



**ENERGY
DEVELOPMENT
COMPANY LTD.**

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

Ref : EDCL/SE/Comp./2018-19/027

Date : 01st October, 2018

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 : Voting Results of 23rd Annual General Meeting held on 29th September, 2018
along with Scrutinizer's Report.**

With reference to the captioned subject, we are enclosing herewith the following:

1. Voting results of businesses transacted at the 23rd Annual General Meeting, in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. Copy of Scrutinizer's Report dated 01st October, 2018, in terms of Section 108 of the Companies Act, 2013 read with relevant Rules made thereunder.

Kindly incorporate the same in your records.

Thanking you,

Yours faithfully,

for **Energy Development Company Limited**

For Energy Development Company Limited

Vijayshree Binnani
(Company Secretary)

Vijayshree Binnani
(Company Secretary)

Encl.: a/a

Voting Results

Date of the AGM/EGM	September 29, 2018
Total number of shareholders on record date (being the Cut-off Date for determining shareholders entitled to e-voting i.e. 22.09.2018)	12,474
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	2 30
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	No Video Conferencing

Agenda- wise disclosure

Ordinary Business:

Item No. 1: To consider and adopt the Audited standalone and consolidated Financial Statements of the Company for the financial year ended on March 31, 2018 along with the Reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,70,29,867	2,70,19,867	99.96%	2,70,19,867	0	100.00%	0.00%
	Poll		-	0.00%	-	0	0.00%	0.00%
	Total		2,70,19,867	99.96.00%	2,70,19,867	0	100.00%	0.00%
Public-Institutions	E-Voting	11,000	-	0.00%	0	0	0.00%	0.00%
	Poll		-	0.00%	0	0	0.00%	0.00%
	Total		-	0.00%	0	0	0.00%	0.00%
Public-Non Institutions	E-Voting	2,04,59,133	27,85,434	13.61%	27,85,434	0	100.00%	0.00%
	Poll		12,306	0.06%	12,306	0	100.00%	0.00%
	Total		27,97,740	13.67%	27,97,740	0	100.00%	0.00%
Total		4,75,00,000	2,98,17,607	62.77%	2,98,17,607	0	100.00%	0.00%



Item No. 2: To declare dividend for the financial year ended on March 31, 2018.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	2,70,29,867	2,70,19,867	99.96%	2,70,19,867	0	100.00%	0.00%
	Poll		-	0.00%	-	0	0.00%	0.00%
	Total		2,70,19,867	99.96.00%	2,70,19,867	0	100.00%	0.00%
Public- Institutions	E-Voting	11,000	-	0.00%	0	0	0.00%	0.00%
	Poll		-	0.00%	0	0	0.00%	0.00%
	Total		-	0.00%	0	0	0.00%	0.00%
Public- Non Institutions	E-Voting	2,04,59,133	27,85,434	13.61%	27,85,434	0	100.00%	0.00%
	Poll		12,306	0.06%	12,306	0	100.00%	0.00%
	Total		27,97,740	13.67%	27,97,740	0	100.00%	0.00%
Total		4,75,00,000	2,98,17,607	62.77%	2,98,17,607	0	100.00%	0.00%



Item No. 3: To appoint a Director in place of Mr. Amar Singh (DIN : 00165567), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,70,29,867	2,70,19,867	99.96%	2,70,19,867	0	100.00%	0.00%
	Poll		-	0.00%	-	0	0.00%	0.00%
	Total		2,70,19,867	99.96.00%	2,70,19,867	0	100.00%	0.00%
Public-Institutions	E-Voting	11,000	-	0.00%	0	0	0.00%	0.00%
	Poll		-	0.00%	0	0	0.00%	0.00%
	Total		-	0.00%	0	0	0.00%	0.00%
Public-Non Institutions	E-Voting	2,04,59,133	27,85,434	13.61%	27,85,434	0	100.00%	0.00%
	Poll		12,306	0.06%	12,306	0	100.00%	0.00%
	Total		27,97,740	13.67%	27,97,740	0	100.00%	0.00%
Total		4,75,00,000	2,98,17,607	62.77%	2,98,17,607	0	100.00%	0.00%



