



**RP-Sanjiv Goenka
Group**

Growing Legacies



SEC: 29536

19 May, 2016

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 10 May 2016, we enclose for your record a copy of the Audited Financial Results (Standalone and consolidated) of the Company for the quarter / year ended 31 March 2016, which have been approved by the Board of Directors of the Company at its meeting held today. We also submit herewith copies of the Auditors' Reports alongwith relevant annexures.

Further, we also enclose a copy of the extract of the aforesaid Audited Financial Results being sent for publication in the newspapers.

Yours faithfully,

Company Secretary

Encl:

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

CESC Limited

Registered Office: CESC House, Chowringhee Square, Kolkata 700 001
CIN : L31901WB1978PLC031411

Financial Results for the Quarter / Year ended 31 March 2016

Particulars	STANDALONE					CONSOLIDATED	
	Three months ended 31.03.2016 (Unaudited)	Three Months ended 31.12.2015 (Unaudited)	Three Months ended 31.03.2015 (Unaudited)	Year ended 31.03.2016 (Audited)	Year ended 31.03.2015 (Audited)	Year ended 31.03.2016 (Audited)	Year ended 31.03.2015 (Audited)
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
Income from operations							
(a) Net Sales	1465	1523	1401	6434	6132	11774	10973
(b) Other Operating Income	14	15	15	59	57	125	94
Total Income from operations	1479	1538	1416	6493	6189	11899	11067
Expenses							
(a) Cost of material consumed for Retail Business	-	-	-	-	-	13	14
(b) Purchase of stock in trade for Retail Business	-	-	-	-	-	1504	1372
(c) Changes in inventories of finished goods, stock in trade and work in progress for Retail Business	-	-	-	-	-	(20)	(31)
(d) Cost of fuel for power business	152	348	317	1347	1805	2170	2011
(e) Employee benefits expense	182	189	152	749	694	3126	2889
(f) Depreciation and amortisation expense	99	89	75	369	343	772	589
(g) Other expenses	669	703	498	2799	2141	2258	2918
Total expenses	1102	1329	1042	5264	4983	9823	9762
Profit from Operations before Other Income and Finance Costs	377	209	374	1229	1206	2076	1305
Other Income	30	43	32	123	85	219	149
Profit before Finance Costs	407	252	406	1352	1291	2295	1454
Finance Costs	(112)	(105)	(114)	(453)	(408)	(1486)	(956)
Profit after Finance Costs but before exceptional items, Tax and Minority Interest	295	147	292	899	883	809	498
Exceptional Items	-	-	-	-	897	(4)	897
Less : Credited	-	-	-	-	(897)	-	(897)
Profit after Finance Costs but before Tax and Minority Interest	295	147	292	899	883	805	498
Tax Expenses :-							
Current Tax	47	35	48	192	185	312	197
Deferred Tax	50	44	66	179	198	176	200
Less : Recoverable	(50)	(44)	(66)	(179)	(198)	(179)	(198)
Net Profit after Tax but before Minority Interest	248	112	244	707	698	496	299
Minority Interest	NA	NA	NA	NA	NA	130	100
Net Profit after Tax and Minority Interest	248	112	244	707	698	366	199
Paid-up Equity Share Capital (Shares of Rs.10 each)	133	133	133	133	133	133	133
Reserves (excluding Revaluation Reserve of Rs.738 Crore) as per latest audited Balance Sheet as on 31 March 2016				7764	7096	5396	5045
Earnings Per Share (EPS) (Rs.)-before and after extraordinary items (Face value of Rs.10/- each)							
Basic & Diluted (*not annualised)	*18.72	*8.41	*18.35	53.34	54.51	27.64	15.51

Notes :

