Crompton

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: June 27, 2019

To, The General Manager **BSE Limited ("BSE"),** Corporate Relationship Department, 2nd Floor, New Trading Ring, P.J. Towers, Dalal Street, Mumbai – 400 001.	To, The Secretary **National Stock Exchange of India Limited ("NSE"),** "Exchange Plaza", 5th 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 /2019-20	**Our Reference: 29 /2019-20**

Dear Sir/Madam,

Sub: Notice of Annual General Meeting- Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Exchange(s) are hereby intimated with respect to the details pursuant to Regulation 30 read with SEBI circular CIR/CFD/CMD/4/2015 dated September 09, 2015, as mentioned below:

1. Date of AGM – Wednesday, July 24, 2019.

2. Item(s) proposed to be transacted, resolution(s) to be passed, manner of approval proposed etc:

Sr. No	Item(s) proposed to be transacted	Resolution to be passed	Manner of Approval
1.	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.	Ordinary Resolution	Voting through electronic means and/or at the AGM Venue
2.	To declare dividend on Equity Shares.	Ordinary Resolution	Voting through electronic means and/or at the AGM Venue
3.	Appointment of Mr. Sahil Dalal as a Director liable to retire by rotation	Ordinary Resolution	Voting through electronic means and/or at the

CROMPTON GREAVES CONSUMER ELECTRICALS LIMITED

Crompton

			AGM Venue
4.	Appointment of Ms. Smita Anand as an Independent Director	Ordinary Resolution	Voting through electronic means and/or at the AGM Venue
5.	Ratification of remuneration payable to M/s. Ashwin Solanki & Associates, Cost Auditors of the Company	Special Resolution	Voting through electronic means and/or at the AGM Venue

The Notice of AGM is enclosed herewith.

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

Crompton

CROMPTON GREAVES CONSUMER ELECTRICALS LIMITED

CIN: L31900MH2015PLC262254
Registered Office & Corporate Office:
Tower 3, 1st Floor, East Wing, Equinox Business Park, L.B.S. Marg, Kurla (West), Mumbai - 400 070
Phone: +91 22 6167 8499 Fax: +91 22 61678383
Email: crompton.investorrelations@crompton.co.in
Website: www.crompton.co.in

NOTICE OF THE 5th ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Fifth Annual General Meeting (the "AGM")** of the Members of Crompton Greaves Consumer Electricals Limited (the "Company") will be held on Wednesday, 24th July, 2019 at 3.00 p.m. (IST) at Patkar Hall, S.N.D.T. Women's University, 1, Nathibai Thackersey Road, New Marine Lines, Mumbai - 400 020 to transact the following business:

ORDINARY BUSINESS:

1. **Adoption of financial statements**

   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.

2. **Declaration of dividend**

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

3. **Appointment of Mr. Sahil Dalal as a Director liable to retire by rotation**

   To appoint a Director in place of Mr. Sahil Dalal (DIN: 07350808) who retires by rotation and being eligible offers himself for reappointment.

SPECIAL BUSINESS:

4. **Appointment of Ms. Smita Anand as an Independent Director**

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment there of for the time being in force) read with Schedule IV of the Companies Act, 2013, approval of the members of the Company be and is hereby given to the appointment of Ms. Smita Anand (DIN: 00059228), who was appointed by the Board of Directors as an Additional Non-Executive Independent Director of the Company with effect from 10th December, 2018 pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and pursuant to the applicable Articles of Association of the Company, whose terms of office expires at this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that she meets the criteria of the Independent Directorship as provided in Section 149(6) of the Act, in respect of whom Notice has been received from a Member under Section 160 of the Act proposing her re-appointment as Director, be and is hereby appointed as an Independent Non-Executive Director of the Company, to hold office for a term of 5 (five) consecutive years commencing from 10th December, 2018 and whose office shall not, henceforth, be liable to retire by rotation."

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

   To consider and if thought fit, to pass the following Resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee, the remuneration payable to M/s. Ashwin Solanki & Associates, Cost Accountants having Firm Registration No. 100392, appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the

financial year ending 31st March, 2020 amounting to ₹ 4.50 Lacs (Rupees Four Lacs Fifty Thousand) (excluding all taxes and reimbursement of out-of-pocket expenses) be ratified and confirmed.

