

| General information about company                              |                           |
|--|---------------------------|
| Scrip code   | 532443                    |
| NSE Symbol   | CERA                      |
| MSEI Symbol  | NOTLISTED                 |
| ISIN   | INE739E01017              |
| Name of the entity   | CERA SANITARYWARE LIMITED |
| Date of start of financial year                                | 01-04-2022                |
| Date of end of financial year                                  | 31-03-2023                |
| Reporting Quarter  | Quarterly                 |
| Date of Report   | 30-06-2022                |
| Risk management committee                                      | Applicable                |
| Market Capitalisation as per immediate previous Financial Year | Top 500 listed entities   |

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

| Disclosure of notes on composition of board of directors explanatory |                       |                           |            |          |  |                            |                               |                     |  |   |                                   |                            |                      | Textual Information(1)                     |  |  |  |  |                                      |                                      |
|--|-----------------------|---------------------------|------------|----------|--|----------------------------|-------------------------------|---------------------|--|---|-----------------------------------|----------------------------|----------------------|--|--|--|--|--|--------------------------------------|--------------------------------------|
| Whether the listed entity has a Regular Chairperson                  |                       |                           |            |          |  |                            |                               |                     |  |   |                                   |                            |                      | Yes  |  |  |  |  |                                      |                                      |
| Whether Chairperson is related to MD or CEO                          |                       |                           |            |          |  |                            |                               |                     |  |   |                                   |                            |                      | Yes  |  |  |  |  |                                      |                                      |
| Sr   | Title<br>(Mr /<br>Ms) | Name of the<br>Director   | PAN        | DIN      | Category 1<br>of directors                     | Category 2<br>of directors | Category<br>3 of<br>directors | Date<br>of<br>Birth | Whether<br>special<br>resolution<br>passed?<br>[Refer Reg.<br>17(1A) of<br>Listing<br>Regulations] | Date of<br>passing<br>special<br>resolution | Initial Date<br>of<br>appointment | Date of Re-<br>appointment | Date of<br>cessation | Tenure<br>of<br>director<br>(in<br>months) | No of<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>17A of<br>Listing<br>Regulations) | No of<br>Independent<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>17A(1) of<br>Listing<br>Regulations) | Number of<br>memberships<br>in Audit/<br>Stakeholder<br>Committee(s)<br>including this<br>listed entity<br>(Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | No of post<br>of<br>Chairperson<br>in Audit/<br>Stakeholder<br>Committee<br>held in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | Notes for<br>not<br>providing<br>PAN | Notes for<br>not<br>providing<br>DIN |
| 1  | Mr                    | VIKRAM<br>SOMANY          | AKUPS8219B | 00048827 | Executive<br>Director                          | Chairperson                | MD                            | 26-<br>08-<br>1949  | NA   |   | 27-11-2001                        | 01-07-2017                 |                      |  | 1  | 0  | 1  | 0  |                                      |                                      |
| 2  | Mrs                   | DEEPSHIKHA<br>KHAITAN     | AGCPK8668E | 03365068 | Executive<br>Director                          | Not<br>Applicable          | MD                            | 17-<br>03-<br>1975  | NA   |   | 29-03-2014                        | 01-04-2020                 |                      |  | 1  | 0  | 0  | 0  |                                      |                                      |
| 3  | Mr                    | SAJAN<br>KUMAR<br>PASARI  | AFTPP9100J | 00370738 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable          |                               | 21-<br>02-<br>1947  | Yes  | 30-08-<br>2018                              | 15-06-2004                        | 01-04-2019                 |                      | 99   | 1  | 1  | 1  | 0  |                                      |                                      |
| 4  | Mr                    | LALIT<br>KUMAR<br>BOHANIA | ADJPB1726A | 00235869 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable          |                               | 16-<br>02-<br>1963  | NA   |   | 11-07-2013                        | 01-04-2019                 |                      | 99   | 1  | 1  | 2  | 2  |                                      |                                      |

