

Crompton Greaves Consumer Electricals Limited

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

Tel: +91 22 6167 8499 W: www.crompton.co.in

Date: October 24, 2016

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
Our Reference : 76/2016-17	Our Reference : 75/2016-17
ISIN: INE299U01018	

Dear Sir/Madam,

Sub: **Results of Postal Ballot (including e-voting) pursuant to Regulation 44(3) of the SEBI(Listing Obligation and Disclosure Requirement) Regulations, 2015.**

This is reference to our letter dated September 23, 2016, wherein we had enclosed the postal ballot notice along with statement annexed thereto. The postal Ballot was conducted for seeking approval from the Members for the below mentioned matters:

Sr. #	Particulars	Type of Resolution
1.	Approval of Crompton Employee Stock Option Plan 2016 ("ESOP 2016")	Special Resolution
2.	Approval of Crompton Performance Share Plan – 1 2016 ("PSP-1 2016")	Special Resolution
3.	Approval of Crompton Performance Share Plan 2 2016 ("PSP – 2 2016")	Special Resolution
4.	Approval of proposed grant of equal to or exceeding 1% of issued capital to specified employee	Special Resolution
5.	Reclassification of the Status of Promoters Shareholding into Public Shareholding	Ordinary Resolution

Further, we would like to inform you that the aforementioned resolution has been approved by Members of the Company with requisite majority. The approval is deemed to have been received on the last date for the receipt of duly completed postal ballot forms i.e. October 22, 2016.

With reference to the requirements of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The summarized voting result of postal ballot (through eVoting and Postal Ballot) in the prescribed format along with the Scrutinizers Report are enclosed herewith.

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

Thanking you,

For Crompton Greaves Consumer Electricals Limited

Pragya Kaul

Pragya Sahal Kaul
Company Secretary and Compliance Officer

Enclosed: A/a



Crompton Greaves Consumer Electricals Limited

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LBS Marg, Kurla (West), Mumbai 400 070

Tel: +91 22 6167 8499 W: www.crompton.co.in

Details of Voting Result pursuant to Regulation 44(3) of SEBI (LODR) Reg, 2015.

Company Name	CROMPTON GREAVES CONSUMER ELECTRICALS LIMITED
Date of the AGM/EGM	N.A. Through Postal Ballot.
Total number of shareholders on record	119689
No. of shareholders present in the	N.A.
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the	N.A.
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	Special - Approval of Crompton Employee Stock Option Plan 2016 ("ESOP 2016")							
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)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group*	E-Voting	215451070	215442496	99.996	215442496	0	100.000	0.0000
	Poll	215451070	0	0.000	00	0	0.000	0.0000
	Postal Ballot (if applicable)	215451070	0	0.000	00	0	0.000	0.0000
Public- Institutions	E-Voting	290936373	218723642	75.179	210809894	7913748	96.382	3.6181
	Poll	290936373	0	0.000	00	0	0.000	0.0000
	Postal Ballot (if applicable)	290936373	0	0.000	00	0	0.000	0.0000
Public- Non Institutions	E-Voting	120358699	16163103	13.429	16158015	5088	99.969	0.0314
	Poll	120358699	0	0.000	00	0	0.000	0.0000
	Postal Ballot (if applicable)	120358699	99974	0.083	94737	5237	94.762	5.2383
	Total	626746142	450429215	71.868	442505142	7924073	98.2408	1.7592

Resolution required: (Ordinary/ Special)	Special - Approval of Crompton Performance Share Plan – 1 2016 ("PSP - 1 2016")							
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)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group*	E-Voting	215451070	215442496	99.996	215442496	0	100.000	0.000
	Poll	215451070	0	0.000	00	0	0.000	0.000
	Postal Ballot (if applicable)	215451070	0	0.000	00	0	0.000	0.000



Registered office: CG House, 6th Floor, Dr. Annie Besant Road, Worli, Mumbai 400 030, India

+91 22 2423 7764 F: +91 22 2423 7733 W: www.crompton.co.in, Corporate Identity Number: U31900MH2015PLC262254

