

30.09.2021

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051

BSE Limited
P.J. Towers
Dalal Street
Mumbai - 400 001

Dear Sir / Madam,

Sub: Results of the 35th Annual General Meeting ('AGM') of Kajaria Ceramics Limited ('the Company') pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

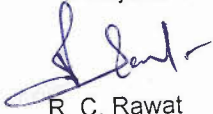
In continuation of our letter dated September 29, 2021, we enclose herewith the followings with respect to the 35th AGM of the Company held on Tuesday, September 28, 2021 at 3:00 p.m. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'):

- Voting Results of the 35th AGM of the Company as an Annexure - A.
- Consolidated Scrutiniser's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as an Annexure - B.
- Mr. Ashok Kajaria has been re-appointed as the Chairman & Managing Director of the Company for the period of 5 consecutive years w.e.f. April 1, 2021 to March 31, 2026 or such other shorter period as may be permitted under Regulation 17(1B) or other applicable provisions, if any, of the Listing Regulations, as amended from time to time. Details pursuant to Regulation 30 of the Listing Regulations are given as an Annexure- C.
- Mr. Chetan Kajaria and Mr. Rishi Kajaria have been re-appointed as the Joint Managing Director(s) of the Company for the period of 5 consecutive years w.e.f. April 1, 2021 to March 31, 2026. Details pursuant to Regulation 30 of the Listing Regulations are given as an Annexure- D.

Kindly take the above information on record.

Thanking You,

For Kajaria Ceramics Limited



R. C. Rawat
COO (A&T) & Company Secretary



Encl.: As above

Kajaria Ceramics Limited

Corporate Office : J1/B1 (Extn.), Mohan Co - op Industrial Estate, Mathura Road, New Delhi - 110044, Ph.: +91-11-26946409 | Fax: +91-11- 26946407
Regd Office: SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur Ghosi, Gurgaon-122001, Haryana, Ph.: +91-124-4081281
CIN No. : L26924HR1985PLC056150, E-mail: info@kajariaceramics.com | Web.: www.kajariaceramics.com

Declaration of Results of voting of the 35th Annual General Meeting of Kajaria Ceramics Limited

Pursuant to the provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars issued by the Ministry of Corporate Affairs and the SEBI, the 35th Annual General Meeting ('AGM') of the Company was held on Tuesday, September 28, 2021 at 3:00 p.m. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') for considering the items mentioned in the AGM notice dated August 3, 2021. As per the Scrutiniser's Report dated September 30, 2021, the results of voting through remote e-voting and e-voting during the AGM are as follows:

PARTICULARS	VOTING DETAILS						
	Item No. 1	Item No. 2	Item No. 3	Item No. 4	Item No. 5	Item No. 6	Item No. 7
Item No. of AGM Notice dated August 3, 2021	(To receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended March 31, 2021 and Reports of Board of Directors and Auditors thereon)	(To appoint a Director in place of Mr. Dev Datt Rishi (DIN: 00312882), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment)	(To re-appoint Mr. Ashok Kajaria (DIN: 00273877) as the Chairman & Managing Director of the Company)	(To re-appoint Mr. Chetan Kajaria (DIN: 00273928) as the Joint Managing Director of the Company)	(To re-appoint Mr. Rishi Kajaria (DIN: 00228455) as the Joint Managing Director of the Company)	(To consider appointment of Mr. Dev Datt Rishi (DIN: 00312882) as an Independent Director of the Company)	(To consider advancing loan(s) under Section 185 of Companies Act, 2013)
Type of Resolution	Ordinary Resolution	Ordinary Resolution	Special Resolution	Special Resolution	Special Resolution	Special Resolution	Special Resolution
Total Number of Votes	132122687	125571257	132221075	125571079	125570699	49659235	56358670
Total Number of Invalid Votes	0	0	0	0	0	0	0
Valid Votes not exercised by members	1031973	35073	1031973	35073	35073	35073	1046184
Total Number of Valid Votes	131090714	125536184	131189102	125536006	125535626	49624162	55312486
Votes in favour of the Resolution	131089750	108261620	120028053	114640419	114660111	21472961	30936851
Votes against the Resolution	964	17274564	11161049	10895587	10875515	28151201	24375635
Percentage of Votes in favour of Resolution	99.999	86.239	91.492	91.321	91.337	43.271	55.931
Results of the voting	The Resolution was passed with the requisite majority.	The Resolution was passed with the requisite majority	The Resolution was passed with the requisite majority	The Resolution was passed with the requisite majority	The Resolution was passed with the requisite majority	The Resolution was not passed due to requisite majority*	The Resolution was not passed due to requisite majority

