

Fax : (033) 2236-7135  
E-mail : smguptaandco@yahoo.com  
smguptaandco@gmail.com  
Website : www.smguptaco.com

Phones : Offi. : 2236 1385, 2236 7135  
Resi. : 2534 8148  
Mobile : 98300 57568

**S. M. GUPTA & CO.**  
COMPANY SECRETARIES  
P-15, BENTINCK STREET, CALCUTTA-700 001

Ref. No.....

Dated .....

**Certificate of Reconciliation of Share Capital Audit**  
**[See Regulation 76 of SEBI (Depositories and Participants)**  
**Regulations, 2018]**

We have audited the relevant records and documents of **M/s. CESC LIMITED (CIN : L31901WB1978PLC031411)** for the quarter ended 30<sup>th</sup> September, 2019 for the purpose of issuing Certificate of reconciliation of share capital with both the Depositories and the total issued and listed capital as required pursuant to Notification No. SEBI/LAD-NRO/GN/2018/40 dated 3<sup>rd</sup> October, 2018 issued by the Securities & Exchange Board of India (SEBI) and on the basis of such checks which to the best of our knowledge and belief were necessary for the purpose of this certification and on the basis of information and explanations given to us and according to the examinations carried out by us, we do hereby certify that in our opinion and according to the best of our information and belief:

- (1) The total no. of the shares held in the NSDL, CDSL and in the physical form is annexed hereto in the format as prescribed by SEBI and the same tallies with the paid-up capital of the Company.
- (2) The Register of Members is updated.
- (3) Valid dematerialisation requests have been confirmed within the stipulated period.
- (4) There has been no change in the paid-up share capital of the company during the above quarter.

Place : Kolkata

Dated: 14 OCT 2019

Signature : 

Name : S. M. GUPTA

Membership No. : FCS - 896

C. P. Number : 2053

UDIN: F000896A000072341



**Annexure**

1.	For Quarter ended	30 <sup>th</sup> September, 2019					
2.	ISIN	INE486A01013					
3.	Face Value	Fully paid-up Equity Shares of Rs.10/- each					
4.	Name of the Company	<b>CESC LIMITED</b> <b>CIN: L31901WB1978PLC031411</b>					
5.	Registered Office Address	CESC House, Chowringhee Square, Kolkata – 700 001					
6.	Correspondence Address	CESC House, Chowringhee Square, Kolkata – 700 001					
7.	Telephone & Fax Nos.	Ph: (033) 2225 6040; Fax: (033) 2225 5155					
8.	Email Address	secretarial@rp-sg.in					
9.	Names of the Stock Exchanges where the Company's securities are listed	1) The Calcutta Stock Exchange Limited (CSE) 2) BSE Limited (BSE) 3) National Stock Exchange of India Limited (NSE) 4) The GDRs are listed on the Euro MTF of the Luxembourg Stock Exchange					
		Number of shares					
10.	Capital under this ISIN	13,25,57,043					
11.	Listed Capital (Exchange-wise) (ISIN-wise)	13,25,57,043					
				% of Total capital			
12.	Held in Dematerialised form in CDSL	52,53,288		3.96%			
13.	Held in Dematerialised form in NSDL	12,60,21,165		95.07%			
14.	Physical	12,82,590		0.97%			
15.	Total No. of Shares (12+13+14)	13,25,57,043		(As per RTA Certificate)			
16.	Reasons for difference, if any	N. A.					
17.	Certifying the details of changes in share capital during the quarter under consideration as per Table below: <b>NO CHANGE IN SHARE CAPITAL</b>						
	Particulars*	No. of shares	Applied/ Not applied for Listing	Listed on Stock exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-prin.appr pending for SE (Specify Names)
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* Rights, Bonus, Preferential Issue, ESOPs, amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify)							



18.	<i>Register of Members updated (Yes/No) If not, updated upto which date</i>	Yes		
19.	<i>Referance of previous quarter with regards to excess dematerialized shares, if any</i>	Nil		
20.	<i>Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?</i>	N. A.		
21.	<i>Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay: (As per RTA Certificate)</i>			
	<i>Total No. of Demat requests</i>	<i>No. of requests</i>	<i>No. of shares</i>	<i>Reasons for delay</i>
	<i>Confirmed after 21 days</i>	NIL	NIL	N.A.
	<i>Pending for more than 21 days</i>	NIL	NIL	N.A.
22.	<i>Name, Telephone &amp; Fax no. of the Compliance Officer of the Company</i>	Mr. S. Mitra, Company Secretary Membership No: ACS 5376 Tel: (033) 2225 6040; Fax: (033) 2236 3868		
23.	<i>Name, Address, Telephone &amp; Fax no., Regn. no. of the Auditor</i>	Mr. S. M. Gupta (CP – 2053) M/s. S. M. Gupta & Co., Company Secretaries, P-15, Bentinck Street, Kolkata – 700 001 Tel: (033) 2236 1385; Fax: (033) 2236 7135		
24.	<i>Appointment of common agency for share registry work (if yes, name and address)</i>	Link Intime India Pvt. Limited (Formerly Intime Spectrum Registry Limited), Vaishno Chamber, 5 <sup>th</sup> Floor, Room No. 502 & 503 6, Brabourne Road, Kolkata-700001.		
25.	<i>Any other detail that the Auditor may like to provide (eg. BIFR Company, delisting from SE, company changed its name etc.)</i>	1. The Company had issued Global Depository Receipts representing Equity Shares of Rs. 10/- each in Financial Year 1994 and 2005, out of which 7932 GDRs are still outstanding.		

