

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Murudeshwar Ceramics Limited**
 2. Quarter ending - **31-MAR-2020**

i. Composition Of Board Of Director

T i t l e (M r . / M s)	Name of the Dir ect or	D I N	P A N	Cat ego ry (Ch airp ers on /Exe cutiv e/No n- Exec utive/ Inde pend ent/ Nomi nee)	S u b C a t e g o r y	Ini tia l D a t e o f A p p o i n t m e n t	Dat e o f App oint me n t	Dat e o f ces sati on	T e n u r e	D a t e o f Bir th	Wh eth er spe cial res olut ion pas sed ?	D a t e o f p a ss in g s p e ci al res ol uti on	No. o f Di rec tor s h i p in lis te d e n t i t i e s in clu di ng this lis te d e n t i t y	No o f Inde pend ent Dire ct or ship in lis te d e n t i t i e s in clu di ng this lis te d e n t i t y	No o f me m b e r s h i p s in Au dit/ Sta keh old er Co m m i t t e e s in clu di ng this lis te d e n t i t y	No o f po st o f Ch air pe r s on in Au dit/ St ak eh old er Co m m i t t e e h e l d in lis te d e n t i t i e s in clu di ng this lis te d e n t i t y	Me m b e r s h i p in Co m m i t t e e s o f the Co m p a n y	Rem arks
M r.	RA M A NA GA PP	0 0 3 8 8	A J D P S	C & NED		26- Jun - 198 3	28- Mar- 2019			1 5- A u g- 1	Yes	2 8- M ar - 2	1	0	4	0	AC,SC	

	A S H E T T Y	1 0	4 9 6 C						9 2 8		0 1 9						
M r.	S A T I S H R A M A S H E T T Y	0 0 3 7 5 2 6	A I Z P S 4 0 1 0 P	ED	M D	27- Jun - 200 7	27- Jun- 2017		2 6- M ar - 1 9 6 2	NA		1	0	0	0		
M r.	S U N I L R A M A S H E T T Y	0 0 3 7 5 7 2	A D O P S 6 6 1 6 B	NED		29- No v- 199 3	27- Jun- 2007		3 0- Ju n- 1 9 6 4	NA		1	0	1	0		
M r.	N A V E N R A M A S H E T T Y	0 0 5 8 7 9	A D O P S 6 6 1 7 A	NED		24- No v- 199 5	10- Sep- 2012		1 2- S ep - 1 9 6 8	NA		1	0	0	0		
M r.	S H I V A B A S A Y A S I D R A M A Y A H I R E M A T H	0 2 2 7 8 9 7	A A Q P H 4 4 4 4 P	ID		27- Sep - 201 4	31- Jul- 2019	6 6	0 4- Ju l- 1 9 3 7	Yes	2 8- M ar - 2 0 1 9	1	1	1	0	NRC	

M r.	SA NK AP PA KE RE M AN E SH ET TY	0 8 9 4 3 6 6 6	A K E P S 6 5 3 1 N	ID		27- Sep - 201 4	31- Jul- 2019		6 6	2 5- Oct - 1 9 4 2	Yes	2 8- Mar - 2 0 1 9	1	1	2	2	AC,SC ,NRC	
M r.	AN NA PP AY YA	0 3 5 8 5 2 2	A C N P A 3 9 6 6 A	ID		27- Sep - 201 4	31- Jul- 2019		6 6	2 6- Feb - 1 9 4 6	NA		1	1	1	2	AC,SC ,NRC	
M r.	SA RV AN I AL VA	0 6 8 9 6 4 0 3	B Q X P S 5 6 5 5 P	ID		31- Jul- 201 4	31- Jul- 2019		6 8	0 8- Jun- 1 9 4 0	Yes	2 8- Mar - 2 0 1 9	1	1	1	0		
M r.	KA RA N SA TIS H SH ET TY	0 8 1 6 8 2 0 0	D N Q P S 5 4 5 6 E	ED		10- Aug- 201 8	10- Aug- 2018			1 2- May - 1 9 9 3	NA		1	0	0	0		
M r.	SA TH YA M UR TH Y PA	0 8 2 7 6 5 3 7	A D Z P P 6 3 6	ID		12- Nov- 201 8	12- Nov- 2018		1 6	2 5- Mar - 1 9	Yes	2 8- Mar - 2 0	1	1	0	0		

	DA	6						3		1					
	KI	L						6		9					

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
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-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
---------	----------------------	----------	------------------------	------------------	----------------

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
13-Nov-2019	12-Feb-2020	Yes	10	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

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	13-Nov-2019		Yes	3	2
Audit Committee		12-Feb-2020	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

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	<p>DETAILS OF RELATED PARTIES TRANSACTIONS DURING THE PERIOD 01.01.2020 to 31.03.2020</p> <p>SI. No. Date of Transaction Name of the Party Nature of Transaction Value of Transaction</p> <p>1 31.03.2020 RNS INFRASTRUCTURE LIMITED SUPPLY OF JELLY/GSB AND SAND 13,57,95,075.00 TOTAL 13,57,95,075.00 For MURUDESHWAR CERAMICS LIMITED KARAN SATISH SHETTY WHOLE TIME DIRECTOR PLACE: BENGALURU DATE: 14.05.2020</p>
--	---

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:

%affirmComments%

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

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.naveentile.com
Terms and conditions of appointment of	Yes		www.naveentile.com
Composition of various committees of	Yes		www.naveentile.com
Code of conduct of board of directors and	Yes		www.naveentile.com
Details of establishment of vigil mechanism/	Yes		www.naveentile.com
Criteria of making payments to non-	Yes		www.naveentile.com
Policy on dealing with related party	Yes		www.naveentile.com
Policy for determining 'material' subsidiaries	Yes		www.naveentile.com
Details of familiarization programs imparted	Yes		www.naveentile.com
Email address for grievance redressal and other relevant details entity who are	Yes		www.naveentile.com
Contact information of the designated	Yes		www.naveentile.com
Financial results	Yes		www.naveentile.com
Shareholding pattern	Yes		www.naveentile.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Not Applicable		
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		www.naveentile.com
Credit rating or revision in credit rating	Yes		www.naveentile.com
Separate audited financial statements of	Not		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.naveentile.com
Materiality Policy as per Regulation 30	Yes		www.naveentile.com
Dividend Distribution policy as per	Not		
It is certified that these contents on the	Yes		www.naveentile.com
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	

<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent</i>	25(10)	Not Applicable	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
--	---------------	-----	--

Other Information	
--------------------------	--

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Other Information	
--------------------------	--

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