

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 : L31900MH2015PLC262254Date: July 25, 2019

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: <u>45</u> / 2019-20	Our Reference: <u>43</u> / 2019-20

Dear Sir/Madam,

Sub: Compliance of Regulation 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 5th Annual General Meeting ('AGM') of Crompton Greaves Consumer Electricals Limited was held on Wednesday, July 24, 2019 at 03.00 P.M. (IST) at Patkar Hall, S.N.D.T. Women's University, 1, Nathibai Thackersey Road, New Marine Lines, Mumbai 400 020 and items of business as mentioned in the Notice dated May 21, 2019 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 Scrutinizer's Report dated July <u>25</u> , 2019 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.

Please note the below note for Promoter and Promoter Group:

MacRitchie Investments Pte. Ltd. is a person acting in concert with Amalfiaco Limited and Nirsinia Limited. MacRitchie Investments Pte. Ltd. has entered into an Inter se Agreement dated 23rd April, 2015 with Amalfiaco Limited and Nirsinia Limited ("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 Crompton Greaves Consumer Electricals Limited.

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

Thanking You,

For and behalf of Crompton Greaves Consumer Electricals Limited

Pragya Kaul

Company Secretary & Compliance Officer

Encl: as above

Annexure I

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	CROMPTON GREAVES CONSUMER ELECTRICALS LIMITED
Date of the AGM/EGM	24-07-2019
Total number of shareholders on record date	108539
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	117
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	

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Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY -To receive, consider and adopt the Audited Financial Statements including the consolidated financial statements of the Company for the financial year ended 31st March, 2019 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
Promoter and Promoter Group 1	E-Voting	21,54,64,906	21,54,64,906	100.0000	21,54,64,906	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		21,54,64,906	100.0000	21,54,64,906	0	100.0000	0.0000
Public- Institutions	E-Voting	30,73,50,040	23,26,91,060	75.7088	23,26,91,060	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23,26,91,060	75.7088	23,26,91,060	0	100.0000	0.0000
Public- Non Institutions	E-Voting	10,41,93,662	2,29,91,101	22.0657	2,29,90,024	1,077	99.9953	0.0046
	Poll		28,880	0.0277	28,880	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,30,19,981	22.0934	2,30,18,904	1,077	99.9953	0.0047
	Total	62,70,08,608	47,11,75,947	75.1466	47,11,74,870	1,077	99.9998	0.0002



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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
Promoter and Promoter Group ¹	E-Voting	21,54,64,906	21,54,64,906	100.0000	21,54,64,906	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		21,54,64,906	100.0000	21,54,64,906	0	100.0000	0.0000
Public- Institutions	E-Voting	30,73,50,040	23,31,56,525	75.8603	23,31,56,525	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23,31,56,525	75.8603	23,31,56,525	0	100.0000	0.0000
Public- Non Institutions	E-Voting	10,41,93,662	2,30,51,101	22.1233	2,30,50,025	1,076	99.9953	0.0046
	Poll		28,880	0.0277	28,880	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,30,79,981	22.151	2,30,78,905	1,076	99.9953	0.0047
	Total	62,70,08,608	47,17,01,412	75.2305	47,17,00,336	1,076	99.9998	0.0002



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Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Sahil Dalal DIN 07350808 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
Promoter and Promoter Group ¹	E-Voting	21,54,64,906	21,54,64,906	100.0000	21,54,64,906	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		21,54,64,906	100.0000	21,54,64,906	0	100.0000	0.0000
Public- Institutions	E-Voting	30,73,50,040	23,31,56,525	75.8603	23,30,45,018	1,11,507	99.9521	0.0478
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23,31,56,525	75.8603	23,30,45,018	1,11,507	99.9522	0.0478
Public- Non Institutions	E-Voting	10,41,93,662	2,30,51,101	22.1233	2,30,50,023	1,078	99.9953	0.0046
	Poll		28,880	0.0277	28,880	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,30,79,981	22.151	2,30,78,903	1,078	99.9953	0.0047
Total	Total	62,70,08,608	47,17,01,412	75.2305	47,15,88,827	1,12,585	99.9761	0.0239



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Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Ms. Smita Anand as an Independent 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
Promoter and Promoter Group ¹	E-Voting	21,54,64,906	21,54,64,906	100.0000	21,54,64,906	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		21,54,64,906	100.0000	21,54,64,906	0	100.0000	0.0000
Public- Institutions	E-Voting	30,73,50,040	23,31,56,525	75.8603	22,99,06,351	32,50,174	98.6060	1.3939
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23,31,56,525	75.8603	22,99,06,351	32,50,174	98.6060	1.3940
Public- Non Institutions	E-Voting	10,41,93,662	2,30,51,092	22.1233	2,30,50,014	1,078	99.9953	0.0046
	Poll		28,880	0.0277	28,880	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,30,79,972	22.151	2,30,78,894	1,078	99.9953	0.0047
	Total	62,70,08,608	47,17,01,403	75.2305	46,84,50,151	32,51,252	99.3107	0.6893



