

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Crompton Greaves Consumer Electricals Limited**
2. Quarter ending - **31- March- 2020**

i. Composition Of Board Of Director

Title (Mr./ Ms)	Name of the Director	DIN	P A N	Category (Chair person /Executive/Non-Executive/ Independent/ Nomin ee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed ?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Hemant Nerurkar	00265887	ABGPNO776M	ID,C & NED		25-Jan-2016	25-Jan-2016		50	20-Oct-1948	NA		5	5	8	4	AC,SC,RC,NRC	
Mr.	Shantanu Khosla	00059877	AJWP6624M	ED	MD	01-Jan-2016	01-Jan-2016			25-Jan-1960	NA		1	0	1	0	SC	
Mr.	P M Murty	00011179	AA LPM2827N	ID		26-Aug-2015	26-Aug-2015		55	25-Jul-1950	NA		1	1	3	0	AC,RC,NRC	

Mr.	D Sundaram	00 01 63 04	AAN PS7 428 P	ID		26- Aug - 201 5	26- Aug- 2015		55	16- Apr- 1953	NA		5	4	8	5	AC,SC,R C,NRC	
Ms.	Shweta Jalan	00 29 16 75	ADI PJ24 24N	NED		16- Aug - 201 6	16- Aug- 2016			29- Jan- 1976	NA		1	0	1	0	AC,RC,N RC	
Mr.	Sahil Dalal	07 35 08 08	ADX PD1 507 D	NED		16- Aug - 201 6	16- Aug- 2016			04-Jul- 1980	NA		2	0	3	0	SC	
Mr.	Promeet Ghosh	05 30 76 58	AAK PG1 413 H	NED		16- Aug - 201 6	16- Aug- 2016			05- Sep- 1968	NA		1	0	0	0	NRC	
Ms.	Smita Anand	00 05 92 28	ABJ PS9 673 H	ID		10- Dec - 201 8	10- Dec- 2018		15	26- Jun- 1959	NA		1	1	0	0	NRC	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	D Sundaram	ID	Chairperson	12-Feb-2016	
2	Hemant Nerurkar	ID,C & NED	Member	12-Feb-2016	
3	P M Murty	ID	Member	12-Feb-2016	
4	Shweta Jalan	NED	Member	08-Sep-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Hemant Nerurkar	ID,C & NED	Chairperson	12-Feb-2016	
2	D Sundaram	ID	Member	12-Feb-2016	
3	Shantanu Khosla	ED	Member	12-Feb-2016	
4	Sahil Dalal	NED	Member	08-Sep-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	D Sundaram	ID	Chairperson	25-Oct-2018	
2	P M Murty	ID	Member	25-Oct-2018	
3	Hemant Nerurkar	ID,C & NED	Member	25-Oct-2018	
4	Shweta Jalan	NED	Member	25-Oct-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	P M Murty	ID	Chairperson	12-Feb-2016	
2	D Sundaram	ID	Member	12-Feb-2016	
3	Hemant Nerurkar	ID,C & NED	Member	12-Feb-2016	
4	Shweta Jalan	NED	Member	08-Sep-2016	
5	Promeet Ghosh	NED	Member	08-Sep-2016	
6	Smita Anand	ID	Member	29-Jan-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
23-Oct-2019	29-Jan-2020	Yes	8	4

Company Remarks	Board Meeting held on 8th July 2019 was adjourned to 9th July 2019
Maximum gap between any two consecutive (in number of days)	97

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	22-Oct-2019		Yes	4	3
Audit Committee	23-Oct-2019		Yes	4	3
Audit Committee	13-Nov-2019		Yes	4	3
Audit Committee		28-Jan-2020	Yes	4	3
Audit Committee		29-Jan-2020	Yes	4	3
Audit Committee		13-Mar-2020	Yes	4	3
Stakeholders Relationship Committee		29-Jan-2020	Yes	4	2
Nomination & Remuneration Committee	23-Oct-2019		Yes	6	4
Nomination & Remuneration Committee		29-Jan-2020	Yes	6	4
Risk Management Committee		13-Mar-2020	Yes	4	3

Company Remarks	<p>Audit Committee Meeting held on 22nd October 2019 was adjourned to 23 rd October 2019</p> <p>Audit Committee Meeting held on January 28, 2020 was adjourned to January 29, 2020.</p> <p>All the other Board of Directors who are non-committee members attended all the Committee Meetings as Invitees. Risk Management Committee Meeting was held on March 13, 2020. The number of days shown as (43) which is auto calculated is to be ignored as during the year the Company had Risk Management Committee meeting only once.</p>
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	75

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

<p>Disclosure of notes on related party transactions and</p> <p>Disclosure of notes of material related party transactions</p>	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

Other Information	
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Signature:

Name : **Pragya Kaul**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://www.crompton.co.in/about-us/
Terms and conditions of appointment of independent directors	Yes		https://www.crompton.co.in/media/Letter-of-Appointment-of-Independent-Director.pdf
Composition of various committees of board of directors	Yes		https://www.crompton.co.in/wp-content/uploads/2019/07/Commmittee-Composition-
Code of conduct of board of directors and senior management personnel	Yes		https://www.crompton.co.in/media/Crompton-Code-of-Conduct.pdf
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.crompton.co.in/wp-content/uploads/2020/01/Vigil-Mechanism-and-
Criteria of making payments to non-executive directors	Yes		https://www.crompton.co.in/media/Nomination-and-Remuneration-Policy-CGCEL.pdf
Policy on dealing with related party transactions	Yes		https://www.crompton.co.in/media/Policy-on-RPT-CGCEL.pdf
Policy for determining 'material' subsidiaries	Yes		https://www.crompton.co.in/media/Policy-on-Material-Subsidiary.pdf
Details of familiarization programs imparted to independent directors	Yes		https://www.crompton.co.in/wp-content/uploads/2020/04/Familiarization-
Email address for grievance redressal and other relevant details entity who are	Yes		https://www.crompton.co.in/contact-us/
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor griev	Yes		https://www.crompton.co.in/investors/corporate-governance/

Financial results	Yes		https://www.crompton.co.in/investors/financials/
Shareholding pattern	Yes		https://www.crompton.co.in/investors/stock-exchange-filings/
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.crompton.co.in/investors/stock-exchange-filings/
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		https://www.crompton.co.in/investors/newspaper-publications/
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Yes		https://www.crompton.co.in/investors/credit-rating/
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.crompton.co.in/investors/accounts-of-subsidary-companies/
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.crompton.co.in/media/Materiality-Policy.pdf
Materiality Policy as per Regulation 30	Yes		https://www.crompton.co.in/media/Materiality-Policy.pdf
Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.crompton.co.in/media/Dividend-Distribution-Policy.pdf
It is certified that these contents on the website of the listed entity are correct.	Yes		https://www.crompton.co.in/investors/financials/

II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	

<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent Directors</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	

<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Not Applicable	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Signature:

Name : **Pragya Kaul**
Designation : **Company Secretary & Compliance Officer**

Place : **Mumbai**
Date : **April 28, 2020**