



**ENERGY
DEVELOPMENT
COMPANY LTD.**

EDCL HOUSE
1A, ELGIN ROAD
KOLKATA - 700 020
TEL : 033-3053 4983 / 4990
FAX : 033 - 2290 3298
e-mail : edclcal@edclgroup.com
website : www.edclgroup.com
CIN : L85110KA1995PLC017003

Ref : EDCL/SE/Comp./2015-16/022

Date : 1st October, 2015

1. The Secretary
Department of Corporate Services
Bombay Stock Exchange Limited
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001
2. The Secretary
National Stock Exchange of India Ltd.
"EXCHANGE PLAZA"
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051

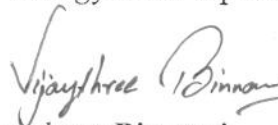
Dear Sir,

Re: Compliance to Clause 35A of the Listing Agreement-Details of Voting Results of the Annual General Meeting (AGM) held on 29th September, 2015.

In Compliance with Clause 35A of the Listing Agreement, please find enclosed herewith the details regarding the voting results along with Scrutinizer's Report of 20th Annual General Meeting of the Company.

This is for your information and record.

Thanking you,
For Energy Development Company Limited


Vijayshree Binnani
(Dy. Company Secretary)



20th Annual General Meeting of Energy Development Company Limited - details of voting results
(Pursuant to clause 35A of the Listing Agreement)

Date of the Annual General Meeting	:	29 th September, 2015
Total number of shareholders on record date (being the Cut Off Date for determining shareholders entitled to e-voting i.e. 22 nd September, 2015)	:	7,386
No. of Shareholders Present in the meeting either in person or through proxy ; • Promoter and Promoter group • Public	:	1 (One) 30 (Thirty)
No. of Shareholders Present in the meeting through Video Conferencing ; • Promoter and Promoter group • Public	:	No Video Conferencing

Agenda-wise combined result

The mode of voting for all resolutions was e-voting, Physical Ballot and voting at the meeting.

Item No. 1 – Ordinary Resolution

To Adopt the Audited standalone and consolidated Financial Statements together with Directors' Report and Auditors' Report thereon for the year ended on 31st March, 2015.

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	1,54,99,475	1,35,72,084	87.56%	1,35,72,084	Nil	100.00%	Nil
Public – Institutional holders	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
Public – others	1,20,00,525	76,82,472	64.02	76,82,472	Nil	100.00%	Nil
TOTAL	2,75,00,000	2,12,54,556	77.29%	2,12,54,556	Nil	100.00%	Nil



Item No. 2 – Ordinary Resolution

To declare dividend for the financial year ended on 31st March, 2015.

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	1,54,99,475	1,35,72,084	87.56%	1,35,72,084	Nil	100.00%	Nil
Public – Institutional holders	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
Public – others	1,20,00,525	76,82,472	64.02	76,76,075	6,397	99.92%	0.08%
TOTAL	2,75,00,000	2,12,54,556	77.89%	2,12,48,159	6,397	99.97%	0.03%

Item No. 3 – Ordinary Resolution

To appoint Mr. Amar Singh (DIN : 00165567) as Director, who retires by rotation and being eligible offers himself for re-appointment.

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	1,54,99,475	1,35,72,084	87.56%	1,35,72,084	Nil	100.00%	Nil
Public – Institutional holders	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
Public – others	1,20,00,525	76,82,472	64.02	76,82,472	Nil	100.00%	Nil
TOTAL	2,75,00,000	2,12,54,556	77.29%	2,12,54,556	Nil	100.00%	Nil

Item No. 4 – Ordinary Resolution

To ratify the appointment of M/s. Lodha & Co., Chartered Accountants (Firm Registration No. : 301051E) as Auditors of the Company for financial year 2015-16.

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	1,54,99,475	1,35,72,084	87.56%	1,35,72,084	Nil	100.00%	Nil
Public – Institutional holders	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
Public – others	1,20,00,525	76,82,472	64.02	76,82,472	Nil	100.00%	Nil
TOTAL	2,75,00,000	2,12,54,556	77.29%	2,12,54,556	Nil	100.00%	Nil



Item no. 5 – Ordinary Resolution

To ratify remuneration of M/s. N. Radha Krishnan & Co., Cost Accountants as Cost Auditors of the Company for financial year 2015-16.

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = $[(2)/(1)] \times 100$	No. of votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)] \times 100$	% of Votes against on votes polled (7) = $[(5)/(2)] \times 100$
Promoter and Promoter Group	1,54,99,475	1,35,72,084	87.56%	1,35,72,084	Nil	100.00%	Nil
Public – Institutional holders	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
Public – others	1,20,00,525	76,82,472	64.02	76,82,472	Nil	100.00%	Nil
TOTAL	2,75,00,000	2,12,54,556	77.29%	2,12,54,556	Nil	100.00%	Nil

Item No. 6 – Special Resolution

To appoint Mr. Bijay Kumar Garodia (DIN : 00044379) as an Independent Director of the Company.

