

MCL: SEC: 2021

Date: 27.09.2021

To,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
MUMBAI 400 051,
Trading Symbol: MURUDCERA.EQ

To,
BSE Limited,
Floor 25, P J Towers,
Dalal Street,
MUMBAI 400 001,
Scrip Code: 515037

Dear Sir/ Madam,

Sub.:Submission of results of remote e-voting and voting conducted through poll paper at the 38th Annual General Meeting (AGM) on the resolutions set forth in the notice of 38th AGM along with Scrutinizer's Report.

In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014 as amended from time to time, we hereby enclose the consolidated voting results on the resolutions passed at the 38th Annual General Meeting (AGM) of the Company as declared by the Chairman of the 38th Annual General Meeting of the Company.

Further, we hereby also enclose the Scrutinizer's report as submitted by Shri Sunil J Shah, Practicing Company Secretary (Membership No. FCS 8717) on the resolutions as set forth in the notice dated 13.08.2021 of the 38thAGM of the Company held on 25th September, 2021 at 3:00P.M. at R N Shetty Kalyan Mantap, Near Indira Glass House, Hubballi -580029, Karnataka.

The above Results and Scrutinizer's Report are also available on the website of the Company at www.naveentile.com.

You are requested to take the above in your records and disseminate the same on your website.

Thanking you.

Yours faithfully.

For Murudeshwar Ceramics Limited


Ashok Kumar
Company Secretary &
Compliance Officer

Encl.: As Above

DECLARATION OF VOTING RESULTS OF RESOLUTIONS PASSED THROUGH REMOTE E-VOTING AND VOTING THROUGH POLL PAPER DURING THE 38TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 25TH SEPTEMBER, 2021 AT 3:00 P.M. AT R N SHETTY KALYAN MANTAP, NEAR INDIRA GLASS HOUSE, HUBBALLI -580029, KARNATAKA.

Dear Members,

We hereby declare the consolidated voting results on the resolutions passed at the 38th Annual General Meeting (AGM) of the Company based on the Scrutiniser Report as submitted by Shri Sunil J Shah, Practicing Company Secretary (M. No. FCS 8717).

The company had provided facility to the members to cast their vote through remote e-voting from 22nd September, 2021 (9:00 IST) to 24th September, 2021 (17:00 IST) and voting through poll paper during the 38th Annual General Meeting.

The Board of Directors had appointed Shri Sunil J Shah, Practicing Company Secretary (M. No. FCS 8717) as the Scrutiniser to scrutinize the remote e-voting and the voting process at the AGM in a fair and transparent manner. The Scrutiniser had submitted his consolidate report dated 25th September, 2021 on remote e-voting and voting through poll paper conducted during the 38th Annual General Meeting.

The Consolidated results based on the above said report of the Scrutiniser is as follows:

Sl. No.	Particulars	Resolution Type (Ordinary/Special)	% of Votes cast in favour	% of Votes cast in against
1	To consider, approve and adopt the Audited Annual Financial Statements for the year ended 31st March, 2021.	Ordinary	99.907	0.093
2	To appoint Shri Sunil Rama Shetty (DIN 00037572) as the Director Liable to Retire by Rotation.	Ordinary	99.900	0.100
3	Reclassification of Authorised Share Capital of the Company	Special	99.902	0.098
4	To alter in the Capital Clause of Memorandum of Association of the Company	Special	99.903	0.097
5	To adopt Memorandum of Association as per the provisions of the Companies Act, 2013.	Special	99.903	0.097
6	To adopt a new set of Articles of Association for the company pursuant to Table - F of the Schedule-I of the Companies act, 2013	Special	99.903	0.097



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An ISO 9001-2008 Certified Company

Based on the above report, all the resolution were passed successfully at the 38th Annual General Meeting of the Company.

Thanking you.

Yours faithfully.

For Murudeshwar Ceramics Limited



Satish Rama Shetty
Chairman and Managing Director
DIN: 00037526

Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/ resolution?		No						
Description of resolution considered		Adoption of Financial Statements for the year ended 31st March, 2021						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		32549068	100.0000	32549068	0	100.0000	0.0000
	Poll	32549068	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32549068	32549068	100.0000	32549068	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting		516293	96.1178	485425	30868	94.0212	5.9788
	Poll	537146	20853	3.8822	20853	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	537146	537146	100.0000	506278	30868	94.2533	5.7467
Total		33086214	33086214	100.0000	33055346	30868	99.9067	0.0933
Whether resolution is Pass or Not.							Yes	

Resolution (2)

