

Crompton Greaves Consumer Electricals Limited

Registered & Corporate Office:

05GBD, Godrej Business District, Pirojshanagar,

Vikhroli (West), Mumbai 400079. India

Tel: +91 7304575254

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

Email: crompton.investorrelations@crompton.co.in

Date: February 12, 2026

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: 161/2025-26	Our Reference: 161/2025-26

Dear Sir/Madam,

Sub: Notice of Postal Ballot - Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is further to our intimation dated February 06, 2026 and pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice of Postal Ballot dated February 06, 2026 issued by the Company for seeking consent of the Members of the Company for the following Special Business:

Sr. No	Resolution's Description	Resolution Type Ordinary/Special
1	To consider and approve the re-appointment of Mr. P R Ramesh (DIN: 01915274) as Non-Executive Independent Director of the Company	Special Resolution

The Notice is being sent to all the Members, whose names appear in the Register of Members/ list of Beneficial Owners whose email addresses are registered with the Company/ National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") ["**Depositories**"] as on **Cut-off date i.e. Friday, February 06, 2026**. Members who have not updated their email addresses with the Company are requested to update their email addresses as per the instructions given in the enclosed Notice.

The results of the Postal Ballot will be announced on or before **Tuesday, March 17, 2026**.

The remote e-Voting period will commence from **Friday, February 13, 2026 at 9.00 A.M.** (IST) and will end on **Saturday, March 14, 2026 at 5.00 P.M.** (IST).

Postal Ballot Notice will also be available on the Company's website at www.crompton.co.in, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com.

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

Thanking you,

For **Crompton Greaves Consumer Electricals Limited**

Rashmi Khandelwal
Company Secretary & Compliance Officer
ACS - 28839

Encl: A/a



Crompton Greaves Consumer Electricals Limited

CIN: L31900MH2015PLC262254

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Website: www.crompton.co.in

Email id: crompton.investorrelations@crompton.co.in

NOTICE OF POSTAL BALLOT THROUGH E-VOTING

Dear Members,

NOTICE is hereby given pursuant to the provisions of Section 110 of the Companies Act, 2013 (**"the Act"**) and other applicable provisions, if any, of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**"the Rules"**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"the SEBI Listing Regulations"**) and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (**"SS-2"**), each, as amended from time to time, and any other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and General Circular No. 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs (the **"MCA Circular"**), that the Resolution appended below is proposed to be passed by the Members of Crompton Greaves Consumer Electricals Limited (the **"Company"**) by way of Postal Ballot through remote e-Voting process (**"e-Voting"**), accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.

Further, the MCA has vide aforementioned circular permitted the dispatch of Postal Ballot Notices by email to the Members who have registered their email ids with the Company/ RTA/ Depository Participant/ Depository and secure their votes through e-Voting. In respect of those Members who have not registered their email ids, the Company has provided the mechanism in this Notice to register their email ids and a public notice to that effect has been published in the following newspapers: (i) Financial Express (All India Edition) in English language; and (ii) Loksatta (All India Edition) in Marathi language, having wide circulation in the district where the Registered Office of the Company is situated.

An Explanatory Statement pursuant to the provisions of Section 102 of the Act and other applicable provisions of the Act, pertaining to the Resolution setting out the material facts and the reasons thereof, is appended hereto for your consideration.

Pursuant to the provisions of Rule 22(5) of the Rules, the Board of Directors of your Company, has appointed Ms. Ashwini Inamdar (FCS 9409) or failing her Ms. Alifya Sapatwala (ACS 24091) of M/s. Mehta & Mehta, Practicing Company Secretaries (ICSI Unique Code: P1996MH007500), as Scrutinizer for conducting the Postal Ballot through remote e-Voting process in a fair and transparent manner and they have communicated their willingness to be appointed and be available for the said purpose.

