

DOC:SEC:772/2023-24/204

October 6, 2023

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 herewith the Voting Result on the Resolutions as set out in the Postal Ballot Notice dated August 4, 2023, along with the Scrutinizer's Report dated October 6, 2023.

The said details are also being uploaded on the Company's website and on the website of National Securities and Depositories Limited and also displayed on the Notice Board of the Registered Office.

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

Sr. No.	Particulars	Details
1	Date of declaration of Postal Ballot through e-voting	October 6, 2023
2	Total number of shareholders on record date (the cut-off date for determining shareholders entitled to vote, being, September 5, 2023)	319382
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 - Increase in the borrowing limit under Section 180(1)(c) of the Companies Act, 2013

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

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	432157176	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		399762178	92.5039	399762178	0	100.0000	0.0000	0
	Total		399762178	92.5039	399762178	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	202642694	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		1809037	0.8927	1469126	339911	81.2104	18.7896	0
	Total		1809037	0.8927	1469126	339911	81.2104	18.7896	0
Total		1325570430	1092341775	82.4054	1092001864	339911	99.9689	0.0311	0

CESC Limited

2 - Creation of charge / security on the movable and immovable properties of the company under Section 180(1)(a) of the Companies Act, 2013

Resolution Required : (Special)

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

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	432157176	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		399762178	92.5039	399762178	0	100.0000	0.0000	0
	Total		399762178	92.5039	399762178	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	202642694	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		1808339	0.8924	1482505	325834	81.9816	18.0184	0
	Total		1808339	0.8924	1482505	325834	81.9816	18.0184	0
Total		1325570430	1092341077	82.4054	1092015243	325834	99.9702	0.0298	0



MANOJ SHAW & CO.
COMPANY SECRETARIES

"PODDAR COURT" 18, Rabindra Sarani
Gate no. 1, 3rd Floor, Room No. 331,
Kolkata - 700001

☎ :033-46031517
E-mail : shawmanoj2003@gmail.com
shawmanoj2003@yahoo.co.in

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 LIMITED
CESC House, Chowringhee Square,
Kolkata- 700001

Sub: Scrutinizer's Report on Remote E-Voting, in terms 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 (and subsequent amendments thereon), on the Special Resolutions deemed to be passed by the members of CESC Limited (the Company) on October 06, 2023 as per the Postal Ballot Notice dated August 04, 2023.

I, Manoj Prasad Shaw, Company Secretary in Practice having membership no. FCS: 5517, CP: 4194, Proprietor of M/s. Manoj Shaw & Co., Company Secretaries, was appointed by the Board of Directors of the Company as the Scrutinizer for the purpose of scrutinizing the Postal Ballot by way of remote e-voting ("Remote E-Voting"), in a fair and transparent manner and ascertaining whether the requisite majority carried out the proposed resolutions, as per the provisions of 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 ("the Act") and Regulation 44(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI - LODR") and subsequent amendment thereon, in respect of the items as set out in the Notice of the Postal Ballot dated August 04, 2023.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereon along with SEBI - LODR and subsequent amendments thereon, relating to voting through electronic means on the resolutions contained in the said Notice.

My responsibility as a Scrutinizer for the Remote E-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions as stated in the said Notice, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facility, engaged by the Company.



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

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 Thursday, September 07, 2023 at 09:00 a.m. (IST) and ended on Friday, October 06, 2023 at 5:00 p.m. (IST).
3. The members of the Company holding shares as on Cut-off date i.e. September 05, 2023 were entitled to vote on the Resolutions as set out in the Notice.
4. The Company had followed the process as required under Rules 20 and 22 of the Companies (Management and Administration) Rules 2014 and subsequent amendments thereon, in respect of providing voting through electronic means.
5. After the time fixed for closing of the e-voting i.e. 5 p.m. (IST) on Friday, October 06, 2023, I unblocked the votes cast, in the presence of two witnesses who were not in employment of the Company as well as of the Registrar & Transfer Agent of the Company, and e-voting result/ list of equity shareholders who have voted "IN FAVOUR" and "AGAINST" were downloaded from the e-voting website NSDL i.e. www.evoting.nsdl.com.
6. The particulars of all the votes cast through remote e-voting process have been recorded in a register separately maintained for the purpose.
7. The results of remote e-voting are as hereunder:-

SPECIAL BUSINESS:

Item No.1- Special Resolution

Increase in the borrowing limit under Section 180(1)(c) of the Companies Act, 2013:

Particulars	Remote e-voting		Total voting results
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2031	1092001864	99.97
Voted against the resolution	270	339911	0.03
Invalid votes	0	0	0
Total	2301	1092341775	100



Item No.2- Special Resolution

Creation of charge/ security on the movable and immovable properties of the Company under Section 180(1)(a) of the Companies Act, 2013:

Particulars	Remote e-voting		Total voting results
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2092	1092015243	99.97
Voted against the resolution	204	325834	0.03
Invalid votes	0	0	0
Total	2296	1092341077	100

All the relevant records have been handed over to the Company Secretary of the Company as authorized by the Board of Directors in this behalf for safe keeping.



Yours faithfully,
For Manoj Shaw & Co.

Manoj Prasad Shaw

(Manoj Prasad Shaw)
(Scrutinizer)
(FCS-5517; CP-4194)
UDIN:F005517E001203846

Date: 06.10.2023

Place: Kolkata

WITNESS 1: *Nikita Chokhani*

(NIKITA CHOKHANI)

WITNESS 2: *Abhishek Pal*

(ABHISHEK PAL)

Counter-signed by
FOR CESCLimited

Jagdish Patra
JAGDISH PATRA
Company Secretary and Compliance Officer
Membership No. FCS 5320