Resolution (3)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/ resolution?		No						
Description of resolution considered		Reclassification of Authorised Share Capital of the Company.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		32549068	100.0000	32549068	0	100.0000	0.0000
	Poll	32549068	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32549068	32549068	100.0000	32549068	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		515313	96.1107	482865	32448	93.7032	6.2968
	Poll	536166	20853	3.8893	20853	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	536166	536166	100.0000	503718	32448	93.9481	6.0519
Total		33085234	33085234	100.0000	33052786	32448	99.9019	0.0981
Whether resolution is Pass or Not.							Yes	

Resolution (4)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/ resolution?		No						
Description of resolution considered		To alter in the Capital Clause of Memorandum of Association of the Company.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		32549068	100.0000	32549068	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	32549068	0	0.0000	0	0	0	0
	Total	32549068	32549068	100.0000	32549068	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		515593	96.1127	483425	32168	93.7610	6.2390
	Poll		20853	3.8873	20853	0	100.0000	0.0000
	Postal Ballot (if applicable)	536446	0	0.0000	0	0	0	0
	Total	536446	536446	100.0000	504278	32168	94.0035	5.9965
Total		33085514	33085514	100.0000	33053346	32168	99.9028	0.0972
Whether resolution is Pass or Not.							Yes	

Resolution (5)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To adopt Memorandum of Association as per the provisions of the Companies Act, 2013.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		32549068	100.0000	32549068	0	100.0000	0.0000
	Poll	32549068	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32549068	32549068	100.0000	32549068	0	100.0000	0.0000
Public- Institutions	E-Voting			0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0		0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		515593	96.1127	483525	32068	93.7804	6.2196
	Poll	536446	20853	3.8873	20853	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	536446	536446	100.0000	504378	32068	94.0221	5.9779
Total		33085514	33085514	100.0000	33053446	32068	99.9031	0.0969
Whether resolution is Pass or Not.							Yes	

Resolution (6)

Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To adopt a new set of Article of Association for the Company pursuant to Table - F of the Companies Act, 2013.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		32549068	100.0000	32549068	0	100.0000	0.0000
	Poll	32549068	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32549068	32549068	100.0000	32549068	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		515593	96.1127	483425	32168	93.7610	6.2390
	Poll	536446	20853	3.8873	20853	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	536446	536446	100.0000	504278	32168	94.0035	5.9965
Total		33085514	33085514	100.0000	33053346	32168	99.9028	0.0972
Whether resolution is Pass or Not.							Yes	

Sunil Shah & Co
Company Secretary

Ph 2365869 Email sunil_j_shah@yahoo.com
T-22, 3rd Floor Satellite Complex,
Koppikar Road, Hubli - 580020

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 108 & 109 of the Companies Act, 2013 and rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Chairman
Murudeshwar Ceramics Limited,
Hubli.

Sub: 38th Annual General Meeting of the Equity Shareholders of Murudeshwar Ceramics Limited Held on Saturday, September 25th, 2021 at 3 P.M at Shri R N Shetty Kalyana Mantap, Opp. Indira Glass House, Hubli - 580 029

Dear Sir,

I Sunil Javeerchand Shah, appointed as Scrutinizer(s) for the purpose of the E voting and polling taken on the resolution(s) mentioned in the Notice of the Annual General Meeting of the Equity Shareholders of Murudeshwar Ceramics Limited, held on Saturday, September 25th, 2021 at 3 P.M at Shri R N Shetty Kalyana Mantap, Opp. Indira Glass House, Hubli - 580 029, submit our report as under:

1. The e-voting period commenced on 22nd September, 2021 from 9.00 AM IST and concluded on 24th September 2021 at 5.00 PM IST. The e-voting services were provided by National Securities Depository Limited (NSDL). After the time fixed for closing of the E-Voting the portal was blocked.
2. Further at the AGM held on 25.09.2021 the papers for voting by Poll were distributed to the members present at the meeting who had not preferred to vote under e-voting option and after the time fixed for closing of the poll by the Chairman, One Ballot box kept for polling was locked and sealed in my presence with due identification marks placed by me.
3. The blocked portal and sealed ballot box were opened in my presence and the e-votes and poll papers were diligently scrutinized. The e-votes and polled votes were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
4. The polled votes which were invalid or incomplete and/or which were otherwise found defective have been treated as invalid and accounted separately.
5. The results of Poll are given in the Annexure - I and results of E-Votes are given in Annexure-II and the combined results are given in Annexure - III which are attached to this report.
6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes that were declared invalid for each resolution, E-voting records and all other relevant documents and records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Place: Hubli

