



# 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

## NOTICE TO THE MEMBERS

Notice is hereby given that an **Extra-ordinary General Meeting** (No. EGM-01/2023-24) 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 along with the facility to participate through video conferencing or other audio visual means, on Tuesday, the August 29, 2023 at 12:00 Noon to transact the following business:

### SPECIAL BUSINESS:

1. **Appointment of Ms. Disha Kumari Singh (DIN: 09092385) as a Non-executive Director**

To appoint Ms. Disha Kumari Singh (DIN: 09092385) 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 other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with the Rules made thereunder and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the recommendation of the Nomination and Remuneration Committee, Ms. Disha Kumari Singh (DIN: 09092385), who was appointed as an Additional Non-executive Director of the Company by the Board of Directors, with effect from May 30, 2023 in pursuance of Section 161(1) of the Act and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as a Non-executive Director of the Company, liable to retire by rotation.”

“**RESOLVED FURTHER THAT** pursuant to the provisions of Section 197 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Ms. Disha Kumari Singh (DIN: 09092385) be paid such fees and remuneration, as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time.”

Dated : July 24, 2023

Place : New Delhi

**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 TO 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 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.**

*A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10 percent of the total share capital of the Company carrying voting rights, as applicable. A member holding more than 10 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 are enclosed with the Notice. Members / Proxies / Authorized Representatives should bring their Attendance Slip duly filled in for attending the meeting.*



*Proxy holder shall carry his valid identity proof (Driving License, Voter ID Card, Passport, PAN Card) in order to prove his identity.*

Members participating via video conferencing or other audio visual means will not be able to appoint proxies.

- 2) All the members are requested to follow proper physical distancing, cleanliness and sanitize themselves before entering into the venue.
- 3) The Company in addition to holding this Extra-ordinary General Meeting with physical presence of members is also providing facility of video conferencing or other audio visual means, so as to allow other members to participate in the meeting.
- 4) 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.
- 5) The route map of the venue of the meeting is annexed towards the end of this Notice hereto.
- 6) Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the meeting is annexed hereto and the same should be taken as part of this Notice.
- 7) Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 regarding Director seeking appointment at the meeting are provided as an annexure hereto.
- 8) 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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Notice of Extra-ordinary General Meeting will be sent by electronic mode only to the members whose e-mail addresses are registered with the Company / Depository Participant(s). Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including the Notice of Extra-ordinary General Meeting from the Company, electronically.
- 9) The Notice of Extra-ordinary General Meeting will also be available on the Company's website i.e. [www.edclgroup.com](http://www.edclgroup.com) and the website of the National Securities Depository Limited ("NSDL") at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- 10) All the documents referred to in the accompanying Notice and Statement along with Register of Directors and Key Managerial Personnel & Shareholding and Register of Contracts and Arrangements in which Directors are interested 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 August 29, 2023 and at the website of the Company [www.edclgroup.com](http://www.edclgroup.com).
- 11) 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. August 22, 2023 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.
- 12) 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.
- 13) A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

#### 14) **VOTING THROUGH ELECTRONIC MEANS**

- I. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the 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 resolution proposed to be considered at the Extra-ordinary General Meeting ("EGM") by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited ("NSDL").
- II. The remote e-voting period commences on **August 26, 2023 (09:00 A.M.) and ends on August 28, 2023 (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 August 22, 2023, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL



for voting thereafter. The Company is also providing e-voting facility on the EGM day. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- III. A member may participate in the EGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the EGM.
- IV. Any person who acquires shares of the Company and becomes member after dispatch of the Notice and holding shares as on the cut-off date i.e. August 22, 2023, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or to the RTA.
- V. Mr. Mukesh Chaturvedi, Practicing Company Secretary, (Membership No. FCS 11063 and CP No. 3390) of 169, Arbinda Sarani, Ground Floor, Kolkata – 700 006 has been appointed as the Scrutinizer to scrutinize the voting at EGM and e-voting process in a fair and transparent manner.
- VI. **The process and manner for remote e-voting and e-voting are as under:**