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = $[(2)/(1)] \times 100$	No. of votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)] \times 100$	% of Votes against on votes polled (7) = $[(5)/(2)] \times 100$
Promoter and Promoter Group	1,54,99,475	1,35,72,084	87.56%	1,35,72,084	Nil	100.00%	Nil
Public – Institutional holders	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
Public – others	1,20,00,525	76,82,472	64.02	76,82,472	Nil	100.00%	Nil
TOTAL	2,75,00,000	2,12,54,556	77.29%	2,12,54,556	Nil	100.00%	Nil

All the resolutions with respect to the agenda items were passed by requisite majority. The resolutions as approved by the Members of the Company, in terms of Notice dated 14th August, 2015, will form part of the Minutes of the Annual General Meeting.



Mukesh Chaturvedi
B. COM (Hons), LLB, DSW, ACS
Company Secretary in Whole Time Practice

169, Arabinda Sarani,
Ground Floor,
Kolkata - 700 006

REPORT OF SCRUTINIZER IN RESPECT OF REMOTE E-VOTING PROCESS

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the
Companies (Management & Administration) Rules, 2014, as amended]*

To
The Chairman
ENERGY DEVELOPMENT COMPANY LIMITED
Harangi Hydro Electric Project,
Village - Hulugunda, Taluka - Somawarpet,
District - Kodagu, Karnataka - 571 233

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rule'), as amended, in respect of 20th Annual General Meeting of the members of ENERGY DEVELOPMENT COMPANY LIMITED held on Tuesday, 29th September, 2015 at 01.30 P.M.

I, Mukesh Chaturvedi, Practicing Company Secretary, had been appointed by the Board of Directors of **ENERGY DEVELOPMENT COMPANY LIMITED** ('the Company') vide its resolution dated 14th August, 2015, pursuant to provisions of 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Clause 35 A of the Listing Agreement as the Scrutinizer to conduct the electronic voting process in respect of below mentioned resolutions proposed to be passed at the Annual General Meeting ('AGM') of the members of the Company held on 29th September, 2015.

The Management of the Company is responsible for compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolutions contained in the notice convening the aforesaid AGM. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report for the "Votes cast in favour" or "against" the resolutions stated in the notice of the AGM, based on the reports generated from the e-voting system provided by National



M. Chaturvedi

continuation sheet....

Securities Depository Limited ('NSDL'), the authorized agency to provide e-voting facility and engaged by the Company.

The Notice dated 14th August, 2015 convening AGM of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of below mentioned resolutions proposed to be passed at the said AGM of the Members of the Company held on 29th September, 2015.

The shareholders of the Company holding shares as on the "cut-off" date of 22nd September, 2015, were entitled to vote on proposed resolutions as set at Item No. (s) 1 to 6 in the Notice of the AGM of the Members of the Company.

The e-voting period commenced on Saturday, 26th September, 2015 at 10:00 A.M. and ended on Monday, 28th September, 2015 at 5:00 P.M. and the NSDL e-voting platform was blocked thereafter. The votes were unblocked on 29th September, 2015 around 3.00 p.m. in the presence of two witnesses: Shri S. P. Sharma and Shri A. Chaturvedi, who are not in employment of the Company.

Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against" were downloaded from the e-voting website of NSDL (www.evotingnsdl.com). All the votes casted electronically during the said period have been taken into consideration for the purpose of our report.

I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the NSDL e-voting system.

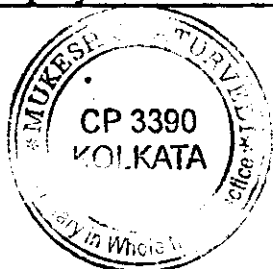
I now submit my Report as under on the result of the voting through electronic means in respect of the said resolution:



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Item No. of Notice	Particulars and Type of Resolution	No. of folios casting the votes	Votes in favor of the resolution		Votes against the resolution	
			Number of Votes Cast in favor of the Resolution	% of the total number of votes cast	Number of Votes Cast against the Resolution.	% of the total number of votes cast
Item No. 1	Ordinary Resolution To Adopt the Audited standalone and consolidated Financial Statements together with Directors' Report and Auditors' Report thereon for the year ended on 31st March, 2015.	9	2,12,38,521	100	0	0
Item No. 2	Ordinary Resolution To declare Dividend for the financial year ended on 31st March, 2015.	9	2,12,32,124	99.97	6,397	0.03
Item No. 3	Ordinary Resolution To appoint Mr. Amar Singh (DIN : 00165567) as Director, who retires by rotation and being eligible offers himself for re-appointment.	9	2,12,38,521	100	0	0
Item No. 4	Ordinary Resolution To ratify the appointment of M/s. Lodha & Co., Chartered Accountants (Firm Registration No. : 301051E) as Auditors' of the Company for financial year 2015-16.	9	2,12,38,521	100	0	0
Item No. 5	Ordinary Resolution To ratify the remuneration of M/s. N. Radha Krishnan & Co., Cost Accountants as Cost Auditors of the Company for financial year 2015-16.	9	2,12,38,521	100	0	0
Item No. 6	Special Resolution To appoint Mr. Bijay Kumar Garodia (DIN : 00044379) as an Independent Director of the Company.	9	2,12,38,521	100	0	0



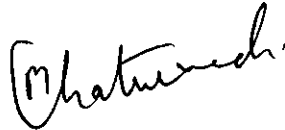
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Minutes of the aforesaid AGM and thereafter the same will be handed over to the Chairman of the Company or any other person authorized by him in due course for safe keeping.

