

4 August, 2020

Manager (Listing)
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

The Secretary
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
SCRIP CODE: 500084

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700 001
SCRIP CODE: 10000034

Dear Sirs,

Forty-second Annual General Meeting and Voting Results

The Forty-second Annual General Meeting of the Company was held on Monday 3 August, 2020, through Video Conferencing and all the business as set out in the Notice dated 29 June, 2020 were transacted.

In connection with the above, please find enclosed the following:

1. Summary of proceedings as required under Regulation 30, Part -A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Annexure - I.
2. Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure II.

The said details are also being uploaded on the Company's website.





**RP-Sanjiv Goenka
Group**

Growing Legacies



CESC
LIMITED
Energising Lives • Since 1899

3. Report of Scrutinizer dated 4 August, 2020, pursuant to Section 108 of the Companies Act 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014.

Yours faithfully,

Sayuk Chatterjee
Deputy Manager (Secretarial)

Encl.

CESC Limited

CIN : L31901WB1978PLC031411 | e-mail : cesclimited@rp-sg.in
Regd. Office : CESC House, Chowringhee Square, Kolkata - 700 001, India
Tel. : +91 33 2225 6040 Fax : +91 33 2225 3495 Web : www.cesc.co.in

CESC Limited

SUMMARY OF PROCEEDINGS OF THE FORTY-SECOND ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF THE COMPANY HELD ON MONDAY, 3 AUGUST, 2020 AT 10:00 A.M., INDIAN STANDARD TIME, THROUGH VIDEO CONFERENCING (VC) (AGM)

1. 59 members attended the meeting out of which 11 members were represented by their authorized representatives at the above AGM.
2. Dr. S. Goenka, Chairman of the Board, was in the Chair in accordance with Article 72 of the Articles of Association of the Company.
3. The quorum being present, the Chairman declared the Meeting open and welcomed the members.
4. Chairman then requested the Company Secretary to brief the members about some basic rules relating to the AGM. The Company Secretary, inter alia, stated the following:
 - a. remote e-voting facility, available to the members, had closed on Sunday, 2 August, 2020 at 5.00 pm IST and if any member had not already electronically cast his vote on the Resolutions, he may do so during the continuance of the meeting or till thirty minutes thereafter.
 - b. the Auditor's Report on the Accounts of the Company and the Secretarial Audit Report for the Financial Year 2019-20 did not have any qualification, observation or comments.
 - c. registers and documents as statutorily required to be maintained remained accessible electronically during the continuance of the Meeting.
 - d. representatives of the Statutory Auditors, Secretarial Auditor and the Scrutinizer were present at the Meeting.
 - e. Q&A session for the registered speaker shareholders was to commence after all the Resolutions in the Notice were tabled.
5. Thereafter, one after the other, all eight Resolutions included in the Notice, convening the Forty-second AGM, were taken up by the Chairman and placed before the AGM.
6. Chairman then invited the pre-registered shareholders for their comments and observations. Chairman replied to them suitably.



7. Chairman then announced that the voting results on the eight Resolutions included in the aforesaid Notice would be announced within 48 hours from the conclusion of the meeting and would also be posted on the Company's website (www.cesc.co.in) and website of NSDL. The same would also be displayed on the Notice Board at the registered office of the Company.
8. He thereafter thanked the members for attending the AGM.



Annexure - II

Forty-Second Annual General Meeting (AGM) of CESC Limited

Details of Voting Results

Sr. No.	Particulars	Details
1.	Date of the AGM	3 August 2020
2.	Total number of shareholders on record date (Book Closure: 27 July 2020 to 3 August 2020, both days inclusive)	55,706
3.	No. of shareholders attended the meeting through Video Conferencing :	
	Promoters and Promoter Group :	7
	Public:	52
4.	Mode of Voting	E-voting



ITEM NO. 1

CESC Limited

Resolution Required : Ordinary

Adoption of financial statements (standalone & consolidated) and reports of Directors

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	66172209	66172209	100.0000	66172209	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		66172209	100.0000	66172209	0	100.0000	0.0000	0
Public institutions	E-Voting	54936246	44272537	80.5889	44272537	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		44272537	80.5889	44272537	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	11448588	3095304	27.0366	3095011	293	99.9905	0.0095	0
	Poll		670	0.0059	670	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3095974	27.0424	3095681	293	99.9905	0.0095	0
Total		132557043	113540720	85.6542	113540427	293	99.9997	0.0003	0



