

**19<sup>th</sup> 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	:	18 <sup>th</sup> day of September, 2014
Book Closure Date	:	18 <sup>th</sup> day of September, 2014
Total number of shareholders on record date (being the Cut Off Date for determining shareholders entitled to e-voting i.e. 14 <sup>th</sup> August, 2014)	:	7,907
No. of Shareholders Present in the meeting either in person or through proxy ; • Promoter and Promoter group • Public	:	2 (Two) 34 (Thirty four)
No. of Shareholders Present in the meeting through Video Conferencing ; • Promoter and Promoter group • Public	:	No Video Conferencing

**Agenda-wise**

The mode of voting for all resolutions was :

- i. E-voting conducted between September 12, 2014 to September, 14, 2014, and
- ii. Poll conducted at the Annual General Meeting held on September 18, 2014.

Given below is the item wise combined result of e-voting and poll.

**Item No. 1 – Ordinary Resolution**

Receive, consider and adopt the Financial Statements of the Company for the year ended on March 31, 2014 along with the Director's and Auditor's Report thereon.

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	1,10,619	0.92%	1,10,619	Nil	100.00%	Nil
<b>TOTAL</b>	<b>2,75,00,000</b>	<b>1,36,82,703</b>	<b>49.76%</b>	<b>1,36,82,703</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>



Item No. 2 – Ordinary Resolution

Declaration of dividend for the financial year ended on March 31, 2014.

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	1,10,619	0.92%	1,10,619	Nil	100.00%	Nil
<b>TOTAL</b>	<b>2,75,00,000</b>	<b>1,36,82,703</b>	<b>49.76%</b>	<b>1,36,82,703</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>

Item No. 3 – Ordinary Resolution

Appointment of Director in place of Mrs. Pankaja Kumari Singh, who retires by rotation and being eligible offers herself 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	1,10,619	0.92%	1,10,619	Nil	100.00%	Nil
<b>TOTAL</b>	<b>2,75,00,000</b>	<b>1,36,82,703</b>	<b>49.76%</b>	<b>1,36,82,703</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>

Item No. 4 – Ordinary Resolution

Appointment of Director in place of Mr. Sanjay Kumar Gupta, 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	1,10,619	0.92%	1,10,619	Nil	100.00%	Nil
<b>TOTAL</b>	<b>2,75,00,000</b>	<b>1,36,82,703</b>	<b>49.76%</b>	<b>1,36,82,703</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>



Item no. 5 – Ordinary Resolution

Appointment / re-appointment of Statutory Auditor.

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	1,10,619	0.92%	1,10,619	Nil	100.00%	Nil
<b>TOTAL</b>	<b>2,75,00,000</b>	<b>1,36,82,703</b>	<b>49.76%</b>	<b>1,36,82,703</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>

Item No. 6 – Ordinary Resolution

Ratification of payment of Remuneration to M/s. N. Radha Krishnan & Co., Cost Accountants for the year ending 31<sup>st</sup> 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	1,10,619	0.92%	1,10,619	Nil	100.00%	Nil
<b>TOTAL</b>	<b>2,75,00,000</b>	<b>1,36,82,703</b>	<b>49.76%</b>	<b>1,36,82,703</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>

Item No. 7 – Special Resolution

Appointment of Mr. Tarun Chaturvedi as an Independent Director.

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	1,10,619	0.92%	1,10,619	Nil	100.00%	Nil
<b>TOTAL</b>	<b>2,75,00,000</b>	<b>1,36,82,703</b>	<b>49.76%</b>	<b>1,36,82,703</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>



Item No. 8 – Special Resolution

Appointment of Mr. Vijoy Kumar as an Independent Director.

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	1,10,619	0.92%	1,10,619	Nil	100.00%	Nil
<b>TOTAL</b>	<b>2,75,00,000</b>	<b>1,36,82,703</b>	<b>49.76%</b>	<b>1,36,82,703</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>

Item No. 9 - Special Resolution

Appointment of Mr. Gouri Prasad Goenka as an Independent Director.

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	1,10,619	0.92%	1,10,619	Nil	100.00%	Nil
<b>TOTAL</b>	<b>2,75,00,000</b>	<b>1,36,82,703</b>	<b>49.76%</b>	<b>1,36,82,703</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>

Item No. 10 – Special Resolution

Appointment of Mr. Anil Gupta as an Independent Director.

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	1,10,619	0.92%	1,10,619	Nil	100.00%	Nil
<b>TOTAL</b>	<b>2,75,00,000</b>	<b>1,36,82,703</b>	<b>49.76%</b>	<b>1,36,82,703</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>



Item No. 11 - Special Resolution

Re-appointment of Mr. Sanjiv Saraf as an Executive Director.

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	1,10,619	0.92%	1,10,619	Nil	100.00%	Nil
<b>TOTAL</b>	<b>2,75,00,000</b>	<b>1,36,82,703</b>	<b>49.76%</b>	<b>1,36,82,703</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>

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 August 11, 2014, will form part of the Minutes of the Annual General Meeting.