* Mr. Dev Datt Rishi had informed the Company about his unwillingness with respect to his appointment as an Independent Director of the Company at the 35th AGM of the Company. Although, he has agreed to continue to be Non-executive Director of the Company. The Board of Directors of the Company had, through circular resolution passed on September 27, 2021, considered and accepted the above and accordingly, Mr. Dev Datt Rishi would continue to be Non-executive Director of the Company. It was also informed that if he is appointed by the shareholders at 35th AGM as an Independent Director of the Company that would have no effect due to his above said unwillingness and would be treated as null & void.

Kajaria Ceramics Limited

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 CIN No. : L26924HR1985PLC056150, E-mail: info@kajariaceramics.com | Web: www.kajariaceramics.com



Chairman & Managing Director

Ashok Kajaria

Voting results of the 35th Annual General Meeting of the Company held on Tuesday, September 28, 2021, pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM (Annual General Meeting)	September 28, 2021
Total number of shareholders on record date (i.e. September 21, 2021)	74586
No. of shareholders present in the meeting either in person or through Proxy	Promoter and Promoter Group Public Not Applicable
No. of shareholders attended the meeting through video conferencing	Promoter and Promoter Group Public 16 71

Details of Agenda:

Resolution No. 1	To receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2021 and Reports of Board of Directors and Auditors thereon
Resolution required	Ordinary Resolution
Whether promoter/promoter group are interested in Agenda/resolution?	No

Category	Mode of Voting	Number of shares held (1)	Number of votes polled (2)	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=(4)/(2)*100	% of Votes against on votes polled (7)=(5)/(2)*100
Promoter and Promoter Group	E-Voting		75625231	100.00	75625231	0	100.00	0.00
	Poll	75625231	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Sub Total (a)		75625231	75625231	100.00	75625231	0	100.00
Public- Institutions	E-Voting	63404917	54880242	86.56	54880242	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Sub Total (b)		63404917	54880242	86.56	54880242	0	100.00
Public- Non Institutions	E-Voting		585141	2.91	584177	964	99.84	0.16
	Poll	20137202	100	0.00	100	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Sub Total (c)		20137202	585241	2.91	584277	964	99.84
Total (a+b+c)		159167350	131090714	82.36	131089750	964	99.999	0.001



To appoint a Director in place of Mr. Dev Datt Rishi (DIN: 00312882), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

Ordinary Resolution

No

Whether promoter/promoter group are interested in Agenda/resolution?

Category	Mode of Voting	Number of shares held (1)	Number of votes polled (2)	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = (4)/(2)*100	% of Votes against on votes polled (7) = (5)/(2)*100
Promoter and Promoter Group	E-Voting	75625231	75625231	100.00	75625231	0	100.00	0.00
	Poll	75625231	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	75625231	0	0.00	0	0	0.00	0.00
	Sub Total (a)	75625231	75625231	100.00	75625231	0	100.00	0.00
Public- Institutions	E-Voting	63404917	49326359	77.80	32131546	17194813	65.14	34.86
	Poll	63404917	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	63404917	0	0.00	0	0	0.00	0.00
	Sub Total (b)	63404917	49326359	77.80	32131546	17194813	65.14	34.86
Public- Non Institutions	E-Voting	20137202	584494	2.90	504743	79751	86.36	13.64
	Poll	20137202	100	0.00	100	0	100.00	0.00
	Postal Ballot (if applicable)	20137202	0	0.00	0	0	0.00	0.00
	Sub Total (c)	20137202	584594	2.90	504843	79751	86.36	13.64
	Total (a+b+c)	159167350	125536184	78.87	108261620	17274564	86.239	13.761

To re-appoint Mr. Ashok Kajaria (DIN: 00273877), as the Chairman & Managing Director of the Company..

