

Crompton Greaves Consumer Electricals Limited**Registered & Corporate Office:** Tower 3, 1st Floor,

East Wing, Equinox Business Park, LBS Marg,

Kurla (West), Mumbai 400 070. India

Tel: +91 22 6167 8499 F: +91 22 6167 8383

W: www.crompton.co.in. CIN : L31900MH2015PLC262254

Date: July 28, 2017

To, BSE Limited ("BSE") , Corporate Relationship Department, 2 nd Floor, New Trading Ring, P.J. Towers, Dalal Street, Mumbai – 400 001.	To, National Stock Exchange of India Limited ("NSE") , "Exchange Plaza", 5 th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex Bandra (East), Mumbai – 400 051.
BSE Scrip Code: 539876	NSE Symbol: CROMPTON
ISIN: INE299U01018	ISIN: INE299U01018
Our Reference: 30/2017-18	Our Reference: 29/2017-18

Dear Sir/Madam,

Sub: Compliance of Regulations 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
["the SEBI Listing Regulations"]

This is to inform you that the 3rd Annual General Meeting ("AGM") of Crompton Greaves Consumer Electricals Limited was held on Thursday, July 27, 2017 at 03:00 P.M. (IST) at Shree Bhaidas Maganlal Sabhagriha, Next to Mithibai college, Juhu Vile Parle Development (JVPD) Road No. 1, Vile Parle West, Mumbai 400 056 and item(s) of business as mentioned in the Notice dated May 26, 2017 convening the AGM were transacted.

In this regard, please find enclosed herewith the following:

1.	Voting Results of the AGM pursuant to Regulation 44 of the SEBI Listing Regulations.	Annexure I
2.	Consolidated Scrutinizers Report dated July 27, 2017 on the remote e-voting and Voting through electronic voting system at the AGM.	Annexure II

The aforesaid results are also uploaded and available on the website of the Company at www.crompton.co.in

This is for your information and you are requested to bring this to the notice of your constituents.

Thanking You,

For **Crompton Greaves Consumer Electricals Limited**
Pragya Kaul**Company Secretary & Compliance Officer**

Encl: A/a



Voting Results under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

	Crompton Greaves Consumer Electricals Limited
Date of the AGM/EGM	July 27, 2017
Total number of shareholders on record date	108574
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	139
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable



Resolution No.	1								
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group ¹	E-Voting	215464906	215464906	100.0000	215464906	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		215464906	100	215464906	0	100	0	0
Public- Institutions	E-Voting	309347402	244524363	79.0452	222984831	0	91.1913	0.0000	21539532
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		244524363	79.0452	222984831	0	91.1913	0	21539532
Public- Non Institutions	E-Voting	101933834	3207017	3.1462	3206033	969	99.9693	0.0302	15
	Poll		26948	0.0264	26948	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		3233965	3.1726	3232981	969	99.97	0.0302	15
	Total	626746142	463223234	73.9092	441682718	969	99.9998	0.0002	21539547



Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend on Equity Shares								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group ¹	E-Voting	215464906	215464906	100.0000	215464906	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		215464906	100	215464906	0	100	0	0
Public- Institutions	E-Voting	309347402	244716238	79.1073	244716238	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		244716238	79.1073	244716238	0	100	0	0
Public- Non Institutions	E-Voting	101933834	3207017	3.1462	3206079	938	99.9708	0.0292	0
	Poll		26948	0.0264	26948	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		3233965	3.1726	3233027	938	99.9710	0.0292	0
Total	Total	626746142	463415109	73.9398	463414171	938	99.9998	0.0002	0



Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Shantanu Khosla (DIN: 00059877) who retires by rotation and being eligible offers himself for reappointment.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group ¹	E-Voting	215464906	215464906	100.0000	215464906	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		215464906	100	215464906	0	100	0	0
Public-Institutions	E-Voting	309347402	244716238	79.1073	240236613	4479625	98.1695	1.8305	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		244716238	79.1073	240236613	4479625	98.1695	1.8305	0
Public- Non Institutions	E-Voting	101933834	3207017	3.1462	3205846	971	99.9635	0.0303	200
	Poll		26948	0.0264	26948	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		3233965	3.1726	3232794	971	99.9638	0.0300	200
	Total	626746142	463415109	73.9398	458934313	4480596	99.0331	0.9669	200



Resolution No.	4								
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of appointment of M/s Sharp & Tanna, Chartered Accountants, (ICAI Firm Registration Number 109982W) as Auditors of the Company until the conclusion of the 4th Annual General Meeting of the Company to be held in the year 2018 and approve their remuneration.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group ¹	E-Voting	215464906	215464906	100.0000	215464906	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		215464906	100	215464906	0	100	0	0
Public- Institutions	E-Voting	309347402	244716238	79.1073	240453647	4262591	98.2581	1.7419	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		244716238	79.1073	240453647	4262591	98.2581	1.7419	0
Public- Non Institutions	E-Voting	101933834	3207017	3.1462	3206046	971	99.9697	0.0303	0
	Poll		26948	0.0264	26826	122	99.5473	0.4527	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		3233965	3.1726	3232872	1093	99.9662	0.0338	0
Total		626746142	463415109	73.9398	459151425	4263684	99.0799	0.9201	0



