



22nd July, 2017

Kajaria
TRANSFORM YOUR WORLD

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai-400 051
Scrip Symbol: KAJARIACER

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001
Scrip Code: 500233

Dear Sir / Madam,

Sub: Intimation of results of Tribunal convened meetings of equity shareholders, secured creditors and unsecured creditors of the Company under Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulation, 2015

This is with further reference to our intimation dated 21st July, 2017 about proceeding of Tribunal convened meeting held on 21st July, 2017.

We wish to inform you that the resolution for approval of the Scheme of Arrangement between Kajaria Securities Private Limited ("the Transferor Company") and Kajaria Ceramics Limited ("the Company") was approved by the shareholders, secured and unsecured creditors of the Company with requisite majority.

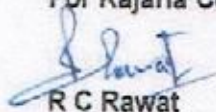
In this regard, we are enclosing herewith the following documents:

- **Annexure 1-** Combined Scrutinizers' report specifying voting of meeting of equity shareholders along with the declaration of results;
- **Annexure 2** –Scrutinizers' report specifying the voting of meeting of secured creditors along with the declaration of results; and
- **Annexure 3** –Scrutinizers' report specifying the voting of meeting of unsecured creditors along with the declaration of results.

This letter and enclosures are provided in accordance with the Regulation 44 and other applicable provisions of Listing Regulations read with Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 issued by Securities and Exchange Board of India.

Kindly take the same on record.

Thanking you,
Yours faithfully,
For Kajaria Ceramics Limited


R C Rawat

COO (A&T) & Company Secretary



Encl.: as above

Kajaria Ceramics Limited

Corporate Office : J1/B1 (Extn.), Mohan Co - op Industrial Estate, Mathura Road, New Delhi - 110044, Ph: +91-11-26946409 | Fax: +91-11- 26946407
Regd Office: SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur Ghosi, Gurgaon-122001, Haryana, Ph: +91-124-4081281
CIN No. : L26924HR1985PLC056150, E-mail: info@kajariaceramics.com | Web: www.kajariaceramics.com

Scrutinizer's Report ("Equity Shareholders")

Annexure-1

To,
Mr. Justice (Retd.) J.C. Verma
The Chairperson
Equity Shareholders' Meeting convened by Order of Hon'ble National Company Law Tribunal,
Chandigarh bench, Chandigarh of
M/s Kajaria Ceramics Limited
held on Friday, the 21st day of July, 2017 at 02:00 P.M. (IST)
at SF-11, Second Floor, JMD Regent Plaza,
Mehrauli Gurgaon Road, Village Sikanderpur Ghosi,
Gurgaon, Haryana-122001

Dear Sir,

I, Dr. S. Chandrasekaran, Senior Partner of M/s Chandrasekaran Associates, Practicing Company Secretaries having its office at 11-F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer for the Equity Shareholders meeting ("**Meeting**") of Kajaria Ceramics Limited ("**Company**") in pursuance to order of National Company Law Tribunal (NCLT), Chandigarh bench ("**Tribunal**") dated May 4th, 2017 for conducting the remote e-voting process and scrutinize the Postal Ballot and Polling Papers received from the Equity Shareholders of the Company in terms of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 & 22 of the Companies (Management and Administration) Rule 2014, as amended by Companies (Management and Administration) Amendment Rule 2015.

The Notice dated June 09th 2017 convening the Meeting along with explanatory statement under Section 230 read with Section 102 of the Act setting out material facts were sent to the Equity Shareholders of the Company as on December 31st, 2016.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Equity Shareholders of the Company.

The remote e-voting period were commenced at 9:00 A.M. on Wednesday, the 21st day of June, 2017 and ended at 5:00 P.M. on Thursday, 20th day of July, 2017.

The Equity Shareholders holding shares as on December 31st, 2016 were entitled to vote on the proposed resolution as set out in the Notice of the Tribunal Convened Meeting of the Company.

Further, the Chairperson announced the poll at the Meeting for the Equity Shareholders who have attended the meeting and have not cast their vote earlier through remote e-voting or postal ballot.

I submit my report as under:

1. After the time fixed for voting through Polling Papers at Meeting venue, i.e. between 2:35 P.M. to 02:50 P.M., ballot boxes kept for polling were locked in my presence with due identification Marks placed by me.