Public- Institutions	E-Voting	290936373	242613122	83.390	202913788	39699334	83.637	16.363
	Poll	290936373	0	0.000	00	0	0.000	0.000
	Postal Ballot (if applicable)	290936373	0	0.000	00	0	0.000	0.000
Public- Non Institutions	E-Voting	120358699	16163046	13.429	16158006	5040	99.969	0.031
	Poll	120358699	0	0.000	00	0	0.000	0.000
	Postal Ballot (if applicable)	120358699	100044	0.083	82387	17657	82.351	17.649
Total		626746142	474318708	75.680	434596677	39722031	91.625	8.375

Resolution required: (Ordinary/ Special)	Special - Approval of Crompton Performance Share Plan - 2 2016 ("PSP – 2 2016)							
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)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group*	E-Voting	215451070	215442496	99.996	215442496	0	100.000	0.000
	Poll	215451070	0	0.000	00	0	0.000	0.000
	Postal Ballot (if applicable)	215451070	0	0.000	00	0	0.000	0.000
Public- Institutions	E-Voting	290936373	242863122	83.476	240757932	2105190	99.133	0.867
	Poll	290936373	0	0.000	00	0	0.000	0.000
	Postal Ballot (if applicable)	290936373	0	0.000	00	0	0.000	0.000
Public- Non Institutions	E-Voting	120358699	16163044	13.429	16157506	5538	99.966	0.034
	Poll	120358699	0	0.000	00	0	0.000	0.000
	Postal Ballot (if applicable)	120358699	100044	0.083	86787	13257	86.749	13.251
Total		626746142	474568706	75.719	472444721	2123985	99.552	0.448

Resolution required:	Special - Approval of proposed grant of options equal to or exceeding 1% of issued capital to specified employee							
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)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group*	E-Voting	215451070	215442496	99.996	215442496	0	100.000	0.0000
	Poll	215451070	0	0.000	00	0	0.000	0.0000
	Postal Ballot (if applicable)	215451070	0	0.000	00	0	0.000	0.0000
Public- Institutions	E-Voting	290936373	242613122	83.390	203416672	39196450	83.844	16.1559
	Poll	290936373	0	0.000	00	0	0.000	0.0000
	Postal Ballot (if applicable)	290936373	0	0.000	00	0	0.000	0.0000
Public- Non Institutions	E-Voting	120358699	16163003	13.429	16157730	5273	99.967	0.0326
	Poll	120358699	0	0.000	00	0	0.000	0.0000
	Postal Ballot (if applicable)	120358699	100044	0.083	98850	1194	98.807	1.1934
Total		626746142	474318665	75.680	435115748	39202917	91.735	8.2651

Resolution required:	ORDINARY - Re-classification of the Status of Promoters Shareholding into Public Shareholding							
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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)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group*	E-Voting	215451070	215442496	99.996	215442496	0	100.000	0.000
	Poll	215451070	0	0.000	00	0	0.000	0.000
	Postal Ballot (if applicable)	215451070	0	0.000	00	0	0.000	0.000
Public- Institutions	E-Voting	290936373	242863122	83.476	242796145	66977	99.972	0.028
	Poll	290936373	0	0.000	00	0	0.000	0.000
	Postal Ballot (if applicable)	290936373	0	0.000	00	0	0.000	0.000
Public- Non Institutions	E-Voting	120358699	16163003	13.429	16158989	4014	99.975	0.025
	Poll	120358699	0	0.000	00	0	0.000	0.000
	Postal Ballot (if applicable)	120358699	99944	0.083	99194	750	99.250	0.750
	Total	626746142	474568565	75.719	474496824	71741	99.9849	0.015

*** Promoter and Promoter Group - MacRitchie Investments Pte Ltd is a "person acting in concert" with Amalfaco Limited and Nirsinia Limited. MacRitchie Investments Pte Ltd has entered into an Inter se agreement dated April 23, 2015 with Amalfaco 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 target Company.**



Mehta & Mehta

COMPANY SECRETARIES

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

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Report of Scrutinizer

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
Chairman
Crompton Greaves Consumer Electricals Limited
6th Floor, CG House, Dr Annie Besant Road,
Worli, Mumbai-400030

Dear Sir,

Report on Postal Ballot Voting of Crompton Greaves Consumer Electricals Limited ("the Company")