Resolution No.	5								
Resolution required: (Ordinary/ Special)	SPECIAL - Revision in the remuneration of Mr. Shantanu Khosla, Managing Director of the Company								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group ¹	E-Voting	215464906	215464906	100.0000	215464906	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		215464906	100	215464906	0	100	0	0
Public-Institutions	E-Voting	309347402	244716238	79.1073	244716238	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		244716238	79.1073	244716238	0	100	0	0
Public- Non Institutions	E-Voting	101933834	3207017	3.1462	3204961	1856	99.9359	0.0579	200
	Poll		26948	0.0264	26948	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		3233965	3.1726	3231909	1856	99.9364	0.0574	200
	Total	626746142	463415109	73.9398	463413053	1856	99.9996	0.0004	200



Resolution No.	6								
Resolution required: (Ordinary/ Special)	ORDINARY- Appointment of Ms. Shweta Jalan as a Director of the Company								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group ¹	E-Voting	215464906	215464906	100.0000	215464906	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		215464906	100	215464906	0	100	0	0
Public- Institutions	E-Voting	309347402	244716238	79.1073	238377434	6338804	97.4097	2.5903	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		244716238	79.1073	238377434	6338804	97.4097	2.5903	0
Public- Non Institutions	E-Voting	101933834	3207017	3.1462	3205846	971	99.9635	0.0303	200
	Poll		26948	0.0264	26948	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		3233965	3.1726	3232794	971	99.9638	0.0300	200
Total		626746142	463415109	73.9398	457075134	6339775	98.6319	1.3681	200



Resolution No.	7								
Resolution required: (Ordinary/ Special)	ORDINARY- Appointment of Mr. Sahil Dalal as a Director of the Company and as Director								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group ¹	E-Voting	215464906	215464906	100.0000	215464906	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		215464906	100	215464906	0	100	0	0
Public- Institutions	E-Voting	309347402	244716238	79.1073	239234613	5481625	97.7600	2.2400	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		244716238	79.1073	239234613	5481625	97.7600	2.2400	0
Public- Non Institutions	E-Voting	101933834	3207017	3.1462	3205746	1271	99.9604	0.0396	0
	Poll		26948	0.0264	26948	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		3233965	3.1726	3232694	1271	99.9607	0.0393	0
	Total	626746142	463415109	73.9398	457932213	5482896	98.8168	1.1832	0



Resolution No.	8								
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Ravi Narain as a Director of the Company and as Director								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group ¹	E-Voting	215464906	215464906	100.0000	215464906	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		215464906	100	215464906	0	100	0	0
Public- Institutions	E-Voting	309347402	244716238	79.1073	237919757	6796481	97.2227	2.7773	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		244716238	79.1073	237919757	6796481	97.2227	2.7773	0
Public- Non Institutions	E-Voting	101933834	3207017	3.1462	3206046	971	99.9697	0.0303	0
	Poll		26948	0.0264	26948	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		3233965	3.1726	3232994	971	99.9700	0.0300	0
Total		626746142	463415109	73.9398	456617657	6797452	98.5332	1.4668	0



Resolution No.	9								
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Promeet Ghosh as a Director of the Company and as Director								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group ¹	E-Voting	215464906	215464906	100.0000	215464906	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		215464906	100	215464906	0	100	0	0
Public- Institutions	E-Voting	309347402	244716238	79.1073	238059757	6656481	97.2799	2.7200	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		244716238	79.1073	238059757	6656481	97.2799	2.7201	0
Public- Non Institutions	E-Voting	101933834	3207017	3.1462	3206046	971	99.9697	0.0303	0
	Poll		26948	0.0264	26948	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		3233965	3.1726	3232994	971	99.9700	0.0300	0
Total		626746142	463415109	73.9398	456757657	6657452	98.5634	1.4366	0



Resolution No.	10								
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration payable of M/s. Ashwin Solanki and Associates, Cost Auditors of the Company								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group ¹	E-Voting	215464906	215464906	100.0000	215464906	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		215464906	100	215464906	0	100	0	0
Public- Institutions	E-Voting	309347402	244716238	79.1073	244716238	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		244716238	79.1073	244716238	0	100	0	0
Public- Non Institutions	E-Voting	101933834	3207017	3.1462	3205936	1081	99.9663	0.0337	0
	Poll		26948	0.0264	26826	122	99.5473	0.4527	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		3233965	3.1726	3232762	1203	99.9628	0.0372	0
	Total	626746142	463415109	73.9398	463413906	1203	99.9997	0.0003	0



