

## Crompton Greaves Limited

Registered Office:

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

T: +91 22 2423 7777 F: +91 22 2423 7733 W: [www.cgglobal.com](http://www.cgglobal.com)

Corporate Identity Number: L99999MH1937PLC002641



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Our Ref: COSEC/85/2017

August 31, 2016

**BY WEB-PORTAL**

### **The Corporate Relationship Department**

Stock Exchange, Mumbai  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001

### **The Assistant Manager- Listing**

National Stock Exchange of India  
Exchange Plaza  
Bandra Kurla Complex  
Bandra East  
Mumbai 400 051

Scrip Code : 500093

Scrip Code : CROMPGREAV

Dear Sirs,

**Sub: Proceedings of 79<sup>th</sup> Annual General Meeting held on Tuesday, 30<sup>th</sup> August 2016 at 3:00 p.m.**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith brief summary of proceedings of the 79<sup>th</sup> Annual General Meeting of Crompton Greaves Limited held on Tuesday, 30<sup>th</sup> August, 2016 at 3:00 p.m.

The above mentioned documents are also available on the Company's website [www.cgglobal.com](http://www.cgglobal.com)

We request you to kindly take the above information on record and acknowledge receipt of this letter.

Yours faithfully,

For Crompton Greaves Limited,

Manoj Koul  
Company Secretary & Compliance Officer  
ACS No. 16902



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### **Proceedings of 79<sup>th</sup> Annual General Meeting ('AGM') of Crompton Greaves Limited ('Company') pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The 79<sup>th</sup> Annual General Meeting ('AGM') of Crompton Greaves Limited ('Company') was held on Tuesday, August 30, 2016 at 3:00 p.m. at Swatantryaveer Savarkar Rashtriya Smarak, 252, Veer Savarkar Marg, Shivaji Park, Dadar (West), Mumbai - 400 028.

#### **Chairman**

In absence of Mr. Gautam Thapar, the Chairman, the members elected Dr. Omkar Goswami as Chairman of the Meeting pursuant to the provisions of Articles of Association and Secretarial Standards – 2 issued by the Institute of Companies Secretaries of India.

#### **Quorum**

The Chairman ascertained the requisite quorum was present at the meeting and thereafter called the meeting to order.

#### **Chairman's Statement**

The Chairman welcomed the Members, Directors, Statutory and Secretarial Auditors, Scrutinisers' present at the AGM and introduced the Directors and Key and Senior Managerial Personnel present at the AGM.

The Chairman then informed the Members that Register of Proxies and Representations received as well as the Register of Directors' and Key Managerial Personnel and their shareholdings and Register of Contracts were available for inspection by the Members.

With the consent of members present, the Chairman took the Notice convening the 79<sup>th</sup> AGM of the Company alongwith the explanatory Statement annexed thereto as read. The Chairman further stated that the Auditors' Report on the Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2016 did not contain any qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company.

The Chairman addressed the Members and gave a speech on the performance of the Company, existing industry scenario and future outlook of the Company.

#### **Agenda Items**

The Chairman informed the members that the Company has availed electronic voting platform (e-voting) from National Services Depository Limited ('NSDL') and had provided remote e-voting facility to the members to allow them to cast their votes on the resolutions as set-out in the



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notice convening the AGM. The facility to cast e-votes remotely commenced on Friday, 26th August, 2016 (9.00 am (IST)) and ended on Monday, 29th August, 2016 (5.00 pm (IST)). The Chairman further informed the members that the Company has also arranged e-voting facility at the venue of AGM, for members who have not casted their votes through the remote e-voting platform. The Chairman thereafter explained the e-voting procedure and informed that Mr. Saurabh Shah of M/s Pramod S. Shah & Associates (Practicing Company Secretaries), has been appointed as the scrutinizer for the e-voting process and present at the AGM.

There Chairman thereafter proceeded with the agenda items one by one and invited queries from the Members present on the Financial Statement of the Company. The Chairman, Mr. K. N. Neelkant, CEO and Managing Director and Mr. Madhav Acharya, Executive Director – Finance & CFO of the Company answered to the queries raised by the Members.

The following agenda items were considered at the AGM and were individually proposed and seconded by the Members present at the AGM:

### Agenda Item No. 1:

To consider and adopt : (a) the audited Stand-alone Financial Statements of the Company for the financial year ended 31 March 2016, the reports of the Board of Directors and Auditors thereon and (b) the audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2016 and the report of Auditors thereon.

The Chairman being interested in Agenda Item No. 2 requested Mr. Shirish Apte, Non-Executive Independent Director of the Company to take the Chair and conduct the proceedings. Thereafter Mr. Shirish Apte, with the consent of the Members took the Chair and presided over agenda Item No. 2.

### Agenda Item No. 2:

To appoint a Director in place of Dr. Omkar Goswami (DIN 00004258), who retires by rotation and being eligible, offers himself for re-appointment.

Dr. Goswami resumed the Chair and presided the balance Agenda Items 3 to 12 and continued with the proceedings of the AGM :

Agenda Item No. 3	Appointment of a Director in place of Mr. Bhuthalingam Hariharan (DIN 00012432), who retires by rotation and being eligible, offers himself for re-appointment.
Agenda Item No. 4	Appointment of M/s. Sharp & Tannan, Chartered Accountants, ICAI Registration No 109982W, as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting up to the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration.



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Agenda Item No. 5	Ratification of Remuneration to M/s. Ashwin Solanki & Co., Cost Accountants, Cost Auditor of the Company for financial year ending March 31, 2017.
Agenda Item No. 6	Appointment of Mr. Neelkant Narayanan Kollengode (DIN 05122610) as a Director of the Company.
Agenda Item No. 7	Appointment of Mr. Neelkant Narayanan Kollengode as CEO and Managing Director of the Company w.e.f. February 03, 2016.
Agenda Item No. 8	Appointment of Mr. Madhav Acharya (DIN 02787445) as a Director of the Company.
Agenda Item No. 9	Appointment of Mr. Madhav Acharya as Whole-time Director of the Company w.e.f. April 01, 2016.
Agenda Item No. 10	Appointment of Ms. Ramni Nirula (DIN 00015330) as Independent Director of the Company w.e.f. April 06, 2016.
Agenda Item No. 11	Sale of Non-India Transmission and Distribution (T&D) Businesses
Agenda Item No. 12	Appointment of Joint Statutory Auditors

Thereafter the Chairman requested the Members to cast their votes electronically at the AGM venue.

The Chairman informed the members that the voting results for both remote e-voting and e-voting at AGM venue alongwith the Scrutinizers' report will be declared within the prescribed timelines of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and authorized the Company Secretary to declare the results of voting.

The Chairman declared the meeting as concluded, thanked the members for their participation.

The meeting ended with a vote of thanks to the Chair.

For Crompton Greaves Limited,

Manoj Koul

Company Secretary and Compliance Officer

ACS 16902



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