I, Dipti A. Mehta, Partner, M/s. Mehta & Mehta, Practicing Company Secretaries, appointed as Scrutinizer by the Company for the purpose of conducting the Postal Ballot/e-voting process carried out by the Company as per Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 on the resolutions as mentioned in the Notice of Postal Ballot dated *September 19, 2016* in a fair and transparent manner and submit my report as under:

1. The dispatch of Notice of the Postal Ballot dated *September 19, 2016* was completed on *September 22, 2016*.
2. The e-voting period commenced on the *September 23, 2016 (10:00 hours)* and ended on the *October 22, 2016 (17:00 hours)*.
3. The last date for receipt of Postal Ballot Forms was *October 22, 2016 (17:00 hours)*



4. The Shareholders holding the shares as on the "cut off" date i.e. *Friday, September 16, 2016* were entitled to vote on the proposed resolutions.

5. At the end of the voting period on *October 22, 2016 (17:00 hours)*. I collected all the Postal Ballot Forms received and the same were scrutinized and signatures of Members who had cast their votes were verified with their specimen signatures registered with RTA and as provided by the depositories.

6. The Shareholders were also scrutinized for the purpose of eliminating duplicate voting i.e. Postal Ballot Form as well as e-voting and in case of voting done by Shareholders in both mode, votes cast through Postal Ballot Form were treated as invalid in terms of the Postal Ballot Notice.

7. As a scrutinizer, the Report of the Postal Ballot Voting was duly compiled and accordingly the result of Postal Ballot Voting which includes e-Voting is presented as Annexure I of this report:

The postal ballot and all other papers relating to postal ballot including voting by electronic means, shall be under my safe custody till the Chairman considers, approves and signs the minutes and thereafter, the same shall be returned to the Company.

Thanking you,

Yours faithfully,
For Mehta & Mehta
Company Secretaries
(ICSI Unique No: P1996MH007500)


Dipti A. Mehta
Partner



FCS : 3667
CP No : 3202
Date : October 24, 2016

Annexure 1

Item No. 1 Special Resolution

Approval of Crompton Employee Stock Option Plan 2016 ("ESOP 2016")

Votes in favour of the resolution

Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
364	442505142	98.2408

Votes against the resolution

Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
41	7924073	1.7592

Invalid votes or Abstained from voting

Total number of Members whose votes were declared invalid or who abstained from voting	Total number of votes cast by them
28	24139570

Item No. 2 Special Resolution

Approval of Crompton Performance Share Plan – 1 2016 ("PSP - 1 2016")

Votes in favour of the resolution

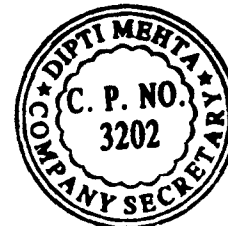
Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
318	434596677	91.6255

Votes against the resolution

Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
110	39722031	8.3745

Invalid votes or Abstained from voting

Total number of Members whose votes were declared invalid or who abstained from voting	Total number of votes cast by them
5	250144



Item No. 3 Special Resolution

Approval of Crompton Performance Share Plan 2 2016 ("PSP – 2 2016")

Votes in favour of the resolution

Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
393	472444721	99.5524

Votes against the resolution

Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
35	2123985	0.4476

Invalid votes or Abstained from voting

Total number of Members whose votes were declared invalid or who abstained from voting	Total number of votes cast by them
4	144

Item No. 4 Special Resolution

Approval of proposed grant of equal to or exceeding 1% of issued capital to specified employee

Votes in favour of the resolution

Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
317	435115748	91.7349

Votes against the resolution

Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
110	39202917	8.2651

Invalid votes or Abstained from voting

Total number of Members whose votes were declared invalid or who abstained from voting	Total number of votes cast by them
5	250190



Item No. 5 Ordinary Resolution

Reclassification of the Status of Promoters Shareholding into Public Shareholding

Votes in favour of the resolution

Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
405	474496824	99.9849

Votes against the resolution

Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
23	71741	0.0151

Invalid votes or Abstained from voting

Total number of Members whose votes were declared invalid or who abstained from voting	Total number of votes cast by them
4	190

