

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-2017**

i. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DI N	P AN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Rama Naga ppa Shetty	00038810	AJD PS3 496 C	C	29-Jun-1983			1	4	0
Mr.	Satish Rama Shetty	00037526	AIZ PS4 010 P	ED	27-Jun-2012			1	0	0
Mr.	Sunil Rama Shetty	00037572	AD OPS 661 6B	NED	27-Jun-2007			1	1	0
Mr.	Naveen Rama Shetty	00058779	AD OPS 661 7A	NED	10-Sep-2012			1	0	0
Mr.	Shivabasa yya Sidd	02272897	AA QP H44 44P	NED, ID	27-Sep-2014		2.50	1	1	0

	aram ayya Hire math									
Mr.	Anna ppay ya Kund apur	03 55 85 22	AC NP A39 66A	NED,ID	27-Sep- 2014		2.50	1	1	2
Mr.	Sank appa Kere man e Shett y	00 89 43 66	AKE PS6 531 N	NED,ID	27-Sep- 2014		2.50	1	1	2
Mrs.	Sarv ani Alva	06 89 64 03	BQ XPS 565 5P	NED,ID	31-Jul- 2014		2.66	1	1	0

II. Composition of Committees

Audit Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Rama Nagappa Shetty	C	Member
2	Annappayya Kundapur	NED,ID	Member
3	Sankappa Keremane Shetty	NED,ID	Chairperson

Stakeholders Relationship Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Rama Nagappa Shetty	C	Member
2	Annappayya Kundapur	NED,ID	Chairperson
3	Sankappa Keremane Shetty	NED,ID	Member

Risk Management Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>

Nomination and Remuneration Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Annappayya Kundapur	NED,ID	Chairperson
2	Shivabasayya Siddaramayya Hiremath	NED,ID	Member
3	Sankappa Keremane Shetty	NED,ID	Member

III. Meeting of Board of Directors		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
27-Oct-2016	25-Jan-2017	89

	24-Mar-2017	
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IV. Meeting of Committees				
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
Audit Committee	25-Jan-2017	YES	27-Oct-2016	89

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
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

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:

NA

Name : LAKSHMISHA BABU S
Designation : Company Secretary

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 (Yes/No/NA)	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Not Applicable	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	Not Applicable	
New name and the old name of the listed entity	Not Applicable	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
<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)	Yes
<i>Meeting of Board of directors</i>	17(2)	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)	Not Applicable
<i>Performance Evaluation of Independent Directors</i>	17(10)	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>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes

<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	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 listed entity</i>	24(2),(3),(4),(5) & (6)	Not Applicable
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<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

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**

Name : **Lakshmisha Babu S**
Designation : **Company Secretary**

CIN No. : L26914KA1983PLC005401

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RNS INFRASTRUCTURE LTD., FROM 01.01.2017 TO 31.03.2017			
DATE OF TRANSACTION	NAME OF THE PARTY	NATURE OF TRANSACTION	SALE VALUE(Rs.)
06.01.2017	RNS INFRASTRUCTURES LTD -BANGALORE	SALE OF TILES	8,463.10
06.01.2017	RNS INFRASTRUCTURES LTD -BANGALORE	SALE OF TILES	1,057.89
28.02.2017	RNS INFRASTRUCTURE LIMITED -CHENNAI	SALE OF TILES	111,177.41
28.02.2017	RNS INFRASTRUCTURE LIMITED -CHENNAI	SALE OF TILES	8,651.87
08.02.2017	M/S RNS INFRASTRUCTURES LTD. - HUBLI	SALE OF TILES	37,277.64
28.02.2017	M/S RNS INFRASTRUCTURES LTD. - HUBLI	SALE OF TILES	107,004.30
			273,632.21
31.03.2017	M/S RNS INFRASTRUCTURES LTD. - HUBLI	EARTH WORK RECEIPTS	69,842,899.85



An ISO 9001-2008 Certified Company