RESOLVED FURTHER THAT any one of the Directors of the Company, be and are hereby severally authorised to sign and file such forms or documents as may be required to be filed with Ministry of Corporate Affairs or Registrar of Companies or such other authority as may be required, to settle any doubt or question arising with regards to the aforesaid appointment and to do all such acts, deeds, matters and things as may be necessary to give full effect to the foregoing resolution."

By Order of the Board
For Crompton Greaves Consumer Electricals Limited

Pragya Kaul
Company Secretary & Compliance Officer
Membership No. A17167

Registered Office:
Tower 3, 1st Floor, East Wing,
Equinox Business Park,
LBS Marg, Kurla (West), Mumbai - 400 070.

Date : 21st May, 2019
Place : Mumbai

NOTES:

1. A statement setting out the material facts relating to the special business to be transacted at the Meeting pursuant to Section 102(1) of the Companies Act, 2013 is annexed hereto. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of Director seeking appointment/re-appointment at the Annual General Meeting is furnished as Annexure A to the Notice.

2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON BEHALF OF SELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE ENCLOSED PROXY FORM SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE AGM. A person shall not act as a Proxy for more than 50 members and holding in the aggregate not more than ten percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than ten percent of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.

3. A route map giving directions to reach the venue of the 5th Annual General Meeting is given at the end of the Notice.

4. Members are requested to bring their copy of the Annual Report to the Annual General Meeting.

5. Members are requested to send in their queries at least a week in advance to the Company Secretary at the Registered and Corporate Office of the Company to facilitate clarifications during the Meeting.

6. Corporate Members intending to send their representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.

7. Only bona fide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-Members from attending the Meeting.

8. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to Karvy Fintech Private Limited.

9. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH 13 prescribed by the Government can be obtained from the Registrar and Share Transfer Agent.

10. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be :
    a) The change in the residential status on return to India for permanent settlement;
    b) The particulars of the NRE Account with a Bank in India, if not furnished earlier.

11. The Securities and Exchange Board of India (SEBI) vide Circular Ref No. MRD/DoP/CIR-05/2007 dated 27th April, 2007, made PAN the sole identification number for all participants transacting in the securities market, irrespective of the amount of transaction. In continuation of the aforesaid circular, it is hereby clarified that for securities market transactions and off market/private transactions involving transfer of shares of listed companies in physical form, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the Registrar and Share Transfer Agent for registration of such transfer of shares.

12. The Register of Members and Share Transfer Books of the Company will be closed from 20th July, 2019 to 24th July, 2019 (both days inclusive).

13. The dividend, if declared at the Annual General Meeting, would be paid/despatched after 24th July, 2019 to those persons or their mandates:

    a) whose names appear as Beneficial Owners as at the end of the business hours on 19th July, 2019 in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form; and

    b) whose names appear as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company/its Registrar and Transfer Agents on or before 19th July, 2019.

14. The Securities and Exchange Board of India has made it mandatory for all companies to use the bank account details furnished by the Depositories and the Bank account details maintained by the Registrar and Transfer Agents for payment of dividend through Electronic Clearing Service (ECS) to investors wherever ECS and bank details are available. In the absence of ECS facilities, the Company will print the bank account details, if available, on the payment instrument for distribution of dividend. The Company will not entertain any direct request from Members holding shares in electronic mode for deletion of/change in such bank details. Further, instructions if any already given by them in respect of shares held in physical form will not be automatically applicable to shares held in electronic mode. Members who wish to change such bank account details are therefore requested to advise their Depository Participants about such change, with complete details of bank account.

15. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through the Electronic Clearing Service (ECS)/National Electronic Clearing Service (NECS). Members wishing to avail of this facility are requested to intimate the Company's Registrar and Transfer Agents/ Depository Participants in the prescribed form and with the prescribed details. Members located in places where ECS/NECS facility is not available may submit their bank details to the Registrar and Transfer Agents. This will enable the Company to incorporate this information on the dividend warrants and thus prevent fraudulent encashment.

