

CESC Limited

Powering India since 1899

March 2018

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RP- Sanjiv Goenka Group

- ❑ RP-Sanjiv Goenka Group is a well known diversified business house in India
- ❑ RP-Sanjiv Goenka Group has interests across diverse business sectors - Power & Natural Resources, Carbon Black, IT & Education, Retail, Media & Entertainment and Infrastructure
- ❑ Power Generation and Distribution contribute a majority of the revenues of RP-SG Group
- ❑ Approx. 45,000 employees and 3,00,000 shareholders
- ❑ Sanjiv Goenka is the principal shareholder of the RP-Sanjiv Goenka Group together with other Group companies



**RP - Sanjiv Goenka
Group**

Growing Legacies

Major Companies	Businesses
CESC	Fully Integrated Private Power Utility
Phillips Carbon Black	Largest Carbon Black Manufacturer
Spencer`s Retail	3 rd Largest Hypermarket Retailer
Firstsource Solutions	Top 3 Pure Play BPO Player
Saregama India	Biggest Collection of Indian Music
Harrisons Malayalam	Tea and Rubber Plantations

G R O W I N G

LEGACIES

I S O U R C U L T U R E .



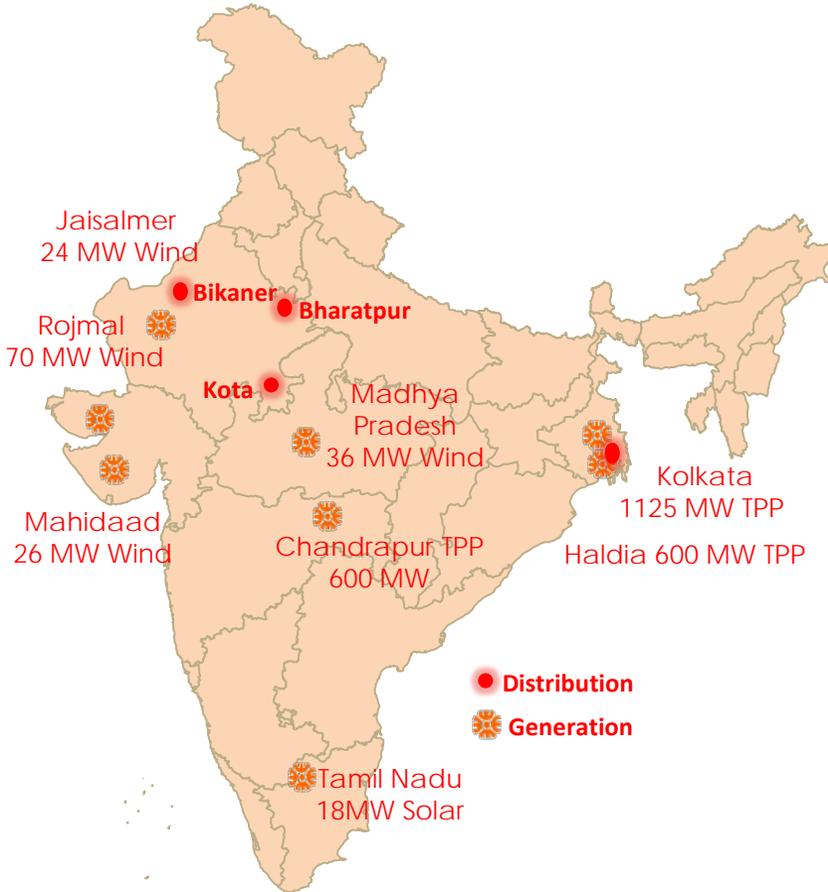
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Financial Performance FY`17-18

	Revenue (Rs. Crs)	EBITDA (Rs. Crs)	PAT (Rs. Crs)
CESC Ltd (Consolidated)	16441	3777	1004
CESC Ltd (Standalone)	7939	2226	871
Firstsource Solutions Ltd	3541	464	327
Halida Energy Ltd	2261	1094	313
Dhariwal Infrastructure Ltd	896	229	(199)
Spencer's Retail Ltd	2091	17	(30)
Surya Vidyut Ltd	118	108	5
Crescent Power Ltd.	175	84	47
Quest Properties India Ltd	127	56	25
Kota/Bharatpur/Bikaner	1287	(95)	(120)
Noida Power Company Ltd	1282	347	98

Power Map



Map not to scale

- ❑ Private sector power utility company in India
- ❑ Distributing power to city of Kolkata & adjoining areas
- ❑ Engaged in Coal mining, Generation and Distribution of electricity
- ❑ Almost entire energy requirement met from own / subsidiary's generation, meeting peak demand of 2150+ MW
- ❑ CESC Regulated Business - 1125 MW Generation, 567 sq.km. area, 3.2mn consumers
- ❑ Budge Budge Generating Station amongst top performing power plants in the country
- ❑ Board represented by independent directors and professionals
- ❑ Shares Listed on BSE , NSE and Kolkata. GDR listed on Luxembourg
- ❑ Access to International Equity & Debt market
- ❑ External credit rating Long Term "AA" (high safety) and Short Term "A1+" (highest safety)

Kolkata Distribution Business

Coal Mining, Power Generation & Distribution
- 1125 MW generation
- 567 sq km area
- 3.2 mn consumers
- 21,866+ ckt km of network

Independent Power Project

600 MW thermal power project in Chandrapur, Maharashtra
(Project cost Rs. 38 billion)

600 MW thermal power project in Haldia, West Bengal
(Project cost Rs. 46 billion)
- entire output to CESC

Renewables

24 MW Wind power plant, Rajasthan
26 MW Wind power plant, Gujarat
18 MW Solar Power Plant in Tamil Nadu –
36 MW Wind power plant in Mandsaur, Madhya Pradesh
70 MW Wind Power plant in Gujarat

Distribution Franchisee

Distribution Franchisee in 3 cities (Rajasthan)
Kota and Bharatpur & Bikaner
– All operational

Organized Retail

PAN India Organized Retail player with 1.2 mn sqft area and 128 stores spread over 30+ cities