Resolution No.	11								
Resolution required: (Ordinary/ Special)	SPECIAL - Increase in borrowing limits from Rs 1,800 crores to Rs 2,500 crores								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group ¹	E-Voting	215464906	215464906	100.0000	215464906	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		215464906	100	215464906	0	100	0	0
Public- Institutions	E-Voting	309347402	244716238	79.1073	170381106	74085132	69.6239	30.2739	250000
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		244716238	79.1073	170381106	74085132	69.6239	30.2739	250000
Public- Non Institutions	E-Voting	101933834	3207017	3.1462	3205523	1294	99.9534	0.0403	200
	Poll		26948	0.0264	26826	0	99.5473	0.0000	122
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		3233965	3.1726	3232349	1294	99.500	0.04	322
Total		626746142	463415109	73.9388	389078361	74086426	83.9589	15.9871	250322



Resolution No.	12								
Resolution required: (Ordinary/ Special)	SPECIAL - Creation of charges on the movable and immovable properties of the Company, both present and future in respect of borrowings under section 180(1)(a) of the Companies Act, 2013.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group ¹	E-Voting	215464906	215464906	100.0000	215464906	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		215464906	100	215464906	0	100	0	0
Public-Institutions	E-Voting	309347402	244716238	79.1073	168379106	76087132	68.8059	31.0920	250000
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		244716238	79.1073	168379106	76087132	68.8059	31.0920	250000
Public- Non Institutions	E-Voting	101933834	3207017	3.1462	3205731	1286	99.9599	0.0401	0
	Poll		26948	0.0264	26826	0	99.5473	0.0000	122
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		3233965	3.1726	3232557	1286	99.9565	0.0398	122
Total		626746142	463415109	73.9398	387076569	76088418	83.5270	16.4191	250122




All the above resolution(s) have been passed with the requisite majority

¹ includes MacRitchie Investments Pte Ltd and is to be read along with below clarificatory note:

"MacRitchie Investments Pte. Ltd. is a person acting in concert with the Promoter. MacRitchie Investments Pte. Ltd. has entered into an inter-se agreement dated 23 April 2015 with Amalfiaco Limited and Nirsinia Limited, as amended ("Inter-se Agreement"). Pursuant to the Inter-se Agreement, MacRitchie Investments Pte. Ltd. does not have control rights and will not be exercising control over the Company".

For Crompton Greaves Consumer Electricals Limited



Shantanu Khosla

Managing Director

DIN: 00059877

Mehta & Mehta

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018
TEL : +91-22-6611 9696 • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

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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

3rd Annual General Meeting of the Members of Crompton Greaves Consumer Electricals Limited held on Thursday, July 27, 2017 at Shree Bhaidas Maganlal Sabhagriha, Next to Mithibai College, Juhu Vile Parle Development (JVPD) Road No. 1, Vile Parle (West) Mumbai 400 056.

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 3rd Annual General Meeting ("AGM") of the Company in respect of the Resolutions as set out in the Notice convening the AGM, do hereby submit my report as follows:

1. The Resolutions were transacted through the process of remote e-voting and Voting through electronic voting system at the venue of the AGM. For the purpose of remote e-voting and Voting through electronic voting system at the AGM, 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 Friday, July 21, 2017 (cut-off date).
3. The period for remote e-voting commenced on Monday, July 24, 2017 at 10.00 A.M. (IST) and ended on Wednesday, July 26, 2017 at 5.00 P.M. (IST). Remote e-voting was blocked by Karvy at 05:00 P.M. IST on July 26, 2017.
4. The facility for voting through electronic voting system was made available at the AGM venue for the members attending the Meeting and who had 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 Ms. Prachi Shah and Ms. Apoorva Srivastava neither of whom are in the employment of the Company. The report on votes cast through remote e-voting was generated from Karvy's e-voting website <https://evoting.karvy.com>.



6. The consolidated results of remote e-voting and Voting through electronic voting system at the AGM are enclosed as an Annexure to this report.

Thanking you,
For **Mehta & Mehta**
Company Secretaries


Dipti Mehta
Scrutinizer

FCS No: 3667
CP No: 3202

Place: Mumbai
Date: July 28, 2017

Enclosed: Annexure

We the undersigned have witnessed that the votes cast through remote e-voting were unblocked from karvy's e-voting website <https://evoting.karvy.com> in our presence on Thursday, July 28, 2017.



