

DOC:SEC:1198/2024-25/234

October 24, 2024

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,

Sub: 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 the Voting Result on the Resolutions as set out in the Postal Ballot Notice dated August 9, 2024, along with the Scrutinizer's Report dated October 24, 2024.

The said details are also being uploaded on the websites of the Company and National Securities and Depositories Limited.

The Voting Results are also being displayed on the Notice Board at the Company's Registered Office.

Accordingly, the proposed two Special Resolutions have been passed by the Members with requisite majority through remote e-voting as mentioned in the Postal Ballot Notice.

Kindly take the above mentioned information on your records.

Thanking you.
Yours faithfully,
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

<u>Sr. No.</u>	<u>Particulars</u>	<u>Details</u>
1	Date of declaration of Postal Ballot through e-voting	October 24, 2024
2	Total number of shareholders on record date (the cut-off date for determining shareholders entitled to vote, being, September 23, 2024)	417596
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 - Appointment of Mr. Paras K Chowdhary as a Non-Executive 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	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	472017484	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		379848024	80.4733	309841690	70006334	81.5699	18.4301	0
	Total		379848024	80.4733	309841690	70006334	81.5699	18.4301	0
Public Non Institutions	E-Voting	162782386	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		658764	0.4047	634004	24760	96.2414	3.7586	0
	Total		658764	0.4047	634004	24760	96.2414	3.7586	0
Total		1325570430	1071277348	80.8163	1001246254	70031094	93.4628	6.5372	0



CESC Limited

Resolution Required :Special

2 - Re-appointment of Mr. Sunil Mitra as a Non-Executive 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	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	472017484	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		425088132	90.0577	415463164	9624968	97.7358	2.2642	0
	Total		425088132	90.0577	415463164	9624968	97.7358	2.2642	0
Public Non Institutions	E-Voting	162782386	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		656658	0.4034	630849	25809	96.0696	3.9304	0
	Total		656658	0.4034	630849	25809	96.0696	3.9304	0
Total		1325570430	1116515350	84.2290	1106864573	9650777	99.1356	0.8644	0





PVK & ASSOCIATES
Company Secretaries

8A, UG CS Ansal Corporate Suites,
Ansal Plaza, Sector-1, Vaishali GZB, NCR-201010
Mob : (+91) 9312215450, 9654583800
E-mail : cspankajgumla@gmail.com

SCRUTINIZER'S REPORT

(Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies Management and Administration) Rules, 2014 and subsequent amendments thereon)

To
The Chairman
CESC Ltd.
(CIN: L31901WB1978PLC031411)
CESC House Chowringhee Square,
Kolkata - 700001

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting for the resolutions given in the Postal Ballot Notice dated August 09, 2024

Dear Sir,

I, Pankaj Kumar, Proprietor of PVK & Associates, Company Secretaries having its office at 1B Takshshila Society, Abhay Khand-3, Indirapuram, Ghaziabad-201010 (U.P.) was appointed as Scrutinizer by the Board of Directors, for the purpose of scrutinizing remote electronic voting process for the resolutions given in the Postal Ballot Notice as above, pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) ('the Rules') and Regulation 44(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI - LODR") and subsequent amendments thereon.

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

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, September 25, 2024 at 9.00 A.M. (IST) and ended on Thursday, October 24, 2024 at 5.00 P.M. (IST)**.
3. The members of the Company as on the "**cut off**" date i.e. September 23, 2024 were entitled to avail the facility of remote e-voting on the proposed resolutions as set out in the Postal Ballot Notice.
4. The Company had followed the process as required under Rules 20 and 22 of the Rules, in respect of providing voting through electronic means.
5. The details containing, inter-alia, list of equity shareholders, who voted "FOR" and/or "AGAINST", were downloaded from the e-voting website of the National Securities Depository Limited (NSDL). (<http://www.evoting.nsdl.com>).
6. I have scrutinized and reviewed the remote e-voting and votes cast therein based on the data downloaded from the NSDL e-voting system. I have unblocked the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company namely Sachin Shrivastva and Harshit Pal.

Registered office : 1B, Takshshila Society, Abhay Khand-3, Indirapuram, Ghaziabad-201010 (U.P.)

7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules relating to remote e-voting on the resolution contained in the Postal Ballot Notice.

My responsibility as scrutinizer for the remote e-voting is restricted to issuance of the Scrutinizer's Report of the votes cast in favour or against the resolution.

The summary of results of remote e-voting is as under:

ITEMS OF **SPECIAL BUSINESS:**

Special Resolution

1. APPOINTMENT OF MR. PARAS KUMAR CHOWDHARY AS A NON-EXECUTIVE INDEPENDENT DIRECTOR.

(i) Voted in favor of the resolution

	Number of members voted through electronic voting system	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	1822	1001246254	93.46
Physical	-	-	-
Total	1822	1001246254	93.46

(ii) Voted against the resolution:

	Number of members voted through electronic voting system	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	134	70031094	6.54
Physical	-	-	-
Total	134	70031094	6.54

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	-	-
Physical	-	-
Total	-	-

2. RE-APPOINTMENT OF MR. SUNIL MITRA AS A NON-EXECUTIVE INDEPENDENT DIRECTOR.

(i) Voted in favor of the resolution

	Number of members voted through electronic voting system	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	1830	1106864573	99.14
Physical	-	-	-
Total	1830	1106864573	99.14

(ii) Voted against the resolution:

	Number of members voted through electronic voting system	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	122	9650777	0.86
Physical	-	-	-
Total	122	9650777	0.86

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	-	-
Physical	-	-
Total	-	-

All the relevant records shall be handed over to the Company Secretary of the Company for safe keeping subsequent to the compliance as mentioned under Rule 22 of The Companies (Management and Administration) Rules, 2014

Thanking You.

Yours faithfully,

For PVK & Associates

PANKAJ Digitally signed by
PANKAJ KUMAR
KUMAR Date: 2024.10.24
19:20:35 +05'30'

Pankaj Kumar

Company Secretary in Practice

CP. No. 20994

UDIN: A012288F001741169

Place: Indrapuram (Ghaziabad)

Date: 24.10.2024

Signature of Witness 1: 

Signature of Witness 2: 

Received by :-
For CESC Ltd.

Jagdish Patra
Company Secretary and Compliance Officer