POST OFFER ADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(12) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, ("SEBI (SAST) REGULATIONS") WITH RESPECT TO THE OPEN OFFER TO THE PUBLIC SHAREHOLDERS OF

Crompton

CROMPTON GREAVES CONSUMER ELECTRICALS LIMITED

A public limited company incorporated under the Companies Act, 2013

Registered office: 6th floor, CG House, Dr Annie Besant Road, Worli, Mumbai - 400 030.
Tel: +91 22 2423 7777, **Fax:** +91 22 2423 7788. **CIN:** U31900MH2015PLC262254
Corporate Office: Equinox Business Park, 1st Floor, Tower 3, LBS Marg, Kurla (W), Mumbai - 400070
Tel: +91 22 6167 8499, **Fax:** +91 22 6167 8383
(hereinafter referred to as "**CGCEL**" / "**Target Company**" / "**Target**")

This post offer advertisement ("**Post Offer Public Announcement**") is being issued by HSBC Securities and Capital Markets (India) Private Limited and Barclays Bank PLC, the managers to the Open Offer (as defined below) ("**Managers**") for and on behalf of Amalfiaco Limited ("**Acquirer 1**") and Macritchie Investments Pte. Ltd ("**Acquirer 2**") along with Nirsinia Limited ("**PAC 1**") and AI Global Investments (Cyprus) PCC Ltd ("**PAC 2**"), in compliance with Regulation 18(12) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto ("**SEBI (SAST) Regulations**") in respect of the open offer ("**Open Offer**") to acquire up to 162,953,997 (One hundred and sixty two million nine hundred and fifty three thousand nine hundred and ninety seven only) equity shares of the Target Company.

The Post Offer Public Announcement is to be read together with the Public Announcement dated 13 May 2016 ("**PA**"), the Detailed Public Statement that was published on 19 May 2016 ("**DPS**"), the Corrigendum to the Detailed Public Statement that was published on 5 August 2016 ("**Corrigendum**"), the Letter of Offer dated 5 August 2016 ("**LoF**") and offer opening advertisement ("**Offer Opening Public Announcement**") on 9 August 2016. The DPS, the Corrigendum and the Offer Opening Public Announcement were published in all editions of The Financial Express, Jansatta and Mumbai Tarun Bharat.

1	Name of the Target Company	Crompton Greaves Consumer Electricals Limited	
2	Name of the Acquirers and the PAC	Acquirer 1: Amalfiaco Limited Acquirer 2: Macritchie Investments Pte. Ltd. PAC 1: Nirsinia Limited PAC 2: AI Global Investments (Cyprus) PCC Ltd	
3	Name of the Managers to the Open Offer	HSBC Securities and Capital Markets (India) Private Limited Barclays Bank PLC	
4	Name of the Registrar to the Open Offer	Karvy Computershare Private Limited	
5	**Offer Details:** Offer Opening Date: Offer Closing Date:	 10 August 2016 25 August 2016	
6	Date of payment of Consideration	30 August 2016	
7	Details of acquisition	**Proposed**	**Actuals**
7.1	Offer Price per Equity Share	INR 104.00	INR 104.00
7.2	Aggregate number of shares tendered	162,953,997	54,648
7.3	Aggregate number of shares accepted	162,953,997	22,410
7.4	Offer size	INR 16,947,215,688	INR 2,330,640
7.5	Shareholding of the Acquirers and the PAC before the PA	Nil	Nil
7.6	Shares acquired or to be acquired by way of the agreements	**Acquirer 1:** 140,037,623 22.34% **Acquirer 2:** 75,404,873 12.03%	**Acquirer 1:** 140,037,623 22.34% **Acquirer 2:** 75,404,873 12.03%
7.7	Shares acquired under the Open Offer	**Acquirer 2:** 57,033,899 9.10% **PAC 1:** 105,920,098 16.90%	**Acquirer 2:** Nil **PAC 1:** 22,410 0.004%
7.8	Shares acquired after Detailed Public Statement	Nil	Nil
7.9	Post Open Offer shareholding of the Acquirers and the PAC	**Acquirer 1:** 140,037,623 22.34% **Acquirer 2:** 132,438,772 21.13% **PAC 1:** 105,920,098 16.90% **PAC 2:** Nil	**Acquirer 1:** 140,037,623 22.34% **Acquirer 2:** 75,404,873 12.03% **PAC 1:** 22,410 0.004% **PAC 2:** Nil
7.10	Pre Open Offer shareholding of the Public*	411,295,072 65.62%	411,295,072 65.62%
7.11	Post Open Offer shareholding of the Public*	248,341,075 39.62%	411,272,692 65.62%

*Does not include 5,022 and 3,522 shares held by Varun Prakashan Limited and Avantha Realty Limited respectively

8. Acquisition of Sale Shares pursuant to the Underlying Transaction:
   a. Completion Stage 1 and Completion Stage 2:
      As stated in the Corrigendum, on 26 July 2016, Acquirer 1 completed the acquisition of 129,312,622 (One hundred and twenty nine million three hundred and twelve thousand six hundred and twenty two only) Equity Shares constituting 20.63% (Twenty point six three percent) of the Voting Share Capital and Acquirer 2 completed the acquisition of 69,629,874 (Sixty nine million six hundred and twenty nine thousand eight hundred and seventy four only) Equity Shares constituting 11.11% (Eleven point one one percent)of the Voting Share Capital, under the terms of the SPA.
      Thereafter, on 25 August 2016, Acquirer 1 has further acquired 10,725,001 (Ten million seven hundred and twenty five thousand and one only) Equity Shares constituting 1.71% (One point seven one percent) of the Voting Share Capital, and Acquirer 2 has further acquired 5,774,999 (Five million seven hundred seventy four thousand nine hundred and ninety nine only) Equity Shares constituting 0.92% (Zero point nine two percent) of the Voting Share Capital, under the terms of the SPA.
   b. Release of further shares of CGL
      As on the date of the Corrigendum, 31,726,405 (Thirty one million seven hundred and twenty six thousand four hundred and five only) equity shares of the ParentCo ("**Remaining Pledged Shares**"), were pledged to the Security Trustee on behalf of the Acquirers. Of these Remaining Pledged Shares, pledge over 28,226,405 (Twenty eight million two hundred and twenty six thousand four hundred and five only) equity shares of the ParentCo were released on 25 August 2016 and the pledge over the remaining 3,500,000 (Three million five hundred thousand only) equity shares of ParentCo were release on 30 August 2016.
9. The Acquirers and the PAC along with their respective directors, jointly and severally accept full responsibility for the information contained in this Post Offer Public Announcement (other than such information as has been obtained from public sources or such information that relates to the Seller and/or the Target Company) and also for their obligations under SEBI (SAST) Regulations in respect of this Open Offer.
10. A copy of this Post Offer Public Announcement will be available on the websites of SEBI, BSE Limited, National Stock Exchange of India Limited and the registered office of the Target Company.
11. Capitalised terms used in this advertisement and not defined herein shall have the meaning assigned to such terms in the LoF.

Issued by: the Manager to the Open Offer on behalf of the Acquirers and PAC

HSBC

HSBC Securities and Capital Markets (India) Private Limited
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BARCLAYS

Barclays Bank PLC
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SEBI Registration Number: INM000002129

Place : Mumbai
Date : September 2, 2016