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Ref : EDCL/SE/Comp./2025-26/013

Date : 03rd September, 2025

1. **The Manager,**
Department of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers, 25th Floor,
Dalal Street, Mumbai - 400 001
2. **The Secretary,**
National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400 051

Dear Sir,

Sub : Notice of 30th Annual General Meeting and Book Closure

Please be informed that the 30th Annual General Meeting will be held at the Registered Office of the Company at Harangi Hydro Electric Project, Village - Hulugunda, Taluka - Somawarpet, District - Kodagu, Karnataka - 571233 along with the facility to participate through video conferencing or other audio visual means on Saturday, the 27th September, 2025 at 12:00 Noon. A copy of the said Notice alongwith Proxy Form, Attendance Slip and Route Map is attached herewith.

In pursuance of Section 91 of the Companies Act, 2013 read with the Rules made thereunder and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members & Share Transfer Books of the Company shall be closed from Monday, 22nd September, 2025 to Saturday, 27th September, 2025, (both days inclusive) for the purpose of Annual General Meeting.

This is for your information and records.

Thanking you,

Yours faithfully,
for **Energy Development Company Limited**

SNEHA NAREDI
(Company Secretary & Compliance Officer)

Enclo : as above



NOTICE TO THE MEMBERS

Notice is hereby given that the **30th Annual General Meeting** of the Members of the Company will be held at its Registered Office at Harangi Hydroelectric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233 along with the facility to participate through video conferencing or other audio visual means, on Saturday, the September 27, 2025 at 12:00 noon to transact the following businesses:

ORDINARY BUSINESSES:

1. To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on March 31, 2025 along with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Pankaja Kumari Singh (DIN: 00199454), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESSES:

3. Ratification of Cost Auditor's remuneration

To ratify the remuneration of the Cost Auditors for the financial year ending on March 31, 2026 and in this regard to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company hereby ratifies the remuneration of M/s. N. Radhakrishnan & Co., Cost Auditors, appointed by the Board of Directors to conduct the audit of the cost records of the Company for the financial year ending on March 31, 2026 at a remuneration of ₹50,000/- (Rupees Fifty Thousand only), plus applicable taxes and re-imbursment of out-of-pocket expenses, if any.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts and take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution.”

4. Appointment of the Secretarial Auditor

To appoint Ms. Sweety Sharma, Practising Company Secretary as the Secretarial Auditor of the Company and in this regard to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 179(3) and 204 of the Companies Act, 2013 and Rules made thereunder, Regulation 24A read with Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws, if any, Ms. Sweety Sharma, Practising Company Secretary having ICSI Membership No. ACS-35080 and holding Certificate of Practice No. 13098, be and is hereby appointed as the Secretarial Auditor of the Company, for a term of five consecutive years, to hold office from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting of the Company to be held in the year 2030, covering the financial years 2025-26 to 2029-30, at such remuneration as may be fixed by the Board of Directors of the Company.”

“RESOLVED FURTHER THAT the Board of Directors, in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as the Board may deem fit.”

“RESOLVED FURTHER THAT the Board of Directors, be and is hereby authorised to do all such acts and take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution.”

5. Re-appointment of Mr. Aman Jain (DIN: 08187995) as an Independent Director

To re-appoint Mr. Aman Jain (DIN : 08187995) as an Independent Director for the 2nd consecutive term and in this regard to consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with the Rules made thereunder and Schedule IV to the Act and



Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Aman Jain (DIN: 08187995), who was appointed as an Independent Director of the Company for a term of five years and being eligible for re-appointment as an Independent Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold the office for the 2nd term of five (5) consecutive years effective from June 30, 2025 to June 29, 2030.”

“**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and Regulation 17(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Aman Jain (DIN: 08187995) be paid such fees and remuneration, as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time, under the Act.”

“**RESOLVED FURTHER THAT** the Board of Directors, be and is hereby authorised to do all such acts and take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution.”