In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with Rules and Regulation 44 of the SEBI Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the MCA Circulars, the Company is pleased to extend e-Voting facility to enable the Members to cast their votes electronically instead of through the Postal Ballot form(s). The reasons for not enclosing the Postal Ballot form have already been explained in the foregoing paragraphs.

The Company has engaged the services of National Securities Depository Limited (**"NSDL"**) for the purpose of providing remote e-Voting facility to all its Members. The Members (whether holding shares in demat form or in physical form) are requested to read the related notes to this Postal Ballot Notice and instructions given thereunder carefully and cast their votes by e-Voting. The remote e-Voting period commences on **Friday, February 13, 2026**, at 09:00 A.M. (IST) and ends on **Saturday, March 14, 2026**, at 5.00 P.M. (IST).

Upon completion of the scrutiny, the votes casted through remote e-voting in fair and transparent manner, the Scrutinizer shall submit her report to the Chairman, or any person authorized by the Chairman, and the results of the Postal Ballot will be announced not later than 2 (Two) working days of conclusion of the voting through Postal Ballot, by on or before **Tuesday, March 17, 2026**, at the Registered Office of the Company.

The results would be displayed on the Notice Board at the Registered Office of the Company, intimated to National Stock Exchange of India Limited and BSE Limited where the shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website www.crompton.co.in and on the website of NSDL at www.evoting.nsdl.com.

The last date of e-Voting, i.e. **Saturday, March 14, 2026**, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

SPECIAL BUSINESS:

1. To consider and approve the re-appointment of Mr. P R Ramesh (DIN: 01915274) as Non-Executive Independent Director of the Company

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to Section 149, 150, 152 read with Schedule IV, Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions of the Companies Act, 2013 (**"the Act"**), and the rules framed thereunder, and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (**"SEBI"**) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**), (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company, and based on the recommendation of the Nomination & Remuneration Committee (**"N&RC"**) and approval of the Board of Directors, Mr. P R Ramesh (DIN: 01915274), who was appointed as Non-Executive Independent Director for a first term of Five (5) years w.e.f. May 21, 2021, and who is eligible for re-appointment as Non-Executive Independent Director, in respect of whom the Company has received a notice from a Member proposing his candidature for the office of Director under Section 160 of the Act, and who has submitted a declaration that he meets the criteria of independence as prescribed under the Act and the SEBI Listing Regulations, be and is hereby re-appointed as Non-Executive Independent Director of the Company, for a second consecutive term, not liable to retire by rotation and to hold office commencing from May 21, 2026 up to January 16, 2030 (both days inclusive).

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act and the Rules made thereunder and the SEBI Listing Regulations, Mr. P R Ramesh shall be entitled to receive the remuneration/ fees/ commission as permitted to be received in the capacity of Non-Executive Independent Director under the Act and the SEBI Listing Regulations, as recommended by the N&RC and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Director(s) (including its Committee thereof) and/ or Key Managerial Personnel(s) of the Company, be and are hereby severally authorized to settle any question, difficulty or doubt that may arise with regards to the aforesaid resolution and to do all such acts, deeds and things as may be necessary, proper, expedient or incidental for giving effect to this resolution as it may in its absolute discretion deem necessary, proper or desirable."

**By order of the Board
For Crompton Greaves Consumer Electricals Limited**

Rashmi Khandelwal
Company Secretary & Compliance Officer
Membership No. 28839

Registered Office:

05GBD, Godrej Business District, Pirojshanagar,
Vikhroli (West), Mumbai 400079, India