Resolution No. 3

Special Resolution

Yes

Whether promoter/promoter group are interested in Agenda/resolution?

Category	Mode of Voting	Number of shares held (1)	Number of votes polled (2)	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = (4)/(2)*100	% of Votes against on votes polled (7) = (5)/(2)*100
Promoter and Promoter Group	E-Voting	75625231	75625231	100.00	75625231	0	100.00	0.00
	Poll	75625231	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	75625231	0	0.00	0	0	0.00	0.00
	Sub Total (a)	75625231	75625231	100.00	75625231	0	100.00	0.00
Public- Institutions	E-Voting	63404917	54979482	86.71	43819405	11160077	79.70	20.30
	Poll	63404917	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	63404917	0	0.00	0	0	0.00	0.00



	Sub Total (b)	63404917	54979482	86.71	43819405	11160077	79.70	20.30
	E-Voting		584289	2.90	583317	972	99.83	0.17
	Poll	20137202	100	0.00	100	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
Public- Non Institutions	Sub Total (c)	20137202	584389	2.90	583417	972	99.83	0.17
	Total (a+b+c)	159167350	131189102	82.42	120028053	11161049	91.492	8.508

To re-appoint Mr. Chetan Kajaria (DIN: 00273928), as the Joint Managing Director of the Company.

Resolution No. 4
Special Resolution

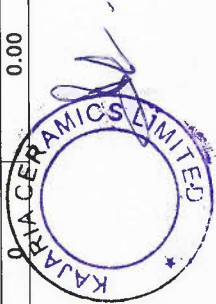
Whether promoter/promoter group are interested in Agenda/resolution?
Yes

Category	Mode of Voting	Number of shares held (1)	Number of votes polled (2)	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=(4)/(2)*100	% of Votes against on votes polled (7)=(5)/(2)*100
Promoter and Promoter Group	E-Voting		75625231	100.00	75625231	0	100.00	0.00
	Poll	75625231	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Sub Total (a)	75625231	75625231	100.00	75625231	0	100.00	0.00
Public- Institutions	E-Voting		49326359	77.80	38432469	10893890	77.91	22.09
	Poll	63404917	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Sub Total (b)	63404917	49326359	77.80	38432469	10893890	77.91	22.09
Public- Non Institutions	E-Voting		584316	2.90	582619	1697	99.71	0.29
	Poll	20137202	100	0.00	100	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Sub Total (c)	20137202	584416	2.90	582719	1697	99.71	0.29
	Total (a+b+c)	159167350	125536006	78.87	114640419	10895587	91.321	8.679



Resolution No. 5									
To re-appoint Mr. Rishi Kajaria (DIN: 00228455), as the Joint Managing Director of the Company.									
Special Resolution									
Whether promoter/promoter group are interested in Agenda/resolution?									
Yes									
Category	Mode of Voting	Number of shares held (1)	Number of votes polled	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=(4)/(2)*100	% of Votes against on votes polled (7)=(5)/(2)*100	
Promoter and Promoter Group	E-Voting		75625231	100.00	75625231	0	100.00	0.00	
	Poll	75625231	0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	Sub Total (a)	75625231	75625231	100.00	75625231	0	100.00	0.00	
Public- Institutions	E-Voting		49326359	77.80	38452418	10873941	77.96	22.04	
	Poll	63404917	0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	Sub Total (b)	63404917	49326359	77.80	38452418	10873941	77.96	22.04	
Public- Non Institutions	E-Voting		583936	2.90	582362	1574	99.73	0.27	
	Poll	20137202	100	0.00	100	0	100.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	Sub Total (c)	20137202	584036	2.90	582462	1574	99.73	0.27	
Total (a+b+c)		159167350	125535626	78.87	114660111	10875515	91.337	8.663	

