



**Rashmi Khandelwal**  
*Company Secretary and Compliance Officer*  
*Crompton Greaves Consumer Electricals Limited*

**1. Is it important to connect with Directors between meetings? If so, how do you do it?**

Yes, it is highly important to connect with Directors between meetings as it helps in building trust, ensuring alignment, and addressing any emerging concerns or roadblocks in real-time. Regular communication fosters a collaborative environment, ensures smoother decision-making during formal meetings, and demonstrates accountability and initiative.

I prioritize providing regular updates, highlighting only the most relevant and strategic information to respect their time. Additionally, I schedule one-on-one check-ins, which offer an opportunity to address specific concerns, gain insights, and align on priorities without waiting for the next formal meeting. I actively solicit their feedback and involvement, recognizing the value of their experience and insights. By proactively seeking their input on key decisions or challenges, I ensure their concerns are addressed while making them feel engaged and valued.

I also make it clear that I am accessible and responsive, reinforcing my commitment to effective communication and problem-solving by providing quick and thoughtful responses to any inquiries. Lastly, I anticipate their needs by understanding that Directors often focus on strategic goals and long-term outcomes. I provide the necessary information or support proactively, ensuring they are well-prepared for upcoming discussions or decisions.

## 2. How does your company ensure engagement with stakeholders?

Listening, connecting and partnering with stakeholders remains at the core of Crompton, and enables us to focus on the impacts of our business, as well as improve outcomes for customers, society and the environment.

We define our key stakeholders as those who influence our business operations, and are in turn affected by our activities. We recognise the importance of clear communication and meaningful interactions with our stakeholders in building and sustaining robust and enduring relationships throughout our diverse stakeholder network. Continuous engagement with these groups is critical to our business strategy and to our approach to corporate responsibility, which includes our materiality assessment.

The Company has a defined and structured process for engaging with key identified stakeholders i.e., **Shareholders, Employees, Community, Suppliers, Consumers and Government / Regulatory authorities.**

**Shareholders** are critical to our success and growth. The purpose of these engagements is to build mutual relationship with domestic & foreign investors, thereby enhancing their understanding of the business model as well as to provide updates on new business developments. The Company has substantially increased their investors engagement and interacts with institutional investors in India & abroad (excluding quarterly earnings calls and specific event related calls).

The Company also conducts **Members Satisfaction Survey** using a feedback questionnaire that focuses on key areas as a measure of implementation of good corporate governance practices and in order to identify the areas for enhancement.

**Market Visits:** Our Independent Director, Mr. Anil Choudhary, along with Mr. Anand Kumar N, Group Sales & Service Head visited channel partners and interacted with consumers in Delhi. The market visit was followed by a discussion to gain deeper consumer insights, and understand how the market is evolving. By actively doing so, we ensure our efforts align with the evolving needs of the customers, reinforcing our dedication to delivering meaningful innovations.

**MD's Club Summit:** Crompton hosted its first MD's Club Summit in Budapest & Vienna with **its valuable channel partners and senior leadership.** The event celebrated partnership and achievement, with adventure unfolding through a grand welcome at the Kempinski and a Danube dinner cruise, along with activities showcasing local culture and traditions. The summit also marked the launch of ACE

(Aspire-Collaborate-Excel), setting the stage for strategic partnerships and the recognition of our top performers at the ACE Awards.

**Engagement with Suppliers:** At Crompton's Co-Create Supplier Meet, 300+ members gathered to align on FY25 goals, celebrate excellence, and launch our Code of Conduct. We focused on sustainability, efficient supply chains & reinforced our commitment to innovation and ethical practices. Together, we are driving collaboration and achieving great milestones.

**Employee Engagement Survey:** We have partnered with Gallup to administer our employee engagement survey. Using Gallup's 12-item engagement survey popularly known as "Q12" we aim to comprehensively evaluate our employee engagement score. The survey comprises 29 questions, addressing diverse aspects of our values, work, workplace, and work environment.

The Integrated Annual Report of the Company for FY 2023-24 provides a detailed description on the stakeholder engagement by the Company basis purpose of engagement, strategic priorities, mode and frequency of engagement, capitals impacted, and value created for each stakeholder group as stated above.

