



**ENERGY
DEVELOPMENT
COMPANY LTD.**

EDCL HOUSE
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CIN : L85110KA1995PLC017003

Ref : EDCL/SE/Comp./2016-17/034

Date : 1st October, 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 Results of 21st Annual General Meeting held on 29th September, 2016
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 21st 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 1st October, 2016, 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

Vijayshree Binnani

Vijayshree Binnani
(Company Secretary)

Encl.: a/a

Voting Results

Date of the AGM /EGM	29.09.2016
Total number of shareholders on record date (being the Cut Off Date for determining shareholders entitled to e-voting i.e. 22.09.2016)	6,747
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	3 33
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 31st March, 2016 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	2,91,24,475	2,91,24,475	100%	2,91,24,475	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	
	Total		2,91,24,475	100%	2,91,24,475	Nil	100%	Nil
Public- Institutions	E-Voting	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Poll		N. A.	N. A.	N. A.	N. A.	N. A.	
	Total		N. A.	N. A.	N. A.	N. A.	N. A.	
Public- Non Institutions	E-Voting	1,83,75,525	66,917	0.36%	66,917	Nil	100%	Nil
	Poll		625	0.00%	625	Nil	100%	Nil
	Total		67,542	0.37%	67,542	Nil	100%	Nil
Total		4,75,00,000	2,91,92,017	61.46%	2,91,92,017	Nil	100%	Nil

For Energy Development Company Limited

Vijayshree Binnor
(Company Secretary)

Item No. 2: To declare dividend for the financial year ended on 31st March, 2016.

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	2,91,24,475	2,91,24,475	100%	2,91,24,475	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		2,91,24,475	100%	2,91,24,475	Nil	100%	Nil
Public- Institutions	E-Voting	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Poll		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	66,917	0.36%	66,917	Nil	100%	Nil
	Poll		625	0.00%	625	Nil	100%	Nil
	Total		67,542	0.37%	67,542	Nil	100%	Nil
Total		4,75,00,000	2,91,92,017	61.46%	2,91,92,017	Nil	100%	Nil

Item No. 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.

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	2,91,24,475	2,91,14,475	99.97%	2,91,14,475	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		2,91,24,475	Nil	Nil	Nil	Nil	Nil
Public- Institutions	E-Voting	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Poll		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	66,917	0.36%	66,917	Nil	100%	Nil
	Poll		625	0.00%	625	Nil	100%	Nil
	Total		67,542	0.37%	67,542	Nil	100%	Nil
Total		4,75,00,000	2,91,82,017	61.44%	2,91,82,017	Nil	100%	Nil

For Energy Development Company Limited

Ujjayshree Binnar
(Company Secretary)

Item No. 4: To ratify the appointment of the Auditors and to fix their remuneration.

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	2,91,24,475	2,91,24,475	100%	2,91,24,475	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		2,91,24,475	100%	2,91,24,475	Nil	100%	Nil
Public- Institutions	E-Voting	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Poll		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	66,917	0.36%	66,917	Nil	100%	Nil
	Poll		625	0.00%	625	Nil	100%	Nil
	Total		67,542	0.37%	67,542	Nil	100%	Nil
Total		4,75,00,000	2,91,92,017	61.46%	2,91,92,017	Nil	100%	Nil

Item No. 5: To appoint Mr. Chanakya Arvind Dhanda (DIN: 02709047) as a Non-Executive Director :

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	2,91,24,475	2,91,24,475	100%	2,91,24,475	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		2,91,24,475	100%	2,91,24,475	Nil	100%	Nil
Public- Institutions	E-Voting	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Poll		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	66,917	0.36%	66,917	Nil	100%	Nil
	Poll		625	0.00%	625	Nil	100%	Nil
	Total		67,542	0.37%	67,542	Nil	100%	Nil
Total		4,75,00,000	2,91,92,017	61.46%	2,91,92,017	Nil	100%	Nil

For Energy Development Company Limited

 (Company Secretary)

Item No. 6: To ratify the remuneration of the Cost Auditors for the financial year ending on 31st March, 2017 :

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	2,91,24,475	2,91,24,475	100%	2,91,24,475	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	
	Total		2,91,24,475	100%	2,91,24,475	Nil	100%	Nil
Public- Institutions	E-Voting	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Poll		N. A.	N. A.	N. A.	N. A.	N. A.	
	Total		N. A.	N. A.	N. A.	N. A.	N. A.	
Public- Non Institutions	E-Voting	1,83,75,525	66,917	0.36%	66,917	Nil	100%	Nil
	Poll		625	0.00%	625	Nil	100%	Nil
	Total		67,542	0.37%	67,542	Nil	100%	Nil
Total		4,75,00,000	2,91,92,017	61.46%	2,91,92,017	Nil	100%	Nil

Item No. 7: Approval of Material Related Party Transactions :

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	2,91,24,475	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	
	Total		Nil	Nil	Nil	Nil	Nil	
Public- Institutions	E-Voting	Nil	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Poll		N. A.	N. A.	N. A.	N. A.	N. A.	
	Total		N. A.	N. A.	N. A.	N. A.	N. A.	
Public- Non Institutions	E-Voting	1,83,75,525	76,917	0.42%	76,796	121	99.84%	0.16%
	Poll		625	0.00%	625	Nil	100%	Nil
	Total		77,542	0.42%	77,421	121	99.84%	0.16%
Total		4,75,00,000	77,542	0.16%	77,421	121	99.84%	0.16%

Results: On the basis of the Scrutinizer's Report dated 01.10.2016, 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 14.08.2016, will form part of the Minutes of the Annual General Meeting.

