

September 12, 2024

To,
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai - 400001

ISIN: **INE298E01022**
BSE Scrip Code: **515085**

Subject: Proceedings of 38th Annual General Meeting of Restile Ceramics Limited

Ref.: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI Listing Regulations, please find enclosed herewith summary of the proceedings of the 38th Annual General Meeting of Restile Ceramics Limited ("the Company") held on Thursday, September 12, 2024 at 12:00 Noon (IST) and concluded at 12:18 P.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") and the same will also be available on the website of the Company at <https://www.restile.com/investor-corner/>.

You are requested to take the above information on your record.

Thanking you,

For Restile Ceramics Limited

Palak Jauh


Palak Kumari
Company Secretary and Compliance Officer
Membership No. A69959

Encl: As Above

RESTILE CERAMICS LIMITED

Regd. Office : 204, Sakar Complex, Opp. ABS Tower, Vaccine Crossing, Old Padra Road, Vadodara, Gujarat - 390015, India.
CIN : L26931GJ1986PLC102350

Branch Office : D.No.1-10-77, 5th Floor, Varun Towers, Opp. Hyderabad Public School, Begumpet, Hyderabad - 500 016.
E-mail : restile@accountscare.com, works@restile.com, Website : www.restile.com **Ph. No. 9998219763**

**SUMMARY OF PROCEEDINGS OF 38TH ANNUAL GENERAL MEETING
OF RESTILE CERAMICS LIMITED**

The 38th Annual General Meeting ("AGM") of the Members of the Restile Ceramics Limited ("the Company") was held on Thursday, September 12, 2024, at 12:00 Noon (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

Ms. Palak Kumari, Company Secretary and Compliance Officer delivered the opening notes on the conduct of the AGM and informed the members that Mr. Nalandula Ramachandran Srinivasarao, had elected as the Chairman of the meeting and also informed that M/s Mitesh J. Shah & Associates, Practicing Company Secretary, was appointed as the Scrutiniser to scrutinise the remote e-voting process and e-voting at the AGM.

Mr. Nalandula Ramachandran Srinivasarao then chaired the meeting. The requisite quorum being present, he then called the Meeting to order. He welcomed all the Members present at the meeting and introduced himself. He thereafter introduced his fellow directors.

He further confirmed the presence of Ms. Palak Kumari, Company Secretary and Compliance Officer and Mr. Tribhuvan Simh Rathod, Chief Financial Officer of the Company.

The representatives of the Statutory Auditors and Secretarial Auditors were also present at the Meeting.

The Notice of the 38th AGM was taken as read as the same was already circulated to the Members.

The Chairman delivered his formal speech wherein he apprised the Members on the performance of the Company for the financial year 2023-24.

Subsequently, the Chairman stated that the Company had provided remote e-voting facility through CDSL to the shareholders to cast their votes electronically on all the resolutions as set forth in the Notice. Members present in the AGM through VC/OAVM, who had not exercised their vote on the resolutions earlier through remote e-voting, were allowed to cast their vote through the e-voting system during the AGM.

The following items, as stated in the Notice of the 38th AGM, were proposed for consideration at the meeting:

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Sr. No.	Particulars	Type of Resolution
A. Ordinary Business		
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary resolution
2	To consider and approve appointment of Mr. Nalinkant Amratlal Rathod (DIN: 00272129) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary resolution
3	To appoint M/s. M. S. Krishnaswami & Rajan, Chartered Accountants, (Firm Registration No. 01554S), as Statutory Auditors of the Company.	Ordinary resolution
B. Special Business		
4	Approval for material related party transactions.	Ordinary Resolution
5	Authorisation to borrow money in excess of the Paid Up Share Capital and Reserves of the Company.	Special Resolution
6	Re-appointment of Mr. Yash Kaushik Shah (DIN: 02155636) as an Independent Director of the Company.	Special Resolution
7	Appointment of Mr. Balachandran Vishwanathan Kasi (DIN: 01943195) as an Independent Director of the Company.	Special Resolution
8	Appointment of Mr. Rakesh Madanlal Bhatia (DIN: 00008192) as an Independent Director of the Company.	Special Resolution
9	Appointment of Ms. Hasmita Taunk (DIN: 10728070) as a Director of the Company.	Ordinary resolution
10	To approve the continuation of Directorship of Mr. Nalinkant Amratlal Rathod (DIN: 00272129) who will attain age of Seventy Five (75) years on May 12, 2025.	Special Resolution

The Chairman then invited the members who had registered themselves as speakers to put forth their observations and seek clarifications through VC / OAVM relating to the annual financial statements, the Annual Report for FY 2023-24 and matters related thereto. The Chairman provided clarifications to the queries raised by the members along with the queries received on the email id of the Company.

The Chairman further stated that the facility for e-voting would continue to remain open for next 15 minutes post conclusion of the AGM and requested the members who had not exercised their votes through the remote e-voting, to cast their votes through e-voting facility available at the AGM.

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The Chairman further apprised that the consolidated voting results (remote e-voting and e-voting) along with the Scrutiniser's Report will be announced within 2 working days of the conclusion of this meeting and will be disseminated to the Stock Exchange and the same will be also uploaded on the websites of CDSL and the Company.

The Chairman confirmed that the Company had taken all feasible steps to ensure that the members were provided an opportunity to participate at the AGM.

The Chairman, thereafter, thanked all the members for their participation at the AGM. The meeting commenced at 12:00 Noon (IST) and was concluded at 12:18 p.m. (IST).

The abovesaid information is also being made available on the Company's website at www.restile.com.

Kindly take the same on record.

Yours faithfully,

For Restile Ceramics Limited

Palak Jauh



Palak Kumari
Company Secretary and Compliance Officer
Membership No. A69959

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