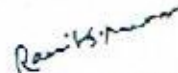
Signed by Scrutinizer

Counter Signed by Chairperson

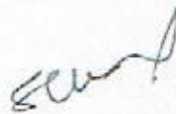


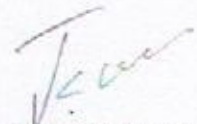
- 2. The locked ballot boxes were subsequently opened in my presence and Polling Papers were diligently scrutinized. The Polling Papers were reconciled with the records maintained by M/s. MCS Share Transfer Agent Limited, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
- 3. The Votes (remote e-voting) were unblocked on Friday, the 21st day of July, 2017 around 2:53 P.M. in the presence of two witnesses, Mr. Shashikant Tiwari R/o C-242A Pandav Nagar, Delhi-110092 and Mr. Ravi Kumar Mishra R/o. D-39, Gali No.2, Laxmi Nagar, Delhi- 110092 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Mr. Shashikant Tiwari


Mr. Ravi Kumar Mishra

- 4. The Register of voting, i.e. vote cast through remote e-voting, Postal Ballot and Polling Papers ("**Voting Process**") at the Meeting is annexed herewith and marked as Annexure-A.
- 5. The votes casted through voting process which were incomplete and/ or otherwise found defective have been treated as invalid.
- 6. The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made thereunder and to comply with the directions as specified in the Order of Tribunal dated May 04th, 2017, on the resolution contained in the notice of the Tribunal convened meeting.
- 7. My responsibility as scrutinizor for the voting process is restricted to making a scrutinizor report of the votes cast in favour or against the resolution.
- 8. Based on the data downloaded from the website of the NSDL for the remote e-voting process, Postal ballot received by Company and vote through Polling Papers conducted at the Meeting venue, we now submit our combined report (remote e-voting, Postal Ballot and Polling Papers) as under:


Signed by Scrutinizer


Counter Signed by Chairperson



9. The result of the voting as per aforesaid Register is as under:

Resolution -Considering the Scheme of Arrangement of Kajaria Securities Private Limited and Kajaria Ceramics Limited and their respective shareholders and Creditors under Sections 230 to 232 and Section 66 and other applicable provisions of the Companies Act, 2013 read with Companies (Compromise, Arrangements and Amalgamations) Rules, 2016

a) Voted in favour of the resolution:

Particulars	Number of Equity Shareholders voted	Total Number of shares held by them	Total number of valid Equity Shareholders	Total Number of valid votes	Number of Equity Shareholders voted in favour of resolution	Number of votes cast by them	% of total number of valid Equity Shareholders	% of total number of valid votes cast
Remote e-Voting	675	133881156	662	59009654	644	58967530 *	97.280	99.928
Postal Ballot	13	2267	10	2267	10	1722 **	100.00	75.959
Polling Papers	52	828567	50	828563	50	828494 ***	96.00	99.991
Total	740	134711990	772	59840484	702	59797746	97.229	99.928

b) Voted against the resolution:

Particulars	Number of Equity Shareholders voted	Total Number of shares held by them	Total number of valid Equity Shareholders	Total Number of valid votes	Number of Equity Shareholders voted in against of resolution	Number of votes cast by them	% of total number of valid Equity Shareholders	% of total number of valid votes cast
Remote e-Voting	675	133881156	662	59009654	18	3595	2.720	0.006
Postal Ballot	13	2267	10	2267	0	0	0	0
Polling Papers	52	828567	50	828563	0	0	0	0
Total	740	134711990	772	59840484	18	3595	2.720	0.006

c) Invalid votes:

Particulars	Total number of Equity Shareholders whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	13	74871502
Postal Ballot	0	0
Polling Papers	2	4
Total	15	74871506

*Note: Votes cast by 13 promoters have been rejected. Further, 06 shareholders out of total 662 valid shareholders have partly not exercised their votes for 38529 shares through e-voting.

**Note: 03 shareholders out of total 10 valid Equity Shareholders, 03 shareholders have partly not exercised their voting for 545 shares through Postal Ballot. Further, 02 ballot papers were received which have been rejected due to insufficient information and 01 blank envelope was received.

