

MCL.: SEC: SEP:2022

Date: 22.09.2022

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.: Proceeding of the 39th Annual General Meeting of the Company.

This is with reference to the above captioned subject; we hereby enclose the proceeding of the 39th Annual General Meeting of the Company held today on 22nd September, 2022 at 3:00 P.M. and concluded at 4:00 P.M. at R N Shetty Kalyan Mantap, Near Indira Glass House, Hubballi -580029, Karnataka.

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


HUBBALLI
580030

Ashok Kumar
**Company Secretary &
Compliance Officer**

Place: Hubballi

Date: 22.09.2022

SUMMARY OF THE PROCEEDINGS OF 39TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON THURSDAY, SEPTEMBER 22, 2022 AT 03:00 P.M. AND ENDED AT 4:20 P.M. ATSHRI R N SHETTY KALYANA MANTAP, OPP. INDIRA GLASS HOUSE, HUBBALLI-580029, KARNATAKA.

Members Present

47 numbers of were present

In addition to the above members, following Directors/ CFO/ CS and other invitees were present

Dr. Shivabasayya Siddaramayya Hiremath	: Independent Director (Member)
Shri Annappayya	: Independent Director
Shri Sankappa Keremane Shetty	: Independent Director
Shri Karan Satish Shetty	: Whole Time Director (Member)
Shri Narayan Manjunath Hegde	: V. P. (Finance) & CFO (Member)
Shri Ashok Kumar	: Company Secretary & Compliance Officer

Invitees:

Mr. Krishnaraj K, representative of K. G. Rao & Co., Chartered Accountant (ICAI Registration No. 010463S), Statutory Auditorsof the Company and Mr. Sunil J. Shah (Membership No. 8717, COP No. 3289), Practicing Company Secretary acting as the Scrutiniser for E-voting and voting through Poll were also present by invitation.

Shri Karan Satish Shetty was appointed as the Chairman for the meeting and presided over the meeting. He welcomed all the members and invitees present at the Annual General Meeting (AGM). The Chairman then announced that requisite quorum being present, now the meeting is called to be in order.

The Chairman briefly introduced the Director seated on dais to the members. He also informed that Shri Satish Rama Shetty – the regular Chairman & Managing Director, Shri Sunil Rama Shetty, Shri Naveen Rama Shetty, Shri Sathya Murthy Padaki and Smt. Sarvani Alva, Directors of the Company could not be present in the meeting due to some unavoidable circumstance & and their professional exigencies.

The Chairman announced that the Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts or Arrangements in which Directors were interested and other documents as referred in the AGM Notice were available for inspection by the members during the meeting.

The Chairman requested the members that the notice convening the 39th Annual General Meeting along with explanatory statement may be taken as read and then members agreed for the same. The Company Secretary then briefed the Statutory Auditor's Report and Secretarial Auditor's Report. The members were informed that there are no qualifications, observations comments, disclaimer or adverse



An ISO 9001-2008 Certified Company

remarks in the Auditor's Report and Secretarial Audit Report, which have any adverse effect on the functioning of the Company.

The Chairman then addressed the members about the significant development of the Company. He informed about the performance of the Company during the financial year 2021-22. He also informed the members for the results of the first quarter of the current financial year 2022-23.

The Chairman advised that the members may seek clarification, if any, pertaining to the Company's Audited Accounts and operations. The queries raised by members on the Company's operations and financial statements for the year ended March 31, 2022, were answered by the Chairman to the satisfaction of the members.

The Chairman then briefed the objectives and implications of the Ordinary and Special Businesses set out in the notice of AGM. Which are as under:

Sl. No	Particulars	Nature of Business
1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon	Ordinary
2	To appoint a director in place of Shri Satish Rama Shetty (DIN00037526), who retires by rotation and being eligible, offers himself for reappointment:	Ordinary
3	To approve existing as well as new Material Related Party Transaction(s) in terms of Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013:	Ordinary
4	Approval under Section 180(1) of the companies Act, 2013 and rules made thereunder:	Special
5	Approval to make Investments, to give Loans, to give guarantees and Provide Securities under Section 186 of the companies Act, 2013 and rules made thereunder:	Special
6	Approval under section 185 of the companies Act, 2013 and rules made thereunder:	Special

The Chairman then order poll on the resolutions set out in the notice of Annual General meeting as above mentioned. The Chairman also requested to the members that who have not voted through e-voting mechanism, to participate in poll voting and may cast their vote. Thereafter, the Ballot Paper was distributed among the members.

The Chairman informed that the Board of Directors has appointed Mr. Sunil J. Shah (Membership No. 8717, COP No. 3289), Practicing Company Secretary acting as the Scrutiniser for E-voting and voting



through Ballot Paper in a fair and transparent manner. The Scrutinizer would consolidate the results of remote e-voting and physical ballots voting at the AGM and then submit his report.

The Chairman also informed that the results shall be declared within the time permissible under the applicable laws. The results declared along with Scrutinizer's Report would be placed on the website of the Company, NSE and BSE. The same shall also be communicated to the stock exchanges and displayed at the Registered Office and the Corporate Office of the Company.



The Chairman concluded his address by thanking the members, its employees, his colleagues on the Board and all the stakeholders for their continued support. Further, he extended his sincere thanks to the attendees for attending the AGM and declared the meeting as closed.

Thanking you.

Yours' faithfully.

By order of the Chairman of the Meeting

For Murudeshwar Ceramics Limited



Ashok Kumar
Company Secretary and
Compliance Officer

Place: Hubballi

Date : 22.09.2022