ITEM NO. 2

CESC Limited

Resolution Required : Ordinary

To confirm Interim Dividend

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	66172209	66172209	100.0000	66172209	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		66172209	100.0000	66172209	0	100.0000	0.0000	0
Public Institutions	E-Voting	54936246	44900685	81.7324	44900685	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		44900685	81.7324	44900685	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	11448588	3095304	27.0366	3095096	208	99.9933	0.0067	0
	Poll		670	0.0059	670	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3095974	27.0424	3095766	208	99.9933	0.0067	0
Total		132557043	114168868	86.1281	114168660	208	99.9998	0.0002	0



ITEM NO. 3

CESC Limited

Resolution Required : Ordinary

Re-appointment of Dr. Sanjiv Goenka as a Director

Whether promoter/ promoter group are interested in the agenda/resolution? Yes

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	66172209	66172209	100.0000	66172209	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		66172209	100.0000	66172209	0	100.0000	0.0000	0
Public Institutions	E-Voting	54936246	44900685	81.7324	42886945	2013740	95.5151	4.4849	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		44900685	81.7324	42886945	2013740	95.5151	4.4849	0
Public Non Institutions	E-Voting	11448588	3095254	27.0361	3094561	693	99.9776	0.0224	0
	Poll		670	0.0059	670	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3095924	27.0420	3095231	693	99.9776	0.0224	0
Total		132557043	114168818	86.1281	112154385	2014433	98.2356	1.7644	0



ITEM NO. 4**CESC Limited**

Resolution Required : Ordinary

Appointment of Mr. Shashwat Goenka as a Director

Whether promoter/ promoter group are interested in the agenda/resolution? Yes

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	66172209	66172209	100.0000	66172209	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		66172209	100.0000	66172209	0	100.0000	0.0000	0
Public Institutions	E-Voting	54936246	44900685	81.7324	42655486	2245199	94.9996	5.0004	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		44900685	81.7324	42655486	2245199	94.9996	5.0004	0
Public Non Institutions	E-Voting	11448588	3095254	27.0361	3093809	1445	99.9533	0.0467	0
	Poll		670	0.0059	670	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3095924	27.0420	3094479	1445	99.9533	0.0467	0
Total		132557043	114168818	86.1281	111922174	2246644	98.0322	1.9678	0



ITEM NO. 5**CESC Limited**

Resolution Required : Ordinary

Appointment of Mr. Sunil Mitra as an Independent Director

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	66172209	66172209	100.0000	66172209	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		66172209	100.0000	66172209	0	100.0000	0.0000	0
Public Institutions	E-Voting	54936246	44900685	81.7324	44065445	835240	98.1398	1.8602	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		44900685	81.7324	44065445	835240	98.1398	1.8602	0
Public Non Institutions	E-Voting	11448588	3095254	27.0361	3094895	359	99.9884	0.0116	0
	Poll		670	0.0059	670	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3095924	27.0420	3095565	359	99.9884	0.0116	0
Total		132557043	114168818	86.1281	113333219	835599	99.2681	0.7319	0



ITEM NO. 6

CESC Limited

Resolution Required : Special

Continuation of appointment of Mr. P.K. Khaitan as a Non-executive Director

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	66172209	66172209	100.0000	66172209	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		66172209	100.0000	66172209	0	100.0000	0.0000	0
Public Institutions	E-Voting	54936246	44900685	81.7324	36674760	8225925	81.6797	18.3203	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		44900685	81.7324	36674760	8225925	81.6797	18.3203	0
Public Non Institutions	E-Voting	11448588	3114228	27.2019	3094610	19618	99.3701	0.6299	0
	Poll		670	0.0059	670	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3114898	27.2078	3095280	19618	99.3702	0.6298	0
Total		132557043	114187792	86.1424	105942249	8245543	92.7790	7.2210	0



ITEM NO. 7

CESC Limited

Resolution Required : Special

Approval to mortgage / charge / encumber properties under Section 180(1)(a) of the Companies Act, 2013.

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	66172209	66172209	100.0000	66172209	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		66172209	100.0000	66172209	0	100.0000	0.0000	0
Public Institutions	E-Voting	54936246	44900685	81.7324	44900685	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		44900685	81.7324	44900685	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	11448588	3095304	27.0366	3094816	488	99.9842	0.0158	0
	Poll		670	0.0059	670	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3095974	27.0424	3095486	488	99.9842	0.0158	0
Total		132557043	114168868	86.1281	114168380	488	99.9996	0.0004	0



ITEM NO. 8

CESC Limited

Resolution Required : Ordinary

Ratification of remuneration of Cost Auditors 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	66172209	66172209	100.0000	66172209	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		66172209	100.0000	66172209	0	100.0000	0.0000	0
Public Institutions	E-Voting	54936246	44900685	81.7324	44900685	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		44900685	81.7324	44900685	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	11448588	3095254	27.0361	3094926	328	99.9894	0.0106	0
	Poll		670	0.0059	670	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3095924	27.0420	3095596	328	99.9894	0.0106	0
Total		132557043	114168818	86.1281	114168490	328	99.9997	0.0003	0



CONSOLIDATED
SCRUTINIZER'S REPORT
OF
CESC LTD.

