



**ENERGY
DEVELOPMENT
COMPANY LTD.**

EDCL HOUSE
1A, ELGIN ROAD
KOLKATA - 700 020
TEL : 033-4041-1983 / 1990
FAX : 033 - 2290 3298
e-mail : edcical@edclgroup.com
website : www.edclgroup.com
CIN : L85110KA1995PLC017003

Ref : EDCL/SE/Comp./2016-17/021

Date : 5th September, 2016

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 21st Annual General Meeting

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We are enclosing herewith a copy of the Notice dated 14th August, 2016 for convening the 21st Annual General Meeting of the Company to be held at the Registered Office of the Company at Harangi Hydro Electric Project, Village - Hulugunda, Taluka - Somawarpet, District - Kodagu, Karnataka - 571233 on Thursday, on 29th September, 2016, at 01:30 P.M.

This is for your information and records.

Thanking you,

Yours faithfully,
for Energy Development Company Limited

Vijayshree Binnani

Vijayshree Binnani
(Company Secretary)

Encl(s): As above



NOTICE TO THE MEMBERS

Notice is hereby given that the **21st 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, on Thursday, the 29th day of September, 2016 at 01:30 P.M. 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 31st March, 2016 along with the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend for the financial year ended on 31st March, 2016.
3. To appoint a Director in place of Mr. Sanjiv Saraf (DIN: 00506650), who retires by rotation at this Annual General Meeting, and being eligible has offered himself for re-appointment.
4. To ratify the appointment of the Auditors and to fix their remuneration. In this regard, to consider and, if thought fit, to pass the following as an **Ordinary Resolution** :

“RESOLVED THAT pursuant to the provisions of Sections 139 and 142 and all other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder, the Company hereby ratifies the appointment of M/s. Lodha & Co., Chartered Accountants, 14, Government Place East, Kolkata – 700 069, (Firm Registration No. 301051E) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of 22nd Annual General Meeting to be held in 2017 and the Board of Directors be and is hereby authorized to fix such remuneration for the financial year 2016-17, as may be recommended by the Audit Committee, in consultation with the Auditors plus reimbursement of out-of-pocket expenses actually incurred by the Auditors at the time of performing their duties.”

SPECIAL BUSINESSES :

5. **Appointment of Mr. Chanakya Arvind Dhanda as a Non-Executive Director**

To appoint Mr. Chanakya Arvind Dhanda (DIN: 02709047) as a Non-Executive Director and in this regard to consider and, if thought fit, to pass the following as an **Ordinary Resolution** :

“RESOLVED THAT pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Chanakya Arvind Dhanda (DIN: 02709047) who was appointed as an Additional Director of the Company to hold office upto the date of this Annual General Meeting and in respect of whom the Company, in pursuance of Section 160 of the Companies Act, 2013, has received a notice in writing from him along with the deposit of requisite amount, proposing his candidature for the office of Director, be and is hereby appointed as a Director (Categories being Non-Executive, Professional) of the Company, liable to retire by rotation.”

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

6. **Remuneration of Cost Auditors**

To ratify the remuneration of the Cost Auditors for the financial year ending on 31st March, 2017 and in this regard to consider and, if thought fit, to pass the following as an **Ordinary Resolution** :

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force), the Company hereby ratifies the remuneration of M/s. N. Radha Krishnan & 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 31st March, 2017 at a remuneration of ₹ 40,000 (Rupees forty thousand) only plus service tax and reimbursement of out of pocket expenses, if any.”



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

7. **Approval of Material Related Party Transactions**

To consider and if though fit, to pass, the following as an **Ordinary Resolution** :

“RESOLVED THAT pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or enactment thereof for the time being in force), and also pursuant to the consent of the Audit Committee and the Board of Directors vide resolutions passed in their respective meetings, the Material Related Party Transactions as entered by the Company during the Financial Year 2015-16 as set out under item no. 7 of the Statement annexed to this Notice, be and are hereby approved and deemed to have been so approved and that the Board of Directors be and is hereby authorized to perform and execute all such deeds, matters and things including delegate such authority as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto.”

Dated: 14th August, 2016
Corporate Office :
"EDCL House"
1A, Elgin Road
Kolkata - 700 020

By Order of the Board
For Energy Development Company Limited

Sd/-
Vijayshree Binnani
(Company Secretary)

NOTES :

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT 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 FORTY EIGHT HOURS BEFORE THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten 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 is enclosed herewith. Members / Proxies / Authorized Representative should bring their Attendance Slip duly filled in for attending the Meeting.