Date: February 06, 2026

Place: Mumbai

NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102 and Section 110 of the Companies Act, 2013 (**"the Act"**) setting out all material facts and reasons for the proposed resolution is annexed hereto and forms part of this notice.
2. Kindly note that as per the circular and guidelines issued by the MCA vide its Circular as mentioned above, the Notice of Postal Ballot is being sent through electronic mode only to those Members who have registered their e-mail addresses with the Company or Depository Participant/ Depository/ KFin Technologies Limited (**"RTA"**).
3. The Members will have the option to vote only through remote e-Voting and voting through physical ballot papers will not be provided.
4. The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members/ Statements of Beneficial Ownership maintained by the Depositories as on the close of business hours on **Friday, February 06, 2026 ("Cut-off date")**. Members receiving the Notice of Postal Ballot whose names do not appear in the Register of Members/ Statement of Beneficial Ownership as mentioned above, should treat this notice for information purposes only.
5. Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.crompton.co.in, websites of the Stock Exchanges i.e. BSE and NSE at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com
6. The date of completion of sending the Notice and the Explanatory Statement will be announced through advertisement in the following newspapers: (i) Financial Express (All India Edition) in English language; and (ii) Loksatta (All Edition) in Marathi language, having wide circulation in the district where the Registered Office of the Company is situated.
7. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members as on Cut-off date. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes by Postal Ballot or e-Voting.
8. Pursuant to the provisions of Section 108 and Section 110 and all other applicable provisions of the Act read with the Companies (Management and Administration) Rules 2014, as amended and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide remote e-Voting facility to all its Members, to enable them to cast their votes electronically. For this purpose, the Company has availed the services of NSDL for facilitating e-Voting to enable the Members to cast their votes electronically. Instructions for the process to be followed for remote e-Voting are annexed to this Postal Ballot Notice.
9. A Member cannot exercise his/ her vote by proxy on Postal Ballot.
10. There will be one e-vote for every Folio/ Client ID irrespective of the number of joint holders.
11. A Member need not use all his/ her/ its votes nor does he/ she/ it need to cast all his/ her/ its votes in the same way.
12. Institutional investors are encouraged to vote on the Postal Ballot. Corporate Members are required to send a scanned copy (PDF/ JPG Format) of the Authority Letter authorising its representatives to vote for the postal ballot on its behalf. The said Authority Letter shall be sent to the Scrutiniser by email through its registered email address to evoting@mehta-mehta.com with a copy marked to NSDL on evoting@nsdl.co.in
13. The e-voting period commences on **Friday, February 13, 2026, at 9.00 A.M. (IST)** and ends on **Saturday, March 14, 2026, at 5.00 P.M. (IST)**. During this period, the Members of the Company, holding shares either in physical or dematerialised form, as on the **Cut-off date**, i.e., **Friday, February 06, 2026**, may cast their vote electronically. The e-Voting module shall be disabled by NSDL thereafter. Once a vote on the resolution has been cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.

14. The resolution, if approved, shall be deemed to have been passed on the last date of e-Voting, i.e., **Saturday, March 14, 2026**. Relevant documents referred to in this Postal Ballot Notice and the Explanatory Statement will be available for inspection by Members at the Company's Registered Office during business hours on working days, from the date of dispatch of this Postal Ballot Notice up to **Saturday, March 14, 2026**. Members may also write to crompton.investorrelations@crompton.co.in to inspect the relevant document(s).
15. Members who have not registered/ updated their e-mail IDs so far are requested to register/ update the same to get all notices, communiques, etc. from the Company, electronically, as per the following procedure:

Physical Holding	<p>Kindly submit Form ISR-1 to update PAN, Postal Address with PIN, Email Address & Mobile Number including demat and bank account details. Form ISR-1 is available on the website of the Company.</p> <p>You are requested to send the duly filled-in documents along with the related proofs as mentioned in the form to the following address:</p> <p>KFin Technologies Limited (Unit: Crompton Greaves Consumer Electricals Limited) Selenium Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032 Ph: +91 40-67162222 Email: einward.ris@kfintech.com</p>
Demat Holding	Contact respective Depository Participant(s)