For Energy Development Company Limited

 (Company Secretary)

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 Voting through Remote e-voting and Ballot Process conducted pursuant to the provisions of Section 108 the Companies Act, 2013 ('the Act') read with Rule 20 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 dated 30th May, 2016, 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 Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as the Scrutinizer for scrutinizing the voting process through remote e-voting and Ballot Process in respect of resolutions as mentioned in the Notice of 21st Annual General Meeting ("AGM") dated 14th August, 2016.

I hereby submit my Report as under:

1. All the resolutions for approval at the AGM were transacted through remote e-voting and Ballot process at the AGM.
2. Members whose name were recorded in the Company's Register of Members / Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 22nd September, 2016 were entitled to cast their votes.
3. The remote e-voting period began at 09:00 a.m. on 26th September, 2016 and ended at 05:00 p.m. on 28th September, 2016. At the end of remote e-voting period the facility was blocked by the service provider i.e. NSDL.
4. The particulars of votes received from the members have been entered in a Register maintained separately for the purpose.
5. After the conclusion of the counting of votes cast through 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>.
6. The 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.
7. The summary of votes cast through remote e-voting and Ballot Forms are given below:

Mukesh Chaturvedi



continuation sheet....

Item No. 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. (Ordinary Resolution)

Particulars	No. of members			No. of votes cast			% of total valid votes cast
	Remote e-voting	Ballot Voting at AGM	Total	Remote e-voting	Ballot Voting at AGM	Total	
Votes in favour of the resolution	15	26	41	2,91,91,392	625	2,91,92,017	100
Votes against the resolution	0	0	0	0	0	0	0
Total Valid	15	26	41	2,91,91,392	625	2,91,92,017	100
Invalid	0	0	0	0	0	0	0

Item No. 2: To declare dividend for the financial year ended on 31st March, 2016. (Ordinary Resolution)

Particulars	No. of members			No. of votes cast			% of total valid votes cast
	Remote e-voting	Ballot Voting at AGM	Total	Remote e-voting	Ballot Voting at AGM	Total	
Votes in favour of the resolution	15	26	41	2,91,91,392	625	2,91,92,017	100
Votes against the resolution	0	0	0	0	0	0	0
Total Valid	15	26	41	2,91,91,392	625	2,91,92,017	100
Invalid	0	0	0	0	0	0	0

M. Chaturvedi



continuation sheet....

Item No. 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. (Ordinary Resolution)

Particulars	No. of members			No. of votes cast			% of total valid votes cast
	Remote e-voting	Ballot Voting at AGM	Total	Remote e-voting	Ballot Voting at AGM	Total	
Votes in favour of the resolution	14	26	40	2,91,81,392	625	2,91,82,017	100
Votes against the resolution	0	0	0	0	0	0	0
Total Valid	14	26	40	2,91,81,392	625	2,91,82,017	100
Invalid	0	0	0	0	0	0	0

Item No. 4: To ratify the appointment of the Auditors and to fix their remuneration. (Ordinary Resolution)

Particulars	No. of members			No. of votes cast			% of total valid votes cast
	Remote e-voting	Ballot Voting at AGM	Total	Remote e-voting	Ballot Voting at AGM	Total	
Votes in favour of the resolution	15	26	41	2,91,91,392	625	2,91,92,017	100
Votes against the resolution	0	0	0	0	0	0	0
Total Valid	15	26	41	2,91,91,392	625	2,91,92,017	100
Invalid	0	0	0	0	0	0	0

M. Chaturvedi



continuation sheet....

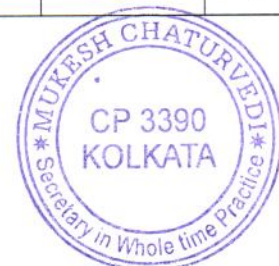
Item No. 5: To appoint Mr. Chanakya Arvind Dhanda (DIN: 02709047) as a Non-Executive Director. (Ordinary Resolution)

Particulars	No. of members			No. of votes cast			% of total valid votes cast
	Remote e-voting	Ballot Voting at AGM	Total	Remote e-voting	Ballot Voting at AGM	Total	
Votes in favour of the resolution	15	26	41	2,91,91,392	625	2,91,92,017	100
Votes against the resolution	0	0	0	0	0	0	0
Total Valid	15	26	41	2,91,91,392	625	2,91,92,017	100
Invalid	0	0	0	0	0	0	0

Item No. 6: To ratify the remuneration of the Cost Auditors for the financial year ending on 31st March, 2017. (Ordinary Resolution)

Particulars	No. of members			No. of votes cast			% of total valid votes cast
	Remote e-voting	Ballot Voting at AGM	Total	Remote e-voting	Ballot Voting at AGM	Total	
Votes in favour of the resolution	15	26	41	2,91,91,392	625	2,91,92,017	100
Votes against the resolution	0	0	0	0	0	0	0
Total Valid	15	26	41	2,91,91,392	625	2,91,92,017	100
Invalid	0	0	0	0	0	0	0

M. Chaturvedi



Item No. 7: Approval of Material Related Party Transactions. (Ordinary Resolution)

Particulars	No. of members			No. of votes cast			% of total valid votes cast
	Remote e-voting	Ballot Voting at AGM	Total	Remote e-voting	Ballot Voting at AGM	Total	
Votes in favour of the resolution	6	26	32	76,796	625	77,421	99.84
Votes against the resolution	2	0	2	121	0	121	0.16
Total Valid	8	26	34	76,917	625	77,542	100
Invalid*	1	0	1	1,35,62,084	0	1,35,62,084	-

*Votes of Related Party as defined under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

8. In my opinion the above mentioned resolutions has been passed with the requisite majority.
9. You may accordingly declare the result of above mentioned resolutions.

Thanking you,

Yours faithfully,



Mukesh Chaturvedi

Place : Kolkata
Date : 1st October, 2016

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