



Kajaria

29.09.2020

BSE Limited
P. J. Towers,
Dalal Street,
Mumbai-400001

National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra Kurla Complex
Bandra (E), Mumbai-400051

Dear Sir/ Madam,

Sub: Proceedings of the 34th Annual General Meeting of Kajaria Ceramics Limited

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith the proceedings of the 34th Annual General Meeting of the Company held on Monday, September 28, 2020 at 3.00 p.m. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

This is for your information and records please.

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

**SUMMARY OF PROCEEDINGS OF THE 34TH ANNUAL GENERAL MEETING OF
KAJARIA CERAMICS LIMITED HELD ON MONDAY, SEPTEMBER 28, 2020**

The 34th Annual General Meeting ('AGM' or 'meeting') of Kajaria Ceramics Limited ('the Company') was held on Monday, September 28, 2020 at 3:00 P.M. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

The meeting was held in compliance with the General Circular numbers 14/2020, 17/2020 and 20/2020 issued by the Ministry of Corporate Affairs ('MCA') and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India ('SEBI') (hereinafter referred as 'Circulars') and as per the applicable provisions of the Companies Act, 2013 read with Rules made thereunder, Secretarial Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Directors Present:

Mr. Ashok Kajaria	-	Chairman & Managing Director
Mr. Chetan Kajaria	-	Joint Managing Director
Mr. Rishi Kajaria	-	Joint Managing Director
Mr. Dev Datt Rishi	-	Non-Executive Non Independent Director
Mr. Debi Prasad Bagchi	-	Independent Director & Chairman of Nomination and Remuneration Committee
Mr. H. Rathnakar Hegde	-	Independent Director
Mr. Raj Kumar Bhargava	-	Independent Director & Chairman of Audit Committee
Mrs. Sushmita Singha	-	Independent Director, Chairperson of Stakeholders Relationship Committee

In Attendance:

Mr. R.C. Rawat	-	COO (A&T) & Company Secretary
Mr. Sanjeev Agarwal	-	Chief Financial Officer

Invitees:

Mr. Neeraj Sharma	-	Partner, Walker Chandio & Co LLP (Statutory Auditors)
Dr. S. Chandrasekaran	-	Senior Partner, Chandrasekaran Associates (Secretarial Auditors)
Mr. Shashikant Tiwari	-	Partner, Chandrasekaran Associates (Scrutinizer)

Mr. Ashok Kajaria presided over the meeting.

Mr. R.C. Rawat, COO (A&T) & Company Secretary of the Company welcomed all the Members of the Company, Chairman, Board of Directors, other stakeholders and dignitaries present at the meeting.



Kajaria Ceramics Limited

1. As the requisite quorum was present, the Company Secretary called the meeting to order. He stated that Annual Report for the financial year 2019-20 along with Notice for the 34th AGM was dispatched to the members of the Company whose email addresses was registered with the Company /RTA/Depositories and to all others who were entitled for the same through electronic mode.
2. He further announced that the requisite registers and all other documents as referred in the Notice were open for inspection electronically during the AGM.
3. The Chairman welcomed all present at the 34th AGM and briefly introduced the Directors, Key Managerial Personnel and Invitees who were present in the meeting through Video Conferencing. The Chairman also informed that the Chairperson of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee were present at the AGM. He further confirmed that the Company has made all efforts feasible under the current circumstances to enable the members to participate in the meeting through the video conferencing facility and vote electronically.
4. The Chairman concluded his speech by thanking the members, the employees, his colleagues on the Board and all the stakeholders for their continued support.
5. The Company Secretary informed the members, that there are no qualifications, observations, comments, disclaimer or adverse remarks in the Auditors' Report and the Secretarial Audit Report, which have any adverse effect on the functioning of the Company.
6. With the permission of the members present, the Notice convening the AGM, Auditors Report, Directors' Report and related documents were taken as read.
7. The Chairman, then, briefed the objectives and implications of the Ordinary Businesses set forth in the AGM Notice. The Chairman further informed that, the Company has provided the facility to cast the votes electronically during September 25, 2020 to September 27, 2020, on all resolutions set forth in the 34th AGM Notice. Members who were participating in the meeting and had not cast their votes through remote e-voting were provided an opportunity to cast their votes through e-voting at the meeting.
8. The Chairman informed that Mr. Shashikant Tiwari, Partner of M/s Chandrasekaran Associates, Company Secretaries, who was appointed as by the Board of Directors of the Company as the Scrutinizer for scrutinizing the voting process, in a fair and transparent manner. The Scrutinizer would




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consolidate the results of remote e-voting and e- voting at the AGM and then submit his report.

9. The Company Secretary announced that the members who have registered themselves as speakers. The queries raised by speaker members were duly answered by the Chairman to the satisfaction of the members.
10. Thereafter, the Chairman announced that the e-voting process would remain open for another 30 minutes for members who have not yet cast their vote.
11. The following businesses were considered at the AGM:

S. No.	Particulars	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended 31 st March, 2020 and Reports of Board of Directors and Auditors thereon	Ordinary Resolution
2.	To appoint a Director in place of Mr. Chetan Kajaria (DIN: 00273928), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment	Ordinary Resolution
3.	To appoint a Director in place of Mr. Rishi Kajaria (DIN: 00228455), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment	Ordinary Resolution

12. The results shall be declared after receiving the report from the Scrutiniser not later than 48 hours of the conclusion of the AGM. The results declared along with the Scrutiniser's Report would be placed on the Company's website and on the website of National Securities Depository Limited and communicated to the BSE Limited and National Stock Exchange of India Limited.
13. The Chairman concluded his address by thanking all the participants for attending the AGM and declared the meeting as closed.

 

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