

# CERA

CSL/2019-20/98

15<sup>th</sup> May, 2019

To,  
**The General Manager**  
BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P J Towers  
Dalal Street, Fort Mumbai - 400 001.  
Scrip Code :532443  
Scrip ID:CERA

To,  
**The Assistant Vice-President**  
National Stock Exchange of India Limited  
Exchange Plaza  
Bandra Kurla Complex  
Bandra (East)  
Mumbai – 400 051  
Scrip Code : CERA

Dear Sir,

**Sub.: Submission of Result and Scrutinizers Report as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Circular dated 4<sup>th</sup> November, 2015, we are enclosing details regarding the voting results of the 1/2019 Extra Ordinary General Meeting, along with the consolidated Scrutinizer's Report on e-voting and Poll.

Date of Extra Ordinary General Meeting	Wednesday, 15 <sup>th</sup> May, 2019
Total Number of Shareholders on Record date ( i.e. 8 <sup>th</sup> May, 2019)	22364
Number of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	10
Public	55
Number of Shareholders attended the meeting through Video Conferencing :	
Promoters and Promoters Group:	N.A.
Public :	N.A.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

For, CERA SANITARYWARE LIMITED



Narendra N. Patel

Company Secretary

Encl: As above

**Cera Sanitaryware Limited**

**Sales & Marketing Office:** 7<sup>th</sup> & 8<sup>th</sup> Floors, B Wing, Privilon, Ambli BRTS Road, Iskcon Crossroad, Ahmedabad 380059, India  
Tel: +91 79 49112222 Email: marketing@cera-india.com www.cera-india.com

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

CIN: L26910GJ1998PLC034400

# CERA

Resolution No. 1			To Consider Re-classification of Promoters of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. 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	Remote E-Voting	71,20,639	53,32,084	74.88	53,32,084	0.00	100.00	0
	Poll		0.00	0.00	0.00	0.00	0	0
	Postal ballot (If applicable)		0.00	0.00	0.00	0.00	0	0
	Total		53,32,084	74.88	53,32,084	0.00	100.00	0
Public- Institutions	Remote E-Voting	24,83,890	20,66,822	83.21	20,66,822	0.00	100.00	0
	Poll		0.00	0.00	0.00	0.00	0	0
	Postal ballot (If applicable)		0.00	0.00	0.00	0.00	0	0
	Total		20,66,822	83.21	20,66,822	0.00	100.00	0
Public- Non Institutions	Remote E-Voting	34,01,345	13,14,584	38.65	13,14,584	0.00	100.00	0
	Poll		4,630	0.14	4,630	0.00	100.00	0
	Postal ballot (If applicable)		0.00	0.00	0.00	0.00	0	0
	Total		13,19,214	38.79	13,19,214	0.00	100.00	0
Total		1,30,05,874	87,18,120	67.03	87,18,120	0.00	100.00	0

Place: Ahmedabad  
Date : 15th May, 2019

For, CERA SANITARYWARE LIMITED



Narendra N. Patel  
President & Company Secretary

## Cera Sanitaryware Limited

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

CIN: L26910GJ1998PLC034400

**Form No. MGT-13**

**Report of Scrutinizer**

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

To,  
The Chairman,  
Extra-Ordinary General Meeting of the Equity Shareholders of  
CERA SANITARYWARE LIMITED  
**CIN: L26910GJ1998PLC034400**  
Held on Wednesday, 15<sup>th</sup> Day of May, 2019 at,  
9, GIDC Industrial Estate,  
Kadi, Dist. Mehsana - 382715

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on Remote E-voting and Poll.**

I, Umesh G. Parikh, Partner of Parikh Dave & Associates, Practicing Company Secretaries, having office at 5-D, Vardan Exclusive, Next to Vimal House, Nr. Stadium Petrol Pump, Navrangpura, Ahmedabad - 380014, have been appointed as the Scrutinizer by the Board of Directors of **CERA SANITARYWARE LIMITED** pursuant to Section 108 and 109 of the Companies Act, 2013 ("the Act") to scrutinize remote e-voting process and voting through poll process at the Extra Ordinary General Meeting of Equity shareholders of **CERA SANITARYWARE LIMITED** held on Wednesday, 15<sup>th</sup> May, 2019 at 11.30 a.m. at the registered office of the Company at 9, GIDC Industrial Estate, Kadi, Dist. Mehsana - 382715. I submit the report as under:

The compliance of the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e voting) and voting by ballots / Poll by the shareholders on the resolution proposed in the Notice of the Extra-Ordinary General Meeting of the Company is the responsibility of the Management of the Company. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballot / poll at the meeting are conducted in a fair and transparent manner and to provide a consolidated Scrutinizer's Report of the votes cast "In favour" or "Against" the resolution to the Chairman or his authorized representative, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL) and of physical voting through Ballot / Poll process.

The Notice convening Extra-Ordinary General Meeting dated 29<sup>th</sup> January, 2019 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders.



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The shareholders of the Company holding shares as on the "cut-off" date i.e. on 8<sup>th</sup> May, 2019 were entitled to vote on the resolution as contained in the Notice of the Extra-Ordinary General Meeting.

The voting period for remote e-voting commenced on Sunday, 12<sup>th</sup> May, 2019 at 10.00 a.m. (IST) and concluded on Tuesday, 14<sup>th</sup> May, 2019, at 5.00 p.m. (IST) and thereafter the CDSL e-voting platform was blocked. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses Mrs. Riddhi Brahmhatt and Mr. Bhavik Parikh who were not in the employment of the company and after the conclusion of the voting through poll at the Extra-Ordinary General Meeting the votes cast there under were counted.

At the Extra-Ordinary General Meeting after the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by MCS Share Transfer Agent Limited, Registrar and Transfer Agents of the Company and the authorizations / proxies (if any) lodged with the company.

I did not find any ballot paper defective / invalid. In case of E voting, necessary Board resolution / POA has not been provided by one Company hence the voting done by the said Company is considered as Invalid.

Consolidated report on the remote E-voting and voting through Poll papers at the Extra- Ordinary General Meeting is as under:

**ORDINARY BUSINESS:**

**Resolution No. 1 (ORDINARY RESOLUTION)**

To consider re-classification of Promoters of the Company.

Manner of voting	Voted in favour of Resolution			Voted against the resolution			Invalid Votes	
	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares
Remote E voting	71	87,13,490	100	0	0	0	1	3,500
Poll / Ballot	37	4,630	100	0	0	0	0	0
<b>Consolidated Voting</b>	<b>108</b>	<b>87,18,120</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>1</b>	<b>3,500</b>

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid (if any) for each resolution is enclosed.



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All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the Extra-Ordinary General Meeting and the same shall be handed over thereafter to the President & Company Secretary for safe keeping.

**Thanking You,**



**Place: Ahmedabad  
Date: 15<sup>th</sup> May, 2019**

**Yours Faithfully,  
For Parikh Dave & Associates**

A handwritten signature in blue ink that reads "Umesh".

**Umesh G. Parikh  
Partner  
Practicing Company Secretary  
F.C.S.: 4152 C.P. No.: 2413  
Scrutinizer**

**Countersigned**

A handwritten signature in blue ink that reads "Vikram Somany".

**Shri Vikram Somany  
Chairman & Managing Director**