



**RP - Sanjiv Goenka
Group**

Growing Legacies



SEC:11902

14 November, 2014

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 Sir,

Further to our letter dated 30 October, 2014, we enclose for your record six copies of the Unaudited Financial Results (Provisional) of the Company for the quarter / half-year ended 30 September, 2014, which have this day been taken on record in accordance with the Listing Agreement entered into with your Exchange. We also submit herewith a copy of the Auditors' Limited Review Report relating thereto.

Yours faithfully,

Company Secretary

Encl:



CIN : L31901WB1978PLC031411

Registered Office: CESC House, Chowringhee Square, Kolkata 700 001

Unaudited Financial Results for the Quarter and Six Months ended 30 September 2014

Particulars	Rs. Crore					
	Three months ended 30.09.2014 (Unaudited)	Three months ended 30.06.2014 (Unaudited)	Three months ended 30.09.2013 (Unaudited)	Six months ended 30.09.2014 (Unaudited)	Six months ended 30.09.2013 (Unaudited)	Year ended 31.03.2014 (Audited)
	(1)	(2)	(3)	(4)	(5)	(6)
Income from operations						
(a) Net Sales	1647	1848	1611	3495	3030	5445
(b) Other Operating Income	14	15	16	29	31	65
Total Income from operations	1661	1863	1627	3524	3061	5510
Expenses						
(a) Cost of fuel	529	541	478	1070	938	1861
(b) Employee benefits expense	175	211	232	386	388	694
(c) Depreciation and amortisation expense	93	94	84	187	168	339
(d) Other expenses	534	733	546	1267	1045	1522
Total expenses	1331	1579	1340	2910	2539	4416
Profit from Operations before Other Income and Finance Costs	330	284	287	614	522	1094
Other Income	17	15	32	32	53	100
Profit before Finance Costs	347	299	319	646	575	1194
Finance Costs	(95)	(100)	(103)	(195)	(193)	(369)
Profit after Finance Costs but before tax	252	199	216	451	382	825
Tax Expenses :-						
Current Tax	60	48	45	108	80	173
Deferred Tax	46	38	34	84	71	173
Less : Recoverable	(46)	(38)	(34)	(84)	(71)	(173)
Net Profit after Tax	192	151	171	343	302	652
Paid-up Equity Share Capital (Shares of Rs. 10 each)	126	126	126	126	126	126
Reserves (excluding Revaluation Reserve of Rs.951 Crore) as per latest audited Balance Sheet as on 31 March 2014						5952
Earnings Per Share (EPS) (Rs.) (Face value of Rs 10/- each) Basic & Diluted (*not annualised)	*15.37	*12.12	*13.69	*27.49	*24.16	52.18
A. Particulars of Shareholding						
Public Shareholding						
Number of Shares	593,10,105	593,09,955	592,04,725	593,10,105	592,04,725	593,09,955
Percentage of Shareholding	47.47	47.47	47.39	47.47	47.39	47.47
Promoters and Promoter Group Shareholding						
a) Pledged/Encumbered						
Number of Shares	Nil	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total share capital of the Company)	Nil	Nil	Nil	Nil	Nil	Nil
b) Non-encumbered						
Number of Shares	655,72,309	655,72,309	655,72,309	655,72,309	655,72,309	655,72,309
Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00	100.00	100.00
Percentage of Shares (as a % of the total share capital of the Company)	52.48	52.48	52.48	52.48	52.48	52.48
B. Investor Complaints						
Pending at the beginning of the quarter	NIL					
Received during the quarter	10					
Disposed of during the quarter	10					
Remaining unresolved at the end of the quarter	NIL					



Notes :

1 Statement of Assets and Liabilities :

Particulars	Rs. Crore	
	As at	As at
	30.09.2014 (Unaudited)	31.03.2014 (Audited)
	(1)	(2)
EQUITY AND LIABILITIES		
Shareholders' Funds		
Share Capital	126	126
Reserves and Surplus	7,233	6,913
Shareholders' funds	7,359	7,039
Non-current liabilities		
Long-term borrowings	2,758	2,803
Deferred tax liabilities (net)	1,127	1,043
Less : Recoverable	(1,127)	(1,043)
Advance against depreciation	825	777
Consumers' Security Deposits	1,349	1,280
Other long-term liabilities	1,667	1,641
Long-term provisions	156	140
Non-current liabilities	6,755	6,641
Current liabilities		
Short-term borrowings	503	576
Trade payables	377	208
Other current liabilities	1,775	1,685
Short-term provisions	114	180
Current liabilities	2,769	2,649
TOTAL	16,883	16,329
ASSETS		
Non-current assets		
Fixed Assets	9,224	9,029
Non-current investments	3,191	3,191
Long-term loans and advances	1,587	1,252
Other non-current assets	56	122
Non-current assets	14,058	13,594
Current assets		
Inventories	327	346
Trade receivables	1,471	1,185
Cash and bank balances	613	781
Short-term loans and advances	211	201
Other current assets	203	222
Current assets	2,825	2,735
TOTAL	16,883	16,329

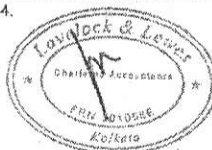
2 In the above standalone financial results of the Company, net sales have been arrived at based on the relevant orders of the West Bengal Electricity Regulatory Commission taking into consideration the adjustments relating to advance against depreciation, arrear revenue, cost of fuel and purchase of power and those having bearing on revenue account, as appropriate, based on the Company's understanding of the applicable available regulatory provisions and available orders of the competent authorities ; which may, however, necessitate further adjustments upon receipt of subsequent orders/directions in this regard.