***Note: 06 shareholders out of total 50 valid shareholders didn't exercise their votes for 69 shares through Polling Paper.

Signed by Scrutinizer

Counter Signed by Chairperson



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- 10. I have handed over the Postal Ballot and Polling Papers, and other related papers/ Register of voting and records for the safe custody to the Hon'ble Chairperson who has been authorized by the NCLT, Chandigarh bench to supervise the Polling Papers process.

- 11. Hon'ble Chairperson may accordingly declare the result of votes casted by voting process at the meeting.

Thanking you,
Yours faithfully,



Dr. S. Chandrasekaran
Senior Partner,
Chandrasekaran Associates
Practicing Company Secretaries
Membership No.-1644
CP. No. -715

Date: 22/7/17
Place: Delhi

Counter Signed by Chairperson

4.


Declaration of Results of voting of Meeting of Equity Shareholders

Pursuant to Order of National Company Law Tribunal, Chandigarh Bench, Chandigarh dated May 04, 2017, meeting of Equity Shareholders of the Company as on December 31st, 2016 was convened on July 21st, 2017 for considering the Scheme of Arrangement of M/s Kajaria Securities Private Limited (Transferor Company) and M/s Kajaria Ceramics Limited (Transferee Company) and their respective shareholders and creditors.

As per the Scrutinizer's Report dated July 22nd, 2017, the results of voting through remote e-voting, Postal Ballot and Polling Paper Process are as follows:

	Total number of Votes	Total Number of Invalid Votes	Total Number of Valid Votes	Vote in favour of resolution	Vote against of resolution	% in favour of resolution
Remote E-voting	133881156	74871502	59009654	58967530	3595	99.928
Postal Ballot	2267	0	2267	1722	0	75.959
Polling Papers	828567	4	828563	828494	0	99.991
Total	134711990	74871506	59840484	59797746	3595	99.928

I, therefore, declare the above Resolution as passed with the requisite majority.


Justice (Retd.) J.C. Verma
Chairperson



Details of Voting results of the NCLT convened meeting of Equity Shareholders held on 21st July, 2017 as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Date of NCLT convened Meeting	21 st July, 2017
Record Date	31 st December, 2016
Total number of shareholders on record date	33628
No. of shareholders present in the meeting either in person or through Proxy	Promoter and Promoter Group: 14 Public: 52
No. of shareholders attended the meeting through video conferencing	Promoter and Promoter Group: NA Public: NA

Details of the Agenda Item:

Considering the Scheme of Arrangement of Kajaria Securities Private Limited and Kajaria Ceramics Limited and their respective shareholders and Creditors under Sections 230 to 232 and Section 66 and other applicable provisions of the Companies Act, 2013 read with Companies (Compromise, Arrangements and Amalgamations) Rules, 2016.

Resolution required: Special (Requisite Majority)

Mode of voting: E-voting, Poll & Postal Ballot.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes - In favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	75321502	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
Total		75321502	0.00	0.00	0.00	0.00	0.00	0.00
Public - Institutional Holders	E-voting	48296448	41752241	86.45	41752241	0.00	100.00	0.00
	Poll		732286	1.52	732286	0.00	100.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
Total		48296448	42484527	87.97	42484527	0.00	100.00	0.00
Public-Others	E-voting	35320050	17218884	48.75	17215289	3595	99.98	0.02
	Poll		96208	0.27	96208	0.00	100.00	0.00
	Postal Ballot		1722	0.00	1722	0.00	100.00	0.00
Total		35320050	17316814	49.03	17313219	3595	99.98	0.02
Total		158938000	59801341	37.63	59797746	3595	99.99	0.01



Kajaria Ceramics Limited

Corporate Office : D/RI (Extn.) Mohan Co-op Industrial Estate, Mathura Road, Gurgaon, Haryana - 122044, Ph.: +91-11-26946409 | Fax: +91-11-26946407
 Regd Office: SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sakandipur Gurgaon-122001, Haryana, Ph.: +91-124-4061781
 CIN No.: L26924HR1965PLC056150 | E-mail: info@kajariaceramics.com | Web: www.kajariaceramics.com

6/14

Scrutinizer's Report ('Secured Creditors')

