

# 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-Mar-2022

### i. Composition Of Board of Directors

Title (Mr./ Ms)	Name of the Director	DIN	P A N	Categ ory (Chair perso n /Execut ive/No n- Executi ve/ Indepe ndent/ Nomin ee)	Sub Cat ego ry	Initi al Dat e of Ap poi nt me nt	Da te of Ap po int m en t	Date of cessa tion	Ten ure	Date of Birth	Wheth er special resolut ion passed ?	Date of passin g special resolut ion	No. of Director ship in listed entities includin g this listed entity	No of Indepen dent Director ship in listed entities includin g this listed entity	No of members hips in Audit/ Stakehol der Committ ee(s) includin g this listed entity	No of post of Chairpe rson in Audit/ Stakeho lder Commit tee held in listed entities includin g this listed entity	Mem bers hip in Com mitt ees of the Com pan y	Remarks
Mr.	Hema nt Nerur kar	00 26 58 87	AB GP N0 77 6M	ID,C & NED		25- Jan- 201 6	25- Jan - 202 1		74	20- Oct- 1948	NA		6	5	10	3	AC,S C,RC, NRC	
Mr.	Shant anu Khosl a	00 05 98 77	AJ W PK 66 24 M	ED	MD	01- Jan- 201 6	01- Jan - 202 1			25- Jan- 1960	NA		1	0	1	0	SC	
Mr.	P M Murty	00 01 11 79	AA LP M2 82 7N	ID		26- Aug - 201 5	18- Se p- 202 0		79	25- Jul- 1950	NA		1	1	2	0	AC,R C,NR C	

Mr.	D Sundar am	00 01 63 04	AAN PS7 428 P	ID		26- Aug - 201 5	18- Se p- 202 0		79	16- Apr- 1953	NA		4	4	7	5	AC,SC, RC,NR C	
Mr.	Promee t Ghosh	05 30 76 58	AAK PG1 413 H	NED		16- Aug - 201 6	16- Au g- 201 6			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- De c- 201 8		39	26- Jun- 1959	NA		1	1	0	0	NRC	
Mr.	Mathew Job	02 92 24 13	ACR PJ1 908 P	ED	CEO	22- Jan- 202 1	22- Jan - 202 1			03- May- 1969	NA		1	0	0	0		
Mr.	P.R. Rames h	01 91 52 74	AAE PR0 022 P	ID		21- May - 202 1	21- Ma y- 202 1		10	17- Jan- 1955	NA		4	3	5	3	AC,RC	
Ms.	Hiroo Mircha ndani	06 99 25 18	AEA PM0 523L	ID		28- Jan- 202 2	28- Jan - 202 2		2	17- Jun- 1961	NA		4	4	5	1		

Company Remarks	The tenure of the Independent Director in decimals are as below:-  Mr. H M Nerurkar:74 months & 5 Days Mr. P M Murty: 79 months 4 days Mr. D Sundaram: 79 months 4 days Ms. Smita Anand: 39 months 20 days Mr. P R Ramesh:10 months 9 days Ms. Hiroo Mirchandani: 2 months 3 days
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

**ii. Composition of Committees**

**a. Audit Committee**

<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Appointment Date</b>	<b>Cessation Date</b>
1	D Sundaram	ID	Chairperson	12-Feb-2016	
2	P M Murty	ID	Member	12-Feb-2016	
3	Hemant Nerurkar	ID,C & NED	Member	08-Sep-2016	
4	P.R. Ramesh	ID	Member	31-May-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Appointment Date</b>	<b>Cessation Date</b>
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	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Appointment Date</b>	<b>Cessation Date</b>
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	P.R. Ramesh	ID	Member	31-May-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Appointment Date</b>	<b>Cessation Date</b>
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	Smita Anand	ID	Member	29-Jan-2019	
5	Promeet Ghosh	NED	Member	08-Sep-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**

<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors present</b>
07-Oct-2021	20-Jan-2022	Yes	8	5
22-Oct-2021	28-Jan-2022	Yes	8	5
10-Nov-2021	21-Feb-2022	Yes	9	6

10-Dec-2021	22-Feb-2022	Yes	9	6
	09-Mar-2022	Yes	8	6
	25-Mar-2022	Yes	6	4
	28-Mar-2022	Yes	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	40

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	21-Oct-2021		Yes	4	4
Audit Committee		27-Jan-2022	Yes	4	4
Audit Committee		28-Mar-2022	Yes	3	3
Risk Management Committee		04-Mar-2022	Yes	4	4
Nomination & Remuneration Committee	21-Oct-2021		Yes	5	4
Nomination & Remuneration Committee		17-Jan-2022	Yes	5	4
Nomination & Remuneration Committee		27-Jan-2022	Yes	5	4

Company Remarks	<p>Audit Committee Meetings held on October 21, 2021 and January 27, 2022 were adjourned to October 22, 2021 and January 28, 2022 respectively.</p> <p>All the other Board of Directors who are non-committee members attended all the Committee Meetings as Invitees.</p>
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Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	97
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**v. Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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:



**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)**

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>	<b>Website</b>
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		<a href="https://www.crompton.co.in/about-us/">https://www.crompton.co.in/about-us/</a>
Terms and conditions of appointment of independent directors	Yes		<a href="https://www.crompton.co.in/investors/corporate-governance/">https://www.crompton.co.in/investors/corporate-governance/</a>
Composition of various committees of board of directors	Yes		<a href="https://www.crompton.co.in/about-us/">https://www.crompton.co.in/about-us/</a>
Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.crompton.co.in/investors/corporate-governance/">https://www.crompton.co.in/investors/corporate-governance/</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.crompton.co.in/investors/corporate-governance/">https://www.crompton.co.in/investors/corporate-governance/</a>
Criteria of making payments to non-executive directors	Yes		<a href="https://www.crompton.co.in/investors/corporate-governance/">https://www.crompton.co.in/investors/corporate-governance/</a>
Policy on dealing with related party transactions	Yes		<a href="https://www.crompton.co.in/investors/corporate-governance/">https://www.crompton.co.in/investors/corporate-governance/</a>
Policy for determining 'material' subsidiaries	Yes		<a href="https://www.crompton.co.in/media/Policy-on-Material-Subsidiary.pdf">https://www.crompton.co.in/media/Policy-on-Material-Subsidiary.pdf</a>
Details of familiarization programs imparted to independent directors	Yes		<a href="https://www.crompton.co.in/investors/corporate-governance/">https://www.crompton.co.in/investors/corporate-governance/</a>
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.crompton.co.in/investors/share-related-info/">https://www.crompton.co.in/investors/share-related-info/</a>
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances other relevant details	Yes		<a href="https://www.crompton.co.in/investors/corporate-governance/">https://www.crompton.co.in/investors/corporate-governance/</a>

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



<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1), 17(1A) & 17(1B)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	

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

<b>Other Information</b>	
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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**

<b>Other Information</b>	
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**Name** : PRAGYA KAUL  
**Designation** : Company Secretary & Compliance Officer

#### ANNEXURE IV

CROMPTON	Crompton Greaves Consumer Electricals Limited	March 31, 2022
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**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

**(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by</i>			

<i>them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

<b>Entity</b>	<b>Type of Security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			

Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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<b>Affirmations</b>	
<i>All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company</i>	
<b>Company Remarks in case of non-compliant status</b>	



Name: Pragya Kaul  
Designation: Company Secretary & Compliance Officer