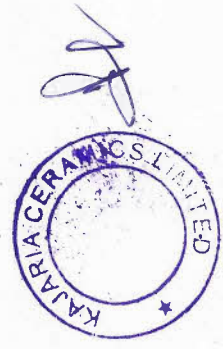
Resolution No. 6									
To consider appointment of Mr. Dev Datt Rishi (DIN: 00312882), as an Independent Director of the Company.									
Special Resolution									
Whether promoter/promoter group are interested in Agenda/resolution?									
No									
Category	Mode of Voting	Number of shares held (1)	Number of votes polled	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=(4)/(2)*100	% of Votes against on votes polled (7)=(5)/(2)*100	
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00	
	Poll	75625231	0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	Sub Total (a)	75625231	0	0.00	0.00	0	0	0.00	



Public- Institutions	E-Voting	49313957	77.78	21242674	28071283	43.08	56.92
	Poll	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Sub Total (b)	49313957	77.78	21242674	28071283	43.08	56.92
	E-Voting	310105	1.54	230187	79918	74.23	25.77
	Poll	100	0.00	100	0	100.00	0.00
Public- Non Institutions	Postal Ballot (if applicable)	0	0.00	0	0	0.00	0.00
	Sub Total (c)	310205	1.54	230287	79918	74.24	25.76
	Total (a+b+c)	49624162	31.18	21472961	28151201	43.271	56.729

Resolution No. 7	To consider advancing loan(s) under Section 185 of the Companies Act, 2013.
Resolution required	Special Resolution
Whether promoter/promoter group are interested in Agenda/resolution?	Yes

Category	Mode of Voting	Number of shares held (1)	Number of votes polled (2)	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=(4)/(2)*100	% of Votes against on votes polled (7)=(5)/(2)*100
Promoter and Promoter Group	E-Voting	75625231	0	0.00	0	0	0.00	0.00
	Poll	75625231	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	75625231	0	0.00	0	0	0.00	0.00
Public- Institutions	Sub Total (a)	75625231	0	0	0	0	0	0
	E-Voting	63404917	54979482	86.71	30611903	24367579	55.68	44.32
	Poll	63404917	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Postal Ballot (if applicable)	63404917	0	0.00	0	0	0.00	0.00
	Sub Total (b)	63404917	54979482	86.71	30611903	24367579	55.68	44.32
	E-Voting	20137202	332904	1.65	324848	8056	97.58	2.42
Public- Non Institutions	Poll	20137202	100	0.00	100	0	100.00	0.00
	Postal Ballot (if applicable)	20137202	0	0.00	0	0	0.00	0.00
	Sub Total (c)	20137202	333004	1.65	324948	8056	97.58	2.42
Total (a+b+c)		159167350	55312486	34.75	30936851	24375635	55.931	44.069



**Scrutinizer's Report on remote e-voting and e-voting at the 35th
Annual General Meeting of Kajaria Ceramics Limited**

To,
The Chairman
KAJARIA CERAMICS LIMITED
SF-11, Second Floor, JMD Regent Plaza,
Mehrauli Gurgaon Road, Village Sikanderpur Ghosi,
Gurgaon Haryana -122001

Date of Meeting: September 28, 2021

Day of Meeting: Tuesday

Time of Meeting: 03:00 P.M. [IST]

Mode of Meeting: Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

Dear Sir,

I, Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer of M/s. KAJARIA CERAMICS LIMITED ("Company") for scrutinizing the remote e-voting and e-voting (hereinafter referred to as the "electronic voting") at the 35th Annual General Meeting ("the Meeting/ AGM") convened through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in respect of the resolutions set out in the notice of the Meeting dated August 03, 2021.