Item No. 4: To ratify the remuneration of the Cost Auditors for the financial year ending on March 31, 2019.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	2,70,29,867	2,70,19,867	99.96%	2,70,19,867	0	100.00%	0.00%
	Poll		-	0.00%	-	0	0.00%	0.00%
	Total		2,70,19,867	99.96.00%	2,70,19,867	0	100.00%	0.00%
Public- Institutions	E-Voting	11,000	-	0.00%	0	0	0.00%	0.00%
	Poll		-	0.00%	0	0	0.00%	0.00%
	Total		-	0.00%	0	0	0.00%	0.00%
Public- Non Institutions	E-Voting	2,04,59,133	27,85,434	13.61%	27,85,376	58	100.00%	0.00%
	Poll		12,306	0.06%	12,306	0	100.00%	0.00%
	Total		27,97,740	13.67%	27,97,682	0	100.00%	0.00%
Total		4,75,00,000	2,98,17,607	62.77%	2,98,17,549	58	100.00%	0.00%



Item No. 5: To appoint Mr. Vinod Kumar Sharma (DIN: 02879206) as an Executive Director of the Company.

Resolution required: (Ordinary/Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,70,29,867	2,70,19,867	99.96%	2,70,19,867	0	100.00%	0.00%
	Poll		-	0.00%	-	0	0.00%	0.00%
	Total		2,70,19,867	99.96.00%	2,70,19,867	0	100.00%	0.00%
Public-Institutions	E-Voting	11,000	-	0.00%	0	0	0.00%	0.00%
	Poll		-	0.00%	0	0	0.00%	0.00%
	Total		-	0.00%	0	0	0.00%	0.00%
Public-Non Institutions	E-Voting	2,04,59,133	27,85,434	13.61%	27,85,014	420	99.98%	0.02%
	Poll		12,306	0.06%	12,306	0	100.00%	0.00%
	Total		27,97,740	13.67%	27,97,320	0	100.00%	0.00%
Total		4,75,00,000	2,98,17,607	62.77%	2,98,17,187	420	100.00%	0.00%

Results: On the basis of the Scrutinizer's Report dated October 01, 2018, 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, 2018 will form part of the Minutes of the 23rd Annual General Meeting.



Mukesh Chaturvedi
B. COM (Hons), LLB, DSW, ACS
Company Secretary in Whole Time Practice

169, Arabinda Sarani,
Ground Floor,
Kolkata - 700 006
Mob.: +91 9830276262

Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
ENERGY DEVELOPMENT COMPANY LIMITED
'EDCL HOUSE', 1A, Elgin Road,
Kolkata – 700 020.
CIN: L85110KA1995PLC017003

Dear Sir,

I, Mukesh Chaturvedi, Practicing Company Secretary, have been appointed by the Board of Directors of the Company as the Scrutinizer for the purpose of scrutinizing the voting and remote e-voting process, in a fair and transparent manner, and ascertaining the results on voting and remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (Act) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolutions contained in the Notice for the 23rd Annual General Meeting (AGM) of the members of the Company held on September 29, 2018 at Harangi Hydroelectric Project, Vill. - Hulugunda, Taluka - Somawarpet, Dist. - Kodagu, Karnataka – 571 233.

1. The Management of the Company is responsible for ensuring the compliance with the requirements of the Act and Rules relating to voting through electronic means and voting at the AGM on the resolutions contained in the Notice for the AGM of the members of the Company.
2. My responsibility as a Scrutinizer, for the voting and remote e-voting process, is restricted to:
 - i. Conducting the voting at the AGM, as provided in clauses (a) to (h) of sub-rule (1) of Rule 21 of the Rules as applicable, after the end of the discussions on all the resolutions and
 - ii. To make a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions based on:
 - a. the reports generated from the E-voting system as provided by National Securities Depository Limited (NSDL), the authorised agency engaged by the Company to provide E-voting facility.
 - b. Voting conducted at the AGM by use of ballot / polling paper.
3. Further to the above, I submit my report as under:
 - i. The e-voting period remained open from Wednesday, September 26, 2018 (09.00 a.m.) and ended on Friday, September 28, 2018 (05:00 p.m.).



