

CG Power and Industrial Solutions Limited

(formerly known as 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

Corporate Identity Number: L99999MH1937PLC002641



Smart solutions.
Strong relationships.

Our Ref : COSEC/174/2017

27th February, 2017

BY PORTAL

BSE Limited

1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

The Assistant Manager – Listing

National Stock Exchange of India Limited

Exchange Plaza, Bandra-Kurla Complex,
Bandra (East),
Mumbai 400 051

Scrip Code : 500093

Scrip Code : CROMPGREAV

Dear Sir/s,

Sub: Alteration of Memorandum of Association and Articles of Association consequent to change of Company name from Crompton Greaves Limited to CG Power and Industrial Solutions Limited

Further to our letters dated December 19, 2016, and January 25, 2017, we are pleased to inform you that the Company has received approval from the Central Government/Registrar of Companies, Mumbai for change of Company name from Crompton Greaves Limited to CG Power and Industrial Solutions Limited. Further the Registrar of Companies, Mumbai has also issued a fresh certificate of incorporation dated February 27, 2017 consequent to the name change.

In view of the above and pursuant to Regulation 30 read with para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, brief of the amendments in the Memorandum of Association (MOA) and Articles of Association (AOA) of the Company is as under:

- Name of the Company has been changed from Crompton Greaves Limited to CG Power and Industrial Solutions Limited wherever appearing, in the Memorandum of Association and Articles of Association of the Company. Copies of the amended pages of the MOA and AOA alongwith the fresh certificate of incorporation are attached herewith.

Full copy of the Altered Memorandum of Association and Articles of Association of the Company will be hand delivered.

We request you to kindly take the above on record and acknowledge receipt thereof.

Thanking You,

For CG Power and Industrial Solutions Limited,

(formerly known as Crompton Greaves Limited)

Manoj Koul

Company Secretary & Compliance Officer

ACS No 16902



AVANTHA
GROUP COMPANY



Smart solutions.
Strong relationships.

Certified True Copy
CG Power and Industrial Solutions Limited


Manoj Koul
Company Secretary
ACS No. 16902

MEMORANDUM AND ARTICLES OF ASSOCIATION

**CG POWER AND INDUSTRIAL SOLUTIONS
LIMITED**

www.cgglobal.com



AVANTHA
GROUP COMPANY

MEMORANDUM OF ASSOCIATION
OF

***CG POWER AND INDUSTRIAL SOLUTIONS LIMITED**

1. The name of the Company is *CG Power and Industrial Solutions Limited.

**(Amended pursuant to Special Resolution passed on 25th January, 2017 by Postal Ballot Voting)*

2. The Registered Office of the Company will be situate in Maharashtra.

3. The objects for which the Company is established are :—

(a) To carry on the business of electrical manufacturers electric engineers and contractors suppliers of electricity and manufacturers of and dealers in railway, tramway, electric, magnetic, galvanic and other electrical apparatus, and in connection therewith to work electric railways or tram ways and construct the locomotives or other sources of power and all other necessary works therefore and do all other things necessary or proper for the working thereof or otherwise in connection therewith.

*(a.1) To manufacture, fabricate, assemble, repair, maintain, purchase, sell or otherwise deal in electronic components and equipment of every kind and description including, without prejudice to the generality of the foregoing, sensors, instruments and systems of every kind or description for or in relation to communication, measurement, testing, automation and control.

*(a.2) To manufacture, fabricate, assemble, design, develop, repair, maintain, purchase, sell or otherwise deal in microprocessor based systems and computers, peripherals, accessories and software of every kind and description, for or in relation to design, manufacturing, test automation and all data processing applications.

*(a.3) To undertake research and development, system and design and consultancy for assignments and projects involving electrical, mechanical or civil engineering electronics, computer science and other areas of science and technology.

**(Amended pursuant to a Special Resolution passed at the Annual General Meeting held on 28th November, 1986.)*

(a.4) To design, fabricate, construct, own, maintain, lease, hire, purchase, operate or otherwise deal in all types of telecommunication network and services through any mode of communication whatsoever.