Real Estate

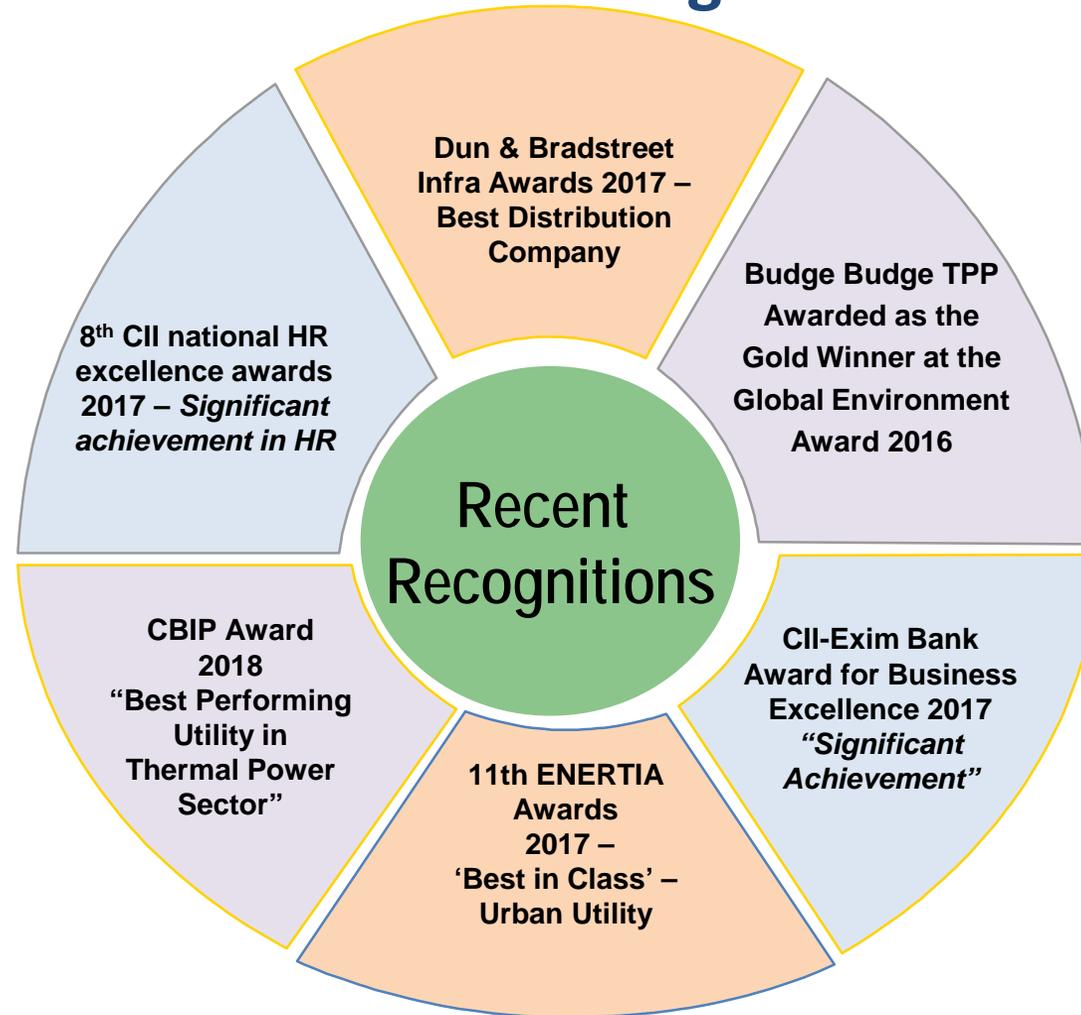
Owens and operate “Quest” Shopping Mall in Kolkata

Business Process Management

Business Process Management (BPM) company in India

Client base includes 15+ Fortune 500 and FTSE 100 companies

Awards & Recognitions

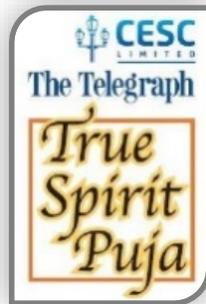


CESC won the ‘Smart Grid Project of the Year’ award at the Asian Power Awards for its programme with Silver Spring Networks

Corporate Headquarter- “CESC House” is the First Heritage Building in India to get a LEED Gold rating from the United States Green Building Council (USGBC) under Existing Building category

CESC eSERVICE

Improving Consumer Experience with superior customer service





Integrated SS at New Cossipore with 220, 132 & 33 kV GIS



Compact 33 kV Distribution Station



Underground 132 kV SS at 'Quest Mall'



Transforming the way Utilities relate to their customers

Unlocking Customer Engagement with Digital Platforms



AMI with approx. 25,000 Smart Meters (and a few RMUs)



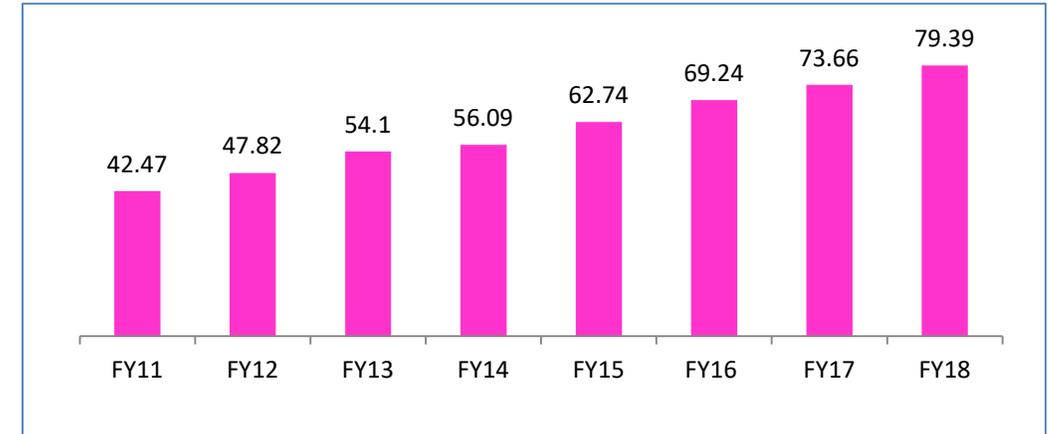
INNOVARI

1.5 MW Demand Response project with both Demand Side management and DER integration

Sales (MU)

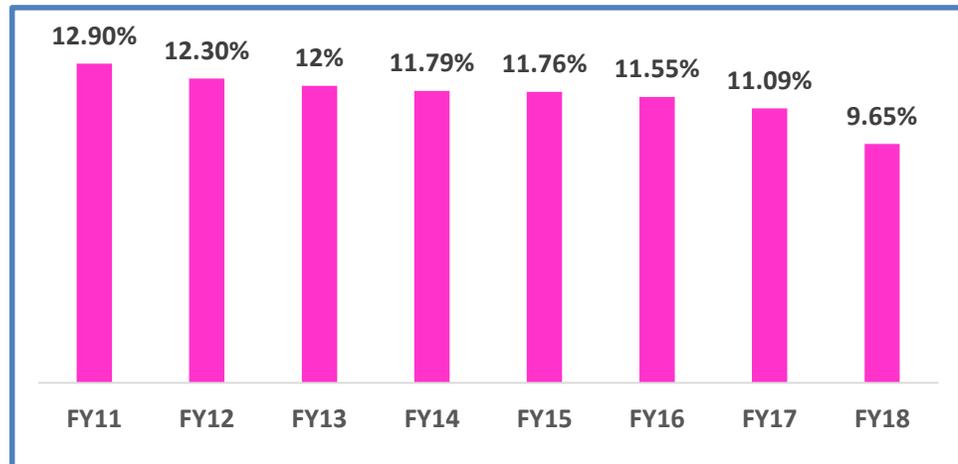


Revenue (Rs. bn)

