



**MURUDESHWAR
CERAMICS LTD.**

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GSTN : 29AABCM2526R1ZZ
CIN : L26914KA1983PLC005401

MCL: SEC: AUG: 2022

Date: 22.09.2022

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

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 39th Annual General Meeting (AGM) on the resolutions set forth in the notice of 39th 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 39th Annual General Meeting (AGM) of the Company as declared by the Chairman of the 39th 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 12.08.2022 of the 39th AGM of the Company held on 22th September, 2022 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

An ISO 9001-2008 Certified Company

DECLARATION OF VOTING RESULTS OF RESOLUTIONS PASSED THROUGH REMOTE E-VOTING AND VOTING THROUGH POLL PAPER DURING THE 39TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 22TH SEPTEMBER, 2022 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 39th 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 19th September, 2022 (9:00 IST) to 21th September, 2022 (17:00 IST) and voting through poll paper during the 39th 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 22th September, 2022 on remote e-voting and voting through poll paper conducted during the 39th 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 receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	99.999	0.001
2	To appoint a director in place of Shri Satish Rama Shetty (DIN00037526), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary	99.998	0.002
3	To approve existing as well as new Material Related Party Transaction(s) in terms of Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013.	Ordinary	99.973	0.027
4	Approval under Section 180(1) of the companies Act, 2013 and rules made thereunder.	Special	99.998	0.002
5	Approval to make Investments, to give Loans, to give guarantees and Provide Securities under Section 186 of the companies Act, 2013 and rules made thereunder.	Special	99.998	0.002
6	Approval under section 185 of the companies Act, 2013 and rules made thereunder.	Special	99.998	0.002



An ISO 9001-2008 Certified Company

Based on the above report, all the resolution were passed successfully at the 39th Annual General Meeting of the Company.

Thanking you.

Yours' faithfully.

By Order of the Chairman of the Meeting

For Murudeshwar Ceramics Limited


Ashok Kumar
Company Secretary and
Compliance Officer



Place : Hubballi
Date : 22.09.2022

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: 39th Annual General Meeting of the Equity Shareholders of Murudeshwar Ceramics Limited Held on Thursday, September 22nd, 2022 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 Thursday, September 22nd, 2022 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 19th September, 2022 from 9.00 AM IST and concluded on 21st September 2022 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 22.09.2022 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: 22.09.2022



Yours faithfully,

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

Name/s and Signature/s of the Scrutinizer

UDIN No: A008717D001001203

M.S. Pujar
Manjunath S. Pujar
At :- Hubli

At: Hubli
Savita A. Manvi

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 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	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon	45	1718092	100.000%	0	0	0.000%	0	0	0.000%
2	To appoint a director in place of Shri Satish Rama Shetty (DIN 00037526), who retires by rotation and being eligible offers himself for reappointment	45	1718092	100.000%	0	0	0.000%	0	0	0.000%
3	To approve existing as well as new Material Related Party Transaction(s) in terms of Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013	45	1718092	100.000%	0	0	0.000%	0	0	0.000%
4	Approval under Section 180(1) of the companies Act, 2013 and rules made thereunder	45	1718092	100.000%	0	0	0.000%	0	0	0.000%
5	Approval to make Investments, to give Loans, to give guarantees and Provide Securities under Section 186 of	45	1718092	100.000%	0	0	0.000%	0	0	0.000%
6	Approval to make Investments, to give Loans, to give guarantees and Provide Securities under Section 186 of the companies Act, 2013 and rules made thereunder	45	1718092	100.000%	0	0	0.000%	0	0	0.000%



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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	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon	74	36986363	100.000%	3	106	0.000%	0	0	0.000%
2	To appoint a director in place of Shri Satish Rama Shetty (DIN 00037526), who retires by rotation and being eligible offers himself for reappointment	73	36985863	99.998%	4	606	0.002%	0	0	0.000%
3	To approve existing as well as new Material Related Party Transaction(s) in terms of Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013	63	495419	99.878%	4	606	0.122%	0	0	0.000%
4	Approval under Section 180(1) of the companies Act, 2013 and rules made thereunder	73	36985863	99.998%	4	606	0.002%	0	0	0.000%
5	Approval to make Investments, to give Loans, to give guarantees and Provide Securities under Section 186 of	73	36985863	99.998%	4	606	0.002%	0	0	0.000%
6	Approval to make Investments, to give Loans, to give guarantees and Provide Securities under Section 186 of the companies Act, 2013 and rules made thereunder	73	36985863	99.998%	4	606	0.002%	0	0	0.000%



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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	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon	119	38704455	100.000%	3	106	0.000%	0	0	0.000%
2	To appoint a director in place of Shri Satish Rama Shetty (DIN 00037526), who retires by rotation and being eligible offers himself for reappointment	118	38703955	99.998%	4	606	0.002%	0	0	0.000%
3	To approve existing as well as new Material Related Party Transaction(s) in terms of Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013	108	2213511	99.973%	4	606	0.027%	0	0	0.000%
4	Approval under Section 180(1) of the companies Act, 2013 and rules made thereunder	118	38703955	99.998%	4	606	0.002%	0	0	0.000%
5	Approval to make Investments, to give Loans, to give guarantees and Provide Securities under Section 186 of	118	38703955	99.998%	4	606	0.002%	0	0	0.000%
6	Approval to make Investments, to give Loans, to give guarantees and Provide Securities under Section 186 of the companies Act, 2013 and rules made thereunder	118	38703955	99.998%	4	606	0.002%	0	0	0.000%



[Signature]
 Sunil Shetty
 Company Secretary
 Mem No 8717 Cop no 3289