

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
BSE 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,

41st Annual General Meeting ("AGM") and voting results

The Forty-first Annual General Meeting of the Company was held on Friday 19 July, 2019 at Swissotel Kolkata, City Centre Two, New Town Action Area 2D, Plot No. 11/5, New Town, Rajarhat, Kolkata 700 157 and all the matters mentioned in the Notice dated 17 May, 2019 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 as Annexure – I.
- 2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure – II.

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

- 3) Report of Scrutinizer dated 19 July, 2019, pursuant to Section 108 of the



Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

Yours faithfully,



Deputy Manager (Secretarial)

Encl.

- cc : National Securities Depository Ltd.
Trade World, 4th Floor
Kamala Mills Compound
Senapati Bapat Marg
Lower Parel
Mumbai 400 013.
- cc : Central Depository Services (India) Ltd.
Phiroz Jeejeebhoy Towers
28th Floor, Dalal Street
Mumbai 400 023

CESC Limited**SUMMARY OF PROCEEDINGS OF THE FORTY FIRST ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD AT SWISSOTEL KOLKATA, CITY CENTRE TWO, NEW TOWN ACTION AREA 2D, PLOT NO. 11/5, NEW TOWN RAJARHAT, KOLKATA - 700157 ON FRIDAY, 19 JULY, 2019 AT 10:30 A.M.**

1. 446 members were present in person, 8 members represented by their authorized representatives and 82 members represented by their proxies.
2. Mr. 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. Registers maintained in terms of the Companies Act, 2013 ('the Act') were produced at the commencement of the Meeting and remained open and accessible during the continuance of the Meeting to persons who had the right to attend the Meeting.
5. Chairman mentioned that the Auditor's Report on the Accounts of the Company and the Secretarial Audit Report for the Financial Year 2018-19 did not have any qualification, observation or comments.
6. Chairman informed the members that remote e-voting already closed on 18 July, 2019 (at 5.00 pm IST) and if any member had not already electronically cast his vote on the Resolutions, he may do so at the meeting venue.
7. Chairman then addressed the meeting and invited comments and observations of the members. Chairman replied to them suitably.
8. Thereafter, one after the other, all eight Resolutions included in the Notice, convening the Forty First Annual General Meeting, were duly proposed and seconded at the Meeting.
9. Chairman then announced that the e-Voting results on the eight Resolutions included in the aforesaid Notice would be announced on or before Saturday, 20 July, 2019 at 5 pm and would also be put up in the Company's website (www.cesc.co.in). The same would also be displayed on the Notice Board at the registered office of the Company at CESC House, Chowringhee Square, Kolkata - 700 001.
10. He thereafter thanked the members for attending the meeting. Members proposed a vote of thanks for the Chair.



Forty first Annual General Meeting (AGM) of CESC Limited – details of voting results

Details of Voting Results

Sr. No.	Particulars	Details
1.	Date of the AGM	19 July, 2019
2.	Total number of shareholders on record date (Book Closure : 12 July 2019 to 19 July 2019, both days inclusive)	54,040
3.	No. of shareholders present in the meeting in person or through proxy:	
	Promoters and Promoter Group :	13
	Public :	523
4.	No. of shareholders attended the meeting through Video Conferencing :	Not arranged
	Promoters and Promoter Group :	
	Public:	
5.	Mode of Voting	E-voting



CESC Limited

Resolution Required :Ordinary

Adoption of financial statements (standalone and consolidated) and reports of Directors and Auditors for the year ended 31 March, 2019

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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	66172209	66172209	100.0000	66172209	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		66172209	100.0000	66172209	0	100.0000	0.0000
Public Institutions	E-Voting	53291886	43352538	81.3492	43352538	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		43352538	81.3492	43352538	0	100.0000	0.0000
Public Non Institutions	E-Voting	13092948	3568132	27.2523	3568030	102	99.9971	0.0030
	Tab Voting		1210	0.0092	1210	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3569342	27.2616	3569240	102	99.9971	0.0029
Total		132557043	113094089	85.3173	113093987	102	99.9999	0.0001



