

DOC: SEC:219/2021-22/219

January 8, 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,

**Sub: Certificate under Regulation 76 of
SEBI (Depositories and Participants) Regulations, 2018**

In accordance with Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, we submit herewith Audit Report dated January 8, 2022 in regard to Reconciliation of the Share Capital of the Company for the quarter and nine months' ended December 31, 2021 issued by Messrs. S.M. Gupta & Co., Company Secretaries.

Kindly acknowledge receipt and oblige.

Yours faithfully,
For **CESC Limited**

Jagdish Patra
Company Secretary & Compliance Officer

Encl:

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 LTD (CIN: L31901WB1978PLC031411)** for the quarter ended 31st December, 2021 for the purpose of issuing Certificate of reconciliation of the 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 3rd 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 including by way of remote audit, we do hereby certify that in our opinion and according to the best of our information and belief:

- (1) The total number of the shares held in dematerialized form with National Securities Depository Limited ('NSDL'), Central Depository Services (India) Limited ('CDSL') and in physical form as per the format prescribed by SEBI annexed hereto, tallies with the number of shares mentioned in the paid-up capital of the Company.
- (2) The Register of Members is updated.
- (3) Valid dematerialization 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: 08.01.2022



Signature

:

Name

: S. M. GUPTA

Membership No.

: FCS-896

C. P. Number


: 2053

UDIN: F000896C002101821

Annexure

Annexure

1.	For Quarter ended	31 st December, 2021					
2.	ISIN	1. INE486A01021 w.e.f. 21.09.2021 2. INE486A01013 upto 20.09.2021					
3.	Face Value	1. Fully paid-up Equity Shares of Re.1/- each w.e.f. 21.09.2021. 2. Fully paid-up Equity Shares of Rs.10/- each upto 20.09.2021					
4.	Name of the Company	CESC LIMITED (CIN: L31901WB1978PLC031411)					
5.	Registered Office Address	CESC House, Chowringhee Square, Kolkata-700001					
6	Address where all or any Books of Accounts and papers are maintained	2/4 Judges Court Road, Alipore, Kolkata-700027					
7.	Correspondence Address	CESC House, Chowringhee Square, Kolkata-700001					
8.	Telephone & Fax Nos.	Ph: (033) 2225 6040					
9.	Email Address	secretarial@rpsg.in					
10.	Names of the Stock Exchanges where the Company's securities are listed	1) National Stock Exchange of India Limited (NSE) 2) BSE Limited (BSE)					
		Number of shares					
11.	Capital under this ISIN	1,32,55,70,430					
12.	Listed Capital (Exchange-wise) (as per Company's records)	1,32,55,70,430					
				% of Total Capital			
13.	Held in Dematerialised form in CDSL	5,90,71,811		4.46%			
14.	Held in Dematerialised form in NSDL	1,25,51,80,769		94.69%			
15.	Physical	1,13,17,850		0.85%			
16.	Total No. of Shares (12+13+14)	1,32,55,70,430		(As per RTA Certificate)			
17.	Reasons for difference, if any	N.A.					
18.	Certifying the details of changes in share capital during the quarter under consideration as per Table below:						
	Particulars*	No. of shares	Applied/ Not applied for Listing	Listed on Stock exchanges (Specify names)	Whether intimate d to CDSL	Whether intimated to NSDL	In-prin. appr pending from Stock Exchanges (Specify Names)
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	* Rights; Bonus, Preferential Issue, ESOPs, amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify)						
19.	Register of Members updated (Yes/No) If not, updated upto which date	Yes					





20.	Reference of previous quarter with regards to excess dematerialized shares, if any	Nil
21.	Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?	N.A.
22.	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)	
	Total No. of Requests confirmed after 21 days	Total No. of Requests pending beyond 21 days
	Nil	Nil
		Reasons for Delay in confirmation of demat requests
		N.A.
23.	Name, Telephone & Fax no. of the Compliance Officer of the Company	Mr. Jagdish Patra, Company Secretary & Compliance Officer Membership No: FCS 5320 Tel: (033) 6634 0456; Fax: (033) 2236 3868
24.	Name, Address, Telephone & Fax no., Regn. no. of the Auditor	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
25.	Appointment of common agency for share registry work (if yes, name and address)	Link Intime India Pvt. Limited Vaishno Chamber, 5 th Floor, Room No. 502 & 503 6, Brabourne Road, Kolkata-700001
26.	Any other detail that the Auditor may like to provide (eg. BIFR Company, delisting from Stock Exchange, company changed its name etc.)	<p>a. 2,75,500 physical shares were transferred to the demat account of the IEPF of the Government of India during the above quarter.</p> <p>b. The Company has altered its Articles of Association (AOA) via Postal Ballot by e-voting by adoption of the re-stated Articles of Association in substitution and supersession of the existing Articles of Association by a Special Resolution passed effective December 28, 2021.</p> <p>c. The Company has allotted on 24.12.2021, 1,000 Secured, non-convertible debentures having Face Value of Rs. 10 Lakh each, aggregating to Rs. 100 crores, on a private placement basis to Kotak Mahindra Bank Limited, Mumbai.</p> <p>d. This certificate is being issued under precautionary measures of work from home after onset of third wave of COVID-19 with limited resources available to us.</p>