Mukesh Chaturvedi

B. COM (Hons), LLB, DSW, ACS
Company Secretary in Whole Time Practice

169, Arabinda Sarani,
Ground Floor,
Kolkata - 700 006
Mob.: +91 9830276262

- ii. The members of the Company as on the "cut-off" date i.e. September 22, 2018 were entitled to vote on the resolutions (items nos. 1 to 5) as set out in the Notice dated August 11, 2018 of the AGM of the members of the Company.
- iii. The members who were present at the AGM but had not cast their votes by availing the remote e-voting facility, also voted at the end of the discussions at the AGM, by using ballot paper.
- iv. Immediately after the conclusion of voting at the AGM, the votes cast at the AGM were verified and counted.
- v. The votes cast through remote e-voting were unblocked on September 29, 2018 in the presence of 2 witnesses, (Mr. Anand Sharma and Mr. Ashok Chaturvedi) who are not in the employment of the Company.
- vi. Thereafter, the results of the resolutions that were put to vote at the AGM, have been generated by consolidating the voting at the AGM and remote e-voting and are as under:

Total No. of <u>valid</u> Folios that have cast their vote	
Through remote e-voting :	28
Voting at the AGM :	29
Total No. of Shares representing the valid folios that have voted	
Through remote e-voting :	2,98,05,301
Voting at the AGM :	12,306
Total No of Folios who have voted through ballot / polling paper but is / are declared <u>invalid</u>	0

Item No. 1: To consider and adopt the Audited standalone and consolidated Financial Statements of the Company for the financial year ended on March 31, 2018 along with the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

Particulars	No. of Shares		Total no. of Shares	% of total votes cast
	Through remote e-voting	Through voting at AGM		
Number of votes cast in favour	29805301	12306	29817607	100.00
Number of votes cast against	0	0	0	0.00
Total	29805301	12306	29817607	100.00



Mukesh Chaturvedi

B. COM (Hons), LLB, DSW, ACS
Company Secretary in Whole Time Practice

169, Arabinda Sarani,
Ground Floor,
Kolkata - 700 006
Mob.: +91 9830276262

Item No. 2: To declare dividend for the financial year ended on March 31, 2018. (Ordinary Resolution)

Particulars	No. of Shares		Total no. of Shares	% of total votes cast
	Through remote e-voting	Through voting at AGM		
Number of votes cast in favour	29805301	12306	29817607	100.00
Number of votes cast against	0	0	0	0.00
Total	29805301	12306	29817607	100.00

Item No. 3: To appoint a Director in place of Mr. Amar Singh (DIN : 00165567), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment. (Ordinary Resolution)

Particulars	No. of Shares		Total no. of Shares	% of total votes cast
	Through remote e-voting	Through voting at AGM		
Number of votes cast in favour	29805301	12306	29817607	100.00
Number of votes cast against	0	0	0	0.00
Total	29805301	12306	29817607	100.00

Item No. 4: To ratify the remuneration of the Cost Auditors for the financial year ending on March 31, 2019. (Ordinary Resolution)

Particulars	No. of Shares		Total no. of Shares	% of total votes cast
	Through remote e-voting	Through voting at AGM		
Number of votes cast in favour	29805243	12306	29817549	100.00
Number of votes cast against	58	0	58	0.00
Total	29805301	12306	29817607	100.00



Mukesh Chaturvedi

B. COM (Hons), LLB, DSW, ACS
Company Secretary in Whole Time Practice

169, Arabinda Sarani,
Ground Floor,
Kolkata - 700 006
Mob.: +91 9830276262

Item No. 5: To appoint Mr. Vinod Kumar Sharma (DIN: 02879206) as an Executive Director. (Special Resolution)

Particulars	No. of Shares		Total no. of Shares	% of total votes cast
	Through remote e-voting	Through voting at AGM		
Number of votes cast in favour	29804881	12306	29817187	99.98
Number of votes cast against	420	0	420	0.02
Total	29805301	12306	29817607	100.00

vii. In my opinion the above mentioned resolutions has been passed with the requisite majority.

viii. You may accordingly declare the result of above mentioned resolutions.

Thanking you,

Yours faithfully,

Place : Kolkata

Date : October 01, 2018



A handwritten signature in cursive script, appearing to read "Mukesh Chaturvedi".

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