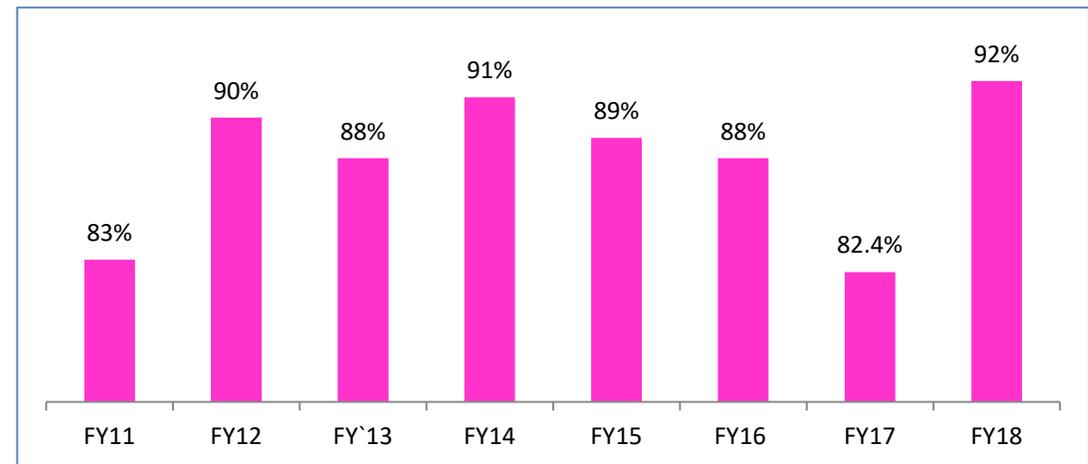


Financial nos. from FY'16 compiled under IND AS

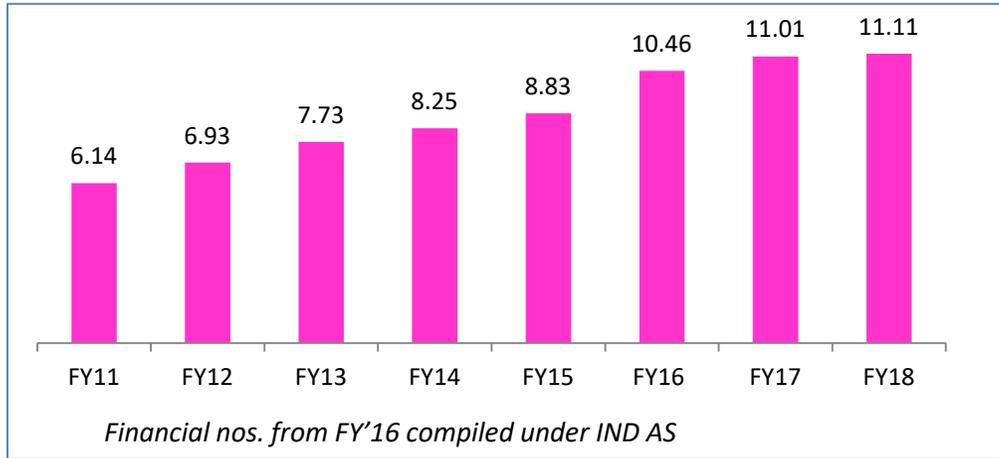
T&D Loss (%)



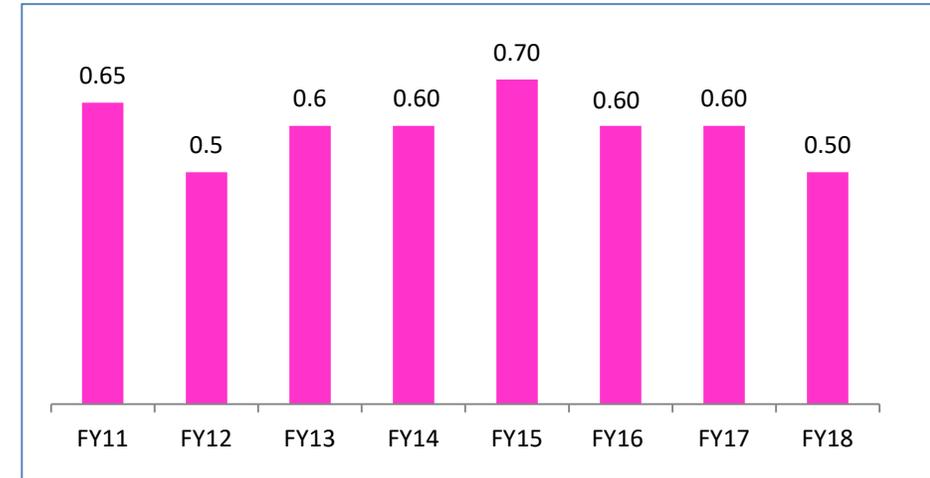
PLF%(Budge Budge)



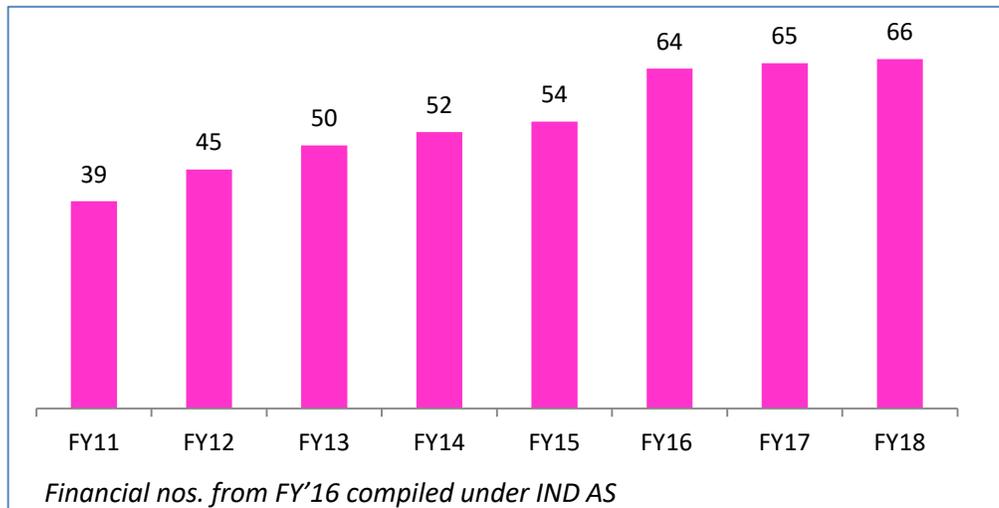
PBT (Rs. Bn)



Long Term Debt / Equity Ratio



EPS (Rs.)



