MURUDESHWAR CERAMICS LTD.
Regd. Office : 604/B, Murudeshwar Bhavan, Gokul Road, Hubli - 580030, India.
Ph: 0836 - 2331615 E-mail : mclho@naveentile.com / ndtmktg@naveentile.com
Factory: Krishnapur Village, Hubli - 580024 E-mail : mclplant@bsnl.in / mclplant@rediffmail.com

NAVEEN CERAMIC & VITRIFIED TILES

GSTN : 29AABCM2526R1ZZ
CIN : L26914KA1983PLC005401

MCL: SEC: SEP: 2024

Date: 21.09.2024

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

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 41st Annual General Meeting (AGM) on the resolutions set forth in the notice of 41st 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 the Companies (Management & Administration) Rules, 2014 as amended from time to time, we hereby enclose the consolidated voting results on the resolutions passed at the 41st Annual General Meeting (AGM) of the Company as declared by the Chairman of the 41st 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 31.07.2024 of the 41st AGM of the Company held on 21st September, 2024 at 3:00P.M. at Hotel Naveen, Unkal Lake, Hubli - Dharwad Highway, Bairidevarkoppa,Hubballi – 580025, 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.

Thanking you.

Yours faithfully.

For Murudeshwar Ceramics Limited

MURUDESHWAR CERAMICS LTD. HUBLI-580 030

Ashok Kumar
Company Secretary &
Compliance Officer

Encl.: as above

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DECLARATION OF VOTING RESULTS OF RESOLUTIONS PASSED THROUGH REMOTE E-VOTING AND VOTING THROUGH POLL PAPER DURING THE 41ST ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 21ST DAY OF SEPTEMBER, 2024 AT 3:00 P.M. AT HOTEL NAVEEN, UNKAL LAKE, HUBLI - DHARWAD HIGHWAY, BAIRIDEVARKOPPA, HUBBALLI – 580025, KARNATAKA.

Dear Members,

We hereby declare the consolidated voting results on the resolutions passed at the 41st 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 18th September, 2024 (9:00 IST) to 20th September, 2024 (17:00 IST) and voting through poll paper during the 41st 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 consolidated report dated 21st September, 2024 on remote e-voting and voting through poll paper conducted at the 41st Annual General Meeting.

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

Sl. No.	Particulars	Nature of resolution	% 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, 2024, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	99.996	0.004
2	To appoint a director in place of Shri Sunil Rama Shetty (DIN 00037572), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary	99.999	0.001
3	To declare a dividend on equity shares for the financial year ended March 31, 2024.	Ordinary	99.999	0.001
4	Approval for re-appointment of M/s. K.G. Rao & Co., (Firm Registration No. 010463S), as the Statutory Auditors of the Company.	Ordinary	99.996	0.004
5	To approve existing and new Material Related Party Transaction(s) with RNS Infrastructure Limited (RNSIL) in terms of Regulation 23 and such other applicable	Ordinary	99.994	0.006

	provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013.			
6	Appointment of Shri Vishwanath Shetty (DIN: 10694435) as an Independent Director of the Company.	Special	99.996	0.004
7	Appointment of Shri Vittal Kadekar Menaka Shetty (DIN: 10695560) as an Independent Director of the Company.	Special	99.996	0.004
8	Appointment of Smt. Shakunthala Shetty (DIN: 10704086) as an Independent Director of the Company.	Special	99.996	0.004

Based on the above report, all the resolutions were passed successfully at the 41st Annual General Meeting of the Company.

Thanking you.

Yours' faithfully.

By Order of the Chairman

For Murudeshwar Ceramics Limited

MURUDESHWAR CERAMICS LTD. HUBLI-580 030

Ashok Kumar
Company Secretary and
Compliance Officer

21.09.2024, Hubballi

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: 41st Annual General Meeting of the Equity Shareholders of Murudeshwar Ceramics Limited Held on Saturday, September 21st, 2024 at 3.00 P.M at Hotel Naveen, Unkal Lake, Hubli - Dharwad Highway, Bairidevarkoppa, Hubballi – 580025, Karnataka

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 21st, 2024 at 3 P.M at Hotel Naveen, Unkal Lake, Hubli - Dharwad Highway, Bairidevarkoppa, Hubballi – 580025, Karnataka, submit our report as under:

1. The e-voting period commenced on 18th September, 2024 from 9.00 AM IST and concluded on 20th September 2024 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 21.09.2024 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: 21.09.2024

SUNIL SHAH & CO HUBLI COMPANY SECRETARIES

Yours faithfully,

Sunil J Shah, Company Secretary, Mem No 8717 COP No 3289
Name/s and Signature/s of the Scrutinizer
UDIN No: **A008717F001256590**

M.S. Pujor
Manjunath S. Pujor
Hubli

Savitri A. Manvi
Hubli

41st Annual General Meeting of the Equity Shareholders of Murudeshwar Ceramics Limited Held on Saturday, September 21st, 2024 at 3 P.M at Hotel Naveen, Unkal Lake, Hubli-Dharwad Highway, Bhairidevarakoppa Hubballi - 580 025

