

Mehta & Mehta

COMPANY SECRETARIES

201/206 SHIV SMRITI 2ND FLOOR 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018
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Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014]*

The Chairman

Crompton Greaves Consumer Electricals Limited

4th Annual General Meeting ("AGM") of the Members of Crompton Greaves Consumer Electricals Limited held on Wednesday, July 25, 2018, at Patkar Hall, S.N.D.T. Women's University, 1, Nathibai Thackersey Road, New Marine Lines, Mumbai - 400020

Dear Sir,

I, Dipti Mehta, Practicing Company Secretary and Partner, M/s. Mehta & Mehta, Company Secretaries, appointed by the Board of Directors of Crompton Greaves Consumer Electricals Limited ("the Company") to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system at the 4th Annual General Meeting ("AGM") of the Company in respect of the Resolutions as set out in the Notice and corrigendum convening the AGM, do hereby submit my report as follows:

1. The Resolutions were transacted through the process of remote e-voting and through electronic voting system at the venue of the AGM. For the purpose of remote e-voting, the Company had engaged the services of Karvy Computershare Private Limited ("Karvy").
2. Voting rights were reckoned on the paid-up value of shares registered in the name of the Members as on Thursday, July 19, 2018 ("cut-off date").
3. The period for remote e-voting commenced on Sunday, July 22, 2018 at 10:00 a. m. (IST) and ended on Tuesday, July 24, 2018 at 5:00 p.m. (IST). The Remote e-voting module was disabled by Karvy for voting thereafter.
4. The facility for voting through electronic voting system was made available at the AGM venue for the Members attending the Meeting and who did not cast their vote through remote e-voting.



5. Further, the votes cast through remote e-voting were unblocked in the presence of two witnesses Mr. Rishabh Raj Mehta and Ms. Disha Acharya neither of whom are in the employment of the Company.
6. The report on votes cast through remote e-voting was generated from Karvy e-voting website <https://www.evoting.karvy.com>
7. The consolidated results of remote e-voting and voting through electronic voting system at the AGM venue are enclosed as an Annexure to this report.

Thanking You,

For Mehta & Mehta
Company Secretaries

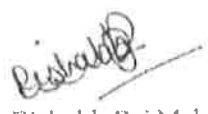
Dipti Atul Mehta
Scrutinizer
FCS No: 3667
CP No: 3202




Place: Mumbai
Date: July 26, 2018

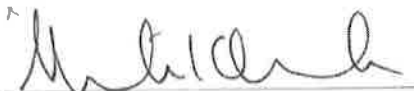
Enclosed: Annexure

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from Karvy's e-voting website <https://www.evoting.karvy.com> in our presence on July 25, 2018.


Name : Mr. Rishabh Raj Mehta
Address : SMJV Hostel, Mahajan Vadi,
Keshavji Naik Road,
Sandhurst Road,
Mumbai- 400009


Name : Ms. Disha Acharya
Address : 83, Sarawat Building,
Banganga Road,
Walkeshwar,
Mumbai- 400006

Countersigned by



Chairman/ Director authorized by the Board
Crompton Greaves Consumer Electricals Limited

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018, together with the Reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	301	426,085,778	81	42,428	382	426,128,206	99.9998%
Votes against the resolution	4	973	0	0	4	973	0.0002%
Invalid votes/Abstained	23	31,137,017	0	0	23	31,137,017	-

Item No. 2: Ordinary Resolution

To declare dividend on equity shares.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	324	457,414,670	81	42,428	405	457,457,098	99.9998%
Votes against the resolution	4	973	0	0	4	973	0.0002%
Invalid votes/Abstained	0	0	0	0	0	0	-

Item No. 3: Ordinary Resolution

To appoint a Director in place of Ms. Shweta Jalan (DIN: 00291675) who retires by rotation and being eligible offers herself for reappointment.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	294	447,851,715	81	42,428	375	447,894,143	97.9093%
Votes against the resolution	35	9,563,928	0	0	35	9,563,928	2.0907%
Invalid votes/Abstained	0	0	0	0	0	0	-



Item No. 4: Ordinary Resolution

Ratification of remuneration payable to M/s. Ashwin Solanki and Associates, Cost Auditors of the Company.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	320	456,781,656	81	42,428	401	456,824,084	99.8614%
Votes against the resolution	7	633,980	0	0	7	633,980	0.1386%
Invalid votes/Abstained	1	7	0	0	1	7	-