- 2) Corporate members intending to send their authorized representatives to attend the 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 Meeting.
- 3) Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Businesses to be transacted at the Meeting is annexed hereto.
- 4) Information pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Directors seeking appointment / re-appointment at the Meeting are provided as an annexure hereto.
- 5) The Register of Members and Share Transfer Books of the Company will remain closed from Friday, the 23rd September, 2016 to Thursday, the 29th September, 2016 (both days inclusive) for the purpose of payment of dividend, if approved by the members at the this meeting.
- 6) The dividend, as recommended by the Board, if approved by the members at this Meeting, will be paid on or after 29th September, 2016 to those members or their mandates whose names are registered on the Company's Register of Members:



- a) As Beneficial Owners as at the end of business hours on 22nd September, 2016 as per the lists to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) in respect of shares held in electronic form, and
 - b) As members in the Register of Members of the Company after giving effect to all valid share transfers in physical form, which are lodged with the Company or its Registrar & Share Transfer Agent (RTA) i.e. Niche Technologies Pvt. Ltd. on or before 22nd September, 2016.
- 7) Members who have not yet encashed their dividend warrant(s) for the financial years ended on 31st March, 2009 onwards, are requested to make their claims to the Company accordingly, without any delay. It may be noted that the unclaimed dividend for the financial year 2008-09 declared on 16th September, 2009 can be claimed by the shareholders within 19th October, 2016 after which such unclaimed dividend amount shall be transferred to the 'Investor Education and Protection Fund' of Central Government. Please note that after such transfer, the members will not be entitled to claim such dividend.
- 8) Members holding shares in dematerialized form are requested to intimate all changes with respect to their address including Pin Code, Bank Mandate, Income Tax Permanent Account Number, email ID etc. to their respective Depository Participants for updation of the records.
Members holding shares in physical form are requested to intimate the said information to the Company's RTA.
- 9) Members who hold shares in physical Form in multiple folios in identical name or joint holding in the same order of names are requested to send the share certificates to the Company or its RTA for consolidating into single folio. The share certificates will be returned to the members after making requisite changes thereon.
- 10) Members holding shares in single name and in physical form are advised to make nomination in respect of their shareholding in the Company. Request may be made to the Company or its RTA for the Nomination Form.
- 11) 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.
- 12) The SEBI has mandated the submission of PAN by every participant in the security market. Members holding shares in electronic form / physical form are therefore, requested to submit their PAN to the Company or its RTA.
- 13) Pursuant to Sections 101 and 136 of the Companies Act, 2013 read with the relevant Rules made there under and Regulation 36 and 44 of 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 address either with the Company or with the Depository. Members who have not yet registered their e-mail address with the Company or their respective Depository are requested to do so.
- 14) The Notice of Annual General Meeting will be sent to the members, whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories as at the closing hours of business on 19th August, 2016.
Copies of Annual Report 2015-2016 are being sent by electronic mode only to the members whose e-mail addresses are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their e-mail addresses, physical copies of the Annual Report 2015-2016 are being sent by the permitted mode.
- 15) The Notice of Meeting will also be available on the Company's website i.e. www.edclgrup.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 Statement 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 29th September, 2016.



- 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. 22nd September, 2016 shall be entitled to vote. The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date.
- 18) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the 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 provisions of Section 108 of the Companies Act, 2013, read with 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 ("AGM") by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited ("NSDL").
 - II. The remote e-voting period commences on **26th September, 2016 (09:00 A.M.) and ends on 28th September, 2016 (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 of 22nd September, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - III. **The process and manner for remote e-voting are as under :**
 - A. **In case a member receives an e-mail from NSDL [for members whose e-mail IDs are registered with the Company/Depository Participant(s)] :**
 - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password / PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the URL: <https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder - Login
 - (iv) Put user ID and password as initial password / PIN noted in step (i) above. Click Login.
 - (v) Password change menu appears. Change the password / PIN with new password of your choice with minimum 8 digits / characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting >Active Voting Cycles.
 - (vii) Select "EVEN" of "Energy Development Company Limited".
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to csmukeshc@gmail.com with a copy marked to evoting@nsdl.co.in

- B. In case a member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company / Depository Participant(s) or requesting physical copy] :
- (i) Initial password is provided in the Annexure or at the bottom of the Attendance Slip for this AGM (enclosed herewith).
 - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- IV. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for members and remote e-voting user manual for members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- V. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password / PIN for casting your vote.
- VI. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).
- VII. Any person who acquires shares of the Company and become member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 22nd September, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or to the RTA.
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details / Password" option available at www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- 21) The facility for voting through Ballot Form or Polling Paper shall be made available at the AGM and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the Meeting.
 - 22) 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.
 - 23) Mr. Mukesh Chaturvedi, Practicing Company Secretary, (Membership No. 10213 and CP No.3390) of 169, Arbinda Sarani, Ground Floor, Kolkata – 700 006 has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
 - 24) The Scrutinizer will submit his report to the Chairman or a person authorised by him, who shall declare the Result.
 - 25) 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 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.