16. The Notice of AGM along with the Annual Report 2019-20 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

17. Members may note that the Notice of the Fifth Annual General Meeting of the Company and the Annual Report will also be available on the website of the Company www.crompton.co.in and on the website of Karvy Fintech Private Limited (Karvy), i.e. https://evoting.karvy.com/.

18. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the registered office of the Company during business hours from 10:00 a.m. to 1:00 p.m. except on holidays, up to and including the date of the Annual General Meeting of the Company.

Instructions for Voting through electronic means:

19. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company is offering e-voting facility to all its Members through the e-voting services provided by Karvy Fintech Private Limited, Registrar and Share Transfer Agents of the Company on all the resolutions set forth in this notice.

    In case a Member receives an e-mail of Notice of the Annual General Meeting from Karvy [for Members whose e-mail addresses are registered with the Company/Depository Participant(s)]:

    i. To use the following URL for e-voting: https://evoting.karvy.com.

    ii. Enter the login credentials (i.e. user ID and password mentioned herein). Your Folio No./DP ID Client ID will be your user ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and Password for casting your vote. The standard password for first time login is mentioned herein.

    iii. After entering the details appropriately, click on LOGIN.

    iv. You will now reach the Password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$ etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail id etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password

with any other person and take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the EVEN i.e., Crompton Greaves Consumer Electricals Limited.

vii. On the voting page, enter the number of shares (which represent the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/ AGAINST" taken together should not exceed your total shareholding as mentioned hereinabove. You may choose the option ABSTAIN. If the shareholder does not indicate either "FOR" or "AGAINST", it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii. Shareholders holding multiple folios/demat account shall choose the voting process separately for each folios/demat account.

ix. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on SUBMIT.

xi. A confirmation box will be displayed, Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii. Corporate/Institutional members (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. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutiniser through e-mail evoting@mehta-mehta.com with a copy marked to evoting@karvy.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_ EVEN NO."

In case a Member receives physical copy of the Notice of Annual General Meeting (for Members whose e-mail addresses are not registered with the Company/Depositories Participant(s) or requesting physical copy):

xiii. Initial password is provided in the enclosed notice.

xiv. Please follow all steps from Sr. No. (ii) to Sr. No. (xii) above, to cast your vote.

Other Instructions:

xv. The remote e-voting commences on 21st July, 2019 at 10:00 a.m. and ends on 23rd July, 2019 at 05:00 p.m. (both days inclusive). During this period, Members of the Company, holding shares either in physical form or in dematerialised form as on the cut-off date of 19th July, 2019 may cast their vote electronically. The remote e-voting module shall be blocked forthwith at the end of the aforesaid mentioned time limit for voting thereafter. Once the vote on a resolution is cast by the Member, he/ she shall not be allowed to change it subsequently. (Note: Remote e-voting shall not be allowed beyond the said time period).

xvi. A Member can opt for only one mode of voting i.e. either through remote e-voting or vote at the venue of AGM. If a Member casts his/her vote by both modes, then voting done through remote e-voting shall prevail and the vote at the AGM venue shall be treated as invalid.

xvii. The Company has appointed Ms. Ashwini Inamdar, Partner, Mehta & Mehta Company Secretaries or failing her, Mr. Atul Mehta, Partner, Mehta & Mehta Company Secretaries to act as the Scrutiniser, to scrutinise the e-voting process (including votes cast by the Members at the Annual General Meeting) in a fair and transparent manner.

xviii. The results shall be declared not later than 48 hours from the conclusion of the AGM and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite numbers of votes in favour of the resolutions.

xix. The results declared along with the Scrutiniser's report shall be placed on the Company's website www.crompton.co.in and on the website of M/s. Karvy Fintech Private Limited viz. https://evoting.karvy.com and communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

STATEMENT SETTING OUT THE MATERIAL FACTS CONCERNING AND RELATING TO THE SPECIAL BUSINESS TO BE TRANSACTED AT THE MEETING PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

- **Item No. 4**

The Members are informed that Ms. Smita Anand was appointed by the Board of Directors as an Additional Non-Executive, Independent Director, effective 10th December, 2018.