Pursuant to the General Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 respectively, issued by Ministry of Corporate Affairs ("MCA Circular") and Circular issued by SEBI dated May 12, 2020 and January 15, 2021 ("SEBI Circular") (collectively referred to as the "Relevant Circulars"), the Company has dispatched the Annual Report for the financial year 2020-21 and the Notice of the AGM on September 03, 2021 electronically to all those members whose email addresses were registered with the Company or with their respective Depository Participants, Registrar and Share Transfer Agent ("RTA"). The Company gave an option to the members to register their e-mail ids with the RTA, Company or their depository participants through pre-dispatch newspaper advertisement published on September 01, 2021 in Financial Express (English Newspaper) and Jansatta (Hindi Newspaper) in terms of Relevant Circulars.

Post-dispatch of the Notice and the Annual Report, the Company published newspaper advertisements on September 07, 2021 in the above named newspapers as per rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 47 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company had appointed National Securities Depository Ltd ("NSDL") for providing the facility for the electronic voting and for participation in the AGM through VC/OAVM by NSDL through Chorus Call Conferencing Services (I) Pvt. Ltd.

The remote e-voting period commenced on Friday, September 24, 2021 (9:00 a.m. IST) and ended on Monday, September 27, 2021 (5:00 p.m. IST) and the NSDL e-voting platform was blocked thereafter and then reopened during the AGM and was kept opened during the AGM.

Further, the e-voting was announced for the members who attended the Meeting but have not cast their vote through remote e-voting.

The members holding shares as at the close of business hours on Tuesday, September 21, 2021, ("Cut-off date") were entitled to vote on the proposed resolutions as set out in the Notice of the Meeting of the Company, and their shareholding as on that date has been reckoned for the purpose of arriving at the result of the electronic voting for the Meeting.

Subsequently, the electronic voting was unblocked on September 28, 2021 around at 03.55 PM (IST) in the presence of two witnesses, Mr. Akash Goyal R/o, F-197, Prashant Vihar, Sector-14, Rohini, Delhi 110085 and Ms. Manisha Gupta, R/o 2/286, Geetanjali Park, West Sagarpur, New Delhi 110046 who are not in the employment of the Company.

The votes cast through electronic voting, which were incomplete and/ or otherwise found defective, have been treated as invalid.

The Management of the Company is responsible to ensure compliance with requirements of the Companies Act, 2013, rules made there-under and Relevant Circulars relating to electronic voting on the resolutions contained in the Notice of the Meeting.

My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution(s).

Based on the data downloaded from official website of NSDL for the electronic voting, I now submit our consolidated report thereon.



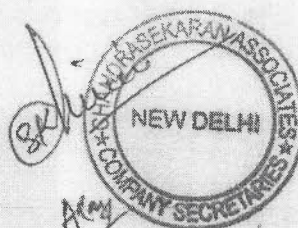
1. The result of the voting is as under:

1. To receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended March 31, 2021 and Reports of Board of Directors and Auditors thereon (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	558	132122587	1	100	559	132122687
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	7*	1031973	0	0	7*	1031973
	No. of Valid Votes Cast	558*	131090614	1	100	559*	131090714

*7 (Seven) Shareholders holding 97,22,353 shares have casted their votes for 86,90,380 shares in favour and have not exercised their voting rights for 10,31,973 shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	
Favour	545	131089650	1	100	546	131089750	99.999
Against	13	964	0	0	13	964	0.001
Total	558	131090614	1	100	559	131090714	100.000



2. To appoint a Director in place of Mr. Dev Datt Rishi (DIN: 00312882), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment: (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	541	125571157	1	100	542	125571257
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	5*	35073	0	0	5*	35073
	No. of Valid Votes Cast	541*	125536084	1	100	542*	125536184

