



**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./2017-18/021

Date : 2nd October, 2017

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 22nd Annual General Meeting held
on 30th September, 2017 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 22nd 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 2nd October, 2017, 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
(Company Secretary)

Encl.: a/a

Voting Results

Date of the AGM/EGM	September 30, 2017
Total number of shareholders on record date (the Cut Off Date for determining shareholders entitled to e-voting is September 23, 2017)	11,113
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	2 31
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, 2017 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	2,70,29,867	100.00%	2,70,29,867	0	100.00%	0.00%
	Poll		-	0.00%	0	0	0.00%	0.00%
	Total		2,70,29,867	100.00%	2,70,29,867	0	100.00%	0.00%
Public-Institutions	E-Voting	35,730	-	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	2,04,34,403	33,77,146	16.53%	33,77,146	0	100.00%	0.00%
	Poll		6,293	0.03%	6293	0	100.00%	0.00%
	Total		33,83,439	16.56%	33,83,439	0	100.00%	0.00%
Total		4,75,00,000	3,04,13,306	64.03%	3,04,13,306	0	100.00%	0.00%



Item No. 2: To declare dividend for the financial year ended on March 31, 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	2,70,29,867	2,70,29,867	100.00%	2,70,29,867	0	100.00%	0.00%
	Poll		-	0.00%	0	0	0.00%	0.00%
	Total		2,70,29,867	100.00%	2,70,29,867	0	100.00%	0.00%
Public- Institutions	E-Voting	35,730	-	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	2,04,34,403	33,77,146	16.53%	33,77,146	0	100.00%	0.00%
	Poll		6,293	0.03%	6,293	0	100.00%	0.00%
	Total		33,83,439	16.56%	33,83,439	0	100.00%	0.00%
Total		4,75,00,000	3,04,13,306	64.03%	3,04,13,306	0	100.00%	0.00%

Item No. 3: To appoint a Director in place of Mrs. Pankaja Kumari Singh (DIN : 00199454), who retires by rotation at this Annual General Meeting and being eligible has offered herself 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	2,70,29,867	100.00%	2,70,29,867	-	100.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Total		2,70,29,867	100.00%	2,70,29,867	-	100.00%	0.00%
Public- Institutions	E-Voting	35,730	-	0.00%	-	-	0.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Total		-	0.00%	-	-	0.00%	0.00%
Public- Non Institutions	E-Voting	2,04,34,403	33,77,146	16.53%	33,74,725	2,421	99.93%	0.07%
	Poll		6,293	0.03%	6,293	-	100.00%	0.00%
	Total		33,83,439	16.56%	33,81,018	2,421	99.93%	0.07%
Total		4,75,00,000	3,04,13,306	64.03%	3,04,10,885	2,421	99.93%	0.07%

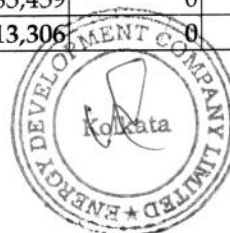


Item No. 4: To appoint a Director in place of Mr. Sanjay Kumar Gupta (DIN : 01538117), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			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	2,70,29,867	100.00%	2,70,29,867	-	100.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Total		2,70,29,867	100.00%	2,70,29,867	-	100.00%	0.00%
Public-Institutions	E-Voting	35,730	-	0.00%	-	-	0.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Total		-	0.00%	-	-	0.00%	0.00%
Public-Non Institutions	E-Voting	2,04,34,403	33,77,146	16.53%	33,74,745	2,401	99.93%	0.07%
	Poll		6,293	0.03%	6,293	-	100.00%	0.00%
	Total		33,83,439	16.56%	33,81,038	2,401	99.93%	0.07%
Total		4,75,00,000	3,04,13,306	64.03%	3,04,10,905	2,401	99.93%	0.07%

Item No. 5: To appoint the Auditors in place of the existing Auditors (who are not eligible to be re-appointed due to expiry of the maximum permissible tenure as the Auditors of the Company) 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	2,70,29,867	2,70,29,867	100.00%	2,70,29,867	0	100.00%	0.00%
	Poll		-	0.00%	-	0	0.00%	0.00%
	Total		2,70,29,867	100.00%	2,70,29,867	0	100.00%	0.00%
Public-Institutions	E-Voting	35,730	-	0.00%	-	0	0.00%	0.00%
	Poll		-	0.00%	-	0	0.00%	0.00%
	Total		-	0.00%	-	0	0.00%	0.00%
Public-Non Institutions	E-Voting	2,04,34,403	33,77,146	16.53%	33,77,146	0	100.00%	0.00%
	Poll		6,293	0.03%	6,293	0	100.00%	0.00%
	Total		33,83,439	16.56%	33,83,439	0	100.00%	0.00%
Total		4,75,00,000	3,04,13,306	64.03%	3,04,13,306	0	100.00%	0.00%



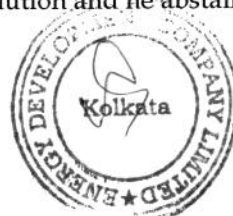
Item No. 6: To ratify the remuneration of the Cost Auditors for the financial year ending on March 31, 2018

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	2,70,29,867	100.00%	2,70,29,867	-	100.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Total		2,70,29,867	100.00%	2,70,29,867	-	100.00%	0.00%
Public-Institutions	E-Voting	35,730	-	0.00%	-	-	0.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Total		-	0.00%	-	-	0.00%	0.00%
Public-Non Institutions	E-Voting	2,04,34,403	33,77,146	16.53%	33,76,645	501	99.98%	0.02%
	Poll		6,293	0.03%	6,293	-	100.00%	0.00%
	Total		33,83,439	16.56%	33,82,938	501	99.98%	0.02%
Total		4,75,00,000	3,04,13,306	64.03%	3,04,12,805	501	99.98%	0.02%