Ms. Smita Anand is a Management Graduate (MBA). Ms. Smita Anand has spent over 30 years as a Human Resource Consultant, Leadership Coach and Advisor and as a business leader.

She worked with Korn Ferry from October 2012 - April 2016 as the MD, Leadership Consulting India and Asia head of Korn Ferry's Board/CEO Succession Solutions. Prior to this, she was with AON-Hewitt for a decade (2002-2011) out of which in the last three years of her association with AON-Hewitt, she was the Regional Leader of Asia-Pacific. Earlier in her career, she held consulting and senior leadership roles at Ernst & Young and PriceWaterhouseCoopers, where she headed the Human Capital Services practice.

Her own consulting focus over the last decade has been in the Leadership Development space. Towards this, she combines her business experience with her domain expertise in people consulting. She is focussed on top leadership aimed at making Boards, individual leaders and top teams more effective.

In the opinion of the Nomination and Remuneration Committee and the Board the appointment of Ms. Smita Anand on the Board of the Company would be beneficial to the Company considering her vast experience. Ms. Smita Anand fulfils the criteria of independence as specified in the Companies Act, 2013. The disclosure under Regulation 36 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2014, is provided at Annexure A of this Notice.

The Company has also received notice from a Member under Section 160 of the Companies Act, 2013 proposing her re-appointment as a Director.

The details of the remuneration paid/payable to her is provided in the Corporate Governance Report forming part of the Annual Report for the year ended 31st March, 2019.

The Board recommends the resolution as set out in the Notice for the approval of the shareholders of the Company.

None of the Directors or Key Managerial Personnel or their relatives, except Ms. Smita Anand are in any way concerned or interested in the proposed resolution as set out in the Notice.

- **Item No. 5**

The Board of Directors of the Company, on the recommendation of the Audit Committee, had approved the appointment of M/s. Ashwin Solanki & Associates, Cost Accountants (Firm Registration No: 100392) as the Cost Auditors to conduct the audit of the cost accounts maintained by the Company for the financial year(s) ending 31st March, 2020.

In accordance with the Provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company. Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at item no. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for FY 2019-20.

None of the Directors or Key Managerial Personnel or their relatives, are in any way concerned or interested financially or otherwise in the proposed resolution as set out in the Notice.

The Board recommends the resolution as set out in the Notice for the approval of the Members of the Company.

By Order of the Board
For Crompton Greaves Consumer Electricals Limited

Pragya Kaul
Company Secretary & Compliance Officer
Membership No. A17167

Registered Office:
Tower 3, 1st Floor, East Wing,
Equinox Business Park,
LBS Marg, Kurla (West), Mumbai - 400 070.

Date : 21st May, 2019
Place : Mumbai

ATTENTION MEMBERS	
Online Query Module	**Web check-in**
The Company is pleased to provide the new **Online Query Module** to enable the Members to seek informations / clarifications pertaining to this report in advance. Members can post their queries related to this Annual Report by using their secure login credentials on the e-voting website of Karvy at https://evoting.karvy. com/.	To facilitate smooth registration / entry at the AGM, the Company has also provided a web check-in facility, which would help the Members enter the AGM hall expeditiously. The Procedure for web check-in for the AGM is as follows: • Log in to https://karisma.karvy.com and click on the AGM Web Check-in link. • Select the Company name, 'Crompton Greaves Consumer Electricals Limited'. • Enter the security credentials as directed and click on 'Submit'. • After validating the credentials, click on 'Generate my Attendance Slip'. • The Attendance Slip in PDF format shall appear on the screen. Select the print option for printing or download the Attendance Slip for future reference.