16. The Company has appointed Ms. Ashwini Inamdar (FCS 9409) or failing her Ms. Alifya Sapatwala (ACS 24091) of M/s. Mehta & Mehta, Practicing Company Secretaries (ICSI Unique Code: P1996MH007500), to act as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner.
17. The Scrutinizer shall upon completion of the scrutiny of the votes casted through remote e-voting, provide their report to the Chairman/ or person authorised by him. The Scrutinizer's decision on the validity of the e-votes shall be final.
18. The results of the postal ballot through e-Voting will be announced on or before **Tuesday, March 17, 2026**. The results, together with the Scrutinizer's Report, will be displayed at the Notice Board of the Registered Office of the Company, on the Company's website at www.crompton.co.in on the website of NSDL at www.evoting.nsdl.com besides being communicated to BSE and NSE.
19. **INTRSUCTIONS FOR VOTING:**

- (i) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-Voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level. Currently, there are multiple e-Voting service providers (ESPs) providing e-Voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-Voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on e-Voting facility provided by Listed Companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email IDs in their demat

accounts in order to access e-Voting facility. Pursuant to aforesaid SEBI Circular Login method for e-Voting for individual shareholders holding securities in Demat mode CDSL/ NSDL is given below

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Ids in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing IDEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDEAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDEAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	<p style="text-align: center;">NSDL Mobile App is available on</p> <p style="text-align: center;">  App Store  Google Play </p> <p style="text-align: center;">   </p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example, if folio number is 001*** and EVEN is 138466 then user ID is 138466001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nSDL.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nSDL.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nSDL.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to evoting@mehta-mehta.com with a copy marked to evoting@nsdl.co.in Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution/ Authority Letter**" displayed under "**e-Voting**" tab in their login.
3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/ Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Mr. Suketh Shetty at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to crompton.investorrelations@crompton.co.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to crompton.investorrelations@crompton.co.in If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**EXPLANATORY STATEMENT SETTING OUT ALL MATERIAL FACTS PURSUANT TO SECTION 102 OF
THE COMPANIES ACT, 2013 (“THE ACT”)**

Item No. 1

To consider and approve the re-appointment of Mr. P R Ramesh (DIN: 01915274) as Non-Executive Independent Director of the Company

i) Background:

Mr. P R Ramesh (“**Mr. Ramesh**”) is a Non-Executive Independent Director (“**NE-ID**”) of the Company, Member of Audit Committee, and Chairperson of Risk Management Committee. He was appointed as a NE-ID to hold office for the first term of five (5) consecutive years with effect from May 21, 2021, as approved by the Members of the Company. Accordingly, his first term as an Independent Director expires on May 20, 2026.

Over the last five (5) years, Mr. Ramesh has played a pivotal role in shaping the Company’s strategic direction and long-term growth. During his tenure as Chairman and Member of the Audit Committee and as Chairman of the Risk Management Committee, he has provided robust oversight of financial reporting, internal controls, and regulatory compliance, enterprise risk management framework and best practices ensuring transparency, accountability, and high governance standards.

Additionally, he contributed significantly to succession planning at leadership levels and cost optimization initiatives, reinforced ethical business practices, and supported the implementation of improved systems and processes to enhance operational efficiency and financial discipline across the organization.

ii) Proposal for Appointment of Mr. Ramesh as a Non-Executive Independent Director:

The Nomination & Remuneration Committee (“**N&RC**”) considered his diverse skills, leadership capabilities, expertise in Financial Services, Accounting and financial statements, cyber security, compliance and risk, mergers and acquisitions, board services and governance, as being key requirements for this role. In view of the same, the N&RC and the Board are of the view that Mr. Ramesh possesses the requisite skills and capabilities, which would be of immense benefit to the Company. Considering the performance evaluation of Mr. Ramesh, his knowledge, acumen, expertise, experience and substantial contribution and time commitment made by him during his tenure, the Board considers that the continued association of Mr. Ramesh will add value and will be in the interest the Company.

Accordingly, it is desirable to continue to avail his services and re-appoint Mr. Ramesh as a NE-ID of the Company for the second term, so as to enable the Board to continue leveraging his extensive experience, industry knowledge, and institutional memory.