Dated : August 05, 2025

Place : Kolkata

By Order of the Board

For Energy Development Company Limited

Corporate Office :

“EDCL House”

1A, Elgin Road,
Kolkata – 700 020

Sd/-

Sneha Naredi

(Company Secretary)

(Membership No. : A-54212)

NOTES:

- 1) The Ministry of Corporate Affairs (“MCA”), vide General Circulars No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard by the MCA, the latest being 09/2024 dated September 19, 2024 (collectively referred to as “MCA Circulars”) and the Securities and Exchange Board of India (“SEBI”) vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (collectively referred to as ‘SEBI Circulars’) have permitted to hold the Annual General Meeting through video conferencing or other audio visual means.
- 2) In compliance with the applicable provisions of the Companies Act, 2013 read with the aforesaid MCA Circulars, SEBI Circulars and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the 30th Annual General Meeting of the Company is being held in hybrid mode viz., the eligible Members may attend the Meeting physically at the venue of the meeting or may also attend through video conferencing or other audio visual means.
- 3) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF. A PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**

A person can act as a proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10 percent of the total share capital of the Company carrying voting rights, as applicable. A member holding more than 10 percent of the total share capital of the Company and carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxy form and attendance slip are enclosed with the Annual Report. Members / Proxies / Authorized Representatives should bring their Attendance Slip duly filled in for attending the Annual General Meeting.



Proxy holder shall carry his/her valid identity proof (Driving License, Voter ID Card, Passport, PAN Card) in order to prove his/her identity.

Members participating via video conferencing or other audio visual means will not be able to appoint proxies.

- 4) Corporate members intending to send their authorized representatives to attend the Annual General Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
- 5) The route map of the venue of the Annual General Meeting is annexed towards the end of this Annual Report and forms a part of this Notice.
- 6) Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto and the same should be taken as part of this Notice.
- 7) Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 regarding Director(s) seeking appointment / re-appointment at the Annual General Meeting are provided as an annexure hereto.
- 8) The Register of Members and Share Transfer Books of the Company will remain closed from Monday, September 22, 2025 to Saturday, September 27, 2025 (both days inclusive) for the purpose of Annual General Meeting.
- 9) Members who have not encashed their dividend warrant(s) for the financial years ended March 31, 2018 onwards are requested to lodge their claims with the Company without any delay. It may be noted that the unclaimed dividend for the financial year 2017-18 declared on September 29, 2018 can be claimed by the shareholders within November 01, 2025 after which such unclaimed dividend amount shall be transferred to the 'Investor Education and Protection Fund' of Central Government.
- 10) Members holding shares in dematerialized form are requested to register / update their address including registration of nomination, Pin Code, Bank Mandate, e-mail ID etc. with their respective Depository Participants.
- 11) SEBI vide its Circulars dated November 3, 2021 and December 14, 2021 mandated furnishing of PAN, KYC details (i.e. postal address with pin code, email address, mobile number, bank account details) and Nomination details by holders of physical securities through Form ISR-1. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant.

Accordingly, the Company has sent individual letters to all the members holding shares of the Company in physical form for furnishing their PAN, KYC and Nomination details. Members holding shares of the Company in physical form are requested to go through the requirements hosted on the website of the Company at <https://www.edclgroup.com/investor-information/shareholders-documents/> and furnish the requisite details.

- 12) The SEBI has mandated all the Companies to print the bank details of the investors on the payment instruments. Hence, while making revalidation requests the members are requested to give their bank account details to print the same in the dividend payment instruments.
- 13) Pursuant to Sections 101 and 136 of the Companies Act, 2013 read with the relevant Rules made thereunder and Regulation 36 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail addresses either with the Registrar / Company or with the Depository. Members who have not yet registered their e-mail addresses with the Company or their respective Depository are requested to do so.
- 14) Annual Report 2024-25 including the Notice of Annual General Meeting will be sent by electronic mode only to the members whose e-mail addresses are registered with the Company / Depository Participant(s). Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report 2024-25 and the Notice of Annual General Meeting from the Company, electronically.