- 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 a bearing on revenue account, as appropriate, based on the Company's understanding of the applicable regulatory provisions and available orders of the competent authorities. All these may, however, necessitate further adjustments including that which may relate to mining of coal from Sarisatoli mine after allotment of the mine to the Company effective 1st April 2015, pursuant to auction conducted by the Ministry of Coal, Government of India under the provisions of applicable laws, as and when subsequent orders/directions in this regard are received.
- Cost of electrical energy purchased for power business for the periods mentioned in columns (1) to (7) amount to Rs.417 crore, Rs.540 crore, Rs.331 crore, Rs.2039 crore, Rs.1323 crore, Rs.335 crore and Rs.1120 crore respectively. Other expenses contained in columns (1) to (7) include interest on security deposit of Rs.25 crore, Rs. 25 crore, Rs.21 crore, Rs. 99 crore, Rs.88 crore, Rs.99 crore and Rs.88 crore for the respective periods and the said electrical energy cost.
- 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.
- Additional levy amounting to Rs 998 crore paid to the account of the Central Government, in terms of the provisions of the Coal Mines (Special Provisions) Ordinance, 2014 read with the Coal Mines (Special Provisions) Rules, 2014 framed thereunder, Coal Mines (Special Provisions) Second Ordinance, 2014 and Coal Mines (Special Provisions) Act, 2015, relating to the output of Sarisatoli Coal block for meeting part of the Company's coal requirement since inception to 31st March, 2015, has been considered as recoverable (accounted for in the year ended 31st March 2015 as exceptional item and partly fuel cost) by way of tariff in terms of the applicable laws / regulations, for which appropriate reference has been made to West Bengal Electricity Regulatory Commission, and being pursued by the management, the nature of payment being in the form of levy and given the facts and circumstances of the incidence thereof.
- Part A of Schedule II to the Companies Act, 2013 (the "Act"), inter alia, provides that depreciable amount of an asset is the cost of an asset or other amount substituted for cost. Part B of the said Schedule deals with the useful life or residual value of an asset as notified for accounting purpose by a Regulatory Authority constituted under an act of Parliament or by the Central Government for calculating depreciation to be provided for such asset irrespective of the requirement of Schedule II. In terms of applicable Regulations under the Electricity Act, 2003, depreciation on tangible assets other than freehold land is provided on straight line method on a pro-rata basis at the rates specified therein, the basis of which is considered by the West Bengal Electricity Regulatory Commission (Commission) in determining the Company's tariff for the year, which is also required to be used for accounting purpose as specified in the said Regulations. The Company has considered the implication of withdrawal of the Guidance Note on Treatment of Reserves arising on revaluation of assets, by the Institute of Chartered accountants of India, from 14 October, 2015 and announced on 21 October, 2015 in its financial statements and based on legal opinions and independent accounting opinions obtained, continues with the consistently followed practice of recouping from the Revaluation Reserve the additional charge of depreciation relating to the increase in value arising from revaluation, which for the year ended 31st March 2016 amounts to Rs 112.00 crore (previous year 109.76 Rs crore)
- The figures in column (1) represent the difference between the audited figures mentioned in column (4) and the year to date figures upto the third quarter of the financial year 2015-16. Figures for the previous periods have been regrouped/ rearranged, wherever necessary.
- The Auditors' Report on the Standalone Financial Statements for the year ended 31st March, 2016, contains no qualification. The Auditors' Report on the Consolidated Financial Statements for the year ended 31st March 2016 contains two qualifications expressing their inability to give any opinion on the relevant projections and their consequent impact, if any, in respect of recognition of net deferred tax assets amounting to Rs. 310 crore (Previous Year: Rs. 310 crore) and its related impact on Internal Financial Control over Financial Reporting respectively.
- Cost of Fuel contained in columns (1) to (7) above include loss/(gain) of Rs.0.33 crore, (Rs.0.71 crore), (Rs.0.49 crore), (Rs.0.11 crore), (Rs.1.78 crore), (Rs.0.11 crore) and (Rs.1.78 crore) due to exchange fluctuations for the respective periods.

9 Statement of Assets and Liabilities :

Particulars	STANDALONE		CONSOLIDATED	
	As at 31.03.2016 (Audited)	As at 31.03.2015 (Audited)	As at 31.03.2016 (Audited)	As at 31.03.2015 (Audited)
EQUITY AND LIABILITIES				
Shareholders' Funds				
Share Capital	133	133	133	133
Reserves and Surplus	8,502	7,947	6,134	5,896
Sub-total- Shareholders' funds	8,635	8,080	6,267	6,029
Minority Interest	NA	NA	1,150	1,000
Non-current liabilities				
Long-term borrowings	2,966	3,183	10,477	10,123
Deferred Tax Liability	1,420	1,241	1,499	1,324
Less: Recoverable	(1,420)	(1,241)	(1,420)	(1,241)
Advance against Depreciation	1,010	860	1,010	860
Consumers' Security Deposits	1,575	1,408	1,575	1,408
Other long term liabilities	1,586	1,845	1,614	1,873
Long-term provisions	183	161	210	187
Sub-total- Non-current Liabilities	7,320	7,457	14,965	14,534
Current liabilities				
Short-term borrowings	1,459	1,141	2,340	1,935
Trade Payables	364	326	598	601
Other current liabilities	1,490	1,719	3,215	3,616
Short-term provisions	58	195	102	223
Sub-total- Current Liabilities	3,371	3,381	6,255	6,375
TOTAL -EQUITY AND LIABILITIES	19,326	18,918	28,637	27,938
ASSETS				
Non-current assets				
Fixed assets	9,893	9,496	21,894	21,279
Non-current investments	4,146	3,758	80	74
Deferred tax assets (net)	-	-	310	310
Long-term loans and advances	1,408	1,343	584	476
Other non-current assets	899	611	1,043	745
Sub-total- Non-current assets	16,346	15,208	23,911	22,884
Current assets				
Current Investments	500	491	620	596
Inventories	316	405	697	663
Trade receivables	968	1,382	1,415	1,707
Cash and bank balances	837	738	1,198	1,049
Short-term loans and advances	145	204	298	255
Other Current Assets	214	490	498	784
Sub-total- current assets	2,980	3,710	4,726	5,054
TOTAL -ASSETS	19,326	18,918	28,637	27,938