*5 (Five) Shareholders holding 80,99,043 shares have casted their votes for 78,51,137 shares in favour, 2,12,833 shares in against and have not exercised their voting rights for 35,073 shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	
Favour	388	108261520	1	100	389	108261620	86.239
Against	153	17274564	0	0	153	17274564	13.761
Total	541	125536084	1	100	542	125536184	100.000



3. To re-appoint Mr. Ashok Kajaria (DIN: 00273877) as the Chairman & Managing Director of the Company (Special Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	550	132220975	1	100	551	132221075
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	7*	1031973	0	0	7*	1031973
	No. of Valid Votes Cast	550*	131189002	1	100	551*	131189102

*7 (Seven) Shareholders holding 97,22,353 shares have casted their votes for 7,79,170 shares in favour, 79,11,210 shares in against and have not exercised their voting rights for 10,31,973 shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	
Favour	510	120027953	1	100	511	120028053	91.492
Against	40	11161049	0	0	40	11161049	8.508
Total	550	131189002	1	100	551	131189102	100.000



4. To re-appoint Mr. Chetan Kajarla (DIN: 00273928) as the Joint Managing Director of the Company (Special Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	538	125570979	1	100	539	125571079
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	5*	35073	0	0	5*	35073
	No. of Valid Votes Cast	538*	125535906	1	100	539*	125536006

*5 (Five) Shareholders holding 80,99,043 shares have casted their votes for 79,11,210 shares in favour, 1,52,760 shares in against and have not exercised their voting rights for 35,073 shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	
Favour	417	114640319	1	100	418	114640419	91.321
Against	121	10895587	0	0	121	10895587	8.679
Total	538	125535906	1	100	539	125536006	100.000



5. To re-appoint Mr. Rishi Kajaria (DIN: 00228455) as the Joint Managing Director of the Company (Special Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	536	125570599	1	100	537	125570699
Less:	Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Members & who abstained from voting	0	0	0	0	0	0
Less:	Members & votes exercised partially	5*	35073	0	0	5*	35073
	No. of Valid Votes Cast	536*	125535526	1	100	537*	125535626

*5 (Five) Shareholders holding 80,99,043 shares have casted their votes for 79,11,210 shares in favour, 1,52,760 shares in against and have not exercised their voting rights for 35,073 shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member (s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	
Favour	417	114660011	1	100	418	114660111	91.337
Against	119	10875515	0	0	119	10875515	8.663
Total	536	125535526	1	100	537	125535626	100.000



6. To consider appointment of Mr. Dev Datt Rishi (DIN: 00312882) as an Independent Director of the Company (Special Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	508	49659135	1	100	509	49659235
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	5*	35073	0	0	5*	35073
	No. of Valid Votes Cast	508*	49624062	1	100	509*	49624162

*5 (Five) Shareholders holding 80,99,043 shares have casted their votes for 78,51,137 shares in favour, 2,12,833 shares in against and have not exercised their voting rights for 35,073 shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	
Favour	324	21472861	1	100	325	21472961	43.271
Against	184	28151201	0	0	184	28151201	56.729
Total	508	49624062	1	100	509	49624162	100.000

Dev Datt Rishi
 CHANDRASEKARAN ASSOCIATES
 NEW DELHI
 COMPANY SECRETARIES

7. To consider advancing loan(s) under Section 185 of Companies Act, 2013 (Special Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	531	56358570	1	100	532	56358670
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	9*	1046184	0	0	9*	1046184
	No. of Valid Votes Cast	531*	55312386	1	100	532*	55312486

*9 (Nine) Shareholders holding 97,50,775 shares have casted their votes for 6,33,733 shares in favour, 80,70,858 shares in against and have not exercised their voting rights for 10,46,184 shares.

