



**RP - Sanjiv Goenka
Group**

Growing Legacies



SEC:KKG:28491

20 October, 2014

The Secretary
The Calcutta Stock Exchange
Association Limited
7, Lyons Range
Kolkata - 700 001

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

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

Dear Sirs,

**Clause 35A of the Listing Agreement – Details of Voting Results at the
General Meeting of the Company**

Pursuant to Clause 35A of the Listing Agreement, details of the voting results at the General Meeting of the Company held on Saturday, 18 October 2014 at 'Science City', Main Auditorium, JBS Haldane Avenue (Junction of Eastern Metropolitan Bypass and Park Circus Connector), P. O. G. K. Road, Kolkata – 700 046 is enclosed as per the prescribed format.

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

We request you to note the above and acknowledge receipt of this letter.

Yours faithfully,

General Manager (Secretarial & Estates)

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

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

Details of Voting Results

Sr. No.	Particulars	Details
1.	Date of the General Meeting	18 October, 2013
2.	Total number of shareholders on cut off date (19 September 2014)	32448
3.	No. of Shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group : Public :	 15 239
4.	No. of Shareholders attended the meeting through Video Conferencing : Promoters and Promoter Group : Public :	 Not arranged
5.	Mode of Voting	E-Voting



Item No. 1 - Special Resolution

Issue of QIP Securities

Promoter / Public	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 voted 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	65572309	65572209	100.00	65572209	0	100.00	0.00
Public - Institutional holders	49533784	36211552	73.10	29268305	6943247	80.83	19.17
Public - Others	9829832	3207627	32.63	3207627	0	100.00	0.00
Total	124935925	104991388	84.04	98048141	6943247	93.39	6.61



SCRUTINIZER'S REPORT
OF CESC LTD.

General Meeting

To be held on Saturday, 18th October, 2014

At 'Science City'

At 10:30 A.M.

A MURARKA & CO
DIAMOND PRESTIGE
41A, A J C BOSE ROAD
KOLKATA – 700017
MOBILE : +91 9830051304
E-MAIL: anilmurarka@gmail.com



SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of General Meeting of the Members of
CESC LIMITED

To be held on 18th day of October, 2014 at 10:30 AM
At 'Science City', Main Auditorium,
JBS Haldane Avenue,
P.O. G.K. Road, Kolkata – 700 046

Dear Sir,

1. I, **Anil Murarka**, a Company Secretary in Practice, has been appointed as a Scrutinizer by the Board of Directors of **CESC LIMITED** ("the Company") for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 ("Rules") on the Resolution contained in the Notice to the General Meeting (GM) of the Members of the Company to be held on Saturday, the 18th day of October, 2014 at 'Science City', Main Auditorium, JBS Haldane Avenue, P.O. G.K. Road, Kolkata – 700 046.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting on the resolutions contained in the Notice to the General Meeting (GM) of the Members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in the AGM Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my Report on the results of the e-voting as under:
 - i) The e-voting period remained open from Monday, 13th October, 2014 (9:00 A.M) to Tuesday, 14th October, 2014 (6:00 P.M)
 - ii) The Members of the Company as on the "cut – off" date i.e. 19th September, 2014 were entitled to vote on the only Special Resolution as set out in the Notice of the GM of the Company.
 - iii) The Votes cast were unblocked on 14th October, 2014 at 6:05 P.M in the presence of two witnesses, **Ms. Jyoti Gupta** and **Ms. Vibha Jain** who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
 - iv) Thereafter, the details containing *inter alia*, list of Equity Share Holders, who voted "for", "against" the Resolution that were put to vote, were generated from the e-voting website of National Securities Depository Limited ("NSDL") i.e. <https://evoting.nsdl.com/> and based on such reports generated, the result of the e-voting is as under:


(JYOTI GUPTA)




(VIBHA JAIN)

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Item No. 1 : SPECIAL RESOLUTION -

New Issue of Securities to Qualified Institutional Buyers

(i) Voted in **favour** of the Resolution :

Number of Members voted	Number of Votes cast by them	% of total number of valid Votes
153	98048141.000	93.387

(ii) Voted **against** the Resolution:

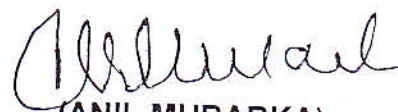
Number of Members voted	Number of Votes cast by them	% of total number of valid Votes
3	6943247.000	6.613

(iii) **Invalid** votes:

Total number of Members whose votes were declared invalid	Total number of Votes cast by them
NIL	NIL

Place: Kolkata
Date : 17th October, 2014




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