(Amended pursuant to a Special Resolution passed at the Annual General Meeting held on 5th August, 1994.)

(b) To carry on the business of electricians mechanical engineers suppliers of electricity for the purposes of light, heat , motive power, or otherwise and manufacturers of and dealers in all apparatus and things required for or capable of being used in connection with the generation, distribution, supply, accumulation, and employment of electricity.

(c) To carry on any business relating to the production and working of metals and the production manufacture and preparation of any other materials which may be usefully or conveniently combined with the engineering or manufacturing business of the Company or any contracts undertaken by the Company and either for the purpose only of such contracts or as an independent business.

(d) To carry on the business of builders and contractors ship-owners, merchants, importers and exporters and to buy, sell, and deal in property of all kinds.

(e) To undertake and execute any trusts the undertaking whereof may seem desirable either gratuitously or otherwise and to transact and carry on all kinds of Agency business.

(f) To acquire, buy, purchase, lease or otherwise acquire, hold, sell exchange, grant, dispose of and deal in lands, buildings, offices, ships, warehouses, garages, and premises of every description, mortgages, charges, grants, concessions, leases, contracts, policies, book debts

**ADOPTED BY SPECIAL RESOLUTION PASSED AT THE ANNUAL
GENERAL MEETING OF THE COMPANY HELD ON
Friday, 24th July, 2015**

**THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF
*CG POWER AND INDUSTRIAL SOLUTIONS LIMITED**

Certified True Copy
CG Power and Industrial Solutions Limited
Manoj Koul
Manoj Koul
Company Secretary
ACS No. 16902

**(Amended pursuant to Special Resolution passed on 25th January 2017 by Postal Ballot Voting)*

The regulations contained in the Table marked 'F' in Schedule I to the Companies Act, 2013, or in the Schedule to any previous Companies Act, shall not apply to the Company, except in so far as the same are repeated, contained or expressly made applicable in these Articles or by the said Act. Table "F" not to apply

The regulations for the management of the Company and for the observance by the members thereto and their representatives, shall, subject to any exercise of the statutory powers of the Company with reference to the deletion or alteration of or addition to its regulations by resolution as prescribed or permitted by the Companies Act, 2013, be such as are contained in these Articles.

INTERPRETATION

1 In these regulations :

"Act" means the Companies Act, 2013 and rules made thereunder or any statutory modification or re-enactment thereof for the time being in force and the term shall be deemed to refer to the applicable section thereof which is relatable to the relevant Article in which the said term appears in these Articles and any previous company law, so far as may be applicable;

"Articles" means these Articles of Association of the Company or as altered from time to time;

"The Company" or "this Company" means *CG Power and Industrial Solutions Limited;

**(Amended pursuant to Special Resolution passed on 25th January 2017 by Postal Ballot Voting)*

"Beneficial Owner" shall have the meaning assigned thereto in Section 2 of the Depositories Act, 1996;

"Depositories Act" means the Depositories Act, 1996 and shall include any statutory modification(s) or re-enactment thereof for the time being in force;

"Depository" shall mean a Depository as defined in Section 2 of the Depositories Act, 1996

"Debentureholder(s)" or "Securityholder(s)" means the duly registered holders from time to time of the debenture(s) or securities of the Company;

"The Office" means the Registered Office for the time being of the Company;

"In writing" or "written" means and includes words printed, lithographed, represented or reproduced in any mode in a visible form;

The marginal notes used in these Articles shall not affect the construction hereof.

Words importing the singular number include the plural number and vice versa.

Words importing the masculine gender include the feminine gender. Words importing persons include corporations.

Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the Company.

SHARE CAPITAL AND VARIATION OF RIGHTS

2 The Authorised Capital of the Company shall be as per the Capital Clause of the Memorandum of Association of the Company with the power to increase or reduce such Capital