The way to vote electronically on NSDL e-voting system consists of “Two Steps” which are mentioned below:

**Step 1: Access to NSDL e-voting system**

**A) Login method for e-voting for individual shareholders holding securities in demat mode**

Login method for individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under value added services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a personal computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password / OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders / Members can also download NSDL Mobile App “NSDL Speede” facility for seamless voting experience.</li> </ol>
Individual shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi/Easiest, they can login through their user ID and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-voting service provider i.e. NSDL. Click on NSDL to cast your vote.</li> <li>If the user is not registered for Easi / Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> </ol>



	4. Alternatively, the user can directly access e-voting page by providing demat account number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-voting is in progress.
Individual shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during meeting.

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022-4886 7000 and 022-2499 7000.
Individual shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no.: 1800 225533.

**B) Login Method for e-voting shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-voting website?**

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder / Member' section.
3. A new screen will open. You will have to enter your User ID, your Password / OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID. For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID. For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.



5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email IDs are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-voting will open.

### **Step 2: Cast your vote electronically on NSDL e-voting system.**

#### **How to cast your vote electronically on NSDL e-voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company i.e. **124788** for which you wish to cast your vote during the remote e-voting period. Now you are ready for e-voting as the Voting page opens.
3. Cast your vote by selecting appropriate options i.e. assent or dissent, verify / modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
4. Upon confirmation, the message "Vote cast successfully" will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

1. 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cs mukeshc@gmail.com](mailto:cs mukeshc@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.



2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details / Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call at : 022-4886 7000 and 022-2499 7000 or send a request to Ms. Pallavi Mhatre, Manager, NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**VII. The instructions for members for e-voting on the day of the EGM are as under:**

1. The procedure for e-voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. The facility will be available to those members who participate in the EGM and have not casted their vote on the Resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the EGM.
3. Members who have voted through Remote e-voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the EGM shall be the same person mentioned for remote e-voting.

**VIII. Process for those members whose email IDs are not registered with the depositories for procuring user ID and password and registration of email IDs for e-voting for the resolution set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to RTA i.e. [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 Digit Beneficiary ID), Name, Client Master or Copy of Consolidated Account Statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to RTA. If you are an individual shareholder holding securities in demat mode, you are requested to refer to the login method explained in step 1(A).
3. Alternatively, member may send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for obtaining User ID and Password by providing the details mentioned in Point (1) or (2) as the case may be.
4. In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with depositories and depository participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-voting facility.

**IX. Instructions for members for attending the EGM through VC / OAVM are as under:**

1. Members will be provided with a facility to attend the EGM through VC / OAVM through the NSDL e-voting system. Members may access by following the steps mentioned above for **Access to NSDL e-voting system**. After successful login, you can see link of VC/OAVM placed under "**Join Meeting**" menu against Company name. You are request to click on VC/OAVM link placed under "**Join Meeting**" menu. The link for VC / OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the e-voting instructions mentioned in the notice to avoid last minute rush.
2. The facility for joining the meeting through VC facility will be enabled 30 (thirty) minutes before the scheduled start time of the meeting.
3. Members are encouraged to join the meeting through Laptops for better experience.
4. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.



6. Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number / folio number, email ID, mobile number at [secretarial@edclgroup.com](mailto:secretarial@edclgroup.com) latest by 06:00 p.m. on Friday, August 18, 2023.
  7. Shareholders who do not wish to speak during meeting but have queries may send their queries latest by 06:00 p.m. on Friday, August 18, 2023 at [secretarial@edclgroup.com](mailto:secretarial@edclgroup.com). The same will be replied by the Company suitably.
  8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views / ask questions during the meeting.
  9. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the EGM.
- 15) The Scrutinizer will submit his Report to the Chairman or a person authorized by him/her, who shall declare the Result within 2 working days of conclusion of EGM.
  - 16) The Result declared along with the Report of the Scrutinizer shall be placed on the website of the Company at [www.edclgroup.com](http://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.

#### 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 no. 1 of the accompanying Notice dated July 24, 2023:

##### Item No. 1

Born on March 26, 2001, Ms. Disha Kumari Singh has done B.A.(Hons.) History from Kings College London.

