

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - %companyName%
 2. Quarter ending - %quarterEnded%

i. Composition Of Board Of Director

T i t l e (M r / M s)	Na me of the Dir ect or	D I N	P A N	Cat ego ry (Ch air erso n / Exe cutiv e/ No n- Exec utive / Inde pend ent/ Nom inee)	S u b C a t e g o r y	In iti al D at e of A pp oi nt m en t	Dat e of App oint me nt	Dat e of cess atio n	T en ur e	D at e of Bir th	Wh eth er spe cial res olut ion pas sed ?	D at e of pas sin g spe cia l res olu tio n	N o. of D ir ec to rs hi p in lis ted ent itie s in clu ding this lis ted ent ity	No of Inde pend ent Dire ctor ship in lis ted entitie s includ ing this lis ted ent ity	No of me mber ships in Au dit/ Sta keh older Co mm itte e(s) includ ing this lis ted ent ity	No of post of Ch air pers on in Au dit / St ak eh ol der Co m mit tee held in lis ted ent itie s includ ing this lis ted ent ity	Me mber ship in Co mmi tees of the Co mpa ny	Rem arks
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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	C,E D	M D	27- Jun - 200 7	26- Jun- 2020			2 6- Mar - 1 9 6 2	NA		1	0	5	0	AC,SC	
M	S U N I L R A M A S H E T T Y	0 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 0 5 8 7 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 S I D R A M A Y Y A H I R E M A T H	0 2 2 7 2 8 9 7	A A Q P H 4 4 4 4 P	ID		27- Sep - 201 4	31- Jul- 2019	7 8	0 4- Ju l- 1 9 3 7	Yes	2 8- Mar - 2 0 1 9	1	1	1	2	NRC		
M r.	S A N K A P P A K E R E M A N	0 8 9 4 3 6 6	A K E P S 6 5 3	ID		27- Sep - 201 4	31- Jul- 2019	7 8	2 5- O ct - 1 9	Yes	2 8- Mar - 2 0	1	1	3	2	AC,SC ,NRC		

	E S H E T T Y		1 N					4 2		1 9							
M r.	AN NA PP AY YA	0 3 5 5 8 5 2 2 6 6 A	A C N P A 3 9 6 6 A	ID		27- Sep - 201 4	31- Jul- 2019		7 8	2 6- Feb - 1 9 4 6	Yes	2 6- Sep - 2 0 2 0	1	1	1	2	AC,SC ,NRC
M r. s	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		8 0	0 8- Ju n- 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- Au g- 201 8			1 2- May - 1 9 9 3	NA		1	0	0	0		
M r.	SA TH YA M UR TH Y PA DA KI	0 8 2 7 6 5 3 7	A D Z P P 6 3 3 6 6 L	ID		12- Nov- 201 8	28- Mar- 2019		2 8	2 5- Mar - 1 9 3 6	Yes	2 8- Mar - 2 0 1 9	1	1	0	0	

Company Remarks	As already intimated to exchanges about sad demise of our regular chairperson on 17.12.2020 and at present the company does not have regular chairperson. However, for every Board Meeting, Shri Satish Rama Shetty Vice Chairman and Managing Director is appointed as the chairperson for that meeting.
Whether Permanent chairperson appointed	No
Whether Chairperson is related to MD or CEO	No

ii. **Composition of Committees**

a. **Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	SANKAPPA KEREMANE SHETTY	ID	Chairperson	23-Sep-2016	
2	ANNAPPAYYA	ID	Member	27-Sep-2014	
3	SATISH RAMA SHETTY	C,ED	Member	18-Dec-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	ANNAPPAYYA	ID	Chairperson	27-Sep-2014	
2	SANKAPPA KEREMANE SHETTY	ID	Member	23-Sep-2016	
3	SATISH RAMA SHETTY	C,ED	Member	18-Dec-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. **Risk Management Committee**

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

d. **Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
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
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13-Nov-2020	13-Jan-2021	Yes	9	5
	13-Feb-2021	Yes	9	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	60

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-2020		Yes	3	2
Audit Committee		13-Feb-2021	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</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	

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 01.01.2021 TO 31.03.2021</p> <table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Name of the Party</th> <th>Nature of Transaction</th> <th>Value of Transaction (Rs. In Lakhs)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>RNS Infrastructure Limited</td> <td>Earth work Receipt</td> <td>510.00</td> </tr> <tr> <td>2</td> <td>Naveen Hotels Limited</td> <td>Sales</td> <td>10.48</td> </tr> <tr> <td>3</td> <td>Availed Accommodation</td> <td>Purchases</td> <td>37.20</td> </tr> <tr> <td>4</td> <td>RNS Motors Limited</td> <td>Services</td> <td>0.71</td> </tr> <tr> <td>5</td> <td>RN Shetty Trust</td> <td>Sales</td> <td>3.29</td> </tr> <tr> <td>6</td> <td>RNS Power Ltd</td> <td>Purchase</td> <td>6.00</td> </tr> <tr> <td>7</td> <td>Murudeshwar Power Corporation Limited</td> <td>Civil Works Receipt</td> <td>504.00</td> </tr> <tr> <td></td> <td></td> <td>Dividend Received</td> <td>63.37</td> </tr> </tbody> </table> <p>For Murudeshwar Ceramics Limited Satish Rama Shetty Vice Chairman & Managing Director</p>	Sl. No.	Name of the Party	Nature of Transaction	Value of Transaction (Rs. In Lakhs)	1	RNS Infrastructure Limited	Earth work Receipt	510.00	2	Naveen Hotels Limited	Sales	10.48	3	Availed Accommodation	Purchases	37.20	4	RNS Motors Limited	Services	0.71	5	RN Shetty Trust	Sales	3.29	6	RNS Power Ltd	Purchase	6.00	7	Murudeshwar Power Corporation Limited	Civil Works Receipt	504.00			Dividend Received	63.37
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7	Murudeshwar Power Corporation Limited	Civil Works Receipt	504.00																																		
		Dividend Received	63.37																																		

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 : %affirmName%
Designation : %affirmDesignation%

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			
<i>Item</i>	<i>Compliance status</i>	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	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'	Yes		www.naveentile.com
Details of familiarization programs	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	Yes		www.naveentile.com
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			
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status</i>	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),(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 Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
	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 Memberships in Committees</i>	25(10)	Not Applicable	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(1)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(3)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(4)	Yes	
	26(2) & 26(5)	Yes	

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