



**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./2016-17/020

Date : 19th August, 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 : Voting Result of Postal Ballot along with Scrutinizer's Report

This in reference to our letter dated 19th July, 2016, wherein we enclosed the Postal Ballot Notice seeking members' consent by way of Special Resolution vide Postal Ballot / e-voting with respect to sale, transfer or disposal of the shares held by the company in its subsidiaries.

In connection with the above, the Company is pleased to inform that the members of the Company have approved the proposed Special Resolution with requisite majority.

The approval is deemed to have been received on the last date of receipt of Postal Ballot Form / e-voting i.e. 17th August, 2016.

We are enclosing herewith the following:

1. Copy of Scrutinizer's Report dated 19.08.2016
2. Voting result of Postal Ballot (including e-voting) as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Kindly incorporate the same in your records.

Thanking you,

Yours faithfully,
for Energy Development Company Limited

For Energy Development Company Limited

Vijayshree Binnani

Vijayshree Binnani
(Company Secretary)

Encl(s): As above

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

To

The Chairman

ENERGY DEVELOPMENT COMPANY LIMITED

'EDCL HOUSE', 1A, Elgin Road,

Kolkata - 700 020.

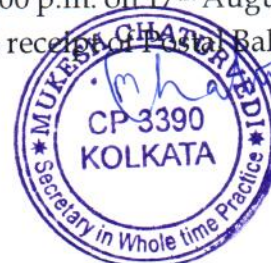
Dear Sir,

Sub : Scrutinizer's Report on Postal Ballot including e-voting conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('the Rule'), as amended, and other applicable provisions, if any.

I, Mukesh Chaturvedi, Practicing Company Secretary, had been appointed by the Board of Directors of **ENERGY DEVELOPMENT COMPANY LIMITED** ('the Company') vide its resolution 30th May, 2016, pursuant to provisions of 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as the Scrutinizer for conducting the Postal Ballot and e-voting process in respect of proposed resolution for sale, transfer or disposal of the shares held by the Company in its subsidiaries as mentioned in the Postal Ballot Notice dated 30th May, 2016.

I hereby submit my Report as under:

1. The dispatch of Postal Ballot Notice along with Form and annexures to the members of the Company whose name(s) appeared on the Register of members / List of Beneficial Owners as on 30th June, 2016 was completed on 18th July, 2016.
2. The Company has also provided e-voting facility to all the members and has sent Postal Ballot Notice electronically to all the members who have registered their e-mail IDs for receipt of documents in electronic mode.
3. The voting period began at 09:00 a.m. on 19th July, 2016 and ended at 05:00 p.m. on 17th August, 2016.
4. Votes received through Postal Ballot Form / e-voting till 05:00 p.m. on 17th August, 2016, being the last date and time fixed by the Company for receipt of Postal Ballot Forms/e-voting, has been considered for scrutiny.



5. None of the incomplete, unsigned or incorrect Postal Ballot Form has been considered.
6. The particulars of all the Postal Ballot Forms including electronic votes received from the members have been entered in a register maintained separately for the purpose.
7. After the conclusion of the counting of votes through Postal Ballot Forms and the votes cast through remote e-voting were unblocked in presence of 2 witnesses Mr. Ashok Chaturvedi and Mr. Shri Prakash Sharma who are not in the employment of the Company. The results of e-voting are based on the reports generated from service provider website <https://www.evoting.nsdl.com>.
8. The Postal Ballot Forms including electronic votes were duly scrutinized and the shareholding was matched /confirmed by Registrar and Share Transfer Agent i.e Niche Technologies Pvt. Ltd.
9. The Postal Ballot Forms and other related papers/registers and records will be handed over to the Company for safe custody of the same after signing of the minutes of the Postal Ballot process.
10. The summary of votes casted through Postal Ballot Forms and e-voting are given below:

Particulars	No. of the Postal Ballot Forms / e-voting	No. of Total Votes casted	%
Physical Votes			
Total Postal Ballot Forms Received	7	2,91,14,475	-
Less: Invalid Postal Ballot Forms	Nil	Nil	Nil
Total Valid Postal Ballot Forms	7	2,91,14,475	100%
Postal Ballot Forms giving Assent (A)	7	2,91,14,475	100% of Votes casted
Postal Ballot Forms giving Dissent	Nil	Nil	Nil
Electronic Voting			
Total e-voting	21	73922	
Less: Invalid Votes	Nil	Nil	Nil
Total Valid e-voting	21	73922	100%
Total Assent in e-voting	21	73922	100% of Votes casted
Total Dissent in e-voting	Nil	Nil	Nil
Total Votes in favour of Resolution	28	2,91,88,397	100% of Votes casted
Total Votes against the Resolution	Nil	Nil	Nil

M. Chaturvedi



11. The Special Resolution has been passed with the requisite majority since more than three-fourth of the total votes casted is in favour of Resolution.
12. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

Yours faithfully,



Place : Kolkata
Date : 19th August, 2016

A handwritten signature in blue ink, appearing to read "M Chaturvedi".

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



**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

Voting Results

Date of the AGM / EGM (Special Resolution passed through Postal Ballot*)	17.08.2016
Total number of shareholders on record date (30.06.2016)	6,787
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

Agenda- wise disclosure

Item : sale, transfer or disposal of the shares held by the company in its subsidiaries

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	2,91,24,475	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		2,91,14,475	99.97%	2,91,14,475	Nil	100%	Nil
	Total		2,91,14,475	99.97%	2,91,14,475	Nil	100%	Nil
Public- Institutions	E-Voting	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Postal Ballot		N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total		N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
Public- Non Institutions	E-Voting	1,83,75,525	73,922	100%	73,922	Nil	100%	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		73,922	100%	73,922	Nil	100%	Nil
Total		4,75,00,000	2,91,88,397	64.45%	2,91,88,397	Nil	100%	Nil

Results: On the basis of the Scrutinizer's Report dated 17.08.2016, the Special Resolution as proposed in the Notice dated 30.05.2016 has been duly passed with requisite majority.

*In terms of Clause 16.6.3 of SS-2, the Resolution is deemed to be passed on the last date specified by the Company for the receipt of duly completed Postal Ballot Form / e-voting i.e. 17.08.2016.

For Energy Development Company Limited

Vijayshree Binuar
(Company Secretary)