Dated : 14th August, 2016

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

By Order of the Board
For Energy Development Company Limited

Sd/-
Vijayshree Binnani
(Company Secretary)



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

The following Statement pursuant to Section 102(1) of the Companies Act, 2013 ("The Act"), sets out all material facts relating to the business mentioned at Item Nos. 5, 6 and 7 of the accompanying Notice dated 14th August, 2016:

Item No. 5

Mr. Chanakya Arvind Dhanda (DIN: 02709047) was appointed as an Additional Director of the Company with effect from 25th March, 2016 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Dhanda holds office upto the date of this Annual General Meeting but is eligible for the appointment as a Director (Categories being Non-executive, Professional). The Company has received a Notice from him in writing along with requisite deposit under Section 160 of the Act, proposing his candidature for the office of Director.

Mr. Dhanda has 10 years of experience in telecommunication industry & financial sector and 3 years of experience as VP in the field of marketing. A statement containing his profile is given in the Annexure to the Notice.

The Board recommends the passing of the Ordinary Resolution as set out in the Item No. 5 of the Notice for the appointment of Mr. Dhanda as a Director, liable to retire by rotation.

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

Item No. 6

The Board had on 30th May, 2016 on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. N. Radha Krishnan & Co., the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2017 at a remuneration of ₹ 40,000/- plus service tax and reimbursement of out-of-pocket expenses, if any. In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, ratification of the remuneration payable to the Cost Auditors for the Financial Year 2016-17 is being sought from the members by way of an Ordinary Resolution as set out at Item No. 6 of the Notice.

The Board recommends the resolution for approval by the Members. None of the Directors / Key Managerial Personnel/ their relatives are in any way deemed to be concerned or interested, in the said resolution, except as Shareholder, if any.

Item No. 7

During the Financial Year 2015-16, the Company has entered into certain business transactions with M/s. Sarvottam Caps Private Limited and M/s. Startrack Vinimay Private Limited, which are Related Parties as defined under Section 2(76) of the Companies Act, 2013. The transactions entered into with the aforesaid parties does not attract the provisions of Section 188 of the Companies Act, 2013. However, in view of the monetary value of transactions exceeding 10% of the annual consolidated turnover of the Company as per the Last Audited Financial Statement of the Company, the resolution set out in the Item No. 7 of the Notice is proposed to be passed as an Ordinary Resolution.

The details of such transactions are given below:-

Transactions during 2015-16 :

Sl. No.	Nature of Transactions with M/s. Sarvottam Caps Private Limited	Amount (₹)
1	Purchase of preference shares of subsidiaries of M/s. Arunachal Hydro Power Limited	9,23,21,369.00
	Total	9,23,21,369.00



Sl. No.	Nature of Transactions with M/s. Startrack Vinimay Private Limited	Amount (₹)
1	Interest on unsecured loan	8,82,740.00
2	Purchase of preference shares of subsidiaries of M/s. Arunachal Hydro Power Limited	8,95,73,368.00
3	Unsecured Loan (Although materiality threshold was not reached at the time of taking loan)	1,50,00,000.00
4	Purchase of 0.01% NCR preference shares of Eastern Ramganga Valley Hydel Projects Company Private Limited	15,91,20,000.00
5	Purchase of 0.01% NCR preference shares of Sarju Valley Hydel Projects Company Private Limited	9,72,40,000.00
	Total	36,18,16,108.00

All the transactions with related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable Accounting Standards.

The Board recommends the resolution for approval by the Members. Except Mr. Amar Singh and Mrs. Pankaja Kumari Singh, none of the other Directors / Key Managerial Personnel / their relatives are in any way deemed to be concerned or interested, in the said resolution, except as Shareholder, if any.