### 3. What do you do to ensure that tabled items are minimum?

To ensure that tabled items at Board meetings are minimized and the agenda is shared well in advance, I follow a structured and proactive approach. I start by collaborating early with the Chairperson and key stakeholders to draft a focused and strategic agenda, identifying all critical topics. I establish and communicate firm deadlines for submitting items to be included in the agenda. This gives everyone sufficient time to prepare, and avoids last-minute surprises. Pre-meeting consultations with Directors and stakeholders allow me to gather inputs and address potential issues, ensuring the agenda reflects all necessary considerations. At the start of the year, I ensure that the calendar for the entire year, including key agenda items, is discussed and blocked with Directors. This allows us to align on the topics that need to be addressed throughout the year. Directors are encouraged to share their inputs, and any items requiring deeper dives are incorporated into the agenda well in advance. This helps us to have minimal tabled items, and ensures that the agenda is well-aligned and prepared ahead of time.

Comprehensive pre-meeting materials, including reports and documents, are prepared, reviewed, and shared with Board members well in advance to enable thorough review. Potential issues are proactively resolved through informal discussions or preparatory meetings to minimize additional items being raised during the meeting.

This structured process helps reduce last-minute changes, ensures alignment, and allows for a smooth and productive meeting with minimal tabled items.

## 4. What steps have you taken to ensure effective corporate governance practices within your company?

Crompton is a Board led and professionally managed Company, which is run by highly qualified and expert professionals. The Board is responsible and committed to sound principles of Corporate Governance & Sustainability. The Board plays a crucial role in overseeing how the management serves the short and long-term interests of the Members and other stakeholders. This belief is also reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board.

The Company has launched its Purpose and Values Statement, which encapsulates our dedication for creating lasting and positive impact, the same is as below:

**Purpose Statement:** “Enriching life for generations with smart and responsible solutions”

**Our values** which are encapsulated in the acronym: “**CREATE**: Caring, Responsible, Entrepreneurial, Accountable, Team Player, Ethical”

As a Company we are committed to undertake initiatives that are thoughtful, intelligent, and environment friendly. The Purpose and Values Statement reflects our unwavering commitment to ethical practices and sustainability, that would not only contribute to the well-being of the society, but also create long-term value for the stakeholders.

We prioritise fairness and transparency across all business functions, and are committed to maintaining the highest standards of Corporate Governance. Furthermore, **we have integrated Environmental, Social, and Governance (ESG) considerations** into the core of our strategy, underscoring our dedication to sustainable and responsible business conduct.

In addition, we conduct **thematic Board meetings** to delve into areas crucial for organisational integrity and innovation, including Compliance, Enterprise Risk Management, Supply Chain, Manufacturing Excellence, Innovation, Digitisation, and Succession Planning. These focused discussions ensure that our governance practices are comprehensive and aligned with our strategic goals.

Our core principles of Governance include **Integrity, Fairness, Adherence to Law, Transparency and Accountability**, coupled with a very balanced governance structure comprising Board of Directors, Board Committees, Management and a robust Internal Control framework.

**Accolades:**

Crompton's best corporate governance practices has played an instrumental role in adding various feathers in its cap including an **outstanding AA rating** by MSCI for exemplary practices in Environmental, Social, and Governance. Furthermore, **DJSI score** of the Company significantly improved from **34 to 48** secured **7th Rank globally** among the peers (DHP Household Durables).

Crompton was also recognised amongst top **5 (Five) companies for excellence in Corporate Governance in Listed Segment: Medium Category** at the 23rd ICSI National Awards for Excellence in Corporate Governance, 2023.

## **5. What are the ways to create a balanced and effective collaboration with senior management and Board members?**

Creating a balanced and effective collaboration with senior management and Board members is crucial for organizational success. To articulate, following key strategies can be helpful to foster strong and productive relationships:

- Ensure clear communication, with frequent updates, transparency and active listening.
- Ensure both senior management and the Board are aligned on organisation's long term strategy.
- Clear KPIs are articulated and there are regular review meetings to establish accountability.
- Build trust and respect by ensuring consistency in actions, decisions and communications, and ensure that well-prepared agendas and clear actionable items for meetings are circulated well in advance.

At Crompton, we are committed to developing internal leaders and a talent pipeline. The same was further strengthened through the launch of structured training architecture EDGE. Eligible employees underwent 360 feedback on Crompton Behaviours to build greater awareness.

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