NIRSINIA LIMITED
Private Limited Company
Registration Number HE340144
23, Kennedy Avenue, GLOBE HOUSE, 3rd floor, 1075 Nicosia, Cyprus
Tel: +357 22029420

19th October, 2016

To,

The BSE Limited Department of Corporate Services 1st Floor, New Trading Ring Rotunda Building, P.J. Towers Dalal Street, Fort Mumbai 400 001	The Secretary **National Stock Exchange of India Limited** Compliance Department Exchange Plaza, Bandra Kurla Complex Bandra (E) Mumbai 400 051

Crompton Greaves Consumer Electricals Limited
CG House, 6th Floor,
Dr. Annie Besant Road,
Worli, Mumbai – 400 030

Dear Sirs:

Sub: Disclosure under Regulation 31(1) of SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011 in relation to the equity shares carrying voting of Crompton Greaves Consumer Electricals Limited ("Target Company") acquired by Nirsinia Limited.

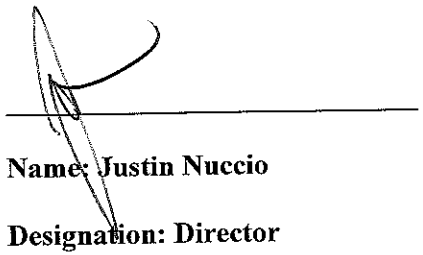
Please find enclosed a disclosure under Regulation 31(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**SEBI (SAST) Regulations**") by Nirsinia Limited in respect of shares acquired by it in the Target Company.

Encl: a/a

Kindly acknowledge receipt.

Thanking you,

For **Nirsinia Limited**



Name: Justin Nuccio

Designation: Director

DISCLOSURE BY THE PROMOTER(S) TO THE STOCK EXCHANGES AND TO THE TARGET COMPANY FOR ENCUMBRANCE OF SHARES ~~/ INVOCATION OF ENCUMBRANCE/ RELEASE OF ENCUMBRANCE~~, IN TERMS OF REGULATION 31(1) ~~AND 31(2)~~ OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011.

Name of the Target Company(TC)	Crompton Greaves Consumer Electricals Limited
Names of the stock exchanges where the shares of the target company are listed	BSE Limited and the National Stock Exchange of India Limited
Date of reporting	October 19, 2016
Name of the promoter or PAC on whose shares encumbrance has been created~~/released/invoked~~	Nirsinia Limited

Details of the creation of encumbrance:

Name of the promoter (s) or PACs with him*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation [(2)+(3)] / ~~release [(2)-(3)] / invocation [(1)-(3)]~~}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation / ~~release / invocation~~)	Date of creation/ ~~release/ invocation of encumbrance~~	Type of encumbrance (~~pledge/ lien/ non disposal undertaking/~~ others)	Reasons for encumbrance **	Number	% of share capital	Name of the entity in whose favor shares encumbered ***	Number	% of total share capital
Amalfiaco Limited and Nirsinia Limited	Total - 140,060,033 140,03	Total - 22.3472	Amalfiaco - 140,037,623	Amalfiaco - 22.34 Nirsini	Creation. ***Please refer to Note below.***	October 17, 2016	No direct encumbrance has been created on the shares	***Please refer to Note below.***	No direct encumbrance has been created	No direct encumbrance has been	Standard Chartered Bank as the security	No direct encumbrance has	No direct encumbrance has been created on the shares

(†)	7,623 - held by Amalfiaco 22,410 – held by Nirsinia	Amalfiaco – 22.34 % Nirsinia - 0.0036%	Nirsinia – Nil ***Please refer to Note below.***	a – Nil ***Please refer to Note below.***			held by Nirsinia Limited in the Target Company.		on the shares held by Nirsinia Limited in the Target Company.	created on the shares held by Nirsinia Limited in the Target Company.	trustee	been created on the shares held by Nirsinia Limited in the Target Company.	held by Nirsinia Limited in the Target Company.

