

MCL: SEC: MAR: 2024

Date: 25.03.2024

Bombay Stock Exchange Limited
Floor 25, P J Towers, Dalal Street,
MUMBAI 400 001.
STOCK CODE: 515037

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), MUMBAI 400 051.
STOCK CODE: MURUDCERA.EQ

Sub: Declaration of Result of Postal Ballot in terms of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and submission of Scrutinizer's Report.

Dear Sir/ Madam,

In continuation to our intimation Letter MCL: SEC: FEB: 2024 dated 19th February, 2024, for dispatch of Notice of Postal Ballot through email to all the shareholders whose email id is registered with our RTA/ Depository for getting approval from shareholders of the company for the appointment of Shri Ravindra Bhandary (DIN: 07646192) as an Independent Director.

Further, please find enclosed hereunder:

1. Voting results of Postal Ballot pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in Annexure - A; and
2. Report of Scrutinizer dated 23rd March, 2024.

The above resolution has been passed by Shareholders of the company through Postal Ballot by remote e-voting by requisite majority on 23.03.2024.

The same is also uploaded on the Company's website at www.naveentile.com.

This is for your information and records.

Thanking you,

Yours faithfully

For Murudeshwar Ceramics Limited


Ashok Kumar
Company Secretary &
Compliance Officer



Encl.: as above.

ANNEXURE A

I. DETAILS OF VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF THE LISTING REGULATIONS:

Sl. No.	Particulars	Details
1	Date of Postal Ballot Notice	Wednesday, 14 th February, 2024
2	Cut-off Date	Friday, 16 th February, 2024
3	Voting Start Date & Time	Friday, 23 rd February, 2024, 9:00 a.m. IST
4	Voting End Date & Time	Saturday, 23 rd March, 2024, 5:00 p.m. IST
5	Total Number of Shareholders as on the Cut-off Date	20928

II. RESULTS OF THE POSTAL BALLOT:

Sl. No	Agenda	Resolution Required	Mode of Voting	Remarks
1	Appointment of Shri Ravindra Bhandary (DIN: 07646192) as an Independent Director of the Company	Special	Remote E-voting	Passed with requisite majority



DETAILS OF VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF THE LISTING REGULATIONS

		Resolution No.		01				
		Special		No				
		Whether promoter/promoter group are interested in the agenda/resolution?		No				
		Description of resolution considered		Appointment of Shri Ravindra Bhandary (DIN: 07646192) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		36489744	100.0000	36489744	0	100.0000	0.0000
	Poll	36489744	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		36489744	36489744	100.0000	36489744	0	100.0000
Public- Institutions	E-Voting		518732	100.0000	513533	5199	98.9977	1.0023
	Poll	518732	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		518732	518732	100.0000	513533	5199	98.9977
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Total		37008476	37008476	100.0000	37003277	5199	99.9860	0.0140
Whether resolution is Pass or Not.								Yes



Sunil Shah & Co
Company Secretary

Ph 2365869 Email sunil_j_shah@yahoo.com
T-22, 3rd Floor Satellite Complex,
Koppikar Road, Hubli - 580020

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 110 of the Companies Act, 2013 and rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To,
Chairman
Murudeshwar Ceramics Limited,
(CIN No L26914KA1983PLC005401)
Hubli.

Sub: Scrutinizers Report on Postal Ballot & E-voting process results of the Equity Shareholders of Murudeshwar Ceramics Limited Held between 9.00 A.M. on Friday, 23rd February, 2024 to 5.00 P.M. on Saturday, 23rd March, 2024.

Dear Sir,

I, Sunil Javeerchand Shah, Company Secretary and a whole-time Practicing Company Secretary was appointed as Scrutinizer by the Board of Directors of Murudeshwar Ceramics Limited (the Company) for scrutinizing postal ballot which was conducted only through electronic means in respect of the resolutions contained in the Notice dated **February 14, 2024** in a fair and transparent manner and for ascertaining the requisite majority for the resolutions proposed to be passed with respect to the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in terms of the General Circular nos. 14/2020 dated April 08, 2020, Circular no.17/2020 dated April 13, 2020, Circular no. 20/2020 dated May 05, 2020, Circular no. 02/2021 dated January 13, 2021 and circular no. 02/2022 dated 05.05.2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (the 'MCA Circulars'), (collectively referred to as "Applicable Circulars") allowing the companies to hold general meetings/conduct the Postal Ballot process through electronic means (e-voting) and other applicable laws and regulations for the time being in force for transacting the Special Business by the members the Company by way of Postal Ballot which includes voting by electronic means ("e-voting") only on the resolutions as set-out in the notice of Postal Ballot and I submit our report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Act, and Rules made thereunder including MCA Circulars issued by the MCA have advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Companies Act 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue and SEBI Listing Regulation, relating to postal ballot process conducted through electronic means.
2. The Company has appointed NSDL as the Agency, for providing the facility of remote e-voting to the Members of the Company. Agency has provided a system for recording the votes of the shareholders electronically.
3. My responsibility as Scrutinizer is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice of Postal Ballot.
4. Pursuant to the MCA Circulars the Members of the Company holding equity shares, as on the "cut-off date" i.e. **February 16, 2024** were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated **February 14, 2024**, through remote e-voting only.