Forty-Second Annual General Meeting

Held on Monday, 3rd August, 2020

At 10:00 A.M.

***THROUGH VIDEO CONFERENCING/
OTHER AUDIO VISUAL MEANS***

A MURARKA & CO

PRACTISING COMPANY SECRETARIES

DIAMOND PRESTIGE

41A, A J C BOSE ROAD

KOLKATA – 700017, INDIA

PHONE NO. : 033-40616033/34/35

E- MAIL: anilmurarka@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 r/w
Companies (Management and Administration) Rules, 2014]

The Chairman

42nd Annual General Meeting of the Members of **CESC LIMITED**

Held on: Monday, 3rd August, 2020 at 10:00 A.M.

Through Video Conferencing (VC)/

Other Audio Visual Means (OAVM)

Dear Sir,

Sub: Report on the process of Voting through Electronic Means pertaining to the Forty- Second Annual General Meeting of "CESC Limited"

A. APPOINTMENT

- (i) I, **Anil Murarka**, a Company Secretary in Practice, having FCS No.- 3150 & CoP No.- 1857, have been appointed as a Scrutinizer by the Board of Directors of **CESC Limited** (the Company) at their Meeting held on 29th June, 2020 for the purpose of Scrutinizing the e-voting process (remote e-voting) and remote e- voting system during the meeting on the date of Forty- Second Annual General Meeting (AGM) in a fair and transparent manner;
- (ii) My appointment as a Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules");
- (iii) My appointment as a Scrutinizer is also for ascertaining the requisite majority for the Resolutions proposed in the AGM's Notice dated 29th June, 2020 issued to the Members of the Company in accordance with General Circular No. 14/2020, 17/2020, and 20/2020 dated 8 April 2020, 12 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs, Government of India (MCA). The AGM was held on Monday, the 3rd day of August, 2020 through Video Conferencing (VC) and Other Audio Visual Means (OAVM).

B. MANAGEMENT'S RESPONSIBILITY

The management of the Company is responsible to ensure the compliance with the requirements of (a) the Companies Act, 2013 and the Rules made thereunder; (b) the MCA Circulars; and (c) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the Resolutions contained in the Notice of AGM of Members of the Company.

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C. SCRUTINIZER'S RESPONSIBILITY

My responsibility as a Scrutinizer for the e-voting process of voting through electronic means i.e. by remote e-voting and remote e-voting during the meeting on the date of Forty- Second AGM is restricted to making a Scrutinizer's Report of the votes cast in "favour" or "against" the Resolutions as stated in the said notice of AGM, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means i.e. by remote e-voting and remote e- voting system during the meeting on the date of AGM which was facilitated on the basis of data maintained by Registrar & Share Transfer Agent of the Company.

D. CUT-OFF DATE

- (i) The Company has dispatched Notice of the Forty- Second AGM to the members by e-mail whose names appeared on the Register of Members/List of Beneficiaries as notified by Depositories as on Friday, the 3rd day of July, 2020;
- (ii) The Company had provided the facility of voting on the Resolutions proposed in the notice of the Forty- Second AGM through electronic means i.e. by remote e-voting and remote e- voting system during the meeting on the date of AGM to persons who were Members on the cut-off date of 27th day of July, 2020.

E. REMOTE E-VOTING PROCESS

- (i) In accordance with the Notice dated 29th June, 2020 sent to the Members and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (as Amended) on Saturday, 11th July, 2020, the e-voting opened at 09:00 AM on 31st July, 2020 and remained open up to 5:00 P.M. on 2nd August, 2020;
- (ii) All votes casted in respect of Resolutions contained in the Notice of Forty- Second AGM held on Monday, the 3rd day of August, 2020 have been considered for my scrutiny;
- (iii) Particulars of all the votes cast by electronic means have been entered in a Register separately maintained for the purpose.