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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	66172209	66172209	100.0000	66172209	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		66172209	100.0000	66172209	0	100.0000	0.0000
Public Institutions	E-Voting	53291886	43396143	81.4311	43396143	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		43396143	81.4311	43396143	0	100.0000	0.0000
Public Non Institutions	E-Voting	13092948	3653132	27.9015	3653122	10	99.9997	0.0003
	Tab Voting		1210	0.0092	1210	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3654342	27.9108	3654332	10	99.9997	0.0003
Total		132557043	113222694	85.4143	113222684	10	100.0000	0.0000



CESC Limited

Resolution Required : Ordinary

Re-appointment of Mr. P K Khaitan as a 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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	66172209	66172209	100.0000	66172209	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		66172209	100.0000	66172209	0	100.0000	0.0000
Public Institutions	E-Voting	53291886	42750943	80.2204	36296590	6454353	84.9024	15.0976
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42750943	80.2204	36296590	6454353	84.9024	15.0976
Public Non Institutions	E-Voting	13092948	3653122	27.9014	3652904	218	99.9940	0.0060
	Tab Voting		1210	0.0092	1210	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3654332	27.9107	3654114	218	99.9940	0.0060
Total		132557043	112577484	84.9276	106122913	6454571	94.2666	5.7334



CESC Limited

Resolution Required : Special Resolution

Re-appointment of Mr. P Chaudhuri 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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	66172209	66172209	100.0000	66172209	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		66172209	100.0000	66172209	0	100.0000	0.0000
Public Institutions	E-Voting	53291886	42750943	80.2204	27107029	15643914	63.4069	36.5931
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42750943	80.2204	27107029	15643914	63.4069	36.5931
Public Non Institutions	E-Voting	13092948	3653122	27.9014	3567922	85200	97.6677	2.3323
	Tab Voting		1210	0.0092	1190	20	98.3471	1.6529
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3654332	27.9107	3569112	85220	97.6680	2.3320
Total		132557043	112577484	84.9276	96848350	15729134	86.0282	13.9718



CESC Limited

Resolution Required : Special Resolution

Continuation of appointment of Mr. P K Khaitan as a 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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	66172209	66172209	100.0000	66172209	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		66172209	100.0000	66172209	0	100.0000	0.0000
Public Institutions	E-Voting	53291886	42750943	80.2204	36306506	6444437	84.9256	15.0744
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42750943	80.2204	36306506	6444437	84.9256	15.0744
Public Non Institutions	E-Voting	13092948	3653122	27.9014	3567863	85259	97.6661	2.3339
	Tab Voting		1210	0.0092	1210	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3654332	27.9107	3569073	85259	97.6669	2.3331
Total		132557043	112577484	84.9276	106047788	6529696	94.1998	5.8002



CESC Limited

Resolution Required : Special Resolution

Issue of Debt securities.

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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	66172209	66172209	100.0000	66172209	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		66172209	100.0000	66172209	0	100.0000	0.0000
Public Institutions	E-Voting	53291886	43396143	81.4311	43396143	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		43396143	81.4311	43396143	0	100.0000	0.0000
Public Non Institutions	E-Voting	13092948	3653132	27.9015	3652994	138	99.9962	0.0038
	Tab Voting		1210	0.0092	1210	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3654342	27.9108	3654204	138	99.9962	0.0038
Total		132557043	113222694	85.4143	113222556	138	99.9999	0.0001



CESC Limited

Resolution Required : Special Resolution

Approval to mortgage / charge / encumber properties under section 180 (1) (a) of the Company's 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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	66172209	66172209	100.0000	66172209	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		66172209	100.0000	66172209	0	100.0000	0.0000
Public Institutions	E-Voting	53291886	43396143	81.4311	43396143	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		43396143	81.4311	43396143	0	100.0000	0.0000
Public Non Institutions	E-Voting	13092948	3653132	27.9015	3652997	135	99.9963	0.0037
	Tab Voting		1210	0.0092	1210	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3654342	27.9108	3654207	135	99.9963	0.0037
Total		132557043	113222694	85.4143	113222559	135	99.9999	0.0001