ANNEXURE A

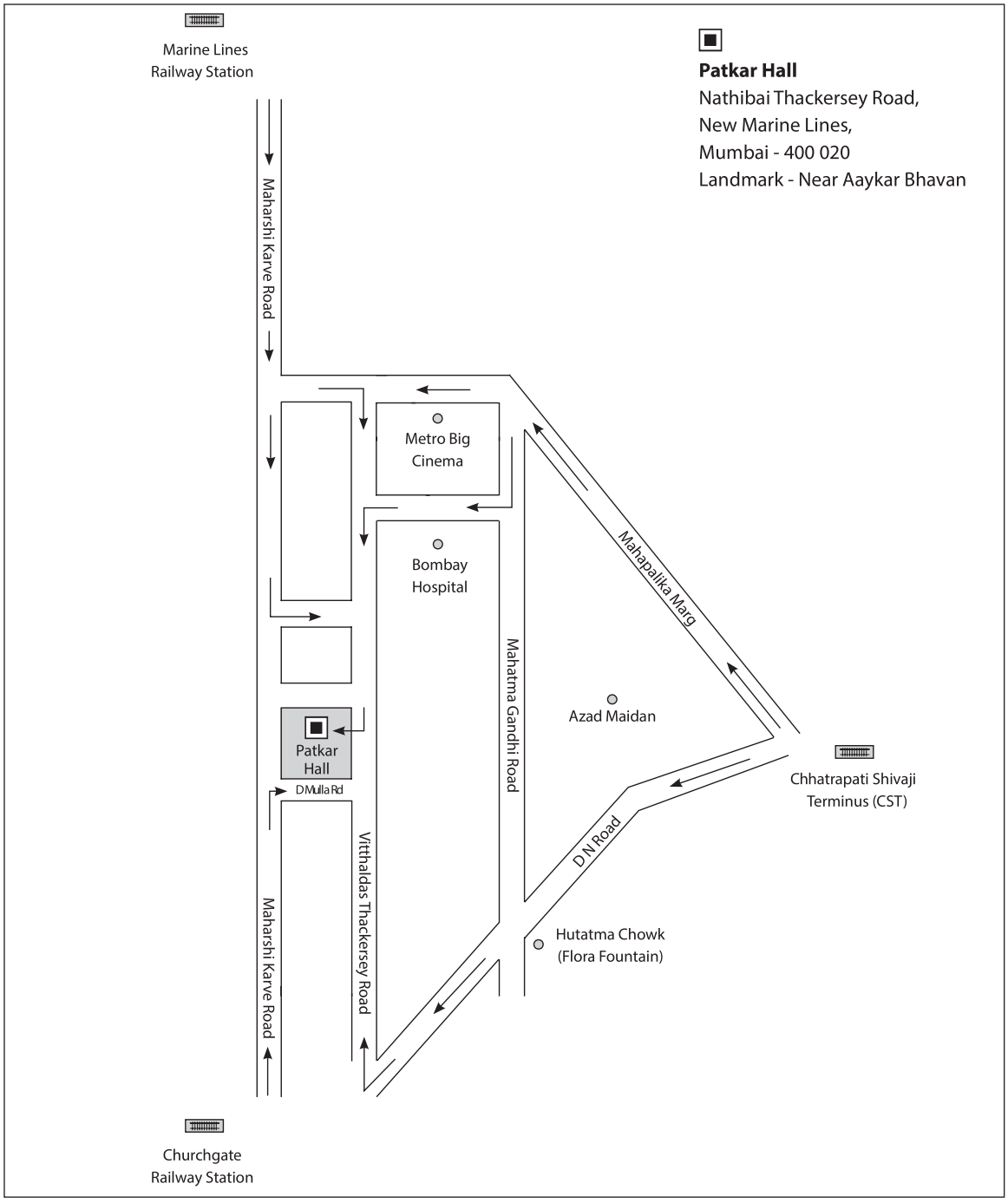
Details of Director seeking appointment in the forthcoming Annual General Meeting.

(In pursuance of Secretarial Standards on General Meetings [SS-2] and Regulation 36 of the Securities and Exchange Board of India [Listing Obligation and Disclosure Requirements] Regulations, 2015).