In terms of amended Regulation 36(1)(b) of the SEBI LODR Regulations, the Company is arranging despatched of requisite letters to those Members whose e-mail IDs are not registered with the Company / its RTA / Depositories, providing therein the weblink, including the exact path, where complete details of the Company's Annual Report



for 2024-25 and the Notice of the AGM would be available.

- 15) Annual Report 2024-25 including the Notice of Annual General Meeting will also be available on the Company's website i.e. www.edclgroup.com and the website of the National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com.
- 16) All the documents referred to in the accompanying Notice and Explanatory Statement along with Register of Directors and Key Managerial Personnel & their Shareholding; Register of Contracts and Arrangements in which Directors are interested are open for inspection by the members at the Company's Registered Office at Harangi Hydro Electric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233 on all working days, between 11:00 A.M. to 01:00 P.M. till the date of the meeting and at the website of the Company www.edclgroup.com.
- 17) A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. September 20, 2025 shall be entitled to vote. The voting rights of the members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- 18) In case of joint holders attending the Annual General Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Annual General Meeting.
- 19) A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
- 20) **VOTING THROUGH ELECTRONIC MEANS**

- I. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the members a facility to exercise their right to vote on the resolutions proposed to be considered at the Annual General Meeting by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited ("NSDL").
- II. The remote e-voting period commences on **September 24, 2025 (09:00 A.M.) and ends on September 26, 2025 (05:00 P.M.)**. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. September 20, 2025, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Company is also providing e-voting facility on the AGM day. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- III. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- IV. Any person who acquires shares of the Company and becomes member after dispatch of the Notice and holding shares as on the cut-off date i.e. September 20, 2025, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or to the RTA.
- V. Ms. Sweety Sharma, Practicing Company Secretary, (Membership No.ACS-35080 and CP No.13098) of "Shree Krishna Square", 2A, Grant Lane, 6th Floor, Room No. 6C, Kolkata – 700 012 has been appointed as the Scrutinizer to scrutinize the voting at AGM and e-voting process in a fair and transparent manner.
- VI. **The process and manner for remote e-voting and e-voting are as under:**

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

Step 1: Access to NSDL e-voting system




A) Login method for e-voting for individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 09, 2020 on e-voting facility provided by Listed Companies, individual shareholders holding securities in demat mode are allowed to vote through their demat



account maintained with depositories and depository participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under value added services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder / Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password / OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Shareholders / Members can also download NSDL Mobile App "NSDL Speede" facility for seamless voting experience. NSDL Mobile App is available on    



Type of shareholders	Login Method
Individual shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user ID and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi / Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-voting is in progress.
Individual shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during meeting.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000.
Individual shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43.

B) Login Method for e-voting shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-voting website?

- 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.
- Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.



3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can login at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you login 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.

4. 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***.

5. Password details for shareholders other than Individual shareholders 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, please follow steps mentioned below in **process for those shareholders whose email IDs are not registered.**
6. 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 etc.



- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-voting will open.

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

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company i.e. **136030** for which you wish to cast your vote during the remote e-voting period. Now you are ready for e-voting as the Voting page opens.
3. 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.
4. Upon confirmation, the message “Vote cast successfully” will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sweetysharma9836@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-voting” tab in their login.
2. 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.
3. 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.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com.

VII. The instructions for members for e-voting on the day of the AGM are as under:

1. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. The facility will be available to those members who participate in the AGM and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
3. Members who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM shall be the same person mentioned for remote e-voting.



VIII. Process for those members whose email IDs are not registered with the depositories for procuring user ID and password and registration of email IDs for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to RTA i.e. nichetechpl@nichetechpl.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 Digit Beneficiary ID), Name, Client Master or Copy of Consolidated Account Statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to RTA. If you are an individual shareholder holding securities in demat mode, you are requested to refer to the login method explained in step 1(A).
3. Alternatively, member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.
4. In terms of SEBI circular dated December 09, 2020 on e-voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with depositories and depository participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-voting facility.

