

DOC:SEC: 489/2022-23/215

December 22, 2022

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G-Block, Bandra – Kurla Complex,
Bandra (East),
Mumbai – 400 051
SCRIP CODE: CESC

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
SCRIP CODE: 500084

Dear Sir/Madam,

Voting Results of Postal Ballot through Electronic Voting

In terms of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Result on the Special Resolution for the matter as set out in the Postal Ballot Notice dated November 14, 2022, along with the Scrutinizer's Report dated December 22, 2022.

The said details are also being uploaded on the Company's website and on the website of National Securities and Depositories Limited (NSDL) and also displayed on the Notice Board of the Registered Office.

Kindly take the above mentioned information on your records.

Thanking you.

For CESC Limited



Jagdish Patra
Company Secretary &
Compliance Officer

Encl: a/a

CC to:

National Securities Depository Ltd.
Trade World, 4th Floor,
Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai 400 013

Central Depository Services (India) Ltd.
Phiroze Jeejeebhoy Towers, 28th Floor,
Dalal Street,
Mumbai 400 023

Postal Ballot through remote e-Voting of CESC Limited - Voting Results

Sr. No.	Particulars	Details
1.	Date of declaration of Postal Ballot through e-voting	December 22, 2022
2.	Total number of shareholders on record date (the cut-off date for determining shareholders entitled to vote, being, November 18, 2022)	2,95,124
3.	No of shareholders present in the meeting either in person or through proxy Promoter & Promoter Group: Public:	Not Applicable
4.	No of shareholders who attended the meeting through Video Conferencing Promoter & Promoter Group: Public:	Not Applicable



CESC Limited

Resolution Required : (Special)		1 - Creation of charge/security on the Company's assets to secure the borrowings of the Company.							
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	690770560	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		690770560	100.0000	690770560	0	100.0000	0.0000	0
	Total		690770560	100.0000	690770560	0	100.0000	0.0000	0
Public Institutions	E-Voting	465650467	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		442465757	95.0210	442465757	0	100.0000	0.0000	0
	Total		442465757	95.0210	442465757	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	169149403	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		2418500	1.4298	2300126	118374	95.1055	4.8945	0
	Total		2418500	1.4298	2300126	118374	95.1055	4.8945	0
Total		1325570430	1135654817	85.6729	1135536443	118374	99.9896	0.0104	0





MANOJ SHAW & CO.
COMPANY SECRETARIES

"PODDAR COURT" 18, Rabindra Sarani
Gate no. 1, 3rd Floor, Room No. 331,
Kolkata - 700001

☎ :033-46031517

E-mail : shawmanoj2003@gmail.com
shawmanoj2003@yahoo.co.in

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and subsequent amendments thereon]

To,
The Chairman
CESC LIMITED
CESC House, Chowringhee Square,
Kolkata- 700001

Sub: Scrutinizer's Report on Remote E-Voting in terms of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (and subsequent amendments thereon) on the Special Resolution deemed to be passed by the members of CESC Limited (the Company) on December 22, 2022 as per the Postal Ballot Notice dated November 14, 2022.

I, Manoj Prasad Shaw, Company Secretary in Practice having membership no. FCS: 5517, CP: 4194, Proprietor of Manoj Shaw & Co. was appointed by the Board of Directors of the Company, as the Scrutinizer for the purpose of scrutinizing the Remote E-voting, in a fair and transparent manner and ascertaining whether the requisite majority carried out the proposed resolution, as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and subsequent amendments thereon ("the Act") and Regulation 44(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI - LODR") and subsequent amendment thereon, in respect of the item as set out in the Notice of the Postal Ballot dated November 14, 2022.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereon along with SEBI - LODR and

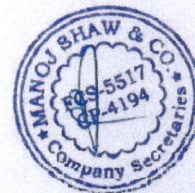


subsequent amendments thereon, relating to voting through electronic means on the resolution contained in the said Notice.

My responsibility as a Scrutinizer for the Remote E-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolution as stated in the said Notice, based on the report generated from the e-voting system provided by NSDL, the authorized Agency to provide e-voting facility, engaged by the Company.

In this regard, I submit my report as hereunder:-

1. The Company had provided facility of casting vote to the members of the Company through electronic means.
2. The Remote e-voting period remained open from Wednesday, November 23, 2022 at 09:00 a.m. (IST) and ended on Thursday, December 22, 2022 at 5:00 p.m. (IST).
3. The members of the Company holding shares as on Cut-off date i.e., November 18, 2022 were entitled to vote on the Resolution as set out in the Notice.
4. The Company had followed the process as required under Rule 20 of the Companies (Management and Administration) Rules 2014 and subsequent amendments thereon, in respect of providing voting through electronic means.
5. After the time fixed for closing of the e-voting i.e. 5 p.m. (IST) on Thursday, December 22, 2022, I unblocked the votes cast, in the presence of two witnesses who were not in employment of the Company as well as of the Registrar & Transfer Agent of the Company, and e-voting result/ list of equity shareholders who have voted "IN FAVOUR" and "AGAINST" were downloaded from the e-voting website of National Securities Depository Limited (NSDL) i.e. www.evoting.nsdl.com.
6. The particulars of all the votes cast through remote e- voting process have been recorded in a register separately maintained for the purpose.
7. The results of remote e-voting is as hereunder:-



SPECIAL BUSINESS:

Item No.1- Special Resolution

Creation of charge/security on the Company's assets to secure the borrowings of the Company:

Particulars	Remote e-voting		Total voting results
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1886	1135536443	99.99
Voted against the resolution	156	118374	0.01
Invalid votes	0	0	0
Total	2042	1135654817	100

All the relevant records have been handed over to the Company Secretary of the Company as authorized by the Board of Directors in this behalf for safe keeping.

Yours faithfully,
For Manoj Shaw & Co.

Manoj Prasad Shaw



(Manoj Prasad Shaw)
(Scrutinizer)
(FCS-5517; CP-4194)
UDIN: F005517D002781501

Date: 22.12.2022
Place: Kolkata

WITNESS 1: Nikita Chokhani

(NIKITA CHOKHANI)

WITNESS 2: Rupa Khandelwal

(RUPA KHANDELWAL)

Counter-signed by
FOR CESC Limited

Jagdish Patra

JAGDISH PATRA
Company Secretary and Compliance Officer
Membership No. FCS 5320