

**Crompton Greaves Consumer Electricals Limited**

Tower 3, 1st Floor, East Wing, Equinox Business Park,

LBS Marg, Kurla (West), Mumbai 400 070

Tel: +91 22 6167 8499 W: www.crompton.co.in

Date: July 25, 2016

Our Reference: 38/2016 - 2017

To, <b>BSE Limited ("BSE"),</b> Corporate Relationship Department, 2 <sup>nd</sup> Floor, New Trading Ring, P.J. Towers, Dalal Street, Mumbai – 400 001.	To, <b>National Stock Exchange of India Limited ("NSE"),</b> "Exchange Plaza", 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra-Kurla Complex Bandra (East), Mumbai – 400 051.
<b>BSE Scrip Code: 539876</b>	<b>NSE Symbol: CROMPTON</b>
<b>ISIN: INE299U01018</b>	

Dear Sir/Madam,

Sub: **Reconciliation of Share Capital Audit Report for quarter ended June 30, 2016**

With reference to the requirements of the Regulation 55A of the Securities and Exchange Board of India (Depository Participants) Regulations, 1996, kindly find enclosed herewith the Reconciliation of Share Capital Audit Report for quarter ended June 30, 2016.

You are requested to kindly take the above information on your record.

Thanking you,

For Crompton Greaves Consumer Electricals Limited

  
Pragya Sahal Kaul

Company Secretary and Compliance Officer

Enclosed: A/a

# Mehta & Mehta

## COMPANY SECRETARIES

NAVJIVAN SOCIETY BLDG. NO. 3, 12TH FLOOR, OFFICE No. 9, LAMINGTON ROAD, MUMBAI - 400 008.  
TEL. : 022-6611 9696 □ E-mail : dipti@mehta-mehta.com □ Website : www.mehta-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

### SECRETARIAL AUDIT REPORT - RECONCILIATION OF SHARE CAPITAL

1.	For quarter ended	:	June 30, 2016	
2.	ISIN	:	INE299U01018	
3.	Face Value	:	Rs. 2/- per Equity share	
4.	Name of the Company	:	Crompton Greaves Consumer Electricals Limited	
5.	Registered office address	:	6th Floor CG House, Dr Annie Besant Road, Worli, Mumbai – 400 030	
6.	Correspondence address	:	Equinox Business Park, 1st Floor, Tower 3, Kurla (West), Mumbai – 400 070.	
7.	Telephone and Fax Nos.	:	Tel : 022-24237777, 022-61678499 Fax : 022-24267788, 022 - 61678383	
8.	E-mail address	:	crompton.investorrelations.crompton.co.in <a href="mailto:pragya.kaul@crompton.co.in">pragya.kaul@crompton.co.in</a>	
9.	Names of the Stock Exchange(s) where the Company's Securities are listed	:	i) BSE Limited ("BSE") and ii) National Stock Exchange of India Limited ("NSE")	
10.	Issued Capital	:	No. of Shares	% of total issued capital
			62,67,46,142	100%
11.	Listed capital {all Exchange(s)} as per Company Records	:	62,67,46,142	100%
12.	Held in Dematerialized form in CDSL	:	2,07,91,165	3.32%
13.	Held in Dematerialized form in NSDL	:	60,04,77,140	95.81

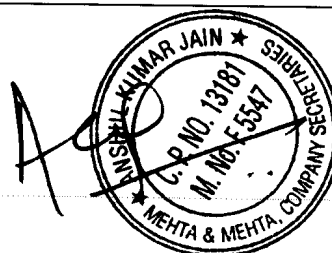


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14.	Physical	:	54,77,837	0.87%			
15.	Total no. of Shares (12 + 13 + 14)	:	62,67,46,142	100%			
16.	Reasons for difference, if any, between (10&11),(10&15),(11&15)		N.A.				
17.	Certifying the details of changes in share capital during the quarter under consideration as per table below:						
***	Particulars	No. of Shares	Applied / not applied for listing	Listed on Stock Exchange(s) (Specify names)	Whether intimated to CDSL	Whether intimated to NSDL	In-principle approval pending from Stock Exchange(s) (Specify names)
	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify)							
18.	Register of Members is updated (Yes / No)	:	Yes				
	If not updated, up to which date	:					
19.	Reference of previous quarter with regards to excess dematerialized shares, if any	:	N.A.				
20.	Has the Company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?	:	N.A.				
21.	Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:						
	Total no. of Demat requests	No. of Requests	No. of Shares	Reason for delay			
	Confirmed after 21 days	Nil	Nil	N.A.			
	Pending for more than 21 days	Nil	Nil	N.A.			
22.	Name, telephone and fax no. of the Compliance Officer of the Company:	:	<b>Mrs. Pragya Sahal Kaul</b> (Compliance Officer and Company Secretary) Phone : 022- 61678326 Fax No: 022- 61678383				

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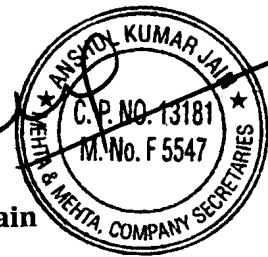




**CONTINUATION SHEET**

23.	Name, address, telephone, fax no. and Registration no. of the Auditor	:	<b>M/s. Mehta &amp; Mehta Company Secretaries</b>  3/1206L, Navjeevan Society Lamington Road, Mumbai-400008 Ph: +91 22 6611 9696 Fax: +91 22 6611 9644
24.	Appointment of Common Agency for Share Registry Work	:	<b>Karvy Computershare Pvt. Ltd</b>  Karvy Selenium Tower B, Plot No 31 & 32 Gachibowli, Financial District, Nanakramguda, Serilingampally Hyderabad - 500 032
25.	Any other detail(s) that the Auditor may like to provide (e.g. BIFR Company, delisting from Stock Exchange(s), Company changed its name, etc.)	:	During the quarter under review, the Company received listing approval from BSE Limited and National Stock Exchange of India Limited effective May 13, 2016, pursuant to the scheme of arrangement under Section 391 to 394 read with Section 78 and Sections 100 to 103 of the Companies Act, 1956 between Crompton Greaves Limited (CGL) and Crompton Greaves Consumer Electricals Limited (CGCEL) and their respective shareholders and creditors as sanctioned by the Hon'ble High Court of Judicature at Bombay vide its order dated November 20, 2015.

**For Mehta & Mehta  
Company Secretaries  
(ICSI Unique Code P1996MH007500)**

  
  
**Anshul Kumar Jain  
Partner  
C.P. No. 13181  
FCS No. 5547**

**Place: Mumbai  
Date: 25<sup>th</sup> July, 2016**

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