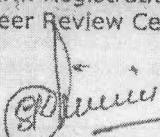
Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	
Favour	357	30936751	1	100	358	30936851	55.931
Against	174	24375635	0	0	174	24375635	44.069
Total	531	55312386	1	100	532	55312486	100.000



2. The Chairman or any other person authorised by him may accordingly declare the result thereof.
3. Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

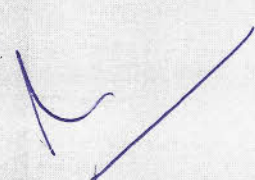
Thanking you,
Yours faithfully,

Chandrasekaran Associates
Company Secretaries
Firm Registration No: P1988DE002500
Peer Review Certificate No: 228/2021


Shashikant Tiwar
Partner
Membership No: 28994
CP No. 13050
UDIN: A028994C001045229

Place: Delhi
Date: 30.09.2021





Counter-signed by _____
(Chairman or any other person Authorised by the
Chairman of the Company)

Details regarding re-appointment of Mr. Ashok Kajaria as the Chairman & Managing Director of the Company

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	In view of an excellent growth and tremendous performance under dynamic leadership of Mr. Ashok Kajaria, he has been re-appointed as the Chairman & Managing Director of Company. (Please refer Point 3 below)
2.	Date of appointment / cessation (as applicable) & term of appointment	The Board of Directors of the Company, on recommendation of the Nomination and Remuneration Committee, have re-appointed Mr. Ashok Kajaria as the Chairman & Managing Director of the Company for the period of 5 consecutive years effective from April 1, 2021 to March 31, 2026 or such other shorter period as may be permitted under Regulation 17(1B) or other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. The re-appointment of Mr. Ashok Kajaria as the Chairman & Managing Director of Company has further been approved by the members of the Company at 35 th Annual General Meeting of the Company.
3.	Brief Profile (in case of appointment)	Mr. Ashok Kajaria is the founding Chairman & Managing Director of the Company, holds a Bachelors in Science (B.Sc.) degree and pursued Engineering (BSME) at UCLA (California), U.S.A. He is widely credited with spearheading a transformation of the tile industry in India and is best known for being the pioneer behind launching large format wall tiles in the country and his catalytic role in revolutionising tile display and marketing. In his career spanning over 45 years, his vision and foresightedness as an entrepreneur, dynamic leadership, steadfast determination, and global marketing acumen has seen the rise of Kajaria from what started as a 1 MSM tile fledging in 1988 into an industry leader and most respected tile brand in India. Committed to the philosophy that the corporate sector should play a proactive role in promoting the cause of inclusive growth, Mr. Kajaria is keenly involved with the various philanthropic arms of the Company-providing structure and focus to the social outreach initiatives of the Company.
4.	Disclosure of relationships between Directors (in case of appointment of a Director)	Mr. Ashok Kajaria is father of Mr. Chetan Kajaria and Mr. Rishi Kajaria.

As per the circular of the BSE Limited and the National Stock Exchange of India Limited relating to the "Enforcement of SEBI Orders regarding appointment of Directors by the listed companies" dated June 20, 2018, Mr. Ashok Kajaria is not debarred from holding the office of Director pursuant to any SEBI order or any other such authority.

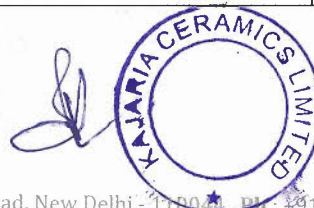


Kajaria Ceramics Limited

Details regarding re-appointments of Mr. Chetan Kajaria and Mr. Rishi Kajaria as the Joint Managing Director(s) of the Company

