



**ENERGY
DEVELOPMENT
COMPANY LTD.**

EDCL HOUSE
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Ref: EDCL SE Comp. 2014-15/016
Date : 23rd September, 2014

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 / Madam,

Re: Compliance of Clause 31 of the Listing Agreement

In compliance with Clause 31 of the Listing Agreement, we submit herewith the proceedings in short of the 19th Annual General Meeting of the Company held on Thursday September 18, 2014 at 1:30 p.m. at the Registered Office of the Company at Village - Hulugunda, Taluka - Somawarpet, District - Kodagu, Karnataka - 571 233 :

1. Members have approved and adopted the Consolidated as well as standalone Audited Financial Statements of the Company for the year ended on March 31, 2014 along with the Director's and Auditor's Report thereon.
2. Members have declared a final dividend of Re. 0.50/- per equity share of face value of Rs.10.00 each (i.e.5%) on 2,75,00,000 equity shares for the financial year ended on March 31, 2014.
3. Members have approved the Re-appointment of Mrs. Pankaja Kumari Singh (DIN : 00199454), as a Director
4. Members have approved the Re-appointment of Mr. Sanjay Kumar Gupta (DIN : 01538117), as a Director.
5. Members have approved the Re-appointment of, and remuneration to, M/s. Lodha & Co. Chartered Accountants, (having Firm Registration No. 301051E) as Statutory Auditors of the Company to hold office from the conclusion of the 19th Annual General Meeting till the conclusion of the 24th Annual General Meeting.
6. Members by an Ordinary Resolution have approved the appointment of, and remuneration to, M/s. N. Radha Krishnan & Co., as Cost Auditors of the Company for the financial year 2014-15.
7. Members have approved the Appointment of Mr. Tarun Chaturvedi (DIN : 02309045), as an Independent Director.
8. Members have approved the Appointment of Mr. Vijoy Kumar (DIN : 02970626), as an Independent Director.
9. Members have approved the Appointment of Mr. Gouri Prasad Goenka (DIN : 00030302), as an Independent Director.
10. Members have approved the Appointment of Mr. Anil Gupta (DIN : 00079399), as an Independent Director.
11. Members have approved the Re-appointment of Mr. Sanjiv Saraf (DIN : 00506650), as Executive Director.

Kindly note the proceedings in detail will be sent to you after the same are signed by the Chairman of the Meeting.

Thanking you.

For Energy Development Company Limited

Prem Chand Kankaria
(Company Secretary)