

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

Date of the Extra Ordinary General Meeting	:	24 th October, 2015
Total number of shareholders on record date (being the Cut Off Date i.e. 17 th October, 2015)	:	7,386
No. of Shareholders Present in the meeting either in person or through proxy ; • Promoter and Promoter group • Public	:	Nil 32 (Thirty Two)
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 – Special Resolution
Increase in Authorised Capital

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	1,54,99,475	100.00%	1,54,99,475	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	62,23,529	51.86	62,23,529	Nil	100.00%	Nil
TOTAL	2,75,00,000	2,17,23,004	79.00%	2,17,23,004	Nil	100.00%	Nil

Item No. 2 – Special Resolution
Amendment in Memorandum of Association

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	1,54,99,475	100.00%	1,54,99,475	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	62,23,529	51.86	62,23,229	300	99.99%	0.01%
TOTAL	2,75,00,000	2,17,23,004	79.00%	2,17,22,704	Nil	99.99%	00.01%



**Item No. 3 – Special Resolution
Preferential issue of Equity Shares**

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	1,54,99,475	100.00%	1,54,99,475	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	62,23,529	51.86	62,19,429	4100	99.93%	0.07%
TOTAL	2,75,00,000	2,17,23,004	79.00%	2,17,18,904	Nil	99.98%	0.02%

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 29th September, 2015 along with Corrigendum dated 3rd October, 2015, will form part of the Minutes of the Extra Ordinary General Meeting.

For Energy Development Company Limited

Vijayshree Binnar
(Company Secretary)



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]*

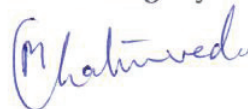
To
The Chairman of EGM,
ENERGY DEVELOPMENT COMPANY LIMITED
Harangi Hydro Electric Project,
Village - Hulugunda, Taluka - Somawarpet,
District - Kodagu, Karnataka - 571 233

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 Extra Ordinary General Meeting (EGM) of the members of ENERGY DEVELOPMENT COMPANY LIMITED held on Saturday, the 24th October, 2015 at 12:15 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 29th September, 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 Extra Ordinary General Meeting ('EGM') of the members of the Company held on 24th October, 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 EGM. 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 EGM, based on the reports generated from the e-voting system provided by National



Securities Depository Limited ('NSDL'), the authorized agency to provide e-voting facility and engaged by the Company and also the votes casted by Members through the Ballot Paper at EGM..

The Notice dated 29th September, 2015 and Corrigendum to Notice dated 3rd October, 2015 convening EGM 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 EGM of the Members of the Company held on 24th October, 2015.

The shareholders of the Company holding shares as on the "cut-off" date of 17th October, 2015, were entitled to vote on proposed resolutions as set at Item No. (s) 1 to 3 in the Notice of the EGM of the Members of the Company.

The e-voting period commenced on Wednesday, the 21st October, 2015 at 09:00 A.M. and ended on Friday, the 23rd October, 2015 at 05:00 P.M. and the NSDL e-voting platform was blocked thereafter. The votes were unblocked on 24th October, 2015 around 12:40 p.m. in the presence of two witnesses: Shri S. P. Singh 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. Chairman gave the option to those Members who attended the EGM and have not exercised the option of voting through e-voting process. Though, the Members participated in the discussions, none of them casted vote through ballot paper at EGM.

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



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	Special Resolution To Increase in Authorized Share Capital from Rs. 35,00,00,000/- (Rupees Thirty Five Crore) to Rs. 50,00,00,000/- (Rs. Fifty Crore) by creation of additional 1,50,00,000 (One Crore Fifty Lakh) equity shares of Rs. 10/- each.	18	2,17,23,004	100	0	0
Item No. 2	Special Resolution To Amend Clause V of the Memorandum of Association.	18	2,17,22,704	99.999	300	0.001
Item No. 3	Special Resolution To offer and issue up to 2,00,00,000 (Two Crore) Equity shares of face value of Rs. 10/- each ("Equity Shares") fully paid up, for cash at Rs. 22/- per share (including premium of Rs. 12/-) the price determined in accordance with Chapter VII of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 on a preferential basis.	18	2,17,18,904	99.98	4100	0.02

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The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid EGM and thereafter the same will be handed over to the Chairman of the EGM or any other person authorized by him in due course for safe keeping.

Thanking you,

Yours faithfully,

Place: Kushalnagar
Date: 24th October, 2015



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