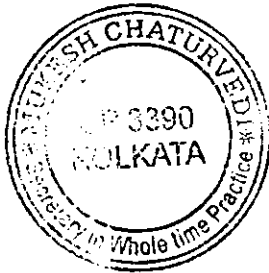
Thanking you,

Yours faithfully,



Place: Kushalnagar
Date: 1st October, 2015

MUKESH CHATURVEDI
Practicing Company Secretary
ACS No. 10213, C.P. No: 3390.



Mukesh Chaturvedi
B. COM (Hons), LLB, DSW, ACS
Company Secretary in Whole Time Practice

169, Arabinda Sarani,
Ground Floor,
Kolkata - 700 006

Combined Report on remote e-voting and physical ballot of Energy Development Company Limited at its 20th Annual General Meeting of the Members of the Company held on Tuesday, the 29th day of September, 2015 at 1.30 P.M. at Harangi Hydro Electric Project, Village - Hulugunda, Taluka - Somawarpet, District - Kodagu, Karnataka - 571 233

1. The Chairman at the annual General Meeting, held on 29th September, 2015 had announced that members who have not exercised their votes through physical ballot or remote e-voting, if they wish to, can exercise their votes through polling paper or Ballot Form at the meeting.
2. I, Mukesh Chaturvedi, Practicing Company Secretary, have issued separate Scrutinizer's Report dated 1st day of October, 2015 on the remote e-voting and physical ballot for the resolutions contained in the Notice to the AGM.

As requested by the Management, I submit herewith Combined Report on the results of remote e-voting together with that of physical ballots under;

Combined Results of Item No. 1 - Ordinary Resolution

Subject	To adopt the Audited standalone and consolidated Financial Statements together with Directors' Report and Auditors' Report thereon for the year ended on 31st March, 2015.
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Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Ballot	Total	
For	2,12,38,521	16,035	2,12,54,556	100%
Against	0	0	0	0
Total	2,12,38,521	16,035	2,12,54,556	100%



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Mukesh Chaturvedi
B. COM (Hons), LLB, DSW, ACS
Company Secretary in Whole Time Practice

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Kolkata - 700 006

Combined Results of Item No. 2 - Ordinary Resolution

Subject	To declare Dividend for the financial year ended on 31st March, 2015.
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Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Ballot	Total	
For	2,12,32,124	16,035	2,12,48,159	99.97%
Against	6,397	0	6,397	0.03%
Total	2,12,38,521	16,035	2,12,54,556	100%

Combined Results of Item No. 3 - Ordinary Resolution

Subject	To appoint Mr. Amar Singh (DIN : 00165567) as Director, who retires by rotation and being eligible offers himself for re-appointment.
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Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Ballot	Total	
For	2,12,38,521	16,035	2,12,54,556	100%
Against	0	0	0	0
Total	2,12,38,521	16,035	2,12,54,556	100%

Combined Results of Item No. 4 - Ordinary Resolution

Subject	To ratify the appointment of M/s. Lodha & Co., Chartered Accountants (Firm Registration No. : 301051E) as Auditors' of the Company for the financial year 2015-16.
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Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Ballot	Total	
For	2,12,38,521	16,035	2,12,54,556	100%
Against	0	0	0	0
Total	2,12,38,521	16,035	2,12,54,556	100%



Chaturvedi

Mukesh Chaturvedi
B. COM (Hons), LLB, DSW, ACS
Company Secretary in Whole Time Practice

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Ground Floor,
Kolkata - 700 006

Combined Results of Item No. 5 - Ordinary Resolution

Subject	To ratify the remuneration of M/s. N. Radha Krishnan & Co., Cost Accountants as Cost Auditors of the Company for financial year 2015-16.
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Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Ballot	Total	
For	2,12,38,521	16,035	2,12,54,556	100%
Against	0	0	0	0
Total	2,12,38,521	16,035	2,12,54,556	100%

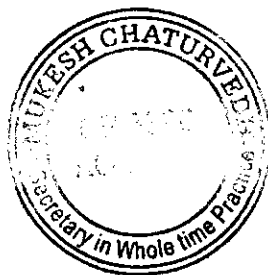
Combined Results of Item No. 6 - Special Resolution

Subject	To appoint Mr. Bijay Kumar Garodia (DIN : 00044379) as an Independent Director of the Company.
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Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Ballot	Total	
For	2,12,38,521	16,035	2,12,54,556	100%
Against	0	0	0	0
Total	2,12,38,521	16,035	2,12,54,556	100%

Thanking you,

Yours faithfully,



Place: Kushalnagar
Date: 1st October, 2015

MUKESH CHATURVEDI
Practicing Company Secretary
ACS No. 10213, C.P. No: 3390