Signature of the Authorized Signatory

Place :

Date : 19th October 2016

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

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

NOTE:

Amalfiaco and MIPL entered into a share purchase agreement dated April 23, 2015 with Avantha Holdings Limited ("**Seller**") ("**SPA**"), pursuant to which, *inter alia*, Amalfiaco acquired 140,037,623 equity shares of the Target Company from the Seller, which in the aggregate constitutes 22.34% of the total share capital of the Target Company on a fully diluted basis and MIPL acquired 75,404,873 equity shares of the Target Company from the Seller, which in the aggregate constitutes 12.03% of the total share capital of the Target Company on a fully diluted basis ("**Transaction**").

Pursuant to the Transaction, Amalfiaco and MIPL made an open offer under the Takeover Regulations ("**Open Offer**"). Nirsinia Limited ("**Nirsinia**") and AI Global Investments (Cyprus) PCC Ltd ("**AI Global**") are persons acting in concert with Amalfiaco under the Open Offer. Shares tendered in the Open Offer were to be acquired by Nirsinia and MIPL, in the manner provided in the Inter-se Agreement. Amalfiaco and Nirsinia are promoters of the Target Company. AI Global neither acquired shares under the Transaction nor did it acquire shares under the Open Offer.

In the detailed public statement filed on May 19, 2016 ("**DPS**") for the Open Offer, it was provided that Amalfiaco has fully drawn a term loan facility of USD 36,000,000 (US Dollars thirty six million only) (the "**Facility**"). The Facility has been advanced by Standard Chartered Bank, Singapore branch, Siemens Financial Services, Inc. and CTC Bank Co. Ltd., Singapore, inter alia, for the Transaction.

The obligations arising under the Facility are *inter alia* secured by a pledge of shares over all shares of Amalfiaco and Nirsinia and charges created by each of Amalfiaco and Nirsinia over their assets, with certain exclusions.

On July 26, 2016, Amalfiaco completed the acquisition of 129,312,622 equity shares carrying voting rights constituting 20.63% of the total voting share capital of the Target Company and MIPL completed the acquisition of 69,629,874 equity shares carrying voting rights of the Target Company constituting 11.11% of the total share capital of the Target Company, under the terms of the SPA. As 100% of the shares of Amalfiaco are pledged to Standard Chartered Bank as the security trustee ("**Standard Chartered**") of the secured parties under the Facility, the acquisition of 129,312,622 equity shares carrying voting rights constituting 20.63% of the total voting share capital of the Target Company on July 26, 2016, resulted in such shares being indirectly encumbered in favour of Standard Chartered. Consequently, the relevant disclosure under Regulation 31(1) of the SEBI (SAST) Regulations was made by Amalfiaco on August 2, 2016.

On August 25, 2016, Amalfiaco further acquired 10,725,001 equity shares carrying voting rights constituting 1.71% of the total voting share capital of the Target Company and MIPL has further acquired 5,774,999 equity shares carrying voting rights of the Target Company constituting 0.92% of the total share capital of the Target Company, under the terms of the SPA. As 100% of the shares of Amalfiaco are pledged to Standard Chartered as the security trustee of the secured parties under the Facility, the further acquisition of 10,725,001 equity shares carrying voting rights constituting 1.71% of the total voting share capital of the Target Company on August 25, 2016, resulted in such additional shares also being indirectly encumbered in favour of Standard Chartered. Consequently, the relevant disclosure under Regulation 31(1) of the SEBI (SAST) Regulations was made by Amalfiaco on August 26, 2016.

On October 17, 2016, Nirsinia has acquired 22,410 equity shares of the Target Company carrying voting rights constituting 0.0036% of the total voting share capital of the Target Company, which shares were tendered by public shareholders of the Target Company in response to the Open Offer. MIPL has not acquired

any equity shares of the Target Company tendered in the Open Offer. As 100% of the shares of Nirsinia are pledged to Standard Chartered as the security trustee of the secured parties under the Facility, the further acquisition of 22,410 equity shares carrying voting rights constituting 0.0036% of the total voting share capital of the Target Company on October 17, 2016, results in such additional shares also being indirectly encumbered in favour of Standard Chartered. Consequently, this disclosure under Regulation 31(1) of the SEBI (SAST) Regulations is being made by Nirsinia.

It is clarified for the avoidance of doubt that no encumbrance has been directly made over the shares held by Amalfiaco or Nirsinia in the Target Company.