IX. Instructions for members for attending the AGM through VC/OAVM are as under:

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder / members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the e-voting instructions mentioned in the notice to avoid last minute rush. Further, members can also use the OTP based login for logging into the e-voting system of NSDL.
2. The facility for joining the meeting through VC facility will be enabled 30 (thirty) minutes before the scheduled start time of the meeting.
3. Members are encouraged to join the meeting through Laptops for better experience.
4. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
6. Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number / folio number, email ID, mobile number at secretarial@edclgroup.com latest by 06:00 p.m. on Friday, September 19, 2025.
7. Shareholders who do not wish to speak during meeting but have queries may send their queries latest by 06:00 p.m. on Friday, September 19, 2025 at secretarial@edclgroup.com. The same will be replied by the Company suitably.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views / ask questions during the meeting.
9. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
10. Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in / 022 - 4886 7000.



- 21) The Scrutinizer will submit her Report to the Chairman or a person authorized by him, who shall declare the Result within 2 working days of conclusion of AGM.
- 22) The Result declared along with the Report of the Scrutinizer shall be placed on the website of the Company at www.edclgroup.com and on the website of NSDL at www.evoting.nsdl.com immediately after the declaration of Result. The Result shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 sets out all material facts relating to the business mentioned at item nos. 3 to 5 of the accompanying Notice dated August 05, 2025:

Item No. 3 : Ratification of Cost Auditor's remuneration

As recommended by the Audit Committee, the Board had, at its meeting held on May 28, 2025, approved the appointment and remuneration of M/s. N. Radhakrishnan & Co., the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending on March 31, 2026 at a remuneration of ₹ 50,000/- (Rupees Fifty thousand only), plus applicable taxes and reimbursement of out-of-pocket expenses, if any. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, ratification of the remuneration payable to the Cost Auditors for the financial year 2025-26 is being sought from the Members by way of an Ordinary Resolution.

The Board recommends the Ordinary Resolution set out at item no. 3 of the Notice for approval by the Members of the Company.

None of the Directors / Key Managerial Personnel / their relatives are in any way deemed to be concerned or interested, in the said resolution.

Item No. 4 : Appointment of the Secretarial Auditor

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any, the Audit Committee and the Board of Directors at their respective meetings held on May 28, 2025 have approved, subject to approval of Members, the appointment of Ms. Sweety Sharma, a Peer Reviewed Practising Company Secretary, holding Peer Review Certificate No. 5327/2023, as the Secretarial Auditor of the Company for a term of five consecutive years starting from financial year 2025-26 and ending on financial year 2029-30.

The Board of Directors in consultation with the Audit Committee, fixed the remuneration payable for the financial year 2025-26 at ₹ 50,000/- (Rupees Fifty thousand) only plus any out of pocket expenses and other applicable taxes. The remuneration for the remaining term shall be fixed / revised by the Board of Directors of the Company based on the recommendation of Audit Committee.

The Company has received a certificate from Ms. Sweety Sharma confirming that she meets all the eligibility and independence criteria, to act as the Secretarial Auditor of the Company and she is not disqualified in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. She has also given her consent to act as the Secretarial Auditor of the Company for a period of five years commencing from financial year 2025-26, if appointed.

The copies of the eligibility certificate and the consent letter received from Ms. Sharma are open for inspection by the members at the Company's Registered Office of the Company on all working days, between 11:00 A.M. to 01:00 P.M. till the date of the meeting and at the website of the Company i.e. www.edclgroup.com. The Board recommends the Ordinary Resolution set out at item no. 4 of the Notice for approval by the Members of the Company.



None of the Directors / Key Managerial Personnel / their relatives are in any way deemed to be concerned or interested, in the said resolution.