ANNEXURE-I TO SCRUTINISERS REPORT (Polled 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	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon	40	2318890	100.000%	0	0	0.000%	0	0	0.000%
2	To appoint a director in place of Shri Sunil Rama Shetty (DIN 00037572), who retires by rotation and being eligible, offers himself for reappointment	40	2318890	100.000%	0	0	0.000%	0	0	0.000%
3	To declare a dividend on equity shares for the financial year ended March 31, 2024:	40	2318890	100.000%	0	0	0.000%	0	0	0.000%
4	Approval for re-appointment of M/s. K.G. Rao & Co., (Firm Registration No. 010463S), as the Statutory Auditors of the Company	40	2318890	100.000%	0	0	0.000%	0	0	0.000%
5	To approve existing and new Material Related Party Transaction(s) with RNS Infrastructure Limited (RNSIL) 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	40	2318890	100.000%	0	0	0.000%	0	0	0.000%
6	Appointment of Shri Vishwanath Shetty (DIN: 10694435) as an Independent Director of the Company	40	2318890	100.000%	0	0	0.000%	0	0	0.000%
7	Appointment of Shri Vittal Kadekar Menaka Shetty (DIN: 10695560) as an Independent Director of the Company	40	2318890	100.000%	0	0	0.000%	0	0	0.000%
8	Appointment of Smt. Shakunthala Shetty (DIN: 10704086) as an Independent Director of the Company	40	2318890	100.000%	0	0	0.000%	0	0	0.000%

41st Annual General Meeting of the Equity Shareholders of Murudeshwar Ceramics Limited Held on Saturday, September 21st, 2024 at 3 P.M at Hotel Naveen, Unkal Lake, Hubli-Dharwad Highway, Bhairidevarakoppa Hubballi - 580 025

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, 2024, together with the Reports of the Board of Directors and the Auditors thereon	55	40426488	99.996%	14	1710	0.004%	0	0	0.000%
2	To appoint a director in place of Shri Sunil Rama Shetty (DIN 00037572), who retires by rotation and being eligible, offers himself for reappointment	55	40427758	99.999%	14	440	0.001%	0	0	0.000%
3	To declare a dividend on equity shares for the financial year ended March 31, 2024:	56	40427858	99.999%	13	340	0.001%	0	0	0.000%
4	Approval for re-appointment of M/s. K.G. Rao & Co., (Firm Registration No. 010463S), as the Statutory Auditors of the Company	54	40426481	99.996%	15	1717	0.004%	0	0	0.000%
5	To approve existing and new Material Related Party Transaction(s) with RNS Infrastructure Limited (RNSIL) 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	54	27573522	99.994%	14	1710	0.006%	0	0	0.000%
6	Appointment of Shri Vishwanath Shetty (DIN: 10694435) as an Independent Director of the Company	55	40426488	99.996%	14	1710	0.004%	0	0	0.000%
7	Appointment of Shri Vittal Kadekar Menaka Shetty (DIN: 10695560) as an Independent Director of the Company	54	40426388	99.996%	15	1810	0.004%	0	0	0.000%
8	Appointment of Smt. Shakunthala Shetty (DIN: 10704086) as an Independent Director of the Company	54	40426388	99.996%	15	1810	0.004%	0	0	0.000%

41st Annual General Meeting of the Equity Shareholders of Murudeshwar Ceramics Limited Held on Saturday, September 21st, 2024 at 3 P.M at Hotel Naveen, Unkal Lake, Hubli-Dharwad Highway, Bhairidevarakoppa Hubballi - 580 025

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, 2024, together with the Reports of the Board of Directors and the Auditors thereon	95	42745378	99.996%	14	1710	0.004%	0	0	0.000%
2	To appoint a director in place of Shri Sunil Rama Shetty (DIN 00037572), who retires by rotation and being eligible, offers himself for reappointment	95	42746648	99.999%	14	440	0.001%	0	0	0.000%
3	To declare a dividend on equity shares for the financial year ended March 31, 2024:	96	42746748	99.999%	13	340	0.001%	0	0	0.000%
4	Approval for re-appointment of M/s. K.G. Rao & Co., (Firm Registration No. 010463S), as the Statutory Auditors of the Company	94	42745371	99.996%	15	1717	0.004%	0	0	0.000%
5	To approve existing and new Material Related Party Transaction(s) with RNS Infrastructure Limited (RNSIL) 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	94	29892412	99.994%	14	1710	0.006%	0	0	0.000%
6	Appointment of Shri Vishwanath Shetty (DIN: 10694435) as an Independent Director of the Company	95	42745378	99.996%	14	1710	0.004%	0	0	0.000%
7	Appointment of Shri Vittal Kadekar Menaka Shetty (DIN: 10695560) as an Independent Director of the Company	94	42745278	99.996%	15	1810	0.004%	0	0	0.000%
8	Appointment of Smt. Shakunthala Shetty (DIN: 10704086) as an Independent Director of the Company	94	42745278	99.996%	15	1810	0.004%	0	0	0.000%

Sunil Shah
Company Secretary
Mem No 8717 Cop no 3289