Further, since Mr. Ramesh is currently 71 years of age and the retirement age for Non-Executive Directors is 75 years as stipulated in the Nomination and Remuneration Policy of the Company, it is proposed that he continues as the NE-ID of the Board for a further period till he attains 75 years of age.

His deep understanding of the business, proven leadership, and continuity on the Board will provide significant strategic value to the Company in its future journey.

iii) Legal Position and Compliance with Law:

In accordance with the provisions of Section 149(10) of the Companies Act, 2013 (**the “Act”**) and Regulation 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“**SEBI Listing Regulations**”) re-appointment of Independent Director will be subject to the approval of Members by way of a special resolution. Accordingly, prior approval of the Members of the Company is being sought by way of a special resolution for the same.

iv) Rationale for Re-appointment:

a) Board-Run Structure Without Promoter Continuity:

The Company is a professionally managed, board-run company without a promoter/ promoter group. In promoter-led companies, continuity and strategic direction is ensured by the promoters/ promoter family/ owners. However, in Crompton, continuity is ensured by the Board of Directors and senior management members only, making their role(s) even more critical.

b) Experience, Attendance and Institutional Knowledge:

Mr. Ramesh's experience spans across corporate finance, accounting, mergers & acquisitions, business performance, monitoring operations, governance, talent/ people management and strategy. Mr. Ramesh retired as a Director of Deloitte & Touche Assurance & Enterprise Risk Services India Private Limited on 31st March 2020. Over his distinguished career spanning more than 40 years, he has worked extensively with clients across diverse sectors including manufacturing, banking and financial services, technology, media, telecommunications, energy and resources, and consumer businesses. He has served as a member of the Deloitte Global Board and the Deloitte Asia Pacific Board, contributing to strategic initiatives at both regional and global levels. Mr. Ramesh is also an active speaker at programmes and workshops conducted by professional and regulatory institutions such as ICAI, the Institute of Internal Auditors, the Reserve Bank of India (RBI), CII, and SEBI, sharing insights on topics of professional and regulatory significance.

Mr. Ramesh brings to the Board of the Company, his diverse experience, deep expertise, exposure to best industry practices, and strong institutional knowledge, enriched by his association with eminent companies. He has been instrumental in guiding companies through the effective implementation of regulatory updates, aligning governance practices with evolving legal requirements. His contributions also include developing and strengthening policy frameworks to ensure robust compliance, sustainable growth, and highest standards of corporate governance.

In addition, he has been associated with several key committees of regulatory bodies including SEBI, RBI, and IRDA, and has played an active role in various industry forums. He was also the President of the Bombay Chamber of Commerce & Industry.

Mr. Ramesh currently serves on the Board of Nestle India Limited, Larsen and Turbo Limited, Cipla Limited, Tejas Networks Limited, Air India Limited, Air India Express Limited, ITC Hotels Limited, Cyient Limited, and L&T Realty Properties Limited. Mr. Ramesh is a Fellow Member of the Institute of Chartered Accountants of India.

Over the past five (5) years, Mr. Ramesh has demonstrated exemplary commitment and dedication to his responsibilities as a member of the Board and its various Committees. During this period, a cumulative total of eighty-five (85) Board and Committee meetings were held, and Mr. Ramesh's attendance stood at 95%. Notably, his consistently high attendance demonstrates his unwavering commitment and active engagement in the Company's governance and oversight functions.

His knowledge of past decisions, regulatory engagements, and long-term strategy is invaluable in ensuring continuity and stability which cannot be replaced immediately at this juncture.

His guidance and mentorship will be particularly valuable to support management and provide mentorship.

c) Investor Confidence, Market Stability and Governance Alignment:

As a widely held public company, Crompton's shareholders and institutional investors place high reliance on Board stability and governance.

