

September 30, 2022

To,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai – 400001

Kind Attention – Listing Department

Sub: Proceedings of the 15th Annual General Meeting of IL&FS Energy Development Company Limited (the Company) held on September 30, 2022

Ref: Scrip Code: 957953 & Company Code: 11925 – ISIN No. INE938L08098, INE938L08080 and INE938L08072

Dear Sir,

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, enclosed please find herewith proceedings of the 15th Annual General Meeting of the Company held on September 30, 2022 through Video Conferencing as per MCA / SEBI Circulars

You are requested to take note of the above

Thanking You,

Yours Faithfully,

For IL&FS Energy Development Company Limited



Dinesh Suryakant Ladwa
Company Secretary & Compliance Officer

M.No.- A-17210

Proceedings of the 15th Annual General Meeting (AGM) of IL&FS Energy Development Company Limited (the Company) held on Friday, September 30, 2022 at 11:00 a.m. through Video Conferencing.

Present:

(a) Directors and Key Managerial Personnel of the Company:

Mr G. C. Chaturvedi	Chairman of the Board, Audit Committee and AGM
Mr Feby Koshy	Chief Executive Officer
Mr Ritendra Bhattacharjee	Chief Financial Officer
Ms Khyati Mehta	Auditor
Mr Dinesh Suryakant Ladwa	Company Secretary & Compliance Officer

(b) Shareholders:

6 (Six) Shareholders were present in the AGM along with Management Team, Auditors and Consultants.

Shareholders were informed that Mr C S Rajan and Mr Kaushik Modak, Directors of the Company, Internal Auditors and Secretarial Auditors have expressed their inability to join for this AGM, due to certain pre-occupations

Mr. G. C. Chaturvedi welcomed all the Board Members and Shareholders at the 15th Annual General Meeting of the Company.

After ascertaining that the requisite quorum for the AGM was present, the meeting was called to order. With the permission of the Chairman and Shareholders, the Notice of the Meeting, Auditors' Report, Directors Report, Qualifications in Auditor's Report and Management Responses thereon were taken as read.

Following resolutions were read item wise:

Ordinary Business:

- 1. Item No. 1** – was relating to adoption of Audited Standalone Financial Statements for the year ended 31st March, 2022 and reports of Directors' and Auditors' thereon as an Ordinary Resolution:

Ms. Vaishali Shah proposed and Mr. Bhushan Vedprakash seconded the said resolution.

“RESOLVED THAT Audited Standalone Financial Statements for the year ended March 31, 2022 together with the Report of the Board of Directors and the Auditors thereon as circulated to the Shareholders and laid before the meeting be and are hereby approved and adopted.”

The resolution was put to vote and was passed unanimously by shareholders of the Company

2. **Item No. 2** – was relating to adoption of Audited Consolidated financial statements for the year ended 31st March, 2019 and Reports of Auditors’ thereon as an Ordinary Resolution:

Mr. Ajay Jindal proposed and Mr. Bibhu Biswal seconded the said resolution.

“RESOLVED THAT Audited Consolidated Financial Statements for the year ended March 31, 2019 together with the Report of the Auditors thereon as circulated to the Shareholders and laid before the meeting be and are hereby approved and adopted.”

The resolution was put to vote and was passed unanimously by shareholders of the Company

3. **Item No. 3** – was relating adoption of Audited Consolidated financial statements for the year ended 31st March, 2020 and Reports of Auditors’ thereon as an Ordinary Resolution

Mr. Ajay Jindal proposed and Mr. Srinivas Rao seconded the said resolution.

“RESOLVED THAT Audited Consolidated Financial Statements for the year ended March 31, 2020 together with the Report of the Auditors thereon as circulated to the Shareholders and laid before the meeting be and are hereby approved and adopted.”

The resolution was put to vote and was passed unanimously by shareholders of the Company

4. **Item No. 4** – was relating to appointment of Mr Kaushik Modak (DIN: 01266560) as Director, liable to retire by rotation, as an Ordinary Resolution.

Ms. Vaishali Shah proposed and Mr. Ajay Jindal seconded the said resolution.

“RESOLVED THAT Mr Kaushik Modak [DIN: 01266560], Director, who retires by rotation at this Annual General Meeting of the Company, being eligible, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation”

The resolution was put to vote and was passed unanimously by shareholders of the Company

5. **Item No. 5** – was relating to appointment of Auditors for the 1st (First) term of 5 (Five) years, as an Ordinary Resolution.

Mr. Ajay Jindal proposed and Mr. Srinivas Rao seconded the said resolution.

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s CNK & Associates LLP, Chartered Accountants, (ICAI Firm Registration No.101961W/W-100036) be and are hereby appointed as Statutory Auditors of the Company for the 1st (First) term of 5 (Five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 20th Annual General Meeting of the Company to be held in the calendar year 2027 as mentioned in the table below

RESOLVED FURTHER THAT remuneration payable to Auditors for 1st Financial Year [01.04.2022 to 31.03.2023] will be as per following table plus applicable taxes and reasonable out of pocket expenses at actuals

Sr. No. / Year	Financial Year for which Audit will be done	Annual General Meeting	Professional Fees (Rs.)
1	01.04.2022 to 31.03.2023	On or before 30.09.2023	29,50,000/- plus Rs.50,000/- per Certificate *
2	01.04.2023 to 31.03.2024	On or before 30.09.2024	To be decided later
3	01.04.2024 to 31.03.2025	On or before 30.09.2025	To be decided later
4	01.04.2025 to 31.03.2026	On or before 30.09.2026	To be decided later
5	01.04.2026 to 31.03.2027	On or before 30.09.2027	To be decided later"

The resolution was put to vote and was passed unanimously by shareholders of the Company

Special Business:

6. **Item No. 6** – was relating to Ratification of Remuneration to the Cost Auditors for FY 2022-23, as an Ordinary Resolution.

Mr. Bibhu Biswal proposed and Ms Vaishali Shah seconded the said resolution.

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014, (including any statutory modifications(s) / re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Audit Committee and approval of the Board of Directors of the Company, the remuneration payable to M/s. ABK & Associates, Cost Accountants, Mumbai (Firm Registration Number 000036) appointed as Cost Auditors of the Company to conduct the cost audit of the records of the Company for FY 2022-23 amounting to Rs.60,000/- (Rupees Sixty Thousand) plus taxes as applicable and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit be and is hereby approved"

The resolution was put to vote and was passed unanimously by shareholders of the Company

There being no other business, the Chairman declared the proceedings of the AGM as concluded at 11.25 a.m.

Secretary of the Company gave vote of thanks to the Chairman and Chairman thanked Shareholders and other invitees for attending the above AGM

Note: This document does not constitute minutes of the proceedings of the above AGM of the Company.

For IL&FS Energy Development Company Limited



Dinesh Suryakant Ladwa
Company Secretary & Compliance Officer

M.No.- A-17210

Mumbai, September 30, 2022