10 Consolidation and Segment Reporting :

The above published Consolidated Financial Results have been extracted from the audited financial statements of CESC Limited (the Parent) and its subsidiaries / joint venture which has been prepared in accordance with the relevant requirements of Accounting Standard 21 on "Consolidated Financial Statements" and Accounting Standard 27 on "Financial Reporting of Interest in Joint Ventures".

Business segments of the Company comprise the following

Segment

Power
Retail
Property
Process Outsourcing

Description

Generation / distribution of electricity
Organised retailing
Property development
Business Process Outsourcing

Report on Consolidated Segment Revenue, Results and Capital employed :

Particulars	Rs. Crore	
	Year ended 31.03.2016 (Audited) (1)	Year ended 31.03.2015 (Audited) (2)
1. Segment Revenue (Net)		
a) Power	6915	6409
b) Retail	1881	1688
c) Property	85	77
d) Process Outsourcing	3237	3042
	12118	11216
2. Segment Results (Profit before interest and tax)		
a) Power	1998	1210
b) Retail	(96)	(114)
c) Property	48	44
d) Process Outsourcing	345	314
	2295	1454
3. Capital Employed		
a) Power	18231	16981
b) Retail	228	231
c) Property	434	418
d) Process Outsourcing	840	1312
	19733	18942

11 Figures for the previous periods are regrouped /rearranged, wherever necessary.

By Order of the Board
Aniruddha Basu
Managing Director

Dated : 19 May, 2016

FORM A

1.	Name of the company	CESC Limited
2.	Annual financial statements for the year ended	31 March ,2016 (Standalone)
3.	Type of Audit observation	Un-qualified (Standalone)
		Emphasis of Matter : Additional levy of Rs 998 crore paid / provided pursuant to Coal Mine Special Provision Act, 2015 read with related Rules/ Ordinance, etc. and recognized as recoverable through tariff and accounted for in the year ended 31 March, 2015 (as exceptional item and fuel cost)for reasons stated in Note 43 of the financial statements
4.	Frequency of observation	Not Applicable
5.	Signatures of CEO/Managing Director, CFO, Auditor of the company and Audit Committee Chairman	Refer below
<i>Name/ Designation</i>		<i>Signature</i>
A. Basu Managing Director 		 Date: 19/05/16
R. Banerjee Executive Director & CFO		 Date: 



Lovelock & Lewes Auditor	For Lovelock & Lewes Firm Registration No-301056E Chartered Accountants <i>Sougata Mukherjee</i> Sougata Mukherjee Partner Membership No: 057084 Place: <i>Kolkata</i> Date: <i>19-5-2016</i> 
C. K. Dhanuka Audit Committee, Chairman	<i>X</i> <i>[Signature]</i> Date:



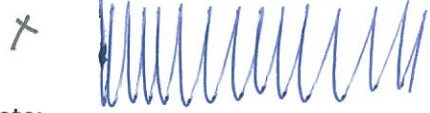
FORM B

1.	Name of the company	CESC Limited
2.	Annual financial statements for the year ended	31 March ,2015 (Consolidated)
3.	Type of Audit qualification	Qualified (In case of one Subsidiary)
4.	Frequency of qualification	Repetitive
5.	Draw attention to relevant notes in the annual financial statements and management response to the qualification in the directors report:	Gist of Qualifications: (1) Regarding continuation of net deferred tax asset (DTA) of RS. 310.53 crores in the accounts. (Refer, Note 35 of the consolidated financial Statements). (2) Regarding material weakness identified in the operating effectiveness of internal financial controls as at March 31, 2016 over recognition of the above deferred tax assets without establishing virtual certainty. Management Response: Based on future profitabilityprojections, the Company isof the view that there would be sufficient taxable income in future and hence continues to carry Deferred Tax Assets.



