

Compliance Report on Corporate Governance
CESC Limited

1. Name of listed Entity : CESC LIMITED
2. Quarter ended : 30 JUNE 2016

I. Composition of Board of Directors								
Title	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Non-Executive/Independent/Non-Executive)	Date of Appointment in the current term /cessation	Tenure (Yrs)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity
MR	SANJIV GOENKA	AEPFG4689G & 00074796	CHAIRPERSON	29-Apr-89	NA	5	1	2
MR	PRADIP KUMAR KHAITAN	AFYPK7991R & 00004821	INDEPENDENT	01-Oct-14	5	9	4	0
MR	BRU MOHAN KHAITAN	AGEPK6970B & 00023771	INDEPENDENT	01-Apr-14	5	5	1	0
MR	CHANDRA KUMAR DHANUKA	ADGPD0857K & 00005684	INDEPENDENT	01-Apr-14	5	6	5	1
MS	REKHA SETHI	APLPS9964D & 06809515	INDEPENDENT	30-May-14	5	2	0	0
MR	PRATIP CHAUDHURI	AAGPC0974K & 00915201	INDEPENDENT	01-Oct-14	5	3	1	2
MR	KALAIKURUCHI JAIRAJ	AAAMPJ2613A & 01875126	INDEPENDENT	01-Aug-14	5	3	2	0
MR	ANIRUDDHA BASU	ADPPB1319M & 06593527	EXECUTIVE	28-May-13	5	1	1	0

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II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Nor-Executive/Independent/Nominee)
1. Audit Committee	SANJIV GOENKA	CHAIRPERSON / NON EXECUTIVE
	CHANDRA KUMAR DHANUKA	INDEPENDENT / NON EXECUTIVE
	BRJ MOHAN KHAITAN	INDEPENDENT / NON EXECUTIVE
2. Nomination & Remuneration Committee	BRJ MOHAN KHAITAN	INDEPENDENT / NON EXECUTIVE
	CHANDRA KUMAR DHANUKA	INDEPENDENT / NON EXECUTIVE
	PRAADIP KUMAR KHAITAN	INDEPENDENT / NON EXECUTIVE
3. Risk Management Committee	PRAADIP KUMAR KHAITAN	INDEPENDENT / NON EXECUTIVE
	BRJ MOHAN KHAITAN	INDEPENDENT / NON EXECUTIVE
	PRAATIP CHAUDHURI	INDEPENDENT / NON EXECUTIVE
	ANIRUDDHA BASU	EXECUTIVE
4. Stakeholders Relationship Committee	SANJIV GOENKA	CHAIRPERSON / NON EXECUTIVE
	ANIRUDDHA BASU	EXECUTIVE

III. Meeting of Board of Directors

Date of Meeting in the previous quarter	Date of Meeting in the relevant quarter	Maximum gap between any two consecutive meeting (in number of days)
09-Feb-2016 and 11-March -2016	19-May-16	68

IV. Meeting of Committees

Date of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Date of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee			
19-May-16	Yes	09-Feb-16	99
Risk Management Committee *			
19-May-16	Yes	NA	
Stakeholders Relationship Committee			
17-Jun-16	Yes	30-Mar-16	
Nomination and Remuneration Committee			
None in the quarter	NA	NA	

* Regulation 21 is not currently applicable to the Company.



V. Related Party Transactions

Subject	Compliance status(Yes/No/NA)
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015,
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:



(Subhasis Mitra)
Company Secretary