Dividend History



600 MW Haldia Thermal Power Project, West Bengal



- ❑ To meet the growing need of CESC consumers - new 600 MW (2x300) TPP commissioned in Haldia, near Kolkata in 2015
- ❑ Fully regulated project approved by WBERC, entire 600 MW power being supplied to CESC, PPA approved by WBERC
- ❑ Project include 80 kms long 400 kV Transmission line from Haldia to CESC network
- ❑ Project cost of Rs. 46 bn funded at 75:25 debt equity ratio
- ❑ Haldia Energy awarded “Global Environment Award 2016” in Platinum Category, at the 7th World Renewable Energy Technology Congress
- ❑ 100% ash utilization & comprehensive waste management system
- ❑ Long term borrowings Credit Rating at “ A”
- ❑ During FY`17-18, Haldia TPP achieved a PLF of 86.1%, PAF of 97.8% and supplied 4147 MU to CESC licensed area

600 MW Chandrapur Thermal Power Project, Maharashtra



- ❑ Constructed in Chandrapur, near Nagpur with 2x300 MW configuration, commissioned in 2014
- ❑ Project cost of Rs. 38 bn funded at 75:25 debt equity ratio
- ❑ Fuel Supply Agreement signed with Coal India Ltd
- ❑ BTG supplied by Shanghai Electric, BoP undertaken by Punj Lloyd
- ❑ Fuel Supply Agreement signed with subsidiary of Coal India Ltd in March 2016 – coal movement started
- ❑ Received ISO certification on Quality, Environment & Health Management on 30th Mar'17
- ❑ PPA: 100 MW to TANGEDCO, 187 MW to NPCL (approved by UPERC), 185 MW Short Term PPA
- ❑ PAF: FY17-99.09%, FY18-93.87% PLF: FY17-29.33%, FY18- 45.53%
- ❑ DIL is actively participating in bids for power sale

Particulars	Kota	Bharatpur	Bikaner
Area (Sq. Km.)	176	50	155
Population (Nos. Lakh)	11.76	2.52	6.44
Consumer Count (Nos. Lakh)	2.28	0.63	1.79
Energy Input (Million Units)	1223	265	644
Units Sold (Million Units)	888	213	508
Sales Mix (%)	Dom. = 48% Comm. = 21% Indus. = 25% Oths. = 6%	Dom. = 42% Comm. = 14% Indus. = 37% Oths. = 8%	Dom. = 44% Comm. = 16% Indus. = 26% Oths. = 14%
T&D Loss (%)	27	19	21
Revenue (INR Crores)	698	166	380
Avg. Billing Rate (INR/Unit)	5.95	5.8	5.92
Peak Load (MW)	220	50	130
DF Handover Date	01-Sep-2016	01-Dec-2016	16-May-2017



CESC has formed three wholly owned subsidiaries in Rajasthan - Kota Electricity Distribution Ltd, Bharatpur Electricity Services Ltd and Bikaner Electricity Supply Limited for distributing power in these three cities

- DFA signed for a period of 20 years
- Power Procurement: JVVNL(Kota and Bharatpur), JdVVNL(Bikaner)
- Quickest ever takeover on compliance; operations stabilized in a year
- Current focus on commercial turn around
- Introduction of Power analytics and rolling out of smart meters
- Others in Sales Mix include Agriculture, PSL, and Mixed Load

Renewables



Wind Farm Site:
Rojmal Gujarat.



Wind Farm Site :
Nipaniya, Madhya Pradesh

	Dangri, Rajasthan -Wind	Mahidad, Gujarat- Wind	Nipaniya, M.P.-Wind	Rojmal, Gujarat	Neeravi, T.N.- Solar	Total
Installed Capacity (MW)	24	26	36	70	18	174
COD	Mar'13	Dec'14	Mar'16	Mar'17	Jan'16	

- ❑ One of the best portfolios in terms of tariff and returns
- ❑ One of the first IPPs to enter wind sector and amongst the top 10-15 companies

Real Estate – “Quest”



- ❑ Built on 3 acres of land in Kolkata, this is the 1st Luxury Mall of East India.
- ❑ Presently the mall is witnessing strong footfalls of 1 mn+ per month
- ❑ 4,15,000 sq.ft retail area, 900+ car parking
- ❑ Houses volume retailers like Spencer’s, Starmark, Lifestyle as well as international luxury labels such Burberry, Emporio Armani, Gucci, Canali, Furla, Tumi, Rolex, Omega and much more.
- ❑ Fine Diners include Smoke House Deli, Bombay Brasserie, Irish House, Yauatcha & Serafina
- ❑ Declared Best ‘Shopping Mall of the Year – East’ at the Shopping Malls Excellence Awards organized by CMO Asia



- ❑ 1st Shopping Mall to be awarded the **IGBC Platinum** rating under Indian Green Building Council Existing Building Rating System