Dated: 25.09.2021



Yours faithfully,

Sunil J Shah, Company Secretary, Mem No 8717 COP No 3289

Name/s and Signature/s of the Scrutinizer

UDIN No: A008717C001000422

At: Hubli

Savitai A. Manvi

S. S. Harbale
A. Manvi

38th Annual General Meeting of the Equity Shareholders of Murudeshwar Ceramics Limited Held on Saturday, September 25th, 2021 at 3 P.M at Shri R N Shetty Kalyana Mantap, Opp. Indira Glass House, Hubli - 580 029

ANNEXURE-I TO SCRUTINISERS REPORT (Polling Votes Results)

No	Subject of Resolution	Favour			Against			Invalid		
		Number of members voted by poll	Number of votes cast in favour of the resolution	%age of total number of valid votes cast	Number of members voted by poll	Number of votes cast in Against of the resolution	% age of total number of valid votes cast	Number of members whose votes were declared invalid	Number of votes cast as invalid	%age of total number of invalid votes cast
1	Adoption of Financial Statements for the year ended 31st March, 2021	40	21047	100.0000%	0	0	0.0000%	0	0	0.0000%
2	Re-appointment of Shri Sunil Rama Shetty (DIN 00037572) who retires by rotation	40	21047	100.0000%	0	0	0.0000%	0	0	0.0000%
3	Reclassification of Authorised Share Capital	40	21047	100.0000%	0	0	0.0000%	0	0	0.0000%
4	Alteration of Capital Clause of Memorandum of Association of the Company	40	21047	100.0000%	0	0	0.0000%	0	0	0.0000%
5	Adoption of Memorandum of Association as per the provisions of the Companies Act, 2013	40	21047	100.0000%	0	0	0.0000%	0	0	0.0000%
6	Adoption of New set of Articles of for the Company pursuant to Table-F of Schedule-1 of the Companies Act, 2013	40	21047	100.0000%	0	0	0.0000%	0	0	0.0000%



ANNEXURE-II TO SCRUTINISERS REPORT (E-Voting Results)

No	Subject of Resolution	Favour			Against			Invalid		
		Number of members voted electronically	Number of votes cast in favour of the resolution	%age of total number of valid votes cast	Number of members voted electronically	Number of votes cast in Against of the resolution	% age of total number of valid votes cast	Number of members whose votes were declared invalid	Number of votes cast as invalid	%age of total number of invalid votes cast
1	Adoption of Financial Statements for the year ended 31st March, 2021	105	33065167	99.907%	7	30868	0.093%	0	0	0.000%
2	Re-appointment of Shri Sunil Rama Shetty (DIN 00037572) who retires by rotation	97	33063384	99.900%	16	33251	0.100%	0	0	0.000%
3	Reclassification of Authorised Share Capital	102	33064187	99.902%	11	32448	0.098%	0	0	0.000%
4	Alteration of Capital Clause of Memorandum of Association of the Company	102	33064467	99.903%	11	32168	0.097%	0	0	0.000%
5	Adoption of Memorandum of Association as per the provisions of the Companies Act, 2013	103	33064567	99.903%	10	32068	0.097%	0	0	0.000%
6	Adoption of New set of Articles of for the Company pursuant to Table-F of Schedule-1 of the Companies Act, 2013	102	33064467	99.903%	11	32168	0.097%	0	0	0.000%



ANNEXURE-III TO SCRUTINISERS REPORT (Combined Result of E-Voting and Polled Vote Results)

No	Subject of Resolution	Favour			Against			Invalid		
		Number of members voted electronically and by poll	Number of votes cast in favour of the resolution	%age of total number of valid votes cast	Number of members voted electronically and by poll	Number of votes cast in Against of the resolution	% age of total number of valid votes cast	Number of members whose votes were declared invalid	Number of votes cast as invalid	%age of total number of invalid votes cast
1	Adoption of Financial Statements for the year ended 31st March, 2021	145	33086214	99.907%	7	30868	0.093%	0	0	0.000%
2	Re-appointment of Shri Sunil Rama Shetty (DIN 00037572) who retires by rotation	137	33084431	99.900%	16	33251	0.100%	0	0	0.000%
3	Reclassification of Authorised Share Capital	142	33085234	99.902%	11	32448	0.098%	0	0	0.000%
4	Alteration of Capital Clause of Memorandum of Association of the Company	142	33085514	99.903%	11	32168	0.097%	0	0	0.000%
5	Adoption of Memorandum of Association as per the provisions of the Companies Act, 2013	143	33085614	99.903%	10	32068	0.097%	0	0	0.000%
6	Adoption of New set of Articles of for the Company pursuant to Table F of Schedule- 1 of the Companies Act, 2013	142	33085514	99.903%	11	32168	0.097%	0	0	0.000%



Sunil Shah
Company Secretary
Mem No 8717 Cop no 3289