the accompanying Notice.

Item No. 3:

The Board of Directors, on recommendation of the Audit Committee and pursuant to Section 148 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment thereof for the time being in force], has approved the appointment and remuneration of the Cost Auditors, M/s. N. Ritesh & Associates, Cost Accountants (Firm Reg. No. R100675) to conduct the audit of the cost records of the Company for the financial year ending on 31st March, 2020. The remuneration payable to M/s. N. Ritesh & Associates shall be Rs. 50,000/- (Rupees Fifty Thousand only) plus out of pocket expenses and applicable taxes for the aforesaid audit. A Certificate issued by the above firm regarding their independence and eligibility for appointment as Cost Auditors and other relevant documents are available for inspection by the members at Corporate Office of the Company during business hours on any working day of the Company without payment of fee and same shall be available at the AGM.

In accordance with the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules 2014 and all other applicable rules, the remuneration payable to the Cost Auditors is required to be ratified subsequently by the shareholders. Accordingly, consent of the Members is sought for passing the ordinary resolution as set out at Item No. 3 of the notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending on 31st March, 2020.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the notice. The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the notice for approval by the Members.

Item No. 4 and 5:

Shri Ramdas T. RajGuroo (DIN: 00001424) and Shri Prashant J. Pandit (DIN: 03079878) were appointed as Independent Directors of the Company pursuant to the provisions of Section 149, 152 and Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and rules made thereunder and the erstwhile Clause 49 of the Listing Agreement with the Stock Exchanges. They hold office as the Independent Directors of the Company up to 29th September, 2019 ("first term" in line with the explanation to Sections 149(10) and 149(11) of the Act).

The Nomination and Remuneration Committee of the Board of Directors, while considering the re-appointment of the Independent Directors has verified that neither of the Independent Directors are debarred from holding the office of the Director under the Companies Act, 2013 and rules framed thereunder or pursuant to any SEBI order and on the basis of the report of performance evaluation of Independent Directors, has recommended the re-appointment(s) of Shri Ramdas T. RajGuroo (DIN: 00001424) and Shri Prashant J. Pandit (DIN: 03079878) for a second term of 5 (five) consecutive years commencing from 30th September, 2019 on the Board of the Company.

The Board, based on the performance evaluation of the Independent Directors and as per the recommendation of the Nomination and Remuneration Committee, considers that, given their background, experience and contributions made by them during their tenure, the continued association of these Independent Directors would be beneficial to the Company and it is desirable to continue to avail their services as Independent Directors. Accordingly, it is proposed to re-appoint Shri Ramdas T. RajGuroo and Shri Prashant J. Pandit as Independent Directors of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years i.e. up to 29th September, 2024 on the Board of the Company.

Further, the Company has received declarations from the said Independent Directors that they meet the requisite criteria of independence as prescribed under Section 149(6) of the Act and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said Independent Directors have also confirmed that they are not disqualified from being appointed as Directors under Section 164 of the Act.

The Board of Directors are of the opinion that the said Independent Directors are persons of integrity; possess relevant expertise and vast experience. Their association as Independent Directors will be beneficial and in the best interest of the Company. Their presence on the Board of the Company enhances value and gives confidence to the Board in its decisions. Moreover, under their notable guidance the Company has delivered good payoffs to all stakeholders in the form of improved valuations, sound governance practices, good dividend, etc. Further, their association supports a good balance in the composition of the Board. In line with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 your Directors recommend re-appointment of the said Independent Directors for a second term of 5 (five) years i.e. up to 29th September,

2024 on the Board of the Company by way of Special Resolution(s) as set out in Item Nos. 4 and 5 of the notice for approval by the members.

A brief resume of the said Independent Directors, the nature of their expertise in specific functional areas, names of Companies in which they have held Directorships, Committee Memberships/Chairmanships, their shareholding etc., are annexed hereto.

Copy of draft letter of appointment of the said Independent Directors setting out the terms and conditions of appointment are available for inspection by the members at the registered office of the Company. Shri Ramdas T. RajGuroo and Shri Prashant J. Pandit are interested in the resolutions set out respectively in Item Nos. 4 and 5 of the notice. The relatives of the said Independent Directors may be deemed to be interested in the respective resolutions to the extent of their shareholding interest, if any, in the Company.

None of the other Directors and Key Managerial Personnel of the Company (including relatives of the Directors or Key Managerial Personnel) are, in any way concerned or interested, financially or otherwise, in these resolutions.

**By Order of the Board of Directors of
IMP Powers Limited**

Sd/-

Vibhav S. Ranade

Company Secretary & Compliance Officer

ICSI M. No. A35284

Date: 14th August, 2019

Place: Mumbai

IMP POWERS LIMITED

Details of Directors seeking re-appointment pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India (ICSI)

| Name of Director | Shri Ajay R. Dhoot | Shri Ramdas T. RajGuroo | Shri Prashant J. Pandit |
|---|--|--|--|
| Director Identification Number | 00210424 | 00001424 | 03079878 |
| Date of Birth & Age | 9 th March, 1964 (55 years) | 27 th June, 1944 (75 years) | 10 th Feb, 1955 (64 years) |
| Date of Appointment | 14 th May, 1982 | 30 th July, 2005 | 30 th July, 2005 |
| Nationality | Indian | Indian | Indian |
| Educational Qualifications | B.Com | FCS, LLB, DFM, CAIIB, B.Com | B.Com. LL.B. |
| Experience including expertise in specific functional areas | Shri Ajay R Dhoot, designated as Vice-Chairman of the Company, has an experience of more than 38 years in the field of Marketing, Finance and Administration. He is a prudent Businessman and a Financial Wizard of the Company. He has also played a leading role in administering the Company's entry into domestic and international markets. | Shri R. T. RajGuroo is a practicing advocate in core area of the Companies Act and also appears regularly before National Company Law Tribunal and its appellate tribunal, High Court and various other courts. Originally a banker with 22.5 years of experience with Bank of Maharashtra at different levels, started his career as a Non Graduate clerk and then rose to the position of Middle Management Scale III and then worked as Manager for 10 years. | Shri Prashant J. Pandit is a leading advocate and is having experience of more than 39 years and is having expertise in the area of Civil, Criminal and Labour Laws. |
| Number of equity shares held in the Company | 2,32,977 | NIL | NIL |
| List of Directorships held in other Listed Companies | Mangalam Drugs & Organics Limited | Not Applicable | Mangalam Drugs & Organics Limited |
| Memberships / Chairmanships of committees across other Listed Companies | Chairman of Corporate Social Responsibility Committee and member of Nomination & Remuneration Committee of Mangalam Drugs & Organics Limited. | Not Applicable | NIL |
| Relationship with other Directors | He is son of Shri Ramniwas R. Dhoot & brother of Shri Aaditya R. Dhoot | NIL | NIL |
| No. of Board Meetings attended | 3 | 4 | 1 |