Item No. 5 : Re-appointment of Mr. Aman Jain (DIN: 08187995) as an Independent Director

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on May 28, 2025, has approved, subject to requisite approval of the shareholders, the re-appointment of Mr. Aman Jain as an Independent Director of the Company for the second term of five consecutive years with effect from June 30, 2025 to June 29, 2030, not liable to retire by rotation.

Born on July 14, 1992, Mr. Aman Jain is a Chartered Accountant. He has more than 10 years of rich experience in Accounts, Income Tax, Audit & GST related matter. In the opinion of the Board, Mr. Aman Jain fulfills the conditions specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Director and he is independent of the management of the Company.

The Company has received necessary disclosure / declaration from him that he meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 read with the Rules made thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Aman Jain has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director. The Company has received requisite notice under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director. He is not debarred from holding the office of Director by virtue of any SEBI, MCA order or any other such authority, he do not hold any share in the Company in individual capacity or on a beneficial basis for any other person.

Necessary disclosures in pursuance of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India has been provided separately in a table as an annexure to the Notice.

Necessary documents relating to re-appointment of Mr. Aman Jain is available for inspection by the Members at the Registered Office of the Company on all working days, between 11:00 A.M. to 01:00 P.M. till the date of the meeting and at the website of the Company www.edclgroup.com.

The Board recommends the Special Resolution set out at item no. 5 of the Notice for approval by the Members of the Company.

None of the Directors / Key Managerial Personnel / their relatives are in any way deemed to be concerned or interested, in the said resolution.

Dated : August 05, 2025

Place : Kolkata

Corporate Office :

“EDCL House”

1A, Elgin Road,
Kolkata – 700 020

By Order of the Board

For Energy Development Company Limited

Sd/-

Sneha Naredi

(Company Secretary)

(Membership No. : A-54212)



ANNEXURE TO THE NOTICE OF 30TH ANNUAL GENERAL MEETING

PARTICULARS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT

In pursuance of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
and in pursuance of clause 1.2.5 of Secretarial Standard on General Meetings

Sl. No.	Particulars	(1) Mrs. Pankaja Kumari Singh	(2) Mr. Aman Jain
1.	Status of directorship	Non-Executive Director	Independent Director
2.	Relationship with other Directors and Key Managerial Personnel	Mother of Ms. Disha Kumari Singh	None
3.	Date of Birth	September 25, 1957	July 14, 1992
4.	Date of appointment	February 05, 1996	June 30, 2020
5.	Qualification	B. A.	B. Com. (Hons.), C. A.
6.	Expertise in specific functional areas	Mrs. Pankaja Kumari Singh has more than two and a half decade vast experience in the field of Management & Consultancy.	Mr. Aman Jain has more than 10 years of rich experience in Accounts, Income Tax, Audit & GST related matters.
7.	Directorship in other Companies as on March 31, 2025	<ul style="list-style-type: none"> • EDCL Power Projects Limited • EDCL-Arunachal Hydro Project Private Limited • Panel Consultancy Private Ltd. • Chekoplast (India) Private Ltd. • Fairland Projects Private Limited • Sarvottam Caps Private Limited • StartrackVinimay Private Limited 	<ul style="list-style-type: none"> • Ayyappa Hydro Power Limited • EDCL Power Projects Limited • S. A. P. Educare Private Limited
8.	Listed entities from which the Director has resigned in the past three year	N. A.	Bangalore Fort Farms Limited
9.	Chairman (C) / Member (M) of Committees of the Board of Director as on March 31, 2025	<ul style="list-style-type: none"> • Energy Development Co. Ltd.: - Stakeholders Relationship Committee (C) - Audit Committee (M) - Nomination and Remuneration Committee (M) 	<ul style="list-style-type: none"> • Energy Development Co. Ltd.: - Stakeholders Relationship Committee (M) - Audit Committee (C) - Nomination and Remuneration Committee (M) • Ayyappa Hydro Power Ltd. - Audit Committee (C) - Nomination and Remuneration Committee (M) • EDCL Power Projects Ltd. - Audit Committee (C) - Nomination and Remuneration Committee (M)
10.	Number of shares held in the Company as on March 31, 2025 (a) Own (b) for other persons on a beneficial basis	41,44,866 Nil	Nil Nil
11.	Number of convertible warrants held in the Company as on March 31, 2025	Nil	Nil