ANNEXURE TO THE NOTICE OF 21ST ANNUAL GENERAL MEETING

PARTICULARS OF DIRECTORS SEEKING RE-APPOINTMENT/APPOINTMENT

In pursuance of Regulation 36(3) of 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	Re-appointment	Appointment
		Mr. Sanjiv Saraf	Mr. Chanakya Arvind Dhanda
1.	Status of Directorship	Promoter, Executive Director	Non-executive Director (Additional)
2.	Relationship with other Directors and Key Managerial Personnel	None	None
3.	Date of Birth	13.05.1955	15.09.1984
4.	Date of appointment	01.04.2014	25.03.2016
5.	Qualification	M. Tech from B.H.U. (Varanasi)	Bachelors of Business Administration from International Management Institute, Brussels
6.	Expertise in specific functional areas	Over 39 years' experience in Electrical Engineering & Hydro Electric Projects.	10 Years' experience in Telecommunication Industry & financial sector. 3 Years' experience as VP in the field of marketing.
7.	Directorship in other Companies as on 31.03.2016	i) Heinzmann Hydro Tech Pvt. Ltd. ii) EDCL Power Projects Ltd. iii) EDCL Infrastructure Ltd. iv) Ester India Chemicals Pvt. Ltd. v) Ayyappa Hydro Power Ltd. vi) Eastern Ramganga Valley Hydel Projects Company Pvt. Ltd. vii) Sarju Valley Hydel Projects Co. Pvt. Ltd. viii) EDCL- Seppa Marjingla Hydro Electric Pvt. Ltd. ix) EDCL - Seppa Nire Hydro Electric Pvt. Ltd. x) Boom Hydro Energy Private Limited xi) Khari Hydro Power Project Pvt. Ltd. xii) EDCL-Seppa Kawa Power Pvt. Ltd	i) Tirupati Fincorp Ltd. ii) Yuvraj Textiles Pvt. Ltd. iii) Equanimity Traders Pvt. Ltd. iv) LFS Broking Pvt. Ltd. v) IIST Infotech Pvt. Ltd. vi) CKP Holdings Pvt. Ltd. vii) CKP Capital Advisors Pvt. Ltd. viii) Easy Mobile India Pvt. Ltd. ix) Sanrachna Trading Pvt. Ltd. x) CKP Wealth Management Pvt. Ltd. xi) Easy Funtainment Pvt. Ltd. xii) Kolar Sharex Pvt. Ltd. xiii) Percept Media Work Pvt. Ltd. xiv) YR General Trading HK Ltd. xv) Easy Global Trading PTE Ltd. xvi) Easy Worldwide Trading LLC
8.	Chairman(C) / Member(M) of Committees of the Board of Companies of which he is a Director	i) Energy Development Company Limited : (a) Stakeholders Relationship Committee (M) (b) Corporate Social Responsibility Committee (M) ii) Ayyappa Hydro Power Limited : (a) Audit Committee (M) (b) Nomination and Remuneration Committee (M) iii) EDCL Power Projects Limited : (a) Nomination and Remuneration Committee (M)	NIL



Sl. No.	Particulars	Re-appointment	Appointment
		Mr. Sanjiv Saraf	Mr. Chanakya Arvind Dhanda
9.	Number of shares held in the Company as on 31.03.2016.	10,000	8,01,000
10.	Number of convertible warrants held in the Company as on 31.03.2016.	Nil	Nil
11.	Date of first appointment on the Board	18.03.2002	25.03.2016
12.	Terms and condition of appointment	As approved in the Annual General Meeting held on 18.09.2014	Subject to the provisions contained in the Companies Act, 2013 and Memorandum and Articles of Association of Company.
13.	Remuneration to be paid	As approved in the Annual General Meeting held on 18.09.2014	Sitting Fees and such reimbursements as approved by Board
14.	Remuneration last drawn	₹ 47,54,600/-	Nil
15.	No. of the Board Meeting attended during the year	8	Nil



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 **21st Annual General Meeting** of the Company, to be held on Thursday, the 29th day of September, 2016 at 01:30 P.M. at its Registered Office at Harangy Hydro Electric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233.

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

*Strike out whichever is not applicable.



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

(From No. 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) of 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 21st Annual General Meeting of the Company, to be held on Thursday, the 29th day of September, 2016 at 1:30 P. M. 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.	Adoption of Audited standalone and consolidated Financial Statements together with Directors' Report and Auditors' Report thereon for the year ended on 31st March, 2016.		
2.	To declare Dividend for the financial year ended on 31st March, 2016.		
3.	Appointment of Mr. Sanjiv Saraf (DIN : 00506650) as Director, who retires by rotation and being eligible, offers himself for re-appointment.		
4.	Ratification of appointment of M/s. Lodha & Co., Chartered Accountants (Firm Registration No. : 301051E) as Auditors of the Company for the financial year 2016-17.		
Special Business			
5.	Appointment of Mr. Chanakya Arvind Dhanda (DIN : 02709047) as a Non-executive Director of the Company.		
6.	Ratification of remuneration of M/s. N. Radha Krishnan & Co., Cost Accountants as Cost Auditors of the Company for the financial year 2016-17.		
7.	Approval of Material Related Party Transactions.		