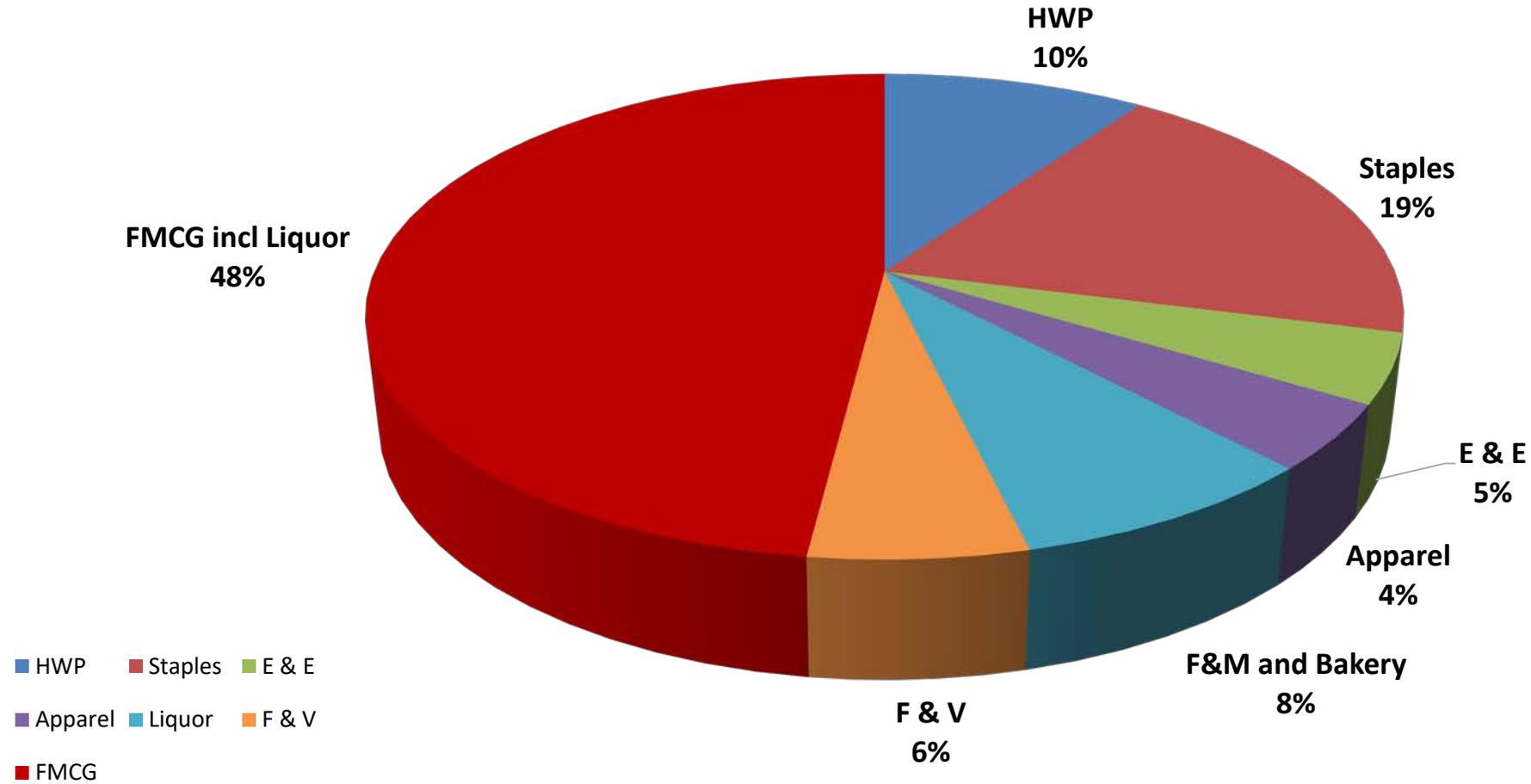
RETAIL BUSINESS

Spencer`s Retail



- ❑ Rs.2100+ Cr. food-first, Multi-Format Retailer.
- ❑ 128 stores spread over 30+ cities and about 1.2 mn.sft driving more than 4 Cr.+ Footfalls.
- ❑ Private label program across Food, Fashion, Home and General Merchandising.
- ❑ Planning to roll out around 40 Hypermarket stores over next four years
- ❑ First Omni Channel of Groceries through online Spencer's store www.spencers.in in Kolkata, Gurgaon, Noida, Delhi, Hyderabad and Chennai.
- ❑ Launched apparel brand "2Bme", a range of apparels for men, women & Kids
- ❑ Spencer's Retail has been awarded the Most Admired Food & Grocery Retailer of the Year, 2017 for the Best Category performers in Processed Foods, Staples and Tobacco & Liquor.