3 (i) Cost of electrical energy purchased for the periods mentioned in columns (1) to (6) amount to Rs.367 crore, Rs.423 crore, Rs.297 crore, Rs.790 crore, Rs.611 crore and Rs.891 crore respectively. Other expenses contained in columns (1) to (6) include interest on security deposit of Rs.19 crore, Rs. 25 crore, Rs.20 crore, Rs. 44 crore, Rs. 39 crore and Rs.79 crore for the respective periods and the said electrical energy cost.

(ii) Cost of Fuel contained in columns (1) to (6) above include loss/(gain) of Rs.0.31 crore, Rs.(1.37) crore, Rs.4.76 crore, Rs.(1.06) crore, Rs.9.54 crore and Rs7.37 crore due to exchange fluctuations for the respective periods.

4 76,21,118 new equity shares of Rs 10 each have been allotted on 5 November 2014 for cash at a premium of Rs 634 per share to Qualified Institutional Buyers in accordance with Section 62(1)(c) of the Companies Act, 2013 read with Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

5 A portion of the Company's coal requirement is being met since October 2002 from the production of Sarsathi coal block allocated by the Ministry of Coal, Government of India. The mining activity being carried out, in its present form by Integrated Coal Mining Limited, a body corporate, in which the Company has equity stake, in terms of the conditionalities of allocation, would be affected by the judgements dated 25th August 2014 and 24th September 2014 of the Hon'ble Supreme Court of India in Coal Block Allocation Case (WP (C) No 463 of 2012 etc). Vide the aforesaid judgements passed by the Hon'ble Supreme Court of India the process of allocation of coal adopted by the Government of India in vogue since 1993 was held to be wanting in material respects which resulted in Hon'ble Court cancelling most of the allocations, including those made to Central as well as State Public Sector Undertakings, made under that process, while directing levy of additional pecuniary charges in respect of coal extracted by the above referred body corporate which is estimated to be Rs 997 crores upto 30.9.2014.



The aforesaid body corporate has mined coal from Sarsathali coal block for embedded generating stations of CESC, a statutory distribution licensee supplying electricity to the end consumers in Kolkata and surrounding areas. The management is working out plans for supply of fuel from alternative sources to its existing generating stations and such mechanism would be worked out based on the modalities to be framed as per the Hon'ble Apex Court's decision, as aforesaid, the applicable statutes including Coal Mines (Special Provisions) Ordinance 2014 and within the regulatory framework of Electricity Act, 2003, rules framed thereunder and/or by West Bengal Electricity Regulatory Commission. Having obtained legal advices the company has filed a petition before the Hon'ble Apex Court seeking among other reliefs also a relief to distinguish the above coal block from the operating boundaries / parameters of the above judgement and exclusion of its mine from the applicability of Coal Mines (Special Provisions) Ordinance 2014 alongwith prayers for interim reliefs including granting of coal linkage as an alternative route. On final outcome of the matter if pecuniary liability, in the form of additional levy gets crystallised in respect of coal extracted from the above referred mine, appropriate recovery process thereof would be initiated in terms of law considering the fact that fuel cost of the Company has been subjected to the regulatory review / consideration and the Company's tariff to consumers has been based on cost etc. incurred by the Company, as approved by the West Bengal Electricity Regulatory Commission. In view of the above, the financial implication, if any, arising on the Company is not ascertainable at this stage.

- 6 The Company does not foresee any diminution, other than temporary, in the value of the Company's long term investments in the subsidiaries and share application money placed therein.
- 7 The Company is engaged in generation and distribution of electricity and does not operate in any other reportable segment.
- 8 The Auditors of the Company have carried out a limited review of the above unaudited financial results together with Statement of Assets and Liabilities.
- 9 Figures for the previous periods have been regrouped /rearranged, wherever necessary.



By Order of the Board
Aniruddha Basu
Managing Director

Dated : 14 November, 2014



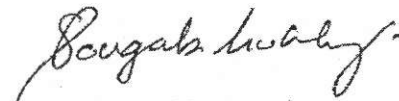
The Board of Directors
CESC Limited
Chowringhee Square
Kolkata – 700 001

1. We have reviewed the results of CESC Limited (the "Company") for the quarter ended 30th September, 2014 which are included in the accompanying 'Unaudited Financial Results for the Quarter and Six Months ended 30 September 2014' and the statement of assets and liabilities as on that date (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the Management but have neither been reviewed nor been audited by us. The Statement has been prepared by the Company pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialled by us for identification purposes. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors/ Committee of Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement.
3. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
4. We have only traced the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in the Statement from the disclosures made by the Management and are, therefore, not expressing a review opinion thereon.
5. We draw attention to Note no.5 of the Unaudited Financial Results for the Quarter and Six Months ended 30 September 2014, relating to cancellation of Sarsathali coal block by the Hon'ble Supreme Court of India and levy of additional pecuniary charges on the coal extracted therefrom with respect to which there has since been promulgation of Coal Mines (Special Provisions) Ordinance 2014. The Company has filed a petition to seek appropriate reliefs including relief from the additional pecuniary charges, if any and depending on the final outcome of the matter proceed for recovery thereof. The financial implication of the above is not ascertainable at this stage and the company intends to evaluate alternative sources of fuel for its existing generating stations. Our conclusion is not qualified in respect of this matter.



6. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Lovelock & Lewes
Firm Registration Number: 301056E
Chartered Accountants



Sougata Mukherjee
Partner
Membership Number 057084

Kolkata
14th November, 2014