Name of the Director	**Mr. Sahil Dalal**	**Ms. Smita Anand**
Director Identification Number	07350808	00059228
Category	Non-Executive, Non-Independent Director	Non-Executive, Independent Director
Date of Birth	04.07.1980	26.06.1959
Age	40 years	60 years
Nationality	Indian	Indian
Date of First Appointment on the Board	16th August, 2016	10th December, 2018
Relationship with Directors and KMPs	There is no relationship with other Directors on the Board	There is no relationship with other Directors on the Board
Qualifications	BBA and MBA	Management Graduate (MBA)
Expertise in specific functional area	Investment Banking	Human Resource Consultant, Leadership Coach and Advisor
Details of Board/Committee Meetings attended by the Directors during the year	6	1
Terms and Conditions of Appointment or re-appointment along with remuneration	Mr. Sahil Dalal has been appointed as Non-Executive, Non-Independent Director. He will not be entitled to Sitting Fee(s) for attending the Meeting(s) of the Board and Committee(s) thereof.	Ms. Smita Anand has been appointed as Non-Executive, Independent Director. She will be entitled to Sitting Fee(s) for attending Board and Committee Meeting(s) and Commission.
List of Directorships held in other companies (excluding foreign, private and Section 8 Companies)	NIL	NIL
Memberships/Chairmanships of Audit and Stakeholders' Relationship Committees across Public companies including Crompton Greaves Consumer Electricals Limited (CGCEL)	Member of Stakeholders' Relationship and Share Transfer Committee	NIL
Shareholding in CGCEL	NIL	NIL

Route Map to the AGM Venue:

Patkar Hall, S.N.D.T. Women's University, 1, Nathibai Thackersey Road, New Marine Lines, Mumbai - 400 020.



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Email: crompton.investorrelations@crompton.co.in Website: www.crompton.co.in

ATTENDANCE SLIP

5th ANNUAL GENERAL MEETING ON 24TH JULY, 2019 AT 03.00 P.M. (IST)

Folio No. DP ID/(Client ID)	:	
Name of the Member	:	
Address of the Member	:	
Number of Shares Held	:	

I hereby record my presence at the **5th Annual General Meeting of the Company** held on Wednesday, 24th July, 2019 at 3.00 P.M. at Patkar Hall, S.N.D.T. Women's University, 1, Nathibai Thackersey Road, New Marine lines, Mumbai 400 020.

Name of the Member/ Proxy*	:	
Signature of the Member/ Proxy*	:	

*Strike out whichever is not applicable.

(1) A shareholder/proxy holder wishing to attend the meeting must bring the attendance slip to the meeting and hand over the same at the entrance of the meeting hall, duly signed.

(2) A shareholder/proxy holder desiring to attend the meeting should bring his/her copy of Annual Report for reference of the meeting.

E-VOTING

Users who wish to opt for e-voting may use the following login credentials.

EVEN (Remote E-Voting Event No.)	**User ID**	**PASSWORD**
_____	_____	_____

Please follow for e-voting procedure as given in the Notice of AGM.

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Email: crompton.investorrelations@crompton.co.in Website: www.crompton.co.in

Form MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

5th ANNUAL GENERAL MEETING ON WEDNESDAY, 24TH JULY, 2019 AT 03.00 P.M. (IST)

Name of the Member(s)	:	
Address of the Member	:	
E-mail ID	:	
Registered Folio Number	:	

I / We being the member(s) holding, _____ shares of Crompton Greaves Consumer Electricals Limited, hereby appoint

Name : _____

E-mail : _____

Address : _____

Signature : _____ or failing him / her

Name : _____

E-mail : _____

Address : _____

Signature : _____ or failing him / her

Name : _____

E-mail : _____

Address : _____

Signature : _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the 5th Annual General Meeting to be held on Wednesday, 24th July, 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 at any at adjournment thereof in respect of the following resolutions:

	Resolutions	Vote		
		For	Against	Abstain
	ORDINARY BUSINESS			
1.	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.			
2.	To declare dividend on Equity Shares.			
3.	Appointment of Mr. Sahil Dalal as a Director liable to retire by rotation.			
	SPECIAL BUSINESS			
1.	Appointment of Ms. Smita Anand as an Independent Director.			
2.	Ratification of remuneration payable to M/s. Ashwin Solanki & Associates, Cost Auditors of the Company.			

Affix revenue stamp of not less than ₹1

Signed this _____day of _____2019

Name of the Member/ Proxy*	:	
Signature of the Member/ Proxy*	:	

NOTE:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
2. A proxy need not be a member of the Company.