In terms of Section 161(1) of the Companies Act, 2013 and on the recommendation of the Nomination and Remuneration Committee held on May 25, 2023, the Board of Directors at its meeting held on May 25, 2023 and adjourned Board Meeting held on May 30, 2023, appointed Ms. Disha Kumari Singh as an Additional Non-executive Director with effect from May 30, 2023. The Board recommends appointment of Ms. Disha Kumari Singh as a Non-executive Director on the Board of Directors of the Company in this EGM.

Ms. Disha Kumari Singh is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director. The Company has received requisite notice under Section 160 of the Companies Act, 2013 proposing her appointment. Ms. Disha Kumari Singh is not debarred from holding the office of Director by virtue of any SEBI, MCA order or any other such authority. Ms. Disha Kumari Singh does not hold any share in the Company in individual capacity.

Necessary disclosures in pursuance of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the ICSI has been provided separately in a table as an annexure to the Notice.

Necessary documents, if any, relating to appointment of Ms. Disha Kumari Singh is available for inspection by the members at the registered office of the Company.

The Board recommends the Ordinary Resolution set out at item no. 1 of the Notice for approval by the shareholders of the Company. Except Ms. Disha Kumari Singh and Mrs. Pankaja Kumari Singh and her relatives, 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.

Dated : July 24, 2023

Place : New Delhi

**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)*



## ANNEXURE TO THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING

## PARTICULARS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT

In pursuance of Regulation 36(3) of the 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	Ms. Disha Kumari Singh
1.	Status of directorship	Non-Executive Director
2.	Relationship with other Directors and Key Managerial Personnel	Daughter of Mrs. Pankaja Kumari Singh, Director
3.	Date of Birth	March 26, 2001
4.	Date of appointment	May 30, 2023
5.	Qualification	B.A. (Hons.) in History
6.	Expertise in specific functional areas	Ms. Disha Kumari Singh has experience in the field of Management, Journalism and Social Media Management.
7.	Directorship in other Companies as on May 30, 2023.	<ul style="list-style-type: none"> <li>• EDCL Power Projects Limited</li> <li>• Ayyappa Hydro Power Limited</li> </ul>
8.	Listed entites from which the Director has resign in past 3 years.	<ul style="list-style-type: none"> <li>• Energy Development Company Limited</li> </ul>
9.	Chairman (C) / Member (M) of Committees of the Board of Director as on July 24, 2023.	<ul style="list-style-type: none"> <li>• Ayyappa Hydro Power Limited</li> <li>- Nomination and Remuneration Committee</li> </ul>
10.	Number of shares held in the Company as on July 24, 2023: (a) Own (b) For Other persons on a beneficial basis	<p>Nil</p> <p>Nil</p>
11.	Number of convertible warrants held in the Company as on July 24, 2023.	N. A.
12.	Terms and condition of appointment	As per Nomination and Remuneration Policy of the Company subject to provisions contained in the Companies Act, 2013.
13.	Remuneration to be paid	Sitting Fees and such reimbursements as approved by the Board.
14.	Remuneration last drawn	N. A.
15.	No. of the Board meeting attended during the year 2023-24. (upto July 24, 2023).	2

Dated : July 24, 2023

Place : New Delhi

**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)





## 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 – 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) holding ..... 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 **Extra-ordinary General Meeting** of the Company, to be held on Tuesday, the August 29, 2023 at 12:00 Noon at Harangi Hydro Electric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233 and at any adjournment thereof in respect of resolution as indicated below:

Resolution Number	Description	OPTIONAL	
		FOR	AGAINST
<b>Special Business</b>			
1.	To appoint Ms. Disha Kumari Singh (DIN: 09092385) as a Non-executive Director.		

Signed this ..... day of ....., 2023.

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.