Item No. 7: To re-appoint Mr. Sanjiv Saraf (DIN: 00506650) as an Executive Director of the Company

Resolution required: (Ordinary/Special)			Special					
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%	2,70,19,867	0	100.00%	0.00%
Public-Institutions	E-Voting	35,730	-	0.00%	-	0	0.00%	0.00%
	Poll		-	0.00%	-	0	0.00%	0.00%
	Total		-	0.00%	-	0	0.00%	0.00%
Public-Non Institutions	E-Voting	2,04,34,403	33,77,146	16.53%	33,77,146	0	100.00%	0.00%
	Poll		6,293	0.03%	6,293	0	100.00%	0.00%
	Total		33,83,439	16.56%	33,83,439	0	100.00%	0.00%
Total		4,75,00,000	3,04,03,306	64.01%	3,04,03,306	0	100.00%	0.00%

Note : No Promoter, except Mr. Sanjiv Saraf is interested in the Resolution and he abstained himself from voting.



Item No. 8: 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	2,70,29,867	-	0.00%	-	-	0.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Total		-	0.00%	-	-	0.00%	0.00%
Public-Institutions	E-Voting	35,730	-	0.00%	-	-	0.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Total		-	0.00%	-	-	0.00%	0.00%
Public-Non Institutions	E-Voting	2,04,34,403	33,76,946	16.53%	33,75,645	1,301	99.96%	0.04%
	Poll		6,293	0.03%	6,293	-	100.00%	0.00%
	Total		33,83,239	16.56%	33,81,938	1,301	99.96%	0.04%
Total		4,75,00,000	33,83,239	7.12%	33,81,938	1,301	99.96%	0.04%

Note : 8 Members including Promoters, abstained themselves from voting.

Item No. 9: Keeping registers, returns etc. at a place other than Registered Office

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	2,70,29,867	100.00%	2,70,29,867	-	100.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Total		2,70,29,867	100.00%	2,70,29,867	-	100.00%	0.00%
Public-Institutions	E-Voting	35,730	-	0.00%	-	-	0.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Total		-	0.00%	-	-	0.00%	0.00%
Public-Non Institutions	E-Voting	2,04,34,403	33,77,146	16.53%	33,72,325	4,821	99.86%	0.14%
	Poll		6,293	0.03%	6,293	-	100.00%	0.00%
	Total		33,83,439	16.56%	33,78,618	4,821	99.86%	0.14%
Total		4,75,00,000	3,04,13,306	64.03%	3,04,08,485	4,821	99.98%	0.02%

Results: On the basis of the Scrutinizer's Report dated October 2, 2017, 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, 2017, will form part of the Minutes of the 22nd Annual General Meeting.



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 22nd Annual General Meeting (AGM) of the members of the Company held on September 30, 2017 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 Tuesday, September 27, 2017 (09:00 a.m.) and ended on Friday, September 29, 2017 (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 23, 2017 were entitled to vote on the resolutions (items nos. 1 to 9) as set out in the Notice dated August 11, 2017 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 October 02, 2017 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 evoting 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 :	3,04,07,013
Voting at the AGM :	6,293
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, 2017 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	30407013	6293	30413306	100.000
Number of votes cast against	0	0	0	0.000
Total	30407013	6293	30413306	100.000



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, 2017.

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	30407013	6293	30413306	100.000
Number of votes cast against	0	0	0	0.000
Total	30407013	6293	30413306	100.000

Item No. 3: To appoint a Director in place of Mrs. Pankaja Kumari Singh (DIN : 00199454), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment.

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	30404592	6293	30410885	99.992
Number of votes cast against	2421	0	2421	0.008
Total	30407013	6293	30413306	100.000

Item No. 4: To appoint a Director in place of Mr. Sanjay Kumar Gupta (DIN : 01538117), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

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	30404612	6293	30410905	99.959
Number of votes cast against	2401	0	2401	0.008
Total	30407013	6293	30413306	100.000



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 the Auditors in place of the existing Auditors (who are not eligible to be re-appointed due to expiry of the maximum permissible tenure as the Auditors of the Company) and to fix their remuneration.

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	30407013	6293	30413306	100.000
Number of votes cast against	0	0	0	0.000
Total	30407013	6293	30413306	100.000

Item No. 6: To ratify the remuneration of the Cost Auditors for the financial year ending on March 31, 2018.

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	30406512	6293	30412805	99.998
Number of votes cast against	501	0	501	0.002
Total	30407013	6293	30413306	100.000

Item No. 7: To re-appoint Mr. Sanjiv Saraf (DIN: 00506650) as an Executive Director of the Company.

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	30397013	6293	30403306	100.000
Number of votes cast against	0	0	0	0.000
Total	30397013	6293	30403306	100.000

Note : 1 Member carrying 10000 votes abstained himself from voting in this resolution.



Item No. 8: Approval of Material Related Party Transactions.

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	3375645	6293	3381938	99.962
Number of votes cast against	1301	0	1301	0.038
Total	3376946	6293	3383239	100.000

Note : 8 Member carrying 27030067 votes abstained themselves from voting in this resolution.

Item No. 9: Keeping registers, returns etc. at a place other than Registered Office.

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	30402192	6293	30408485	99.984
Number of votes cast against	4821	0	4821	0.016
Total	30407013	6293	30413306	100.000

- 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 02, 2017



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

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