		Emphasis of Matter :(For subsidiaries / joint venture) a. Consequent to early adoption of AS30, the profit after taxation for the year higher by Rs17.84 crore and Reserves and Surplus as at that date is higher by Rs55.57 crore. (Refer Note 42 of the consolidated financial statements). b. Cancellation of the allotment of Mahuagarhi Coal Block by the Hon'ble Supreme Court of India and consequently, total expenditure incurred by the company towards development of the Mahuagarhi coal block till 31st March, 2015 has been written off in the accounts for the year 2014-15 and share application money pending allotment as on 31-03-2015 has been shown under current liabilities – others.(Refer Note 48 of the consolidated financial statements. The share application money referred to above does not have any impact on the consolidated financial statements).
6.	Additional comments from the board/audit committee chairman:	None
7.	Signatures of CEO/Managing Director, CFO, Auditor of the company and Audit Committee Chairman	
Name/ Designation		Signature
A. Basu Managing Director		 Date: 19/05/16
R. Banerjee Executive Director & CFO		 Date:



Lovelock & Lewes Auditor	For Lovelock & Lewes Firm Registration No-301056E Chartered Accountants  Sougata Mukherjee Partner Membership No: 057084 Place: <i>Kolkata</i> Date: <i>19-5-16</i> 
C. K. Dhanuka Audit Committee, Chairman	 Date:



Lovelock & Lewes

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF CESC Limited

Report on the Standalone Financial Statements

1. We have audited the accompanying standalone financial statements of CESC Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

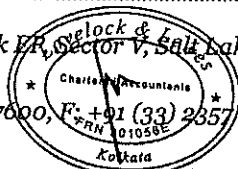
2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements to give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these standalone financial statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

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Kolkata - 700 091

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Lovelock & Lewes

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

To the Members of CESC Limited
Report on the Financial Statements
Page 2 of 3

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the afore said standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its profit and its cash flows for the year ended on that date.

Emphasis of Matter

9. We draw attention to Note No.43 of the standalone financial statements for the year ended March 31, 2016, relating to additional levy of Rs. 998 crores paid pursuant to Coal Mine Special Provision Act, 2015 read with related Rules / Ordinance, etc. and recognised as recoverable through tariff and accounted for in the year ended March 31, 2015 (as exceptional item and fuel cost) for reasons stated in the referred note. Our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

10. As required by 'the Companies (Auditor's Report) Order, 2016', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order.
11. As required by Section 143 (3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the



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Chartered Accountants

INDEPENDENT AUDITORS' REPORT

To the Members of CESC Limited

Report on the Financial Statements

Page 3 of 3

Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.

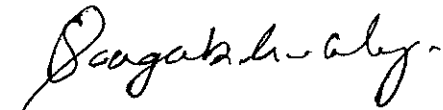
(g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:

i The Company has disclosed the impact, if any, of pending litigations as at March 31, 2016 on its financial position in its standalone financial statements – Refer Note No 23(a);

ii. The Company has long-term contracts including derivative contracts as at March 31, 2016 for which there were no material foreseeable losses.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2016.

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



Sougata Mukherjee
Partner
Membership Number 057084

Kolkata
May 19, 2016

Lovelock & Lewes

Chartered Accountants

Annexure A to Independent Auditors' Report

Referred to in paragraph 11(f) of the Independent Auditors' Report of even date to the members of CESC Limited on the standalone financial statements for the year ended March 31, 2016.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls over financial reporting of CESC limited ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A



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Annexure A to Independent Auditors' Report

Referred to in paragraph 11(f) of the Independent Auditors' Report of even date to the members of CESC Limited on the standalone financial statements for the year ended March 31, 2016.

company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

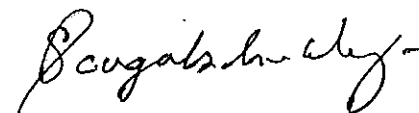
Inherent Limitations of Internal Financial Controls Over Financial Reporting

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India

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



Sougata Mukherjee
Partner
Membership Number 057084

Kolkata
May 19, 2016

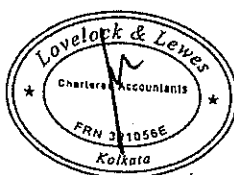
Lovelock & Lewes

Chartered Accountants

Annexure B to Independent Auditors' Report

Referred to in paragraph 10 of the Independent Auditors' Report of even date to the members of CESC limited on the standalone financial statements as of and for the year ended 31st March 2016.