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F. E-VOTING PROCESS DURING AGM

- (i) All members who opted to vote during the meeting on the date of AGM were provided with the facility of remote e- voting system;
- (ii) I have obtained a complete record of votes cast by remote e-voting and voting during the meeting on the date of AGM from NSDL which was unblocked by NSDL after 30 (thirty) minutes from the conclusion of AGM on Monday, the 3rd day of August, 2020;
- (iii) I have unblocked the votes cast through remote e-voting and voting during the meeting on the date of AGM after 30 (thirty) minutes from the conclusion of Forty- Second AGM in the presence of the 2 (two) witnesses who are not in the employment of the Company, namely Ms. Yashika Poddar & Ms. Ankita Agarwal.

G. REPORT

I submit herewith my Scrutinizer's Report on the results of voting though remote e-voting and e-voting during the meeting on the date of AGM, which is as under: -

1. ORDINARY RESOLUTION -

To receive, consider and adopt:

- a) audited financial statements for the year ended 31st March,2020 and the Reports of the Directors and Auditors thereon.
- b) audited consolidated financial statements for the year ended 31st March,2020 and the Report of the Auditors thereon.

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	No.	Votes	No.	Votes	No.	Votes	
Favour	268	113539757	5	670	273	113540427	99.9997
Against	4	293	0	0	4	293	0.0003
Total	272	113540050	5	670	277	113540720	100

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2. ORDINARY RESOLUTION -

To confirm Interim Dividend @ 200% (i.e. ₹ 20/- per share) already paid for the year ended 31st March, 2020.

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	No.	Votes	No.	Votes	No.	Votes	
Favour	271	114167990	5	670	276	114168660	99.9998
Against	2	208	0	0	2	208	0.0002
Total	273	114168198	5	670	278	114168868	100

3. ORDINARY RESOLUTION -

To appoint a Director in place of Dr. Sanjiv Goenka (DIN:00074796), a Director retiring by rotation.

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	No.	Votes	No.	Votes	No.	Votes	
Favour	229	112153715	5	670	234	112154385	98.2356
Against	43	2014433	0	0	43	2014433	1.7644
Total	272	114168148	5	670	277	114168818	100

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4. ORDINARY RESOLUTION -

To appoint Mr. Shashwat Goenka (DIN:03486121), as a Non- Executive Non Independent Director of the Company.

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	No.	Votes	No.	Votes	No.	Votes	
Favour	243	111921504	5	670	248	111922174	98.0322
Against	29	2246644	0	0	29	2246644	1.9678
Total	272	114168148	5	670	277	114168818	100

5. ORDINARY RESOLUTION -

To appoint Mr. Sunil Mitra (DIN:00113473), as Non- Executive Independent Director of the Company for a period of five years w.e.f. 14th November, 2019.

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	No.	Votes	No.	Votes	No.	Votes	
Favour	253	113332549	5	670	258	113333219	99.2681
Against	19	835599	0	0	19	835599	0.7319
Total	272	114168148	5	670	277	114168818	100

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6. SPECIAL RESOLUTION –

To continue the directorship of Mr. Pradip Kumar Khaitan (DIN:00004821), in the capacity of Non- Executive Non-Independent Director of the Company.

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	No.	Votes	No.	Votes	No.	Votes	
Favour	177	105941579	5	670	182	105942249	92.7790
Against	101	8245543	0	0	101	8245543	7.2210
Total	278	114187122	5	670	283	114187792	100

7. SPECIAL RESOLUTION –

To mortgage, charge and/or otherwise encumber all or any of the properties of the Company, whether immovable or movable and whether present or future and wheresoever the same may be situate in terms of the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013.

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	No.	Votes	No.	Votes	No.	Votes	
Favour	261	114167710	5	670	266	114168380	99.9996
Against	12	488	0	0	12	488	0.0004
Total	273	114168198	5	670	278	114168868	100

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8. ORDINARY RESOLUTION -

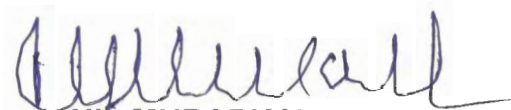
To ratify the remuneration of M/s. Shome & Banerjee, Cost Accountants as Cost Auditors of the Company for the financial year ending 31st March, 2021.

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	No.	Votes	No.	Votes	No.	Votes	
Favour	266	114167820	5	670	271	114168490	99.9997
Against	6	328	0	0	6	328	0.0003
Total	272	114168148	5	670	277	114168818	100

H. SAFE CUSTODY OF RECORDS

The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the Forty- Second AGM.

Place: Kolkata
Date: 4th August, 2020



(ANIL MURARKA)

FCS No. 3150

CoP No. 1857

UDIN: F003150B000548585

Countersigned by:

For CESC Limited

(Subhasis Mitra)
Company Secretary