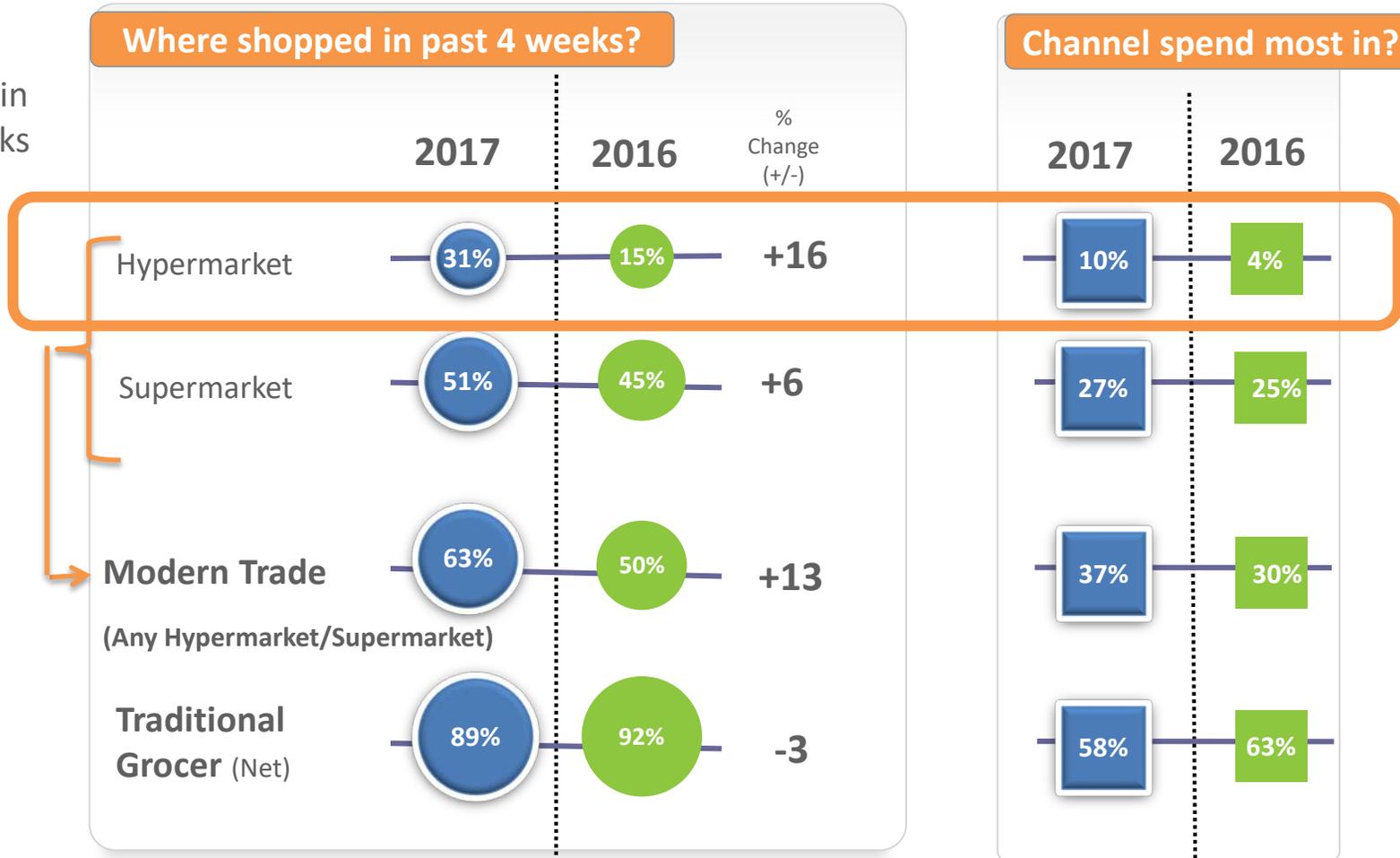
Sales Mix



Food has highest share ~ 81%

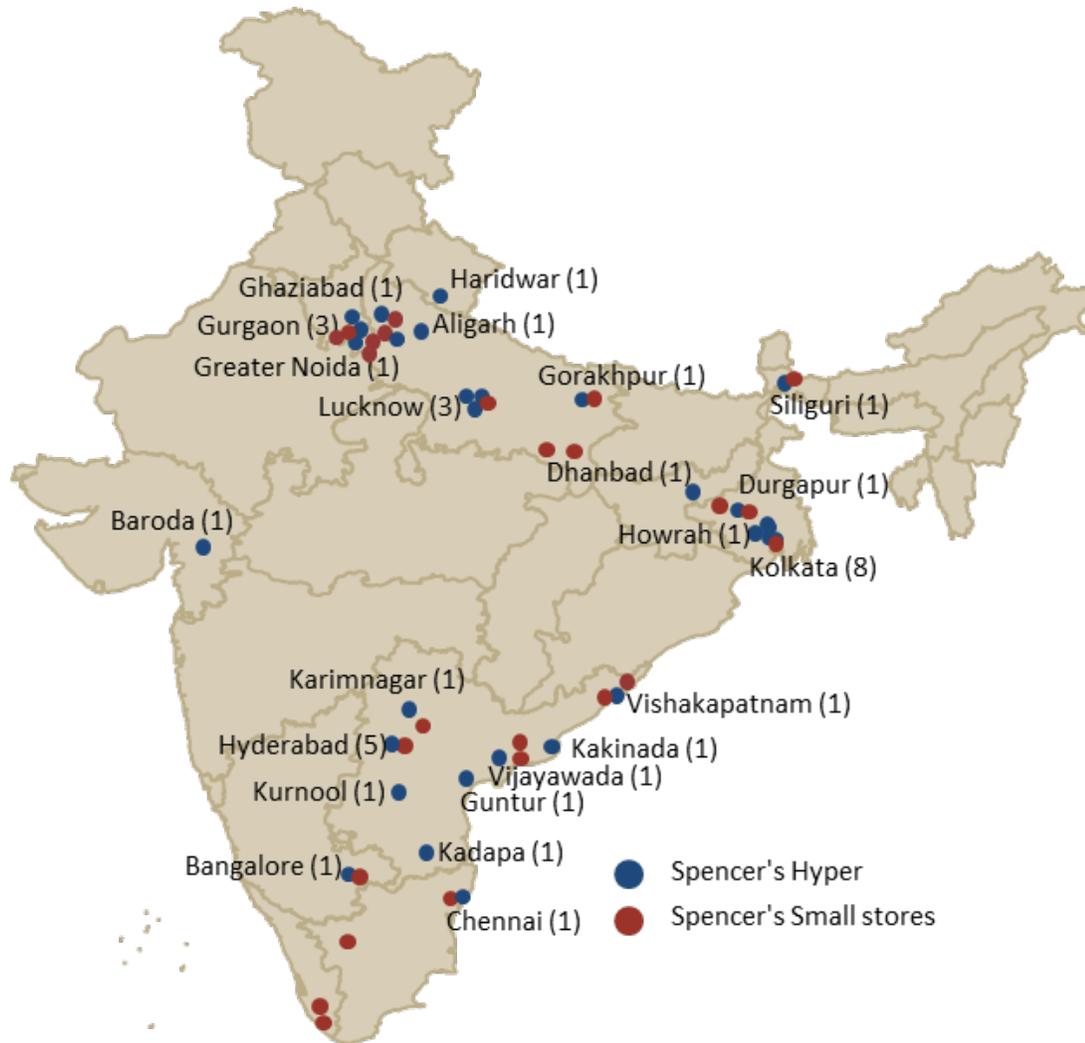
Significant growth IN SHOPPER visits to hypermarkets

Channel repertoire in past 4 weeks



Store Footprints

58 Large stores & 70 smaller stores focused in 4 regions



Hyper defined as clear focus area

10-12 new stores to be opened annually

- All stores currently on track for possession and opening in next year

New stores to be opened in the existing 4 regions

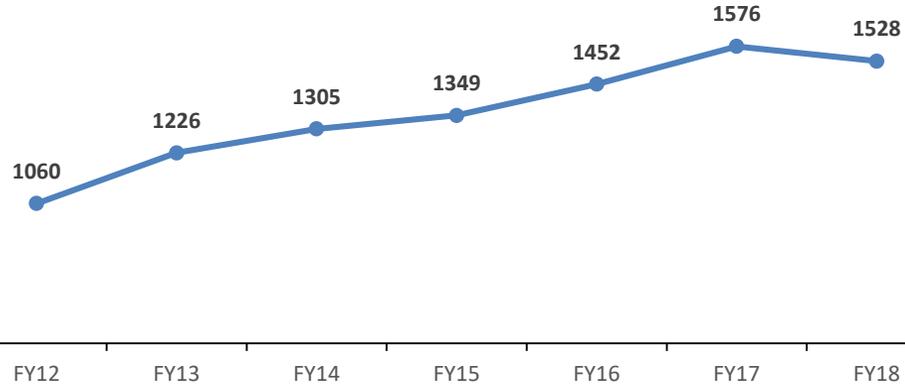
- No new regions to be tapped

Small stores to continue

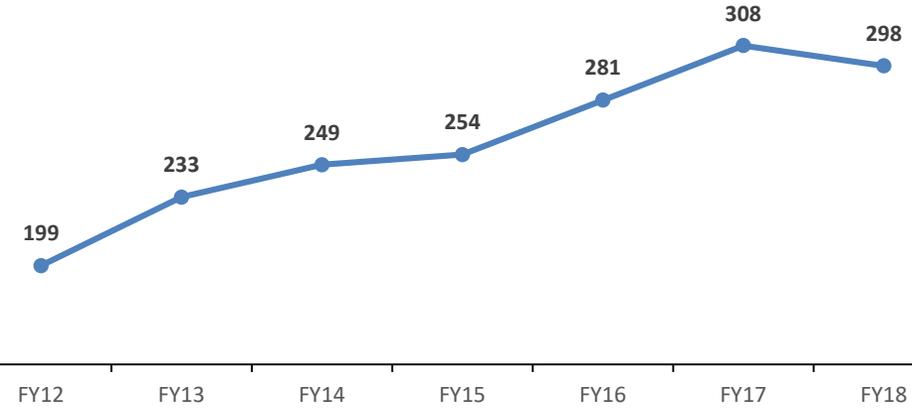
- Profitable at store level
- Extension to hyper stores

Operating Performance

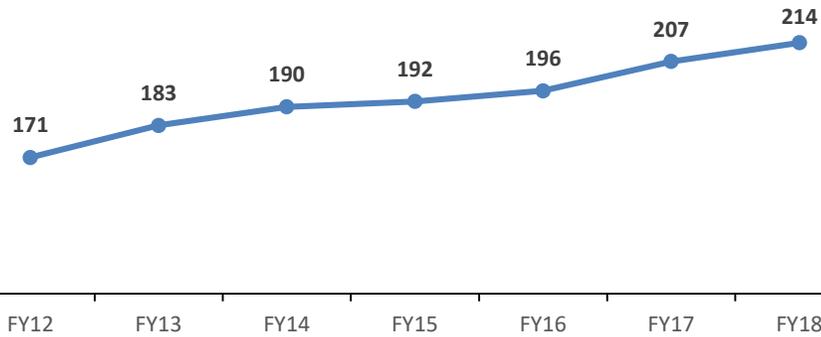
Sales/ sqft (Rs./month)



