

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L31901WB1978PLC031411

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCC2903N

(ii) (a) Name of the company

CESC LTD

(b) Registered office address

CEC HOUSE
CHOWRINGHEE SQUARE
KOLKATA
West Bengal
700001

(c) *e-mail ID of the company

secretarial@rpsg.in

(d) *Telephone number with STD code

03322256040

(e) Website

www.cesc.co.in

(iii) Date of Incorporation

28/03/1978

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	
	BSE LIMITED	

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

18

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	AU BON PAIN CAFE INDIA LIM +	U15411WB2008PLC124062	Subsidiary	93.1
2	HALDIA ENERGY LIMITED	U74210WB1994PLC066154	Subsidiary	100

3	DHARIWAL INFRASTRUCTURE +	U70109WB2006PLC111457	Subsidiary	100
4	MALEGAON POWER SUPPLY LI +	U40104WB2008PLC125228	Subsidiary	100
5	CESC PROJECTS LIMITED	U74999WB2011PLC163658	Subsidiary	100
6	PACHI HYDROPOWER PROJECT +	U40109DL2007PLC171032	Subsidiary	100
7	PAPU HYDROPOWER PROJECT +	U40109DL2007PLC171035	Subsidiary	100
8	RANCHI POWER DISTRIBUTION +	U40102WB2012PLC188244	Subsidiary	100
9	CRESCENT POWER LIMITED	U70101WB2004PLC099945	Subsidiary	67.83
10	KOTA ELECTRICITY DISTRIBUTI +	U40100WB2012PLC181283	Subsidiary	100
11	BIKANER ELECTRICITY SUPPLY +	U40100WB2012PLC181372	Subsidiary	100
12	BHARATPUR ELECTRICITY SERV +	U40100WB2012PLC181314	Subsidiary	100
13	CESC GREEN POWER LIMITED	U74999WB2017PLC219352	Subsidiary	100
14	JHARKHAND ELECTRIC COMPAN +	U40102WB1995PLC075937	Subsidiary	100
15	JARONG HYDRO-ELECTRIC POW +	U40101WB2011PLC157466	Subsidiary	100
16	EMINENT ELECTRICITY DISTRIB +	U40100WB2019PLC230040	Subsidiary	100
17	NOIDA POWER COMPANY LIM +	U31200UP1992PLC014506	Subsidiary	72.73
18	MAHUAGARHI COAL COMPAN +	U10100JH2008PTC013086	Joint Venture	50

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	31,560,000,000	1,388,570,150	1,325,570,430	1,325,570,430
Total amount of equity shares (in Rupees)	31,560,000,000	1,388,570,150	1,325,570,430	1,325,570,430

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				

Number of equity shares	31,560,000,000	1,388,570,150	1,325,570,430	1,325,570,430
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	31,560,000,000	1,388,570,150	1,325,570,430	1,325,570,430

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	11,244,680	1,314,325,711	1,325,570,430	1,325,570,430	1,325,570,430	
Increase during the year	0	1,814,860	1,814,860	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		1,814,860	1814860			
PHYSICAL SHARES DEMATTED						
Decrease during the year	1,814,860	0	1814860	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	1,814,860		1814860			
PHYSICAL SHARES DEMATTED						
At the end of the year	9,429,820	1,316,140,6	1325570430	1,325,570,4	1,325,570,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify	0	0	0	0	0	
NIL						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	0	0	0	0	
NIL						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE486A01021

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
--	----------------------

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
---	----------------------	---	----------------------

Ledger Folio of Transferor	<input type="text"/>
----------------------------	----------------------

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
----------------------------	----------------------

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	17,550	1000000	17,550,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			17,550,000,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	13,600,000,000	5,000,000,000	1,050,000,000	17,550,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

79,729,900,000

(ii) Net worth of the Company

99,640,400,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1,347,940	0.1	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	587,966,320	44.36	0	
10.	Others	0	0	0	
	Total	589,314,260	44.46	0	0

Total number of shareholders (promoters)

2

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	144,983,253	10.94	0	
	(ii) Non-resident Indian (NRI)	12,853,812	0.97	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	60,754,831	4.58	0	
4.	Banks	60,193	0	0	
5.	Financial institutions	23,000	0	0	
6.	Foreign institutional investors	161,290,832	12.17	0	
7.	Mutual funds	227,603,670	17.17	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	115,940,921	8.75	0	
10.	Others	12,745,658	0.96	0	

