

MINUTES OF THE 16th MEETING OF THE BOARD OF DIRECTORS OF CESC LTD., HELD ON THURSDAY THE 11TH OCTOBER 2007 AT THE REGISTERED OFFICE OF THE COMPANY, MYSORE

Present:

Shriyuths:

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| 1. Bharat Lal | .. | Chairman |
| 2. Vijayanarasimha | .. | Managing Director |
| 3. Smt. Aditi Raja | .. | Director |
| 4. S Pratap Kumar | .. | Director |
| 5. Vishvanath Hiremath | .. | Director |
| 6. BN Sathyaprema Kumar | .. | Director |
| 7. Smt. Parvathi Keshavachar | .. | Director |

In attendance:

R Balasubramanian .. Authorised Signatory

Leave of absence was granted to Smt. M Imkongla Jamir and VM Chandre gowda, Directors

Item No.16/1: Annual Accounts for the year ending 2006-2007 – statutory auditors’ report and the review and comments of the C&AG thereon – approval to Directors report including Addendum containing management’s reply to Auditors’ observation

16/1.01 The Annual Accounts for the year ending 2006-2007, Statutory Auditors’ Report and the review and comments of the C&AG thereon, the Directors’ report including Addendum containing management’s reply to Auditors’ observation were deliberated at length and the Board took note of the same.

16/1.02 After discussion on the financial positions as depicted and reflected in the financial statements, **the Board**

Resolved (a) that the statutory auditors’ report and the review and comments of the Comptroller & Auditor General of India on the Annual Accounts 2006-2007 be and are hereby taken on record

- (b) Further, the Directors' report be and is hereby approved and the Chairman be and is hereby authorized to sign the same on behalf of the Board
- (c) Further, the Annual Accounts, Directors' Report together with the Auditors' Report and C&AG review and comments be placed before the Annual General Meeting to be convened on or before 30.09.2007 for adoption
- (d) Shri R Balasubramanian, authorized signatory be and is hereby authorized to issue the Notice convening the 2nd Annual General Meeting on or before 30.09.07 or the extended date

Item No.16/2: Providing one Soujanya Counter to each of the Sections - Upgradation of the posts of Assistants to that of Sr. Assistants - Payment of Special Allowance of Rs.250/- to the staff entrusted with the work of Soujanya Counter

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Item No.16/3: Upgradation of the posts of Asst. Accounts Officers in Corporate Office

Deferred

Any other subject with the permission of the Chair

Item No.16/4: The Board noted the requirements under online filing for compliance of Company Law and approved the filing of documents under the digital signature of any of the Directors of the Company.

**Sd/-
(Bharat Lal)
Chairman**