Name : Ms. Prachi Shah
Address : 12\41 Navjivan Society,
Lamington Road,
Mumbai - 400 008



Name : Ms. Apoorva Srivastava
Address : Flat No 401, Building No. 16,
Highland Residency, Dhokali,
Thane (West) - 400 607

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, 2017 together with the Reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-voting		Voting through electronic voting system at 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	300	441,655,770	58	26,948	358	441,682,718	99.9998%
Votes against the resolution	4	969	-	-	4	969	0.0002%
Invalid votes/Abstained	19	21,539,547	-	-	19	21,539,547	-

Item No. 2: Ordinary Resolution

To declare dividend on Equity shares.

Particulars	Remote e-voting		Voting through electronic voting system at 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	463,387,223	58	26,948	378	463,414,171	99.9998%
Votes against the resolution	3	938	-	-	3	938	0.0202%
Invalid votes/Abstained	-	-	-	-	-	-	-

Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Shantanu Khosla (DIN: 00059877) who retires by rotation and being eligible offers himself for reappointment.

Particulars	Remote e-voting		Voting through electronic voting system at 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	315	458,907,365	58	26,948	373	458,934,313	99.0331%
Votes against the resolution	7	4,480,596	-	-	7	4,480,596	0.9669%
Invalid votes/Abstained	1	200	-	-	1	200	-



Item No. 4: Ordinary Resolution

Ratification of appointment of Sharp & Tannan, Chartered Accountants (ICAI Firm registration Number 109982W) as Auditors of the Company.

Particulars	Remote e-voting		Voting through electronic voting system at 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	313	459,124,599	57	26,826	370	459,151,425	99.0799%
Votes against the resolution	10	4,263,562	1	122	11	4,263,684	0.9201%
Invalid votes/Abstained	-	-	-	-	-	-	-

Item No. 5: Ordinary Resolution

Revision in the Remuneration of Mr. Shantanu Khosla, Managing Director of the Company.

Particulars	Remote e-voting		Voting through electronic voting system at 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	311	463,386,105	58	26,948	369	463,413,053	100.0000%
Votes against the resolution	12	1,856	-	-	12	1,856	0.00%
Invalid votes/Abstained	1	200	-	-	1	200	-

Item No. 6: Ordinary Resolution

Appointment of Ms. Shweta Jalan as a Director of the Company.

Particulars	Remote e-voting		Voting through electronic voting system at 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	304	457,048,186	58	26,948	362	457,075,134	98.6319%
Votes against the resolution	18	6,339,775	-	-	18	6,339,775	1.3681%
Invalid votes/Abstained	1	200	-	-	1	200	-



Item No. 7: Ordinary Resolution

Appointment of Mr. Sahil Dalal as a Director of the Company.

Particulars	Remote e-voting		Voting through electronic voting system at 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	313	457,905,265	58	26,948	371	457,932,213	98.8168%
Votes against the resolution	10	5,482,896	-	-	10	5,482,896	1.1832%
Invalid votes/Abstained	-	-	-	-	-	-	-

Item No. 8: Ordinary Resolution

Appointment of Mr. Ravi Narain as a Director of the Company.

Particulars	Remote e-voting		Voting through electronic voting system at 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	310	456,590,709	58	26,948	368	456,617,657	98.5332%
Votes against the resolution	13	6,797,452	-	-	13	6,797,452	1.4668%
Invalid votes/Abstained	-	-	-	-	-	-	-

Item No. 9: Ordinary Resolution

Appointment of Mr. Promeet Ghosh as a Director of the Company.

Particulars	Remote e-voting		Voting through electronic voting system at 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	312	456,730,709	58	26,948	370	456,757,657	98.5634%
Votes against the resolution	11	6,657,452	-	-	11	6,657,452	1.4366%
Invalid votes/Abstained	-	-	-	-	-	-	-



Item No. 10: Ordinary Resolution

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

Particulars	Remote e-voting		Voting through electronic voting system at 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	315	463,387,080	57	26,826	372	463,413,906	99.9997%
Votes against the resolution	8	1,081	1	122	9	1,203	0.0003%
Invalid votes/Abstained	-	-	-	-	-	-	-

Item No. 11: Special Resolution

Increase in borrowing limits from Rs. 1800 Crores to Rs. 2500 Crores.

Particulars	Remote e-voting		Voting through electronic voting system at 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	211	389,051,535	57	26,826	268	389,078,361	84.0043%
Votes against the resolution	111	74,086,426	-	-	111	74,086,426	15.9957%
Invalid votes/Abstained	2	250,200	1	122	3	250,322	-

Item No. 12: Special Resolution

Creation of Charges on the Movable and Immovable Properties of the Company, both present and future in respect of borrowing under section 180 (1) (a) of the Companies Act, 2013.

Particulars	Remote e-voting		Voting through electronic voting system at 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	210	387,049,743	57	26,826	267	387,076,569	83.5721%
Votes against the resolution	113	76,088,418	-	-	113	76,088,418	16.4279%
Invalid votes/Abstained	1	250,000	1	122	2	250,122	-