Sr. No.	Particulars	Mr. Chetan Kajaria	Mr. Rishi Kajaria
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Mr. Chetan Kajaria has been re-appointed as the Joint Managing Director, in view of his contribution towards the excellent growth of Company. (Please refer Point 3 below)	Mr. Rishi Kajaria has been re-appointed as the Joint Managing Director, in view of his contribution towards the excellent growth of the Company. (Please refer Point 3 below)
2.	Date of appointment / cessation (as applicable) & term of appointment	The Board of Directors of the Company, on recommendation of the Nomination and Remuneration Committee, have re-appointed Mr. Chetan Kajaria as the Joint Managing Director of the Company for the period of 5 consecutive years effective from April 1, 2021 to March 31, 2026. The re-appointment of Mr. Chetan Kajaria as the Joint Managing Director of Company has further been approved by the members of the Company at 35 th Annual General Meeting of the Company.	The Board of Directors of the Company, on recommendation of the Nomination and Remuneration Committee, have re-appointed Mr. Rishi Kajaria as the Joint Managing Director of the Company for the period of 5 consecutive years effective from April 1, 2021 to March 31, 2026. The re-appointment of Mr. Rishi Kajaria as the Joint Managing Director of Company has further been approved by the members of the Company at 35 th Annual General Meeting of the Company.
3.	Brief Profile (in case of appointment)	Mr. Chetan Kajaria is a Bachelor in Petro Chemical Engineering (B.E.) from Pune University and holds an MBA from Boston College, U.S.A. He started his journey at Kajaria Ceramics Limited in the year 2000 and has been instrumental in giving a new dimension to the Company by opening international standard tile showrooms across the country which has today become an industry trend. He is spearheading the ceramic tile vertical. He is responsible for the first ever acquisition in the Company's history- acquiring a ceramic tile plant in Gujarat for feeding the Western and Southern markets in February 2011.	Mr. Rishi Kajaria holds a B.Sc. in Business Administration from Boston University, U.S.A. He joined Kajaria Ceramics in the year 2003 and spearheads the vitrified tile vertical. Initially, he opted for trading vitrified tiles rather than joining the race of setting up capacities. After importing for 5 years, he decided to manufacture them. The first production unit for vitrified tile was started in Sikandrabad in 2010. Subsequently, Kajaria Ceramics commissioned a huge expansion of vitrified tiles at Gailpur in 2011. The next capacity addition came through joint ventures in Morbi, Gujarat. With this strategy, he added capacity without any

Kajaria Ceramics Limited



		<p>He spread the concept of value added tiles in the ceramic tile vertical using digital technology from Spain by displaying at dealers' showroom across the country. He had also led the acquisition of a ceramic tile plant in Vijayawada, Andhra Pradesh in April 2012, marking the Company's entry into the growing markets of South India. He has played a key role in making Kajaria Ceramics Limited a leading manufacturer of ceramic wall & floor tiles in India.</p> <p>To entrench the presence of the Kajaria brand into every Indian household, he successfully contoured the Group's presence into the plywood space by adopting an asset-light operating model.</p>	<p>gestation period and acquired reach.</p> <p>He identified the opportunity in the Bathware segment and started Kajaria Bathware. He is also responsible for spearheading the lateral shift of the company into Sanitaryware and faucets in keeping with the overall growth master plan.</p>
4.	Disclosure of relationships between Directors (in case of appointment of a Director)	<p>Mr. Ashok Kajaria is father of Mr. Chetan Kajaria and Mr. Rishi Kajaria.</p> <p>Mr. Chetan Kajaria is brother of Mr. Rishi Kajaria.</p>	<p>Mr. Ashok Kajaria is father of Mr. Chetan Kajaria and Mr. Rishi Kajaria.</p> <p>Mr. Rishi Kajaria is brother of Mr. Chetan Kajaria.</p>

As per the circular of the BSE Limited and the National Stock Exchange of India Limited relating to the "Enforcement of SEBI Orders regarding appointment of Directors by the listed companies" dated June 20, 2018, Mr. Chetan Kajaria and Mr. Rishi Kajaria are not debarred from holding the office of Director pursuant to any SEBI order or any other such authority.



The image shows a handwritten signature in blue ink to the left of a circular blue stamp. The stamp contains the text "KAJARIA CERAMICS LIMITED" around the perimeter and a small star at the bottom center.

Kajaria Ceramics Limited