

## Crompton Greaves Limited

Registered Office:

CG House, 6th Floor, Dr Annie Besant Road, Worli, Mumbai 400 030, India

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Corporate Identity Number(CIN): L99999MH1937PLC002641



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### DECLARATION OF THE RESULT IN RESPECT OF THE POSTAL BALLOT CIRCULATED TO THE MEMBERS OF THE COMPANY VIDE NOTICE DATED 16<sup>TH</sup> OCTOBER, 2014

Pursuant to section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, consent of the Members of the Company was sought by way of Special Resolution through Postal Ballot for increase in the limit of shareholding by registered Foreign Institutional Investors (FIIs) from 24% to 100% of the paid up capital of the Company as set out in the Notice dated 16<sup>th</sup> October, 2014.

The Postal Ballot Notice along with the Postal Ballot Form and self addressed postage prepaid envelope were sent to all the Members whose e-mail IDs were not registered with the Company/Depository Participant(s) and by electronic mode by Central Depository Services Limited (CDSL) to all those Members who had registered their e-mail IDs with the Company/Depository Participant(s) as on 27<sup>th</sup> October, 2014. The last date for receipt of reply from the Members on the Special Resolution either through Postal Ballot Form or e-Voting platform was 3<sup>rd</sup> December, 2014. The Board of Directors had appointed Mr P N Parikh of M/s Parikh & Associates, Practicing Company Secretaries, Mumbai as Scrutinizer for conducting the Postal Ballot in fair and transparent manner.

The Scrutinizer has carried out the scrutiny of all the electronic votes and Postal Ballot papers received and submitted their report on 4<sup>th</sup> December, 2014.

The result as per the Scrutinizer's report dated 4<sup>th</sup> December, 2014 is as follows :

**Special Resolution** : Increase in the limit of shareholding by registered Foreign Institutional Investors (FIIs) from 24% to 100% of the paid up capital of the Company

**Mode of Voting** : Postal Ballot papers & E-Voting



AVANTHA  
GROUP COMPANY



Particulars	No. of shares held (1)	No. of votes polled \$ (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
E-Voting	626746142	450737215	71.92	450731350	5865	100.00	0.00
Physical Postal Ballot		3118937	0.50	3038127	80810	97.41	2.59
<b>Total</b>	<b>626746142</b>	<b>453856152</b>	<b>72.41</b>	<b>453769477</b>	<b>86675</b>	<b>99.98</b>	<b>0.02</b>

\$ excludes invalid votes

Based on the above result, the Special Resolution as set out in the Postal Ballot Notice dated 16<sup>th</sup> October, 2014, have been duly passed by the Members of the Company with requisite majority.

The Report of the Scrutinizer is enclosed herewith.

for Crompton Greaves Limited

**Minal Bhosale**  
Company Secretary

Date : 5<sup>th</sup> December, 2014  
Place : Mumbai

**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office :  
111, 11th Floor, Sai-Dwar GHS Ltd,  
Sab TV Lane, Opp Laxmi Industrial Estate  
Off Link Road, Above Shabari Restaurant,  
Andheri (W), Mumbai : 400 053  
Tel. : 26301232 / 26301233 / 26301240  
Email : cs@parikhassociates.com  
parikh.associates@rediffmail.com

December 04, 2014

To,  
Crompton Greaves Limited  
6th Floor, CG House, AB Road,  
Worli,  
Mumbai - 400 030

Kind Attn: Ms. Minal Bhosale

Sub. : Postal Ballot

Dear Madam,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the Special resolution for increase in the limit of shareholding by registered Foreign Institutional Investors (FIIs) from 24% to 100% of the paid up capital of the company.

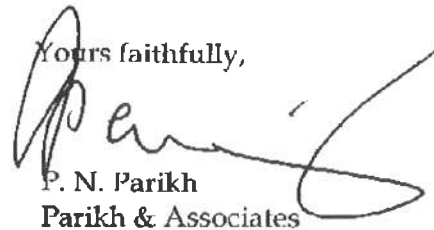
I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballots received from shareholders in physical and electronic mode.
- b) The register showing the particulars of the physical postal ballots processed by the Registrar and Share Transfer Agent of the Company and the e-votes registered on the Central Depository Services (India) Limited (CDSL) e-voting system in respect of the said resolution.

I hope you will find the above in order.

Thanking you.

Yours faithfully,

  
P. N. Parikh  
Parikh & Associates

Encl.: As above.



**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office :  
111, 11th Floor, Sai-Dwar CHS Ltd,  
Sab TV Lane, Opp Laxmi Industrial Estate  
Off Link Road, Above Shebari Restaurant,  
Andheri (W), Mumbai : 400 053  
Tel. : 26301232 / 26301233 / 26301240  
Email : cs@parikhassociates.com  
parikh.associates@rediffmail.com

To,  
The Chairman  
Crompton Greaves Limited  
6th Floor, CG House, AB Road,  
Worli,  
Mumbai - 400 030

**Report of Scrutinizer**

I, P. N. Parikh, Company Secretary in Whole time practice, having my office at 111, 11<sup>th</sup> Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai- 400 053 had been appointed as the Scrutinizer to conduct the postal ballot process in respect of the Special resolution for increase in the limit of shareholding by registered Foreign Institutional Investors (FIIs) from 24% to 100% of the paid up capital of the company.

I have scrutinized the poll papers and e-voting and votes tendered therein and maintained register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014.

I now submit my Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Resolution.

Contd...2



**Special resolution for increase in the limit of shareholding by registered Foreign Institutional Investors (FIIs) from 24% to 100% of the paid up capital of the company.**

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
*898	45,37,69,477	99.98

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
*103	86,675	0.02

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
67	13,67,611

**\*Two shareholders have partially voted for assent and partially for dissent. While their votes are counted, as cast, for the sake of number of shareholders they are counted only once, in assent.**

Place: Mumbai



Dated: December 04, 2014

Signature:

Name:

FCS: 327

P. N. Parikh

Scrutinizer

CP: 1228