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GSTN : 29AABCM2526R1ZZ  
CIN : L26914KA1983PLC005401

**MCL.: SEC: 2021**

**Date: 25.09.2021**

To,  
National Stock Exchange of India Limited  
Exchange Plaza,  
BandraKurla 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: Intimation of Alteration in the Memorandum of Association and Articles of Association.**

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, we wish to inform you that shareholders of the company at their meeting held on Saturday, 25<sup>th</sup> September, 2021, have approved the following resolutions:

1. To alter in the Capital Clause of Memorandum of Association of the Company;
2. To adopt Memorandum of Association as per the provisions of the Companies Act, 2013;
3. To adopt a new set of Articles of Association for the company pursuant to Table - F of the Schedule-I of the Companies act, 2013:

Further, the brief details of alteration in MOA and the New AOA as required under Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, are annexed herewith marked as Annexure - I.

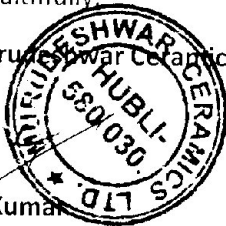
You are requested to take the above in your records and disseminate the same on your website.

Thanking you.

Yours' faithfully,

For Murudeshwar Ceramics Limited

Ashok Kumar  
Company Secretary &  
Compliance Officer



An ISO 9001-2008 Certified Company

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ANNEXURE – I:

Summary of amendments in the MOA of the Company

Sl. No.	Amendments/ Changes
1	<p><b>Altered in the Capital Clause of Memorandum of Association of the Company:</b></p> <p>Existing Clause V of Memorandum of Association of the company has been substituted thereof with the following new Clause V as under:</p> <p><b>V.The Authorized Share Capital of the Company is Rs.71,62,00,000/- (Rupees Seventy One Crores and Sixty Two Lakhs only) divided into 7,16,20,000 (Seven Crores Sixteen Lakhs and Twenty Thousand) Equity shares of Rs.10/- (Rupees Ten only)".</b></p>
2	<p><b>Adopted Memorandum of Association as per the provisions of the Companies Act, 2013:</b></p> <p>The Existing Clauses of Memorandum of Association of the company has been substituted thereof by the following new Clauses as under:</p> <ul style="list-style-type: none"><li>➤ Adopted the new Memorandum of Association in place of the existing Memorandum of Association with no change in existing Clause III (A) containing the Main Objects sub-clauses no. 1 to 9".</li><li>➤ the existing Clause III (B) containing the "Objects Incidental or Ancillary to the attainment of Main Objects" sub-clauses no. 1 to 29 and the existing Clause III (c) containing the "other objects not included in (A) and (B) above" sub clause no. 1 to 13 have been merged and replaced by New Clause <b>III (B)"Matters which are necessary for furtherance of the Objects specified in Clause III(A)</b> containing the sub-clause no. 1 to 42".</li></ul> <p>Apart from the above changes / alteration, references to specific sections of the Companies Act, 1956 have been substituted with the specific sections of the Companies Act, 2013 and rules framed thereunder.</p>
3	<p><b>Adopted a new set of Articles of Association for the company pursuant to Table - F of the Schedule-I of the Companies act, 2013:</b></p> <p>Upon enactment of the Companies Act, 2013, various provisions of the Companies Act, 1956 have been repealed and in view of the same the Articles of Association of the Company has been re-aligned as per the provisions of the new Act.</p>



The existing Articles of Association (AOA) are based on the Companies Act, 1956 and several regulations in the existing AOA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AOA are no longer in conformity with the Act.

The New AOA has been restructured and aligned with the provisions of the Companies Act, 2013, the Secretarial Standards issued by the Institute of Company Secretaries of India and other applicable laws;

- References to the sections, sub-sections, clauses etc. of the Act, which have been amended and substituted with the new provisions of the Act;
- The new AOA to be substituted in place of the existing AOA is based on "Table-F" of the Act which sets out the model AOA for a company limited by shares,
- Provisions of the Act, which permit the Company to do certain acts when authorised by AOA, or, which require the Company to do acts in a prescribed manner unless the AOA otherwise provides, have been specifically included.