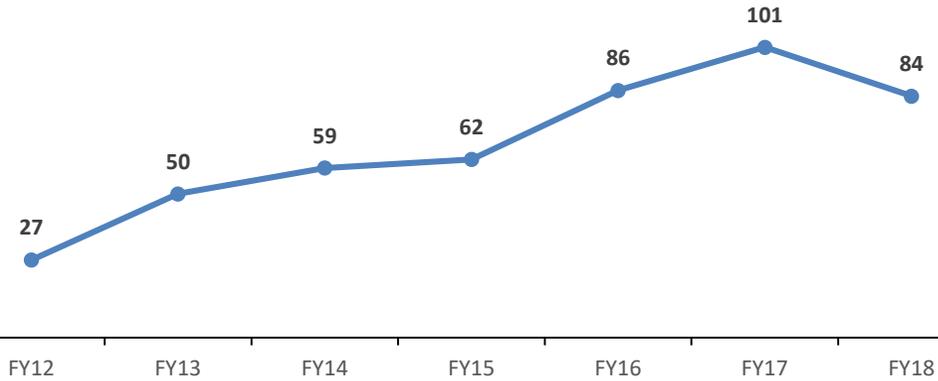
Gross Margin/ sqft (Rs./month)



Store Opex/ sqft (Rs./month)



Store EBIDTA/ sqft (Rs./month)



Guiltfree Industries Ltd



- ❑ Forayed into FMCG business with packaged food business ' under brand 'Too Yumm!!' in April 2017
- ❑ Launched 5 Products : Foxnuts, Wheat Thins, Veggie Stix, Multi Grain Chips and Quinoa Puff
- ❑ National Brand: Distributed across 1.25 lac outlets in GT and Present across all Modern Trade outlets
- ❑ To become one of the fastest FMCG companies to ramp up to 100 Cr run rate within just 8 months of launch
- ❑ Acquired 70% stake in Rajkot based "Apricot Foods Pvt. Ltd"
 - ❑ Manufacture and sale of Packaged snack food under the brand name of "e-vita".
 - ❑ Manufacturing Capacity: Rajkot-21000 TPA, Hyderabad-9000 TPA
 - ❑ Expansion: Rajkot-9000 TPA, New Manufacturing Facility in Telangana
 - ❑ Product categories: Wide product portfolio of 49 SKUs across 3 segments - Chips (9) , Namkeens (26) and Extruded Snacks (14).
 - ❑ Pricing: 95% revenue from sale of small packets (35-40g) of Rs 5 each.

Firstsource Solutions Ltd.



We work across...



To help our clients...



Our global footprint

4 countries

39 centres

19,000+ people

Right-shore: B2B2C Business Model

USA

18 centres

- Amherst, NY
- Kingston, NY
- Miami, FL
- Louisville, KY (3)
- Durham, NC
- Rockford, IL
- Gahanna, Ohio
- FortScott, KS
- Belleville, IL
- Salt Lake City, UT
- Columbus, OH
- Colorado Springs, CO
- *Indianapolis, IN*
- Tampa
- *Cleveland, OH*
- Eugene,
- Palm Bay, FL
- Rocky Hill, CT

UK

8 centres

- Belfast
- Cardiff (2)
- Derby
- Derry
- Middlesbrough
- Warrington
- London

India

11 centres

- Chennai (2)
- Puducherry
- Mumbai (2)
- Indore
- Bangalore (2)
- Vijayawada
- Trichy
- Gandhinagar

Philippines

2 centres

- Manila
- Cebu

Solutions that solve business challenges



Robotic Process Automation

Increase efficiency, improve productivity and create customer friendly processes that allow you to focus on higher value activity to drive great customer experience.



Integrated Customer Contact Management

Optimise operations, eliminate inefficiencies and deflect or automate contact to reduce the costs associated with running a contact centre.



Analytics & Insights

Gain deeper customer insights to boost retention, improve associate performance and reduce cost-to-serve.



NPS Predictor

Use speech analytics and in-depth insights to identify customers who could be your biggest detractors. Target the right customers with the right messages to increase loyalty and reduce churn.



Revenue Maximiser

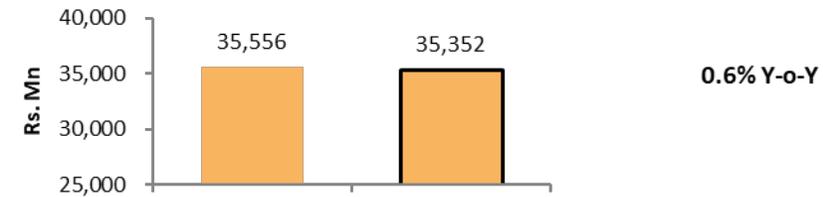
Increase revenues from your existing customer base by targeting the right customer with the right products.



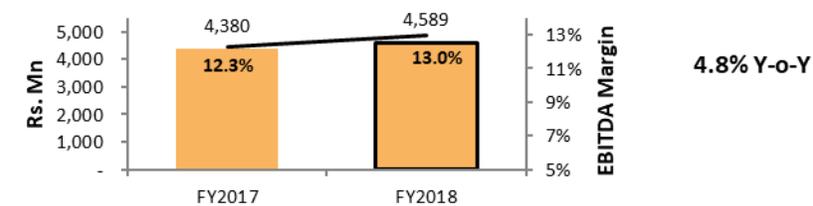
Financial Performance-FY 2018

(IN INR Million)	FY 2017	FY 2018
Income from services	34,569	34,315
Other operating Income	987	1,037
Revenue from operations	35,556	35,352
Personnel and Operating Expense	31,176	30,763
Operating EBITDA	4,380	4,589
Operating EBITDA %	12.3%	13.0%
Depreciation / amortization	590	659
Operating EBIT	3,790	3,930
Operating EBIT %	10.7%	11.1%
Other Income / (expense)	(21)	(11)
Interest Income / (expense), net	(400)	(338)
PBT	3,369	3,580
PBT (% of total income)	9.5%	10.1%
Taxes and Minority Interest	569	315
PAT	2,800	3,265
PAT (% of total income)	7.9%	9.2%

