

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Murudeshwar Ceramics Limited**
 2. Quarter ending - **30-Sep-2019**

i. Composition Of Board Of Director

T i t l e (M r / M s)	Name of the Director	DI N	P A N	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	Ini t i a l D a t e o f A p p o i n t m e n t	Dat e o f A p p o i n t m e n t	Dat e o f c e s s a t i o n	T e n u r e	Dat e o f B i r t h	No. o f D i r e c t o r s h i p i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	No o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	Rem a r k s
M r.	RAMA NAGAPP A SHETTY	0 0 0 3 8 8 1 0	A J D P S 3 4 9 6 C	C, N E D		26- Jun- 1983				15- Au g- 192 8	1	0	4	0	AC,S C	
M r.	SATISH RAMA SHETTY	0 0 0 3 7 5 2 6	A I Z P S 4 0 1	ED	M D	27- Jun- 2007	27- Jun- 2017			26- Ma r- 196 2	1	0	0	0		

			0												
M r.	SUNIL RAMA SHETTY	0 0 0 3 7 5 7 2	A D O P S 6 6 1 6 B	NE D	29- Nov- 1993	27- Jun- 2007			30- Jun - 196 4	1	0	1	0		
M r.	NAVEEN RAMA SHETTY	0 0 0 5 8 7 7 9	A D O P S 6 6 1 7 A	NE D	24- Nov- 1995	10- Sep- 2012			12- Sep - 196 8	1	0	0	0		
M r.	SHIVAB ASAYYA SIDRAM AYYA HIREMA TH	0 2 2 7 2 8 9 7	A A Q P H 4 4 4 4 P	ID	27- Sep- 2014	31- Jul- 2019		6 0	04- Jul- 193 7	1	1	1	1	NRC	
M r.	SANKAP PA KEREM ANE SHETTY	0 0 8 9 4 3 6 6 6	A K E P S 6 5 3 1 N	ID	27- Sep- 2014	31- Jul- 2019		6 0	25- Oct - 194 2	1	1	2	2	AC,S C,N RC	
M r.	ANNAPP AYYA	0 3 5 5 8 5 2 2	A C N P A 3 9 6 6 A	ID	27- Sep- 2014	31- Jul- 2019		6 0	26- Feb - 194 6	1	1	1	2	AC,S C,N RC	

M rs	SARVAN IALVA	0 6 8 9 6 4 0 0 3	B Q X P S S S S P	ID		31- Jul- 2014	31- Jul- 2019		6 2	08- Jun - 194 0	1	1	1	0		
M r.	KARAN SATISH SHETTY	0 8 1 6 8 2 0 0	D N Q P S S 4 5 6 E	ED		10- Aug- 2018			1 0	12- Ma y- 199 3	1	0	0	0		
M r.	SATHYA MURTH Y PADAKI	0 8 2 7 6 5 3 7	A D Z P P 6 3 6 6 L	ID		12- Nov- 2018	12- Nov- 1936		1 0	25- Ma r- 193 6	1	1	0	0		

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SANKAPPA KEREMANE SHETTY	ID	Chairperson	23-Sep-2016	
2	ANNAPPAYYA	ID	Member	27-Sep-2014	
3	RAMA NAGAPPA SHETTY	C,NED	Member	30-Jul-2008	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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1	ANNAPPAYYA	ID	Chairperson	27-Sep-2014	
2	RAMA NAGAPPA SHETTY	C,NED	Member	30-Jul-2008	
3	SANKAPPA KEREMANE SHETTY	ID	Member	23-Sep-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	ANNAPPAYYA	ID	Chairperson	27-Sep-2014	
2	SANKAPPA KEREMANE SHETTY	ID	Member	23-Sep-2016	
3	SHIVABASAYYA SIDRAMAYYA HIREMATH	ID	Member	23-Sep-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
29-May-2019	13-Aug-2019	Yes	10	5
	28-Sep-2019	Yes	7	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	75

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	29-May-2019		Yes		
Audit Committee		13-Aug-2019	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days)	75

days) [Only for Audit Committee]	
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v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	DETAILS OF RELATED PARTIES TRANSACTIONS DURING THE PERIOD <u>01.07.2019 TO 30.09.2019</u>				
	Sl. No.	Date of Transaction	Name of the Party	Nature of Transaction	Value of Transaction
	1	30.09.2019	RNS INFRASTRUCTURE LIMITED	EARTH WORKS RECEIPT	6,36,87,597.00
	2	30.09.2019	NAVEEN HOTELS	CIVIL WORKS RECIPT	2,00,00,000.00
	TOTAL				8,36,87,597.00
	For MURUDESHWAR CERAMICS LIMITED				
	N.M. HEGDE VICE PRESIDENT (FINANCE) & CFO				

VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : Ashok Kumar
Designation : Company Secretary & Compliance Officer

ANNEXURE III**Affirmations**

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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Name : **Ashok Kumar**
Designation : **Company Secretary & Compliance Officer**