

CIN No. : L26914KA1983PLC005401

Naveen Complex, 7th Floor, 14, M.G. Road, Bengaluru - 560 001 INDIA

Phone : 080 - 42897000 25584181 Fax : 080 - 25584017 e-mail : mclblore@naveentile.com

**MCL:SEC:**

**January 13, 2016**

**National Stock Exchange of India Limited**

Exchange Plaza,  
Bandra Kurla Complex  
Bandra (East)  
MUMBAI 400 051

**STOCK CODE : MURUDCERA.EQ**

Dear Sir/Madam,

**Sub:- Compliance Status of Corporate Governance for the quarter ended 31.12.2015**

We are pleased to enclose, the status report on compliance with Corporate Governance provisions Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended on December 31, 2015.

This is for your information and record.

Thanking You,

Yours faithfully,  
**for Murudeshwar Ceramics Limited**

*Lakshmisha Babu S*

**Lakshmisha Babu S**  
**Company Secretary**



An ISO 9001-2008 Certified Company

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**MCL:SEC:**

**January 13, 2016**

**Bombay Stock Exchange Limited**

Floor 25, P J Towers

Dalal Street,

MUMBAI 400 001

**STOCK CODE : 515037**

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Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: MURUDESHWAR CERAMICS LIMITED

2. Quarter ending: DECEMBER 31, 2015

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chair-person / Executive / Non Executive / independent / Nominee)	Date of Appointment in the current term / cessation on	Tenure (Applicable to Independent Directors Only)	No of Directorship in listed entities including this listed entity*	Number of memberships in Audit / Stakeholder Committee(s) including this listed entity @	No of post of Chairpersons in Audit / Stakeholder Committee held in listed entities including this listed entity @
Mr	Rama Nagappa Shetty	AJDPS3496C and 00038810	Chairperson	29/06/1983	NA	1	4	0
Mr	Satish Rama Shetty	AIZPS4010P and 00037526	Executive	27/06/2012	NA	1	0	0
Mr	Sunil Rama Shetty	ADOPS6616B and 00037572	Non-Executive	27/06/2007	NA	1	1	0
Mr	Naveen Rama Shetty	ADOPS6617A and 00058779	Non-Executive	10/09/2012	NA	1	0	0
Mr	Kudlu Sunder Naik	AAHPN2182R and 00042986	Independent	29/09/2006	9 Years	1	1	2
Mr	Shivabasayya Siddaramayya Hiremath	AAQPH4444P and 02272897	Independent	27/09/2008	7 Years	1	1	0
Mr	Annappayya Kundapur	ACNPA3966A and 03558522	Independent	30/09/2011	4 Years	1	1	2
Mr	Sankappa Keremane Shetty	AKEPS6531N and 00894366	Independent	22/09/2012	3 Years	1	1	1
Mrs	Sarvani Alva	BQXPS5655P and 06896403	Independent	27/09/2014	1 Year	1	1	0

\* No. of Directorship given for only listed entities

@ No. of chairmanships and memberships in committees given for both listed and public unlisted companies.



II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non Executive/independent/Nominee)
1. Audit Committee	Mr. Kudlu Sunder Naik	Independent Director and Chairperson of the Audit Committee
	Mr. Annappayya Kundapur	Independent Director and member of the Audit Committee
	Dr. Rama Nagappa Shetty	Non-executive Chairperson of the Company
2. Nomination & Remuneration Committee(NRC)	Mr. Annappayya Kundapur	Independent Director and Chairperson of the NRC
	Mr. Kudlu Sunder Naik	Independent Director and member of the NRC
	Dr. Shivabasayya Siddaramayya Hiremath	Independent Director and member of the NRC
3. Risk Management Committee(if applicable)	NA	NA
4. Stakeholders Relationship Committee(SRC)	Mr. Annappayya Kundapur	Independent Director and Chairperson of the SRC
	Mr. Kudlu Sunder Naik	Independent Director and member of the SRC
	Dr. Rama Nagappa Shetty	Non-executive Chairperson of the Company

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	Maximum gap between any two consecutive (in number of days)
July 31, 2015 and September 26, 2015	October 27, 2015	<b>57 days</b> (from July 31, 2015 to September 26, 2015) <b>31 days</b> (from September 26, 2015 to October 27, 2015 ) current quarter

IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
October 27, 2015	Yes, All members/Chairman of audit Committee was present	July 31, 2015	88 days

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
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) : NA
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: YES

Date: January 13, 2016



A handwritten signature in blue ink, appearing to read 'Lakshmi Babu S.', written over a horizontal line.

LAKSHMISHA BABU S  
Company Secretary  
Murudeshwar Ceramics Limited  
Regd. Office: Murudeshwar Bhawan,  
Gokul Road, Hubli 580 030.

CIN No. : L26914KA1983PLC005401

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**MATERIAL RELATED PARTY TRANSACTIONS FOR THE QUARTER ENDED 31.12.2015**

DATE OF TRANSACTION	NAME OF THE PARTY/RELATIONSHIP WITH COMPANY	NATURE OF TRANSACTION	SALE VALUE(Rs.)
24.10.2015	RNS INFRASTRUCTURES LTD -Group Company	SALE OF TILES	42440.11
29.10.2015	RNS INFRASTRUCTURES LTD -Group Company	SALE OF TILES	28168.72
			<b>70608.83</b>
31.10.2015	M/S RNS INFRASTRUCTURES LTD. -Group Company	SALE OF TILES	171877.29
31.10.2015	M/S RNS INFRASTRUCTURES LTD. -Group Company	SALE OF TILES	9192.23
05.11.2015	M/S RNS INFRASTRUCTURES LTD. -Group Company	SALE OF TILES	69999.80
28.11.2015	M/S RNS INFRASTRUCTURES LTD. -Group Company	SALE OF TILES	7343.92
30.11.2015	M/S RNS INFRASTRUCTURES LTD. -Group Company	SALE OF TILES	14938.18
31.12.2015	M/S RNS INFRASTRUCTURES LTD. -Group Company	SALE OF TILES	6622.29
			<b>279973.71</b>
31.12.2015	RNS INFRASTRUCTURE LTD-EARTHWORK BILL	EARTH WORK	52219193

For Murudeshwar Ceramics Ltd.



Director

DIN: 00037526

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