To,
Mr. Justice (Retd.) J.C. Verma
The Chairperson
Secured Creditors' Meeting convened by order of Hon'ble National Company Law
Tribunal, Chandigarh bench, Chandigarh of
M/s Kajaria Ceramics Limited
held on Friday, the 21st day of July, 2017 at 11:00 A.M. (IST)
at SF-11, Second Floor, JMD Regent Plaza,
Mehrauli Gurgaon Road, Village Sikanderpur Ghosi,
Gurgaon, Haryana-122001

Dear Sir,

I, Dr. S. Chandrasekaran, Senior Partner of M/s Chandrasekaran Associates, Practicing Company Secretaries having its office at 11-F, Pocket IV, Mayur Vihar, Phase-I, New Delhi- 110091, appointed as Scrutinizer of Kajaria Ceramics Limited ("**Company**") to scrutinize the Polling Papers received from the Secured Creditors for the vote cast by them at the Meeting Convened in pursuance to Order of the Hon'ble National Company Law Tribunal (NCLT), Chandigarh Bench, Chandigarh ("**Tribunal**") dated May 4th, 2017. The meeting of Secured Creditors of the Company ("**Meeting**"), for the purpose of considering, and if thought fit, approving, with or without modification(s), the Scheme of Arrangement between Kajaria Securities Private Limited (Transferor Company) and Kajaria Ceramics Limited (Transferee Company) and their respective Shareholders and Creditors ("**Scheme**").

The Notice dated June 9th, 2017 convening the Meeting along with explanatory statement under Section 230(3), 232(1), 232(2) of the Companies Act 2013 ("the Act") read with Rule 6 of the Companies (Compromise, Arrangements and Amalgamations) Rules, 2016 were sent to the Secured Creditors of the Company as on December 31st, 2016.

The Secured Creditors of the Company as on December 31st, 2016 were entitled to vote on the proposed resolution as set out in the Notice of the Meeting of the Company.

I submit my report as under:

1. After the time fixed for the Voting through Polling Papers by the Chairperson i.e. between 11:15 A.M. to 11:45 A.M. ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The ballot boxes duly locked were subsequently opened in my presence and Polling Papers were diligently scrutinized. The Polling Papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company, if any.
3. The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made thereunder and to comply with the directions as specified in the Order of Tribunal dated May 04th, 2017, on the resolution contained in the notice of the Tribunal convened meeting.

Signed by Scrutinizer



Counter Signed by Chairperson

- 4. My responsibility as scrutinizer for the Polling Papers process is restricted to making a scrutinizer report of the votes cast in favour or against the resolution.
- 5. The result of the Voting at the meeting through Polling Papers is as under:

Resolution –Considering the Scheme of Arrangement of Kajaria Securities Private Limited and Kajaria Ceramics Limited and their respective shareholders and Creditors under Sections 230 to 232 and Section 66 and other applicable provisions of the Companies Act, 2013 read with Companies (Compromise, Arrangements and Amalgamations) Rules, 2016

a) Voted in favour of the resolution:

Number of Secured Creditors voted	Total Number of Vote in Value held by them (Amount in Rs.)	Total number of valid Secured Creditors	Total Number of valid votes in value. (Amount in Rs.)	Number of Secured Creditors voted in favour of Resolution	Number of votes cast by them in value. (Amount in Rs.)	% of total number of valid Secured Creditors	% of total number of valid votes cast in value
2	1,14,21,059	2	1,14,21,059	2	1,14,21,059	100	100

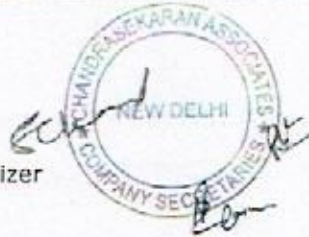
b) Voted against the resolution:

Number of Secured Creditors voted	Total Number of Vote in Value held by them (Amount in Rs.)	Total number of valid Secured Creditors	Total Number of valid votes in value. (Amount in Rs.)	Number of Secured Creditors voted in against of Resolution	Number of votes cast by them in value. (Amount in Rs.)	% of total number of valid Secured Creditors	% of total number of valid votes cast in value
2	1,14,21,059	2	1,14,21,059	0	0	0	0

c) Invalid votes:

Total number of Secured Creditors whose votes were declared invalid	Total number of votes cast by them in value
0	0

Signed by Scrutinizer



Counter Signed by Chairperson

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Notes:

- 1. Cut-off date to consider List of Secured Creditor is December 31st, 2016
- 2. INR 1 in Value is equal to 1 Vote

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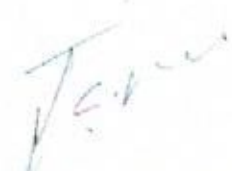
8/11/14

- 6. I have handed over the Polling Papers and other related papers/ Register and records for the safe custody to the Hon'ble Chairperson who has been authorized by the NCLT, Chandigarh bench to supervise the Polling Paper process.
- 7. Hon'ble Chairperson may accordingly declare the result of votes casted by Polling Paper Process.

Thanking you,
Yours faithfully,



Dr. S. Chandrasekaran
Senior Partner
Chandrasekaran Associates
Practicing Company Secretaries
Membership No.-1644
CP. No. - 715


Counter Signed by Chairperson

Date: 22/7/17
Place: Delhi

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Declaration of Results of voting of Meeting of Secured Creditors

Pursuant to Order of National Company Law Tribunal, Chandigarh Bench, Chandigarh dated May 04, 2017, meeting of Secured Creditors of the Company as on December 31st, 2016 was convened on July 21st, 2017 for considering the Scheme of Arrangement of M/s Kajaria Securities Private Limited (Transferor Company) and M/s Kajaria Ceramics Limited (Transferee Company) and their respective shareholders and creditors.

As per the Scrutinizer's Report dated July 22nd 2017, the results of voting through Polling Paper Process is as follows:

PARTICULARS	VOTING DETAILS
Total Polling Papers received	2
Less: Invalid Polling Papers	0
Valid Polling Papers	2
Votes in favour of the Resolution in value (Rs.)	11421059
Votes against the Resolution in value (Rs.)	0
Percentage (%) of Votes in favour to total valid Votes polled	100

(INR 1 in value is equal to 1 vote)

I, therefore, declare the above Resolution as unanimously

passed
J.C. Verma
Justice (Retd.) J.C. Verma
Chairperson

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Scrutinizer's Report ('Unsecured Creditors')

To,
Mr. Justice (Retd.) J.C. Verma
The Chairperson
Unsecured Creditors' Meeting convened by Order of Hon'ble National Company Law
Tribunal, Chandigarh bench, Chandigarh of
M/s Kajaria Ceramics Limited
held on Friday, the 21st day of July, 2017 at 12:00 Noon (IST)
at SF-11, Second Floor, JMD Regent Plaza,
Mehrauli Gurgaon Road, Village Sikanderpur Ghosi,
Gurgaon, Haryana-122001

Dear Sir,

I, Dr. S. Chandrasekaran, Senior Partner of M/s Chandrasekaran Associates, Practicing Company Secretaries having its office at 11-F, Pocket IV, Mayur Vihar, Phase-I, New Delhi- 110091, appointed as Scrutinizer of Kajaria Ceramics Limited ("**Company**") to scrutinize the Polling Papers received from the Unsecured Creditors for the vote cast by them at the Meeting Convened in pursuance to Order of the Hon'ble National Company Law Tribunal (NCLT), Chandigarh Bench, Chandigarh ("**Tribunal**") dated May 4th, 2017. The meeting of Unsecured Creditors of the Company ("**Meeting**"), for the purpose of considering, and if thought fit, approving, with or without modification(s), the Scheme of Arrangement between Kajaria Securities Private Limited (Transferor Company) and Kajaria Ceramics Limited (Transferee Company) and their respective Shareholders and Creditors ("**Scheme**").

The Notice dated June 9th, 2017 convening the Meeting along with explanatory statement under Section 230(3), 232(1), 232(2) of the Companies Act 2013 ("the Act") read with Rule 6 of the Companies (Compromise, Arrangements and Amalgamations) Rules, 2016 were sent to the Unsecured Creditors of the Company as on December 31st, 2016.

The Unsecured Creditors of the Company as on December 31st, 2016 were entitled to vote on the proposed resolution as set out in the Notice of the Meeting of the Company.