Signed this day of September, 2016.

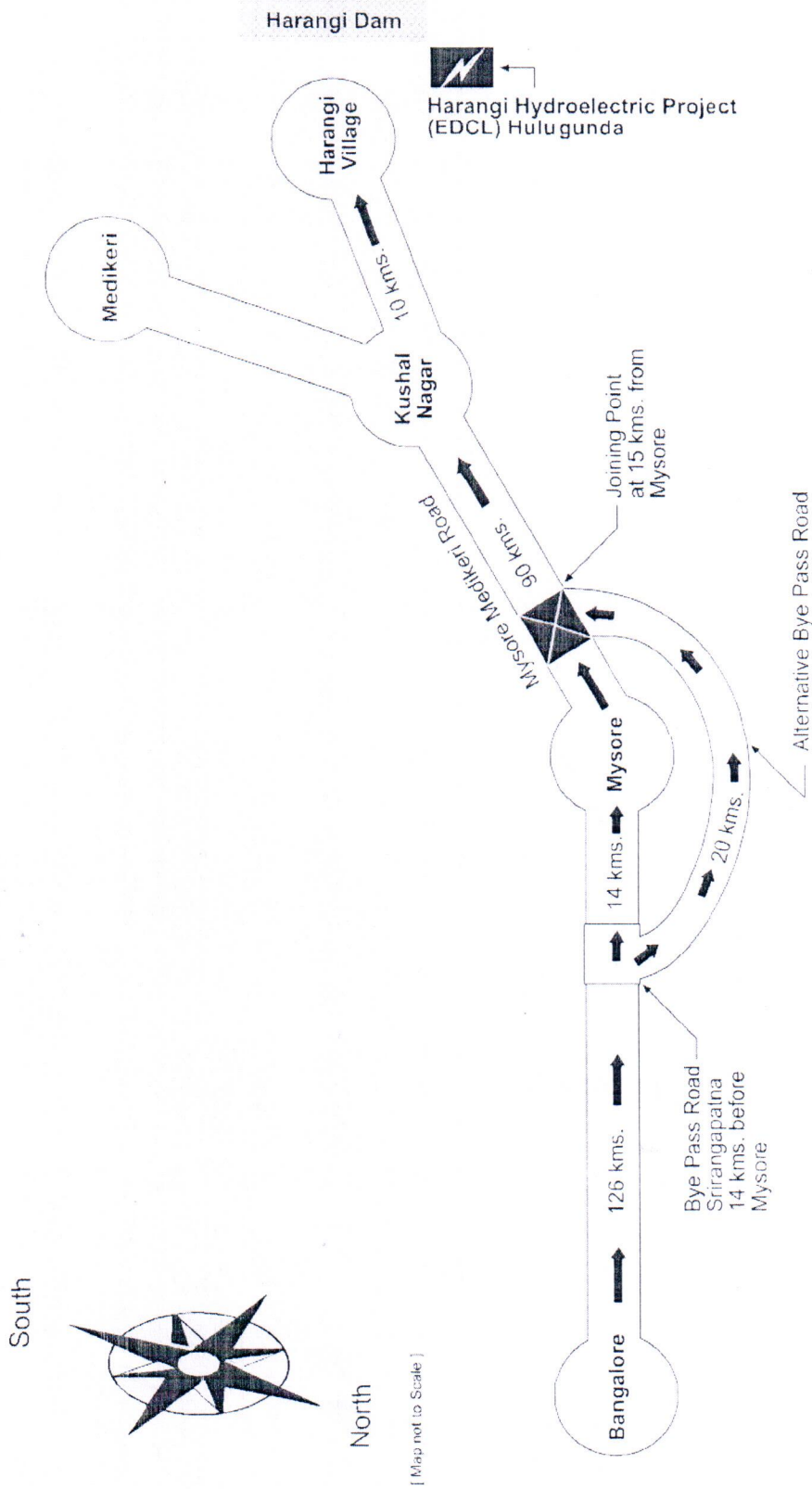
Signature of Shareholder(s)

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 Meeting.

ROUTE MAP TO THE VENUE OF THE EXTRA ORDINARY GENERAL MEETING



ROUTE MAP TO EDCL PLANT SITE AT HARANGI HARANGI HYDROELECTRIC PROJECT

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