5. The remote e-voting period commenced from 9.00 AM, on Friday, 23rd February, 2024 to 5.00 P.M. on Saturday, 23rd March, 2024 at the e-voting Platform on the designated website. E-voting facility was blocked forthwith thereafter.

6. Pursuant to the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs, the Company has sent Postal Ballot notice(s) to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited /Central Depository Services (India) Limited as on the Cut-off date i.e. February 16, 2024 and whose e-mail IDs were available with the Company and Depositories, through electronic means only and has not dispatched physical notices to any member. However, the Company has also given an additional opportunity to its members to update their credentials with the Company through a public notice dated 23rd February, 2024. Further the Company vide the Postal Ballot E-notice dated February 14, 2024, had also requested its shareholders to register their email addresses with the Registrar and Transfer Agent of the Company.

7. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014 as amended from time to time & MCA circulars, on Friday, 23rd February, 2024, public notices were published by the Company in Financial Express ('English Newspaper') and in Samyukta Karnataka ('Kannada Newspaper') informing about the completion of dispatch of Postal Ballot notices to its shareholders through electronic means, along with all requisite document.

8. I monitored the process of electronic voting (i.e. remote e-voting) through the scrutinizer's secured link provided by NSDL through its designated website.

9. Physical ballot was not dispatched and provisions of Applicable MCA Circulars dated 8th April, 2020 and 13th April, 2020 were adhered. Therefore, notices have not been sent by any postal ballot(s).

10. After completion of e voting, votes casted by the members were unblocked by me in the presence of two witnesses who are not in the employment of the Company.

11. The remote e-voting report downloaded from the website of NSDL have been kept separately for the purpose of postal ballot.

12. Votes casted by the members through remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.

13. The Postal Ballots and other related documents/registers and record will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the Postal Ballot Minutes.

14. After ascertaining the votes casted by remote e-voting, I hereby submit the result as given in the Annexure which is attached to this report.

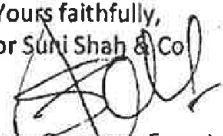
15. Based on the above remote e-voting, I confirm that the resolutions have been carried on with the requisite majority, accordingly I request the Company, to announce the voting result of Postal Ballot.

Thanking you,

Place: Hubli
Dated: 23.03.2024



Yours faithfully,
For Sunil Shah & Co


Sunil J Shah, Company Secretary,
Mem No 8717 COP No 3289
Scrutinizer
UDIN No: A008717E003625341

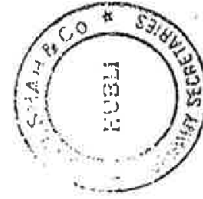
M.S Pujar
At: Hubli
Manjunath. S. Pujar

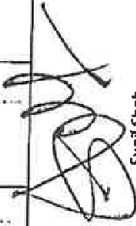
S.A. Manvi
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ANNEXURE TO SCRUTINISERS REPORT - E Voting Results
 E-voting process results of the Equity Shareholders of Murudeshwar Ceramics Limited Held between 9.00 A.M. on Friday, 23rd February, 2024 and ends at 5.00 P.M. on Saturday, 23rd March 2024.

No	Subject of Resolution	Favour			Against			Total Valid Votes		
		Number of members voted electronically	Number of votes cast in favour of the resolution	%age of total number of valid votes cast	Number of members voted electronically	Number of votes cast in Against of the resolution	% age of total number of valid votes cast	Total Number of members who voted.	Total Number of Shares held by Members who voted.	%age of total number of shares and members who voted.
1	Appointment of Shri Ravindra Bhandary (DIN: 07646192) as an Independent Director of the Company	108	37003277	99.986%	8	5199	0.014%	116	37008476	100%

Date: 23.03.2024




 Sunil Shah
 Company Secretary
 Mem No 8717 Cop no 3289