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Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration payable to Ms. Ashwin Solanki 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
Promoter and Promoter Group ¹	E-Voting	21,54,64,906	21,54,64,906	100.0000	21,54,64,906	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		21,54,64,906	100.0000	21,54,64,906	0	100.0000	0.0000
Public- Institutions	E-Voting	30,73,50,040	23,31,56,525	75.8603	23,31,56,525	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23,31,56,525	75.8603	23,31,56,525	0	100.0000	0.0000
Public- Non Institutions	E-Voting	10,41,93,662	2,30,51,093	22.1233	2,30,49,994	1,099	99.9952	0.0047
	Poll		28,880	0.0277	28,758	122	99.5775	0.4224
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,30,79,973	22.151	2,30,78,752	1,221	99.9947	0.0053
	Total	62,70,08,608	47,17,01,404	75.2305	47,17,00,183	1,221	99.9997	0.0003



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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 Amalfiaco Limited and Nirsinia Limited. MacRitchie Investments Pte. Ltd has entered into an Inter se Agreement dated 23 April, 2015 with Amalfiaco Limited and Nirsinia Limited ("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 Crompton Greaves Consumer Electricals Limited.

For **Crompton Greaves Consumer Electricals Limited**



H M Nerurkar

Chairman

DIN: 00265887



Place: Mumbai

Date: July 25, 2019

Mehta & Mehta

COMPANY SECRETARIES

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

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

5th Annual General Meeting ("AGM") of the Members of Crompton Greaves Consumer Electricals Limited held on Wednesday, July 24, 2019, at Patkar Hall, S.N.D.T. Women's University, 1, Nathibai Thackersey Road, New Marine Lines, Mumbai - 400020

Dear Sir,

I, Ashwini Inamdar, 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 5th 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 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 Fintech 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 19, 2019 ("cut-off date").
3. The period for remote e-voting commenced on Sunday, July 21, 2019 at 10:00 a. m. (IST) and ended on Tuesday, July 23, 2019 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. Dewang Khandelwal and Mr. Nishant Pathak 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




Ashwini Inamdar
Scrutinizer
FCS No: 9409
CP No: 11226




Place: Mumbai
Date: July 25, 2019

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 24, 2019.


Name : Dewang Khandelwal
Address : A-404, Snehdeep CHS LTD,
M. G. Road, Goregaon West,
Mumbai - 400 104.


Name : Nishant Pathak
Address : 1st Floor, Ram Building,
Mangalwadi, JSS Road,
Girgaum,
Mumbai - 400 004.

Countersigned by



Chairman
Crompton Greaves Consumer Electricals Limited

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements (including the consolidated financial statements) of the Company for the financial year ended 31st March, 2019 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	325	471,145,990	62	28,880	387	471,174,870	99.9998%
Votes against the resolution	10	1,077	0	0	10	1,077	0.0002%
Invalid votes/Abstained	5	525,465	0	0	5	525,465	-

Item No. 2: Ordinary Resolution

To declare a dividend of 2/- per Equity Share of the face value of 2/- each for the year ended 31st March, 2019.

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	331	471,671,456	62	28,880	393	471,700,336	99.9998%
Votes against the resolution	9	1,076	0	0	9	1,076	0.0002%
Invalid votes/Abstained	0	0	0	0	0	0	-



Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Sahil Dalal (DIN: 07350808) who retires by rotation and being eligible offers himself 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	329	471,559,947	62	28,880	391	471,588,827	99.9761%
Votes against the resolution	11	112,585	0	0	11	112,585	0.0239%
Invalid votes/Abstained	0	0	0	0	0	0	-

Item No. 4: Ordinary Resolution

Appointment of Ms. Smita Anand as an Independent Director

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	318	468,421,271	62	28,880	380	468,450,151	99.3107%
Votes against the resolution	21	3,251,252	0	0	21	3,251,252	0.6893%
Invalid votes/Abstained	2	9	0	0	2	9	-



Item No. 5: Ordinary Resolution

Ratification of remuneration payable to M/s. Ashwin Solanki & 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	327	471,671,425	61	28,758	388	471,700,183	99.9997%
Votes against the resolution	12	1,099	1	122	13	1,221	0.0003%
Invalid votes/Abstained	1	8	0	0	1	8	-