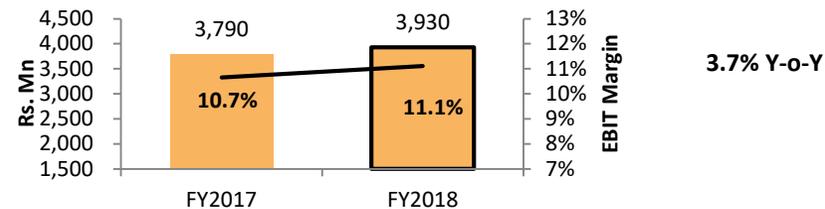
Revenue From Operations



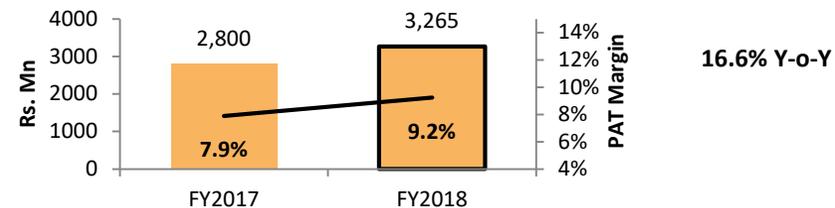
Operating EBITDA



Operating EBIT



PAT



CESC Corporate Restructuring

CESC Corporate Restructuring - Transaction Overview

- ❑ The Board of Directors of CESC has approved a business restructuring scheme in their meeting held on 18th May 2017 and the Company also submitted the scheme with the Stock Exchanges on 21st July 2017
- ❑ The business restructuring Scheme aims to simplify the present corporate structure. The objective is to focus on the individual businesses to enhance efficiencies, accelerate growth, facilitate access to capital and, most importantly, unlock shareholders' value. Key features of the Scheme are as follows:
 - The Scheme provides for demerger of certain existing businesses. This will lead to four entities focusing on generation, distribution, organized retail and other ventures.
 - CESC and the three resultant entities will be listed on the Stock Exchanges. Shareholding of resulting entity will mirror that of CESC.
 - The proposed share allotment reflects CESC's efforts to reward its shareholders for their trust in the Company.
 - The Scheme will be subject to customary statutory/regulatory approvals.
- ❑ Post the above restructuring, a CESC shareholder against every 10 CESC shares will have 18 fully paid shares in the resultant four companies – 5 shares each in CESC Ltd. and CESC Generation Ltd., 6 shares in Spencer's Retail Ltd. and 2 shares in CESC Ventures Ltd. Spencer's Retail shares will be of face value Rs.5/- each and the rest of face value Rs.10/- each.

Share capital increased from Rs 133 crore to Rs 198 crore.

- ❑ Appointed date of the Scheme : 1 October, 2017
- ❑ NCLT vide its order dated 28 March, 2018 has approved the said restructuring scheme subject to further approvals from the concerned regulatory authorities

Transaction Highlights

Demerger of multiple businesses to create entities focussed on individual businesses

Simplification of Business Structure

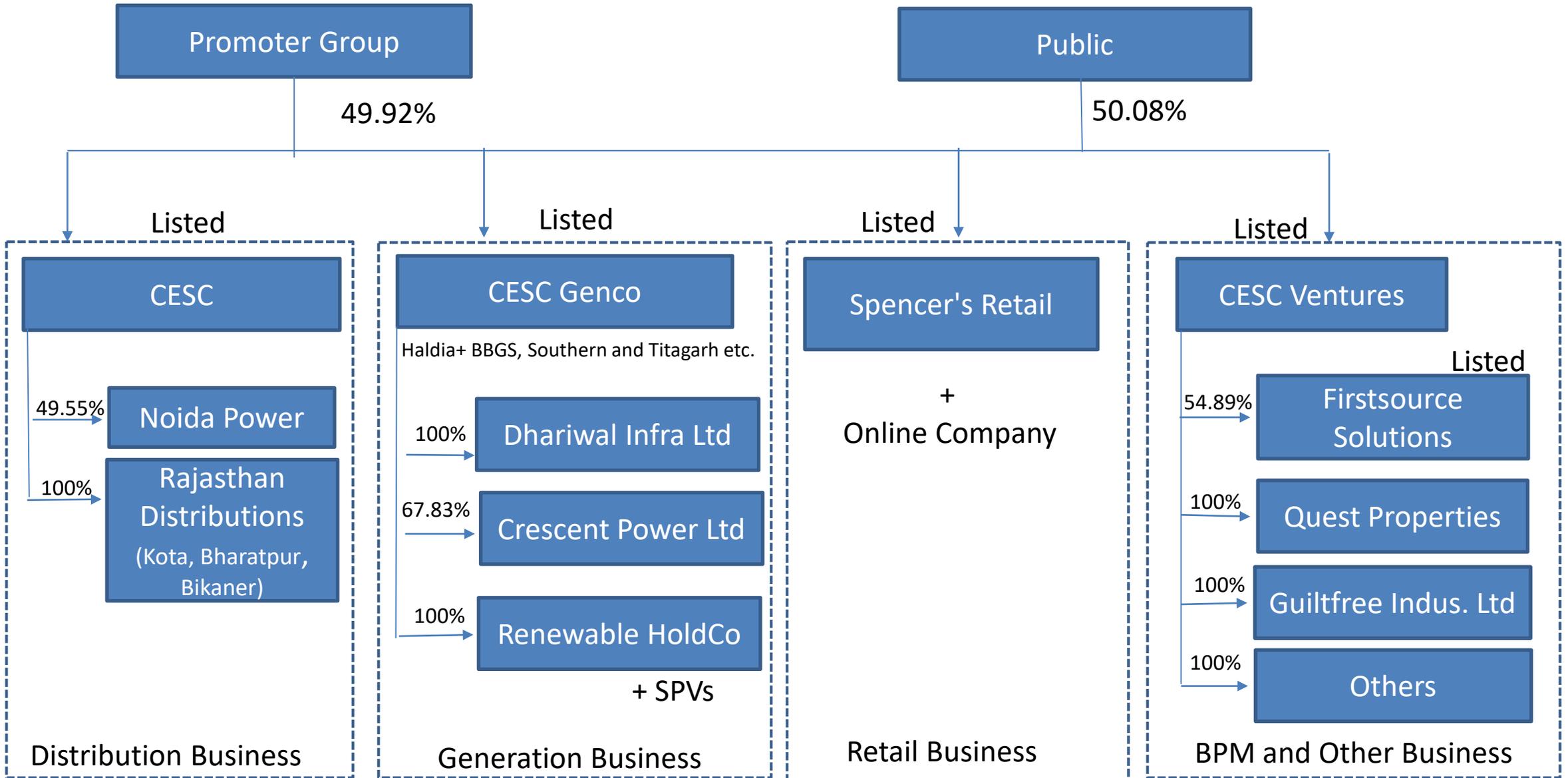
Value un-locking for shareholders via listing of all Four entities in Mirror Image shareholding

Transaction Benefits

Demerger of multiple businesses of CESC will create 4 entities each focused on individual businesses



Post Restructuring Holding



Thank You