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
 - (b) The fixed assets of the Company, except those in the transmission and distribution system for which we have been informed that, physical verification is not practicable, have been physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
 - (c) The title deeds of immovable properties, as disclosed in Note 12 on fixed assets to the financial statements, are held in the name of the Company.
- ii. The physical verification of inventory, excluding stocks with third parties, have been conducted at reasonable intervals by the Management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not material and have been appropriately dealt with in the books of accounts.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
- iv. The Company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under Section 185 and 186. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales tax, service tax, duty



Lovelock & Lewes

Chartered Accountants

Annexure B to Independent Auditors' Report

Referred to in paragraph 10 of the Independent Auditors' Report of even date to the members of CESC Limited on the standalone financial statements for the year ended 31st March 2016

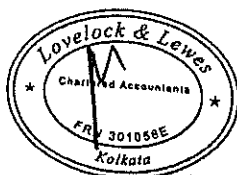
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of customs, duty of excise, value added tax and other material statutory dues, as applicable, with the appropriate authorities.

- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, sales-tax, service-tax, duty of excise, value added tax which have not been deposited on account of any dispute. The particulars of dues of sales tax and duty of customs as at balance sheet date which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (Rs in Crores)	Period to which the amount relates	Forum where the dispute is pending
West Bengal Sales tax Act 1994	Sales Tax Meter Rentals	0.30	1992-93	Hon'ble High Court at Calcutta.
The Customs Act, 1962	Customs Duty	8.42	2012-13	Customs and Service Tax Appellate Tribunal
The Customs Act, 1962	Customs Duty	10.96	2011-12	Commissioner Customs

- viii. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government or dues to debenture holders as at the balance sheet date.
- ix. In our opinion, and according to the information and explanations given to us, the moneys raised by way of initial public offer or further public offer (including debt instruments) and term loans have been applied for the purposes for which they were obtained.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.



Lovelock & Lewes

Chartered Accountants

Annexure B to Independent Auditors' Report

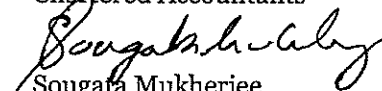
Referred to in paragraph 10 of the Independent Auditors' Report of even date to the members of CESC Limited on the standalone financial statements for the year ended 31st March 2016

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- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standard (AS) 18, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

Kolkata
May 19, 2016

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


Sougata Mukherjee
Partner
Membership Number: 057084

CESC Limited

Registered Office: CESC House, Chowringhee Square, Kolkata 700 001
CIN :L31901WB1978PLC031411

Financial Results for the Quarter / Year ended 31 March 2016

Rs. In crore

Particulars	Standalone		Standalone		Consolidated	
	Quarter ended 3/31/2016	Quarter ended 3/31/2015	Year ended 3/31/2016	Year ended 3/31/2015	Year ended 3/31/2016	Year ended 3/31/2015
	(Unaudited)	(Undited)	(Audited)	(Audited)	(Audited)	(Audited)
Total income from operations	1479	1416	6493	6189	11899	11067
Net Profit after Tax	248	244	707	698	366	199
Paid-up equity share capital (Shares of Rs.10 each)	133	133	133	133	133	133
Reserves (excluding revaluation reserves as latest audited Balance Sheet as on 31 March 2016)			7764	7096	5396	5045
Earning Per Share (EPS) Rs.						
Basic and Diluted	*18.72	*18.35	53'34	54'51	27'64	15'51

The above is an extract of the detailed format of Annual Financial Results for the quarter and year ended on 31 March 2016 filed with stock exchanges under regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of Annual Financial Results for the quarter and year ended on 31 March 2016 are available on stock exchange websites (www.nseindia.com, www.bseindia.com and www.cse-india.com) and on the company's website (www.cesc.co.in)

The figures for the quarters ended March 31, 2016 and March 31, 2015 are the balancing figures between the audited figures in respect of the full financial year and the year to date figures upto the third quarter.

By Order of the Board
Aniruddha Basu
Managing Director

Dated : 19 May, 2016