



AVANTHA

30th June, 2015

The Corporate Relationship Department

BSE Limited

1st Floor, New Trading Ring

Rotunda Building

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai 400 001

Re: Scheme of Arrangement (the 'Proposed Scheme') for the vertical demerger of Consumer Products Business unit of Crompton Greaves Limited (CG) into its wholly owned subsidiary Crompton Greaves Consumer Electricals Limited

Sir,

CG has announced a Scheme of Arrangement for vertical demerger of Consumer Products Business Unit of CG into its wholly owned subsidiary Crompton Greaves Consumer Electricals Limited (CGCEL) for separation of the two principal businesses of the Company.

Under the Proposed Scheme, CGCEL shall allot its fully paid equity shares to the shareholders of CG in the same proportion of their shareholding in CG. Accordingly, we will receive approx. 34.37% of the paid up capital of CGCEL.

This is with reference to our letter dated April 23, 2015 wherein we informed you that we propose to divest our entire proposed shareholding in CGCEL amounting to 34.37% of the total issued and paid up share capital of CGCEL ("**Sale Shares**"), to one or more special purpose vehicle/ subsidiary companies of Advent International Corporation, USA and Temasek Holdings (Private) Limited for an aggregate consideration of Rs. 2000 crores ("**Proposed Transaction**"), subject to receipt of necessary regulatory approvals, including approvals from the Reserve Bank of India and Competition Commission of India, as per the terms and conditions agreed in the definitive agreements. This is to further inform you that the following regulatory approvals required for the Proposed Transaction have been obtained by the parties thereto (i) approval from the Competition Commission of India dated June 17, 2015; and (ii) approval from the Reserve Bank of India dated June 26, 2015.

Thanking You,

Yours Faithfully

For **AVANTHA HOLDINGS LIMITED**

S. K. Khandelwal
Executive Director & COO

AVANTHA HOLDINGS LIMITED

Corporate Identity No.: U67120DL1998PLC198627

Registered Office: Thapar House, 124 Janpath, New Delhi 110 001, India. T: +91 11 23368332 F: +91 11 23368729

Website: www.avanthagroup.com