Sl. No.	Particulars	(1) Mrs. Pankaja Kumari Singh	(2) Mr. Aman Jain
12.	Terms and condition of appointment	As per Nomination and Remuneration Policy of the Company subject to provisions contained in the Companies Act, 2013.	As per Nomination and Remuneration Policy of the Company subject to provisions contained in the Companies Act, 2013.
13.	Remuneration to be paid	Sitting Fees and such reimbursements as approved by the Board.	Sitting Fees and such reimbursements as approved by the Board.
14.	Remuneration last drawn	N. A.	N. A.
15.	No. of the Board meeting attended during the year	7	7

Dated : August 05, 2025
Place : Kolkata

Corporate Office :
"EDCL House"
1A, Elgin Road,
Kolkata – 700 020

By Order of the Board
For Energy Development Company Limited

Sd/-
Sneha Naredi
(Company Secretary)
(Membership No. : A-54212)



ENERGY DEVELOPMENT COMPANY LIMITED

CIN : L85110KA1995PLC017003

Regd. Office : Harangi Hydroelectric Project, Village – Hulugunda,

Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233

Phone : (08276) 277040, Fax : (08276) 277012

E-mail : edclhhep@gmail.com, Website : www.edclgroup.com

PROXY FORM – MGT-11

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s) :

Registered Address :

E-mail ID :

Folio No. / Client ID :

DP ID :

I / We, being the member(s) holding shares of abovementioned Company hereby appoint :

- (1) Name Address
E-mail ID Signature or failing him / her;
- (2) Name Address
E-mail ID Signature or failing him / her;
- (3) Name Address
E-mail ID Signature

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the **30th Annual General Meeting** of the Company, to be held on Saturday, the September 27, 2025 at 12:00 Noon at Harangi Hydro Electric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description	OPTIONAL	
		FOR	AGAINST
Ordinary Business			
1.	To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on March 31, 2025 along with the Reports of Board of Directors and Auditor's thereon.		
2.	To appoint a Director in place of Mrs. Pankaja Kumari Singh (DIN: 00199454), who retires by rotation and being eligible, offers herself for re-appointment.		
Special Business			
3.	To ratify remuneration of Cost Auditors for the financial year ending on March 31, 2026.		
4.	To appoint Ms. Sweety Sharma, Practicing Company Secretary as the Secretarial Auditor.		
5.	To re-appoint Mr. Aman Jain (DIN: 08187995) as an Independent Director.		

Signed this day of, 2025.

Signature of Shareholder(s)

Signature of Proxy holders(s)

Affix
Re.1/-
Revenue
Stamp

Note : This form of proxy in order to be effective, should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.

(TEAR HEAR)



ENERGY DEVELOPMENT COMPANY LIMITED

CIN : L85110KA1995PLC017003

Regd. Office : Harangi Hydroelectric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233

Phone : (08276) 277040, Fax : (08276) 277012

E-mail : edclhhep@gmail.com, Website : www.edclgroup.com

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Joint Shareholders may obtain additional slip on request.

Name and Address of the Shareholder :

Folio No. :

DP ID :

Client ID :