CESC Limited

Resolution Required : Ordinary Resolution

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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	66172209	66172209	100.0000	66172209	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		66172209	100.0000	66172209	0	100.0000	0.0000
Public Institutions	E-Voting	53291886	43396143	81.4311	43396143	0	100.0000	0.0000
	Tab Voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		43396143	81.4311	43396143	0	100.0000	0.0000
Public Non Institutions	E-Voting	13092948	3653132	27.9015	3652830	302	99.9917	0.0083
	Tab Voting		1210	0.0092	1210	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3654342	27.9108	3654040	302	99.9917	0.0083
Total		132557043	113222694	85.4143	113222392	302	99.9997	0.0003



SCRUTINIZER'S REPORT
OF CESC LTD.

41st Annual General Meeting
Held on Friday, 19th July, 2019
At 'Swissotel Kolkata City Centre,
Two, New Town Action Area
2D, Plot No 11/5, New Town,
Rajarhat, Kolkata-700157'
At 10:30 A.M.

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

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

The Chairman
41st Annual General Meeting of the Members of **CESC LIMITED**
Held on: 19th day of July, 2019 at 10:30 A.M.
At Swissotel Kolkata, City Centre Two,
New Town Action Area 2D, Plot No 11/5,
New Town, Rajarhat,
Kolkata – 700 157

Dear Sir,

**Sub: Report on the process of Voting through Electronic Means pertaining to
the 41st Annual General Meeting of "CESC Limited"**

1. 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 Board Meeting held on 17th May, 2019 for Scrutinizing the e-voting process (remote e-voting) and voting by use of electronic means (TAB) at the venue of 41st Annual General Meeting (AGM) , in a fair and transparent manner, in respect of Resolutions contained in the 41st AGM's Notice dated 17th May, 2019 to the Members of the Company held on Friday, the 19th day of July, 2019 at Swissotel Kolkata, City Centre Two, New Town Action Area 2D, Plot No 11/5, New Town, Rajarhat, Kolkata-700 157 and also for ascertaining the requisite majority for the Resolutions proposed therein.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means (by remote e-voting) and electronic voting (TAB) at the AGM for the Resolutions contained in the Notice to the 41st AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the voting process of voting through electronic means i.e. by remote e-voting and TAB voting at the venue of AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the Resolutions as stated in the notice of 41st 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 voting by use of electronic means by TAB at the venue of AGM which was facilitated on the basis of data provided by Registrar & Share Transfer Agent of the Company.



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3. The Company has dispatched Notice of the 41st AGM to the members by e-mail/registered post/speed post, whose names appeared on the Register of Members/List of Beneficiaries as notified by Depositories as on Friday, the 14th day of June, 2019.
4. The Company had provided the facility of voting on the Resolutions proposed at the 41st AGM through electronic means i.e. by remote e-voting and voting through TAB at the venue of AGM to persons who were shareholders as on cut-off date of 12th day of July, 2019.
5. In accordance with the Notice dated 17th May, 2019 sent to the Members and the 'Advertisement' published pursuant to Rule 20(4) (V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on Wednesday, 26th June, 2019, the e-voting opened at 09:00 AM on 16th July, 2019 and remained open up to 5:00 P.M. on 18th July, 2019.
6. Particulars of all the votes cast by electronic means have been entered in a Register separately maintained for the purpose.
7. All votes casted in respect of Resolutions contained in the Notice of 41st AGM held on Friday, the 19th day of July, 2019 have been considered for my scrutiny.
8. Members who were physically present at the venue of 41st AGM and already casted their vote using remote e-voting were not allowed to vote again at the venue of 41st AGM in any manner.
9. A member was not allowed to change his/her vote once casted.
10. All members who opted to vote at the venue of 41st AGM, were provided with the facility of electronic voting system.
11. I have obtained a complete record of votes cast by remote e-voting from NSDL, which was blocked by NSDL on Thursday, the 18th day of July, 2019 at 5:00 P.M.
12. I have immediately after the conclusion of voting at the venue of 41st AGM, first counted the votes cast at the meeting through electronic voting system and thereafter unblocked the votes cast through remote e-voting, in the presence of the following 2 (two) witnesses who are not in the employment of the Company, namely Ms. Yashika Poddar & Ms. Payal Agarwal.
13. I submit herewith my Scrutinizer's Report on the results of voting though remote e-voting and e-voting by TAB at AGM as under:-



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Item No. 1: ORDINARY RESOLUTION -

To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2019 and the Audited Consolidated Financial Statements for the year ended on that date and the Reports of Board of Directors and the Auditors.

