

CERA

CSL/2020-21/77

20th July, 2020

BSE Limited Corporate Relationship Department 1 st Floor, New Trading Ring Rotunda Building, P J Towers Dalal Street, Fort, Mumbai - 400001. Scrip Code :532443 Scrip ID: CERA	National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra (East) Mumbai - 400051. Scrip Code: CERA
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Dear Sir,

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2020

Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February,2019, we enclosed herewith Annual Secretarial Compliance Report for the year ended on 31st March, 2020 issued by Umesh Parikh & Associates, Practicing Company Secretaries.

We hope you will find the above in order.

Thanking you.

For Cera Sanitaryware Limited,



Hemal Sadiwala

Company Secretary

Encl: as above

Cera Sanitaryware Limited

Corporate Office: 7th & 8th Floors, B Wing, Privilon, Ambli BRTS Road, Iskcon Crossroads, Ahmedabad 380059, India
Tel: +91 79 49112222 Email: marketing@cera-india.com Web: www.cera-india.com

Registered Office & Works: 9, GIDC Industrial Estate, Kadi 382715, District Mehsana, North Gujarat

CIN: L26910GJ1998PLC034400

UMESH PARIKH & ASSOCIATES
COMPANY SECRETARIES

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5/D, 5th Floor, Vardan Exclusive,
Next to Vimal House, Nr. Stadium Petrol Pump,
Navrangpura, Ahmedabad – 380 014.

SECRETARIAL COMPLIANCE REPORT OF CERA SANITARYWARE LIMITED
FOR THE YEAR ENDED ON MARCH 31, 2020

To,
CERA SANITARYWARE LIMITED
CIN: L26910GJ1998PLC034400
9, G.I.D.C. Industrial Estate,
Kadi, Mehsana- 382715,
Gujarat

We, Umesh Parikh & Associates, Practicing Company Secretary, have examined:

- a) all the documents and records made available to us electronically or otherwise and explanation provided by Cera Sanitaryware Limited (“the listed entity”),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended on 31st March, 2020 (“Review Period”) in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not Applicable to the Company during the Review Period)
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, to the extent applicable;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (**Not Applicable to the Company during the Review Period**)
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (**Not Applicable to the Company during the Review Period**)

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- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Review Period)**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable to the Company during the Review Period)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; to the extent applicable;
- i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, to the extent applicable;
- j) The Depositories Act, 1996 and Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, to the extent applicable,

and circulars/ guidelines issued thereunder;

and based on the above examination, We, hereby report that, during the audit period under review:

- a) The listed entity has complied with all the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- c) No action has been taken against the listed entity/ its promoters/ directors either by SEBI or by Stock Exchanges under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.
- d) The listed entity has taken following actions to comply with the observation made by Practicing Company Secretary in the previous report: **Not Applicable to the Company during the Review Period.**

Further, the Company has suitably included the conditions as mentioned in Para 6(A) and 6(B) of the SEBI Circular CIR/CFD/CMD1/114/2019, dated October 18, 2019 in the terms of appointment of statutory auditor of the Company.

**FOR UMESH PARIKH & ASSOCIATES
COMPANY SECRETARIES**



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**Place: Ahmedabad
Date: 25th June, 2020**

**UMESH PARIKH
PROPRIETOR
FCS No.:4152 C. P. No.: 2413
UDIN: F004152B000381320**

Note:

Due to restricted movement amid COVID-19 pandemic, we conducted the audit by examining the Secretarial Records including disclosure made to the Stock Exchanges under various Act and Regulations of SEBI on the basis of documents provided to us by way of electronic mode or otherwise and part of the documents received by way of electronic mode could not be verified by us from the original records. The management has confirmed that the records / details submitted to us by electronic mode are true and correct.