The presence of an experienced, well-regarded director like, Mr. Ramesh provides comfort to institutional investors, lenders, and regulators during times of leadership churn and the management strongly believes that the investors will benefit from the stability, continuity, and strategic insight that Mr. Ramesh will bring.

His re-appointment will be subject to shareholder approval, ensuring transparency and accountability.

v) Role of Mr. Ramesh as Non-Executive Independent Director:

As a NE-ID, Mr. Ramesh will continue to play a vital role in providing strategic oversight, mentorship, and continuity at the Board level. His presence will be particularly significant in shaping and guiding the strategic direction of the Company's business expansion under the *Crompton 2.0* journey. While discharging his responsibilities in an Independent capacity, he will contribute significantly to deliberations on long-term strategy, provide valuable perspectives on growth opportunities and risk management, reinforce governance standards, and ensure stability during this critical phase of transformation.

A brief profile of Mr. Ramesh and other requisite details, pursuant to the provisions of the Secretarial Standard on General Meetings ("**SS-2**"), issued by the Institute of Company Secretaries of India and Regulation 36(3) of the SEBI Listing Regulations are annexed to this statement.

In terms of the Company's Nomination and Remuneration Policy, Mr. Ramesh will be entitled to receive remuneration by way of sitting fees as may be approved by the Board for attending Board/ Committee(s) meetings, reimbursement of expenses for participation in meetings and such commission as may be approved by the Board from time to time based on recommendation of the N&RC, within the overall limits of remuneration to Non-Executive Directors as per the provisions of the Act and the SEBI Listing Regulations and as approved by the Members.

The Company has received a declaration of an Independence from Mr. Ramesh. In the opinion of the Board, Mr. Ramesh is independent of the Management of the Company and fulfils the conditions as prescribed in Section 149(6) and Schedule IV of the Act and the SEBI Listing Regulations for being eligible for his re-appointment and he is not disqualified from being appointed as a director in terms of Section 164 of the Act. He has confirmed that he is not debarred from holding the office of director by virtue of any order from SEBI or any such authority and has given his consent to act as Director of the Company.

The Company has also received notice from a Member under Section 160 of the Act proposing his candidature for re-appointment as an Independent Director.

A copy of draft letter of appointment setting out the terms and conditions of his appointment is available electronically for inspection by the Members.

Accordingly, it is proposed to re-appoint Mr. Ramesh as an Independent Director of the Company, not liable to retire by rotation, for a second term commencing from May 21, 2026 upto January 16, 2030.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Mr. Ramesh, are in any way concerned or interested financially or otherwise in the proposed resolution.

The Board recommends the resolution set out at Item No. 1 of this Notice to the Members for their consideration and approval by way of a ***Special Resolution***.

By order of the Board
For **Crompton Greaves Consumer Electricals Limited**

Rashmi Khandelwal
Company Secretary & Compliance Officer
Membership No. 28839

Registered Office:

05GBD, Godrej Business District, Pirojshanagar,
Vikhroli (West), Mumbai 400079, India

Date: February 06, 2026

Place: Mumbai

ANNEXURE

ADDITIONAL INFORMATION ON DIRECTOR BEING APPOINTED/ RE-APPOINTED AS REQUIRED UNDER REGULATION 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA, IN THE ORDER OF THE ITEM MENTIONED IN THE NOTICE