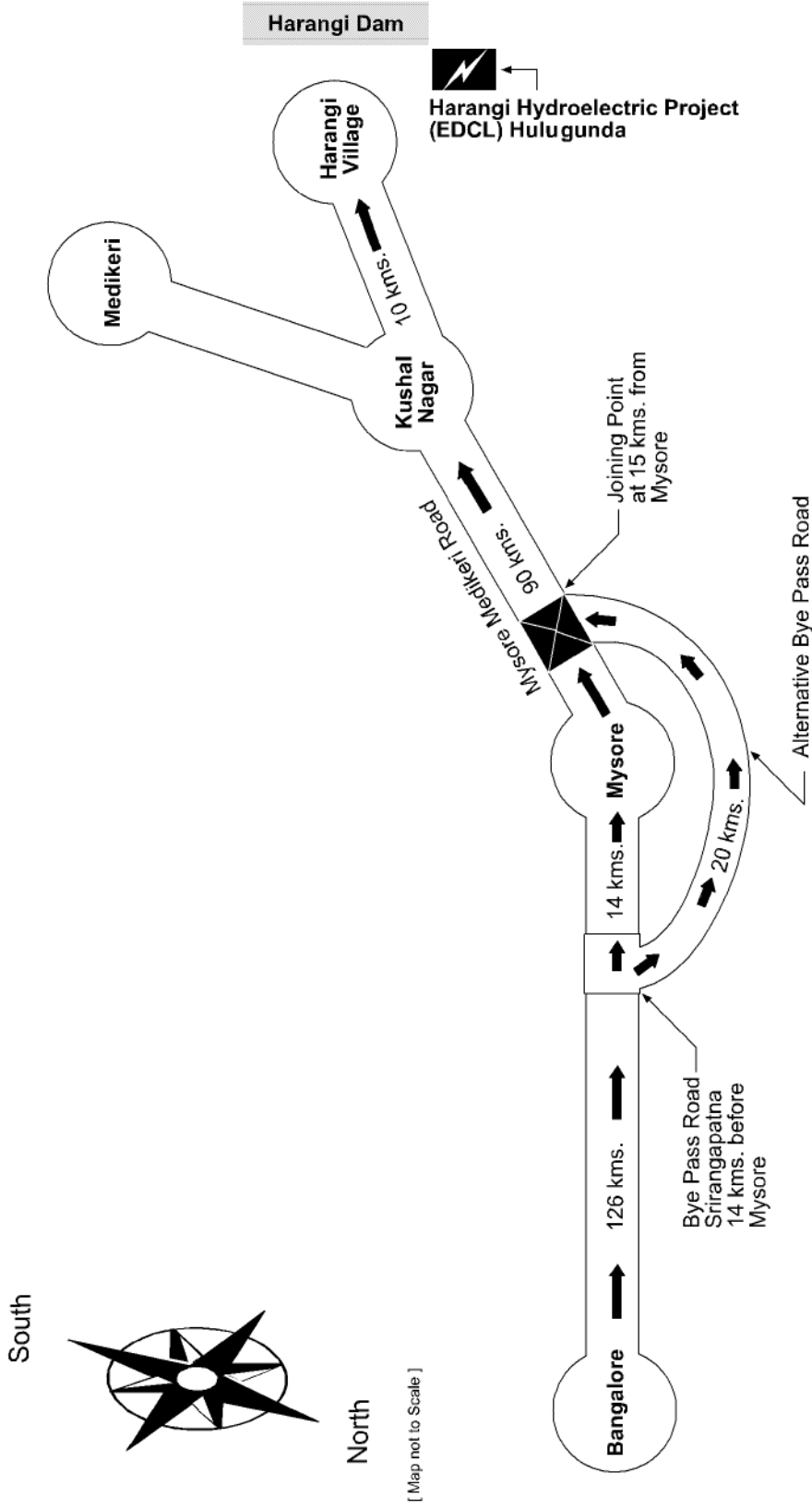
No. of Shares :

I hereby record my presence at the **30th Annual General Meeting** of the Company, to be held on Saturday, the September 27, 2025 at 12:00 Noon at the Registered Office of the Company at Harangi Hydro Electric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233.

.....
Signature of the Shareholder / Proxy*

*Strike out whichever is not applicable.

ROUTE MAP TO THE VENUE OF THE 30TH ANNUAL GENERAL MEETING



ROUTE MAP TO EDCL PLANT SITE AT HARANGI HARANGI HYDROELECTRIC PROJECT

Hulugunda Via. Kushal Nagar
Dist. : Kodagu, Karnataka - 571 233