## 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 : .....

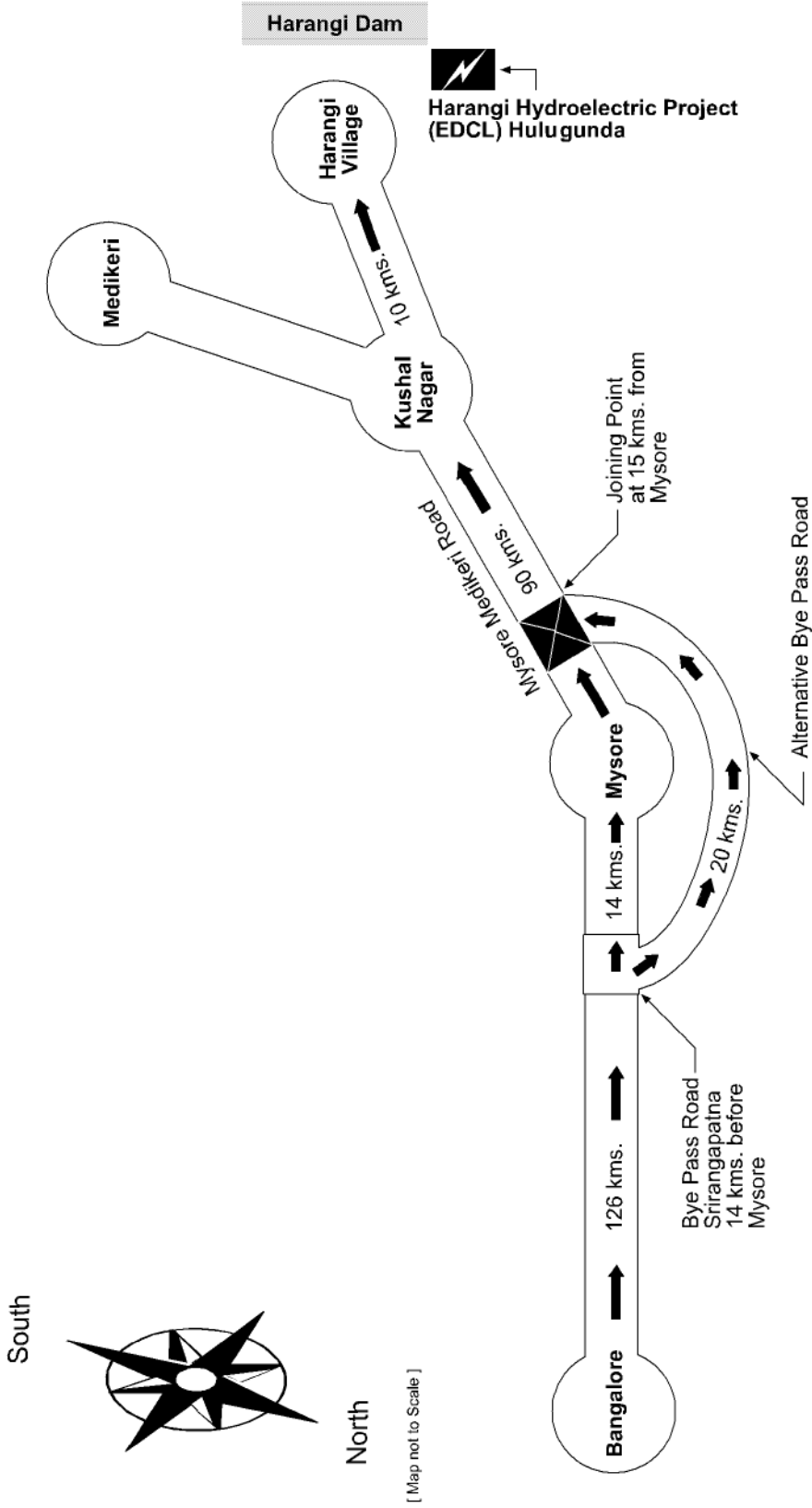
I hereby record my presence at the **Extra-ordinary General Meeting** of the Company, being held on Tuesday, the August 29, 2023 at 12:00 Noon at the Registered Office of the Company at Harangi Hydro Electric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233.

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

\*Strike out whichever is not applicable.

(TEAR HEAR)

**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