Particulars	No. of votes contained in						Percentage of Votes Cast (%)
	Remote e-voting		Voting at AGM by TAB		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	266	113092777	17	1210	283	113093987	100.000
Dissent	2	102	0	0	2	102	0.000
Total	268	113092879	17	1210	285	113094089	100.000

Item No. 2: ORDINARY RESOLUTION -

To confirm Interim Dividend @ 175% (i.e. ₹ 17.50/- per share) already paid for the year ended 31st March, 2019.

Particulars	No. of votes contained in						Percentage of Votes Cast (%)
	Remote e-voting		Voting at AGM by TAB		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	270	113221474	17	1210	287	113222684	100.000
Dissent	1	10	0	0	1	10	0.000
Total	271	113221484	17	1210	288	113222694	100.000



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Item No. 3: ORDINARY RESOLUTION -

To appoint a Director in place of Mr. Pradip Kumar Khaitan (DIN:00004821), a Director retiring by rotation.

Particulars	No. of votes contained in						Percentage of Votes Cast (%)
	Remote e-voting		Voting at AGM by TAB		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	191	106121703	17	1210	208	106122913	94.267
Dissent	74	6454571	0	0	74	6454571	5.733
Total	265	112576274	17	1210	282	112577484	100.000

Item No. 4: SPECIAL RESOLUTION -

To re-appoint Mr. Pradip Chaudhuri (DIN:00915201), as a Non- Executive Independent Director of the Company not liable to retire by rotation for a further period of five years with effect from 1st October, 2019.

Particulars	No. of votes contained in						Percentage of Votes Cast (%)
	Remote e-voting		Voting at AGM by TAB		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	160	96847160	15	1190	175	96848350	86.028
Dissent	105	15729114	2	20	107	15729134	13.972
Total	265	112576274	17	1210	282	112577484	100.000

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Item No. 5: SPECIAL RESOLUTION -

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

Particulars	No. of votes contained in						Percentage of Votes Cast (%)
	Remote e-voting		Voting at AGM by TAB		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	189	106046578	17	1210	206	106047788	94.200
Dissent	76	6529696	0	0	76	6529696	5.800
Total	265	112576274	17	1210	282	112577484	100.000

Item No. 6: SPECIAL RESOLUTION –

To issue Debt Securities of an amount not exceeding ₹ 350 crores.

Particulars	No. of votes contained in						Percentage of Votes Cast (%)
	Remote e-voting		Voting at AGM by TAB		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	264	113221346	17	1210	281	113222556	100.00
Dissent	7	138	0	0	7	138	0.000
Total	271	113221484	17	1210	288	113222694	100.000

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Item No. 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	No. of votes contained in						Percentage of Votes Cast (%)
	Remote e-voting		Voting at AGM by TAB		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	265	113221349	17	1210	282	113222559	100.00
Dissent	6	135	0	0	6	135	0.000
Total	271	113221484	17	1210	288	113222694	100.000

Item No. 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, 2020.

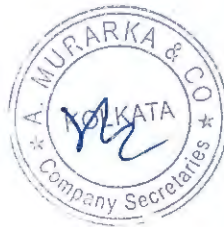
Particulars	No. of votes contained in						Percentage of Votes Cast (%)
	Remote e-voting		Voting at AGM by TAB		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	264	113221182	17	1210	281	113222392	100.00
Dissent	7	302	0	0	7	302	0.000
Total	271	113221484	17	1210	288	113222694	100.000



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14. 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 41st AGM.

Place: Kolkata
Date: 19th July, 2019



(ANIL MURARKA)
FCS No. 3150
CoP No. 1857

Countersigned by:

For CESC Limited

(Subhasis Mitra)
Company Secretary