	Total	736,256,170	55.54	0	0
--	--------------	-------------	-------	---	---

Total number of shareholders (other than promoters)

307,792

**Total number of shareholders (Promoters+Public/
Other than promoters)**

307,794

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
As per Annexure	As per Annexure				

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	296,483	307,792
Debenture holders	5	5

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	2	0	2	0	0.19
B. Non-Promoter	2	6	2	6	0	0
(i) Non-Independent	2	1	2	1	0	0
(ii) Independent	0	5	0	5	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	2	8	2	8	0	0.19

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SANJIV GOENKA	00074796	Director	1,347,940	
SHASHWAT GOENKA	03486121	Director	1,114,080	
PRADIP KUMAR KHAITAN	00004821	Director	0	
CHANDRA KUMAR DHANAN	00005684	Director	0	
REKHA SETHI	06809515	Director	0	
DEBANJAN MANDAL	00469622	Director	0	
PRATIP CHAUDHURI	00915201	Director	0	
SUNIL MITRA	00113473	Director	0	
RABI CHOWDHURY	06601588	Managing Director	2,280	
DEBASISH BANERJEE	06443204	Managing Director	0	
JAGDISH PATRA	AHDPP2428H	Company Secretary	500	
RAJARSHI BANERJEE	ADLPB6303P	CFO	1,140	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	29/07/2022	297,262	87	52.04

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	13/05/2022	10	10	100
2	10/08/2022	10	10	100
3	14/11/2022	10	9	90
4	14/02/2023	10	8	80

C. COMMITTEE MEETINGS

Number of meetings held

15

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMMITTEE	13/05/2022	4	4	100
2	AUDIT COMMITTEE	10/08/2022	4	4	100
3	AUDIT COMMITTEE	14/11/2022	4	4	100
4	AUDIT COMMITTEE	14/02/2023	4	3	75
5	STAKEHOLDER	13/05/2022	4	4	100
6	STAKEHOLDER	10/08/2022	4	4	100
7	STAKEHOLDER	14/11/2022	4	4	100
8	STAKEHOLDER	14/02/2023	4	3	75
9	NOMINATION	13/05/2022	2	2	100
10	NOMINATION	10/08/2022	2	2	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	SANJIV GOEN	4	4	100	12	12	100	
2	SHASHWAT C	4	4	100	0	0	0	
3	PRADIP KUM.	4	4	100	5	4	80	
4	CHANDRA KU	4	4	100	8	8	100	
5	REKHA SETH	4	4	100	6	6	100	
6	DEBANJAN M	4	4	100	2	2	100	
7	PRATIP CHAL	4	3	75	13	10	76.92	
8	SUNIL MITRA	4	2	50	0	0	0	
9	RABI CHOWD	4	4	100	9	9	100	
10	DEBASISH BA	4	4	100	3	3	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DEBASISH BANER	MANAGING DIF	53,621,288	0	0	1,878,382	55,499,670
	Total		53,621,288	0	0	1,878,382	55,499,670

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JAGDISH PATRA	CS	10,053,941	0	0	919,988	10,973,929
2	RAJARSHI BANER	CFO	48,880,007	0	0	6,629,492	55,509,499
	Total		58,933,948	0	0	7,549,480	66,483,428

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SANJIV GOENKA	DIRECTOR	0	157,150,000	0	1,600,000	158,750,000
2	SHASHWAT GOENKA	DIRECTOR	0	157,150,000	0	400,000	157,550,000
3	PRADIP KUMAR K	DIRECTOR	0	1,000,000	0	800,000	1,800,000
4	CHANDRA KUMAR	DIRECTOR	0	1,000,000	0	1,300,000	2,300,000
5	REKHA SETHI	DIRECTOR	0	1,000,000	0	1,100,000	2,100,000
6	DEBANJAN MAND	DIRECTOR	0	1,000,000	0	700,000	1,700,000
7	PRATIP CHAUDHU	DIRECTOR	0	1,000,000	0	1,300,000	2,300,000
8	SUNIL MITRA	DIRECTOR	0	1,000,000	0	200,000	1,200,000
	Total		0	320,300,000	0	7,400,000	327,700,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Anjan Kumar Roy

Whether associate or fellow

Associate Fellow

Certificate of practice number

4557

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

06601588

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

5320

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

--

Remove attachment

Modify

Check Form

Prescutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company