*Ashok Kumar Daga*

B. Com., (Hons.), LL.B, FCS  
Practising Company Secretary

56, M. C. Garden Road,  
(Dum Dum)  
Kolkata - 700 030  
Phone : 32916885  
Mobile : 9831038425  
E-mail : daga.ashok@gmail.com

Date : September 18, 2014

Date.....

**REPORT OF SCRUTINIZER  
(E VOTING)**

**(Pursuant to sec 108 of the Companies Act, 2013 and rule 20 (3) (xi) of the  
Companies (Management and Administration) Rules, 2014)**

To,  
The Chairman,  
Energy Development Company Limited.  
Village: Hulunguda, Taluka – Somawarpet, District : Kodagu  
Karnataka - 571233

Sir,

I, ASHOK KUMAR DAGA (Practising Company Secretary) was appointed as Scrutinizer in the Board meeting dated 11.08.2014 for the 19<sup>th</sup>, **Annual General Meeting** of the Equity Share holders of “Energy Development Company Ltd,” to be held on Thursday, the 18<sup>th</sup> of September, 2014 at 1.30 p.m. at Village: Hulunguda, Taluka – Somawarpet, District - Kodagu, Karnataka – 571233 for the purpose of scrutinizing the e voting process in a fair and transparent manner and ascertaining the requisite majority on E-Voting Carried out as per the provisions of Companies Act, 2013 and sub rule (xi) of rule 20 of Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

I submit my report as under:

1. The e voting period remained opened from Friday the 12<sup>th</sup> day of September 2014, at 10.00 a.m. and ended on Sunday, the 14<sup>th</sup> day of September 2014, at 6.00 p.m.
2. The shareholders holding shares as on the “Cut Off “Date i.e. 14<sup>th</sup> of August, 2014, were entitled to vote on the proposed 11 (Eleven) resolutions as mentioned in the notice of the 19<sup>th</sup> Annual General Meeting of “**Energy Development Company Limited**” from annexure 1 to 11 of the notice of the 19<sup>th</sup> AGM of the company.
3. The votes were unblocked on 15<sup>th</sup> September, 2014, in the presence of witnesses namely ;

(a). Mr. Arjun Panja  
2, Church Lane,  
3<sup>rd</sup> Floor, Room No. 302A,  
Kolkata – 700 001

(b) Ms. Yamini Khemka  
7, Camac Street,  
1<sup>st</sup> Floor, Kolkata -- 700 017

who are not in the employment in the company.

They have signed below in confirmation of the votes being unblocked in their presence.

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" or "Against", were downloaded from the E-Voting Website of the Central Depository Services (India) Limited (<https://www.evotingindia.com/>)
5. The result of the e voting together with poll is separately attached herewith.
6. The Register, all other papers and relevant record relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the company.

Thanking You,

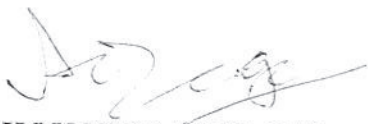
Yours Faithfully,



**(ASHOK KUMAR DAGA)**

Combined report on the results of e-voting together with that of poll :

Item no. of Notice	Votes in favour of resolution		Votes against the resolution		Invalid votes
	No.	% of total number of valid votes cast (Favour and Against)	No.	% of total number of valid votes cast (Favour and Against)	
Item No. 1 of Notice (As an Ordinary Resolution)	1,36,82,534	100	Nil	Nil	Nil
Item No. 2 of Notice (As an Ordinary Resolution)	1,36,82,534	100	Nil	Nil	Nil
Item No. 3 of Notice (As an Ordinary Resolution)	1,36,82,534	100	Nil	Nil	Nil
Item No. 4 of Notice (As an Ordinary Resolution)	1,36,82,534	100	Nil	Nil	Nil
Item No. 5 of Notice (As an Ordinary Resolution)	1,36,82,534	100	Nil	Nil	Nil
Item No. 6 of Notice (As an Ordinary Resolution)	1,36,82,534	100	Nil	Nil	Nil
Item No. 7 of Notice (As a Special Resolution)	1,36,82,534	100	Nil	Nil	Nil
Item No. 8 of Notice (As a Special Resolution)	1,36,82,534	100	Nil	Nil	Nil
Item No. 9 of Notice (As a Special Resolution)	1,36,82,534	100	Nil	Nil	Nil
Item No. 10 of Notice (As a Special Resolution)	1,36,82,534	100	Nil	Nil	Nil
Item No. 11 of Notice (As a Special Resolution)	1,36,82,534	100	Nil	Nil	Nil



**(ASHOK KUMAR DAGA)**

ASHOK KUMAR DAGA  
 Joint (B) Co-Ordinating Secretary  
 I.C.S. 2000 & 2004