I submit my report as under:

1. After the time fixed for the Voting through Polling Papers by the Chairperson i.e. between 12:45 P.M. to 01:45 P.M. ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The ballot boxes duly locked were subsequently opened in my presence and Polling Papers were diligently scrutinized. The Polling Papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company, if any.
3. The Polling Papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

Signed by Scrutinizer



Counter Signed by Chairperson

11/14

4. The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made thereunder and to comply with the directions as specified in the Order of Tribunal dated May 04th, 2017, on the resolution contained in the notice of the Tribunal convened meeting.
5. My responsibility as scrutinizer for the Polling Papers process is restricted to making a scrutinizer report of the votes cast in favour or against the resolution.
6. The result of the Voting at the meeting through Polling Papers is as under:

Resolution - Considering the Scheme of Arrangement of Kajaria Securities Private Limited and Kajaria Ceramics Limited and their respective shareholders and Creditors under Sections 230 to 232 and Section 66 and other applicable provisions of the Companies Act, 2013 read with Companies (Compromise, Arrangements and Amalgamations) Rules, 2016

a) Voted in favour of the resolution:

Number of Unsecured Creditors voted	Total Number of Vote in Value held by them. (Amount in Rs.)	Total number of valid Unsecured Creditors voted	Total Number of valid votes in value. (Amount in Rs.)	Number of Unsecured Creditors voted in favour of Resolution	Number of votes cast by them in value. (Amount in Rs.)	% of total number of valid Unsecured Creditors	% of total number of valid votes cast in value
46	43,79,57,886	32	41,72,58,316	32	41,72,58,316	100	100

b) Voted against the resolution:

Number of Unsecured Creditors voted	Total Number of Vote in Value held by them. (Amount in Rs.)	Total number of valid Unsecured Creditors voted	Total Number of valid votes in value. (Amount in Rs.)	Number of Unsecured Creditors voted in against of Resolution	Number of votes cast by them in value. (Amount in Rs.)	% of total number of valid Unsecured Creditors	% of total number of valid votes cast in value
46	43,79,57,886	32	41,72,58,316	0	0	0	0

c) Invalid votes:

Total number of Unsecured Creditors whose votes were declared invalid	Total number of votes cast by them in value
14	2,06,99,570

Signed by Scrutinizer



Counter Signed by Chairperson

Notes:

1. Cut-off date to consider List of Secured Creditor is December 31st, 2016
2. INR 1 in Value is equal to 1 Vote

12/11/17

7. I have handed over the Polling Paper sand other related papers/ Register and records for the safe custody to the Hon'ble Chairperson who has been authorized by the NCLT, Chandigarh bench to supervise the Polling Paper process.
8. Hon'ble Chairperson may accordingly declare the result of votes casted through voting process.

Thanking you,
Yours faithfully,



Dr. S. Chandrasekaran
Senior Partner
Chandrasekaran Associates
Practicing Company Secretaries
Membership No.-1644
CP. No. -715

Counter Signed by Chairperson

Date: 22/07/22
Place: Delhi

Declaration of Results of voting of Meeting of Unsecured Creditors

Pursuant to Order of National Company Law Tribunal, Chandigarh Bench, Chandigarh dated May 04, 2017, meeting of Unsecured Creditors of the Company as on December 31st, 2016 was convened on July 21st, 2017 for considering the Scheme of Arrangement of M/s Kajaria Securities Private Limited (Transferor Company) and M/s Kajaria Ceramics Limited (Transferee Company) and their respective shareholders and creditors.

As per the Scrutinizer's Report dated July 22nd 2017, the results of voting through Polling Paper Process is as follows:

PARTICULARS	VOTING DETAILS
Total Polling Papers received	46
Less: Invalid Polling Papers	14
Valid Polling Papers	32
Votes in favour of the Resolution in value (Rs.)	417258316
Votes against the Resolution in value (Rs.)	0
Percentage (%) of Votes in favour to total valid Votes polled	100

(INR 1 in value is equal to 1 vote)

I, therefore, declare the above Resolution as unanimously passed

Justice

J.C. Verma

Justice (Retd.) J.C. Verma
Chairperson

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