Name of the Director	Mr. P R Ramesh
Category	Non-Executive Independent Director
DIN	01915274
Date of Birth	17 th January, 1955
Age	71
Nationality	Indian
Date of first appointment on the Board	21 st May, 2021
Qualifications	<ul style="list-style-type: none"> • B.com from Osmania University, Hyderabad • Fellow Member of Institute of Chartered Accountants of India
Experience	<p>Mr. P R Ramesh retired as a Director of Deloitte & Touche Assurance & Enterprise Risk Services India Private Limited on 31st March 2020. Over his distinguished career spanning more than 40 years, he has worked extensively with clients across diverse sectors including manufacturing, banking and financial services, technology, media, telecommunications, energy and resources, and consumer businesses.</p> <p>He has served as a member of the Deloitte Global Board and the Deloitte Asia Pacific Board, contributing to strategic initiatives at both regional and global levels.</p> <p>Mr. Ramesh is also an active speaker at programmes and workshops conducted by professional and regulatory institutions such as ICAI, the Institute of Internal Auditors, the Reserve Bank of India (RBI), CII, and SEBI, sharing insights on topics of professional and regulatory significance.</p> <p>In addition, he has been associated with several key committees of regulatory bodies including SEBI, RBI, and IRDA, and has played an active role in various industry forums. He is also a Past President of the Bombay Chamber of Commerce & Industry.</p>
Expertise in specific functional area	Financial Services, Accounting and Financial statements, Regulatory, Mergers and acquisitions, Board Service and Governance.
Directorship in other Public Limited Companies (excluding foreign companies, private companies & Section 8 companies) as on December 31, 2025	<ul style="list-style-type: none"> • Nestle India Limited • Larsen and Turbo Limited • Cipla Limited • Tejas Networks Limited • Air India Limited • Air India Express Limited • ITC Hotels Limited • Cyient Limited • L&T Realty Properties Limited
Membership of Committees of CGCEL	01) Audit Committee: Member 02) Risk Management Committee: Chairperson
Membership of Committees/ Chairmanship in other Public Limited Companies (excluding foreign companies, private companies & Section 8 companies) as on March 31, 2025	<p><u>Nestle India Limited</u> Audit Committee – Chairperson Nomination & Remuneration Committee- Member Risk Management Committee and Sustainability Initiatives Committee – Member</p> <p><u>Larsen and Turbo Limited</u> Audit Committee – Chairperson</p>

	<p><u>Cipla Limited</u> Audit Committee – Chairperson Investment and Risk Management Committee – Member</p> <p><u>Tejas Networks Limited</u> Audit Committee – Member Nomination & Remuneration Committee – Chairperson Risk Management Committee - Chairperson</p> <p><u>Air India Limited</u> Audit Committee – Chairperson Nomination & Remuneration Committee – Member</p> <p><u>Air India Express Limited</u> Corporate Social Responsibility Committee – Member</p> <p><u>ITC Hotels Limited</u> Audit Committee – Chairperson Nomination & Remuneration Committee – Member</p> <p><u>Cyient Limited</u> Audit Committee - Member Risk Management Committee - Member</p>
Listed entities from which Director has resigned from Directorships in the last three (3) years.	Butterfly Gandhimathi Appliances Limited
Total no. of Board Meetings held during the year	6 (Six), till February 06, 2026
Total no. of Board Meetings attended during the year	6 (Six)
No. of shares held	Nil
Relationships between Directors inter-se	There is no relationship with other Directors on the Board
Terms and conditions of appointment or reappointment of Director	<ul style="list-style-type: none"> • To be re-appointed as Non-Executive Independent Director for second term. • Not liable to retire by rotation. • Term of Appointment – Second term commencing from May 21, 2026 to January 16, 2030 • Other terms and conditions - Available on the website of the Company www.crompton.co.in and open for inspection at the Registered Office of the Company on all working days, during business hours up to the last date e-voting of postal ballot.
Remuneration sought to be paid	<p>Sitting fees of ₹ 1,00,000 per Board Meeting and ₹ 75,000 per Audit Committee Meeting and Nomination and Remuneration Committee (“N&RC”) and ₹ 50,000 for other Committee Meetings, with the authority to N&RC and Board of Directors to increase the fees up to the maximum limit of ₹ 1,00,000 per meeting.</p> <p>He shall also be paid profit related commission not exceeding limits as stipulated under Section 197 of the Companies Act, 2013.</p>
Remuneration last drawn (including Sitting fees, if any)	The Sitting fees along with commission drawn is disclosed in report on Corporate Governance forming part of Annual Report for financial year 2024-25.