



CSL/2019-20/124  
28<sup>th</sup> May, 2019

BSE Limited Corporate Relationship Department 1 <sup>st</sup> Floor, New Trading Ring Rotunda Building, P J Towers Dalal Street, Fort, Mumbai – 400001. Scrip Code :532443 Scrip ID: CERASAN	National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra (East) Mumbai – 400051. Scrip Code: CERA
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Dear Sir,

Sub: Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2019

Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019, we enclosed herewith Annual Secretarial Compliance Report for the year ended on 31<sup>st</sup> March, 2019 issued by Umesh Parikh & Associates, Practicing Company Secretaries.

We hope you will find the above in order.

Thanking you.  
For Cera Sanitaryware Limited,

Narendra N. Patel  
President & Company Secretary  
Encl: as above

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**Cera Sanitaryware Limited**

**Sales & Marketing Office:** 7<sup>th</sup> & 8<sup>th</sup> Floors, B Wing, Privilon, Ambli BRTS Road, Iskon 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

**UMESH PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

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5/D, 5<sup>th</sup> Floor, Vardan Exclusive,  
Next to Vimal House, Nr. Stadium Petrol Pump,  
Navrangpura, Ahmedabad - 380 014.

**SECRETARIAL COMPLIANCE REPORT OF CERA SANITARYWARE LIMITED**  
**FOR THE YEAR ENDED ON MARCH 31, 2019**

To,  
**CERA SANITARYWARE LIMITED**  
**CIN: L26910GJ1998PLC034400**  
9, G.I.D.C. Industrial Estate,  
Kadi, Mehsana - 382715,  
Gujarat

We, Umesh Parikh & Associates, Practicing Company Secretary, have examined:

- all the documents and records made available to us and explanation provided by Cera Sanitaryware Limited ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended on 31<sup>st</sup> March, 2019 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (upto 10<sup>th</sup> November, 2018) and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (with effect from 11<sup>th</sup> November, 2018); **(Not Applicable to the listed entity during the review period)**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



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- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the listed entity during the review period)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable to the listed entity during the review period)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the listed entity during the review period)**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable to the listed entity during the review period)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

and based on the above examination, We, hereby report that, during the period under review:

- a) The listed entity has generally complied with all the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- c) No action has been taken against the listed entity/ its promoters/ directors either by SEBI or by Stock Exchanges under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.
- d) The listed entity has taken following actions to comply with the observation made by Practicing Company Secretary in the previous report: **Not Applicable** as this is the first Secretarial Compliance report of the listed entity.

FOR UMESH PARIKH & ASSOCIATES  
COMPANY SECRETARIES



*Yamini*

UMESH PARIKH  
PROPRIETOR

FCS No.: 4152 C. P. No.: 2413

Place: Ahmedabad  
Date: 28<sup>th</sup> May, 2019