| I. Composition of Board of Directors                                 |                    |                      |            |          |                                      |                         |                         |               |   |                                    |                             |                        |                   |                                |  |   |   |  |                             |                             |
|--|--------------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| Disclosure of notes on composition of board of directors explanatory |                    |                      |            |          |                                      |                         |                         |               |   |                                    |                             |                        |                   |                                |  |   |   |  |                             |                             |
| Whether the listed entity has a Regular Chairperson                  |                    |                      |            |          |                                      |                         |                         |               |   |                                    |                             |                        |                   |                                |  |   |   |  |                             |                             |
| Sr   | Title<br>(Mr / Ms) | Name of the Director | PAN        | DIN      | Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
| 5  | Mr                 | AYUSH BAGLA          | ADTPB8357M | 01211591 | Executive Director                   | Not Applicable          |                         | 10-09-1973    | NA  |                                    | 18-04-2018                  | 14-05-2022             |                   |                                | 1  | 0   | 0   | 0  |                             |                             |
| 6  | Mr                 | SURENDRA SINGH BAID  | AEMPB6456R | 02736988 | Non-Executive - Independent Director | Not Applicable          |                         | 30-05-1951    | NA  |                                    | 18-04-2018                  | 18-04-2018             |                   | 50                             | 1  | 1   | 2   | 0  |                             |                             |
| 7  | Mr                 | ANUPAM GUPTA         | AEEPG2880C | 09290890 | Executive Director                   | Not Applicable          |                         | 21-05-1968    | NA  |                                    | 15-10-2021                  | 15-10-2021             |                   |                                | 1  | 0   | 1   | 0  |                             |                             |
| 8  | Ms                 | AKRITI JAIN          | AJCPJ0504H | 08259413 | Non-Executive - Independent Director | Not Applicable          |                         | 27-06-1986    | NA  |                                    | 01-11-2018                  | 01-11-2018             |                   | 39                             | 1  | 1   | 1   | 0  |                             |                             |

| Text Block             |  |
|------------------------|--|
| Textual Information(1) | <ol style="list-style-type: none"> <li>1. The Board of Directors at their meeting held on 10th May, 2022 re-appointed Shri Vikram Somany as Chairman and Managing Director of the Company for further period of 5 years w.e.f. 1st July, 2022. His re-appointment has been approved by the Members of the Company at their 24th Annual General Meeting held on 30th June, 2022.</li> <li>2. The Board of Directors at their meeting held on 10th May, 2022 re-appointed Shri Ayush Bagla as an Executive Director of the Company for further period of 3 years w.e.f. 14th May, 2022. His re-appointment has been approved by the Members of the Company at their 24th Annual General Meeting held on 30th June, 2022.</li> <li>3. The Members of the Company at their 24th Annual General Meeting held on 30th June, 2022 approved the appointment of Shri Anupam Gupta as Director and Executive Director (Technical) for period of 3 year w.e.f. 15th October, 2021.</li> <li>4. The Members of the Company at their 24th Annual General Meeting held on 30th June, 2022 approved the re-appointment of Shri Surendra Singh Baid as an Independent Director for second term of 5 years w.e.f. 1st April, 2023.</li> </ol> |

| Audit Committee Details                               |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00235869   | LALIT KUMAR BOHANIA       | Non-Executive - Independent Director | Chairperson             | 11-07-2013          |                   |         |
| 2   | 00048827   | VIKRAM SOMANY             | Executive Director                   | Member                  | 23-02-2008          |                   |         |
| 3   | 00370738   | SAJAN KUMAR PASARI        | Non-Executive - Independent Director | Member                  | 30-06-2005          |                   |         |
| 4   | 02736988   | SURENDRA SINGH BAID       | Non-Executive - Independent Director | Member                  | 18-04-2018          |                   |         |
| 5   | 08259413   | AKRITI JAIN               | Non-Executive - Independent Director | Member                  | 01-11-2018          |                   |         |

| Nomination and remuneration committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 02736988   | SURENDRA SINGH BAID       | Non-Executive - Independent Director | Chairperson             | 18-04-2018          |                   |         |
| 2   | 00370738   | SAJAN KUMAR PASARI        | Non-Executive - Independent Director | Member                  | 30-06-2005          |                   |         |
| 3   | 00048827   | VIKRAM SOMANY             | Executive Director                   | Member                  | 25-04-2014          |                   |         |
| 4   | 00235869   | LALIT KUMAR BOHANIA       | Non-Executive - Independent Director | Member                  | 11-07-2013          |                   |         |

| Stakeholders Relationship Committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00235869   | LALIT KUMAR BOHANIA       | Non-Executive - Independent Director | Chairperson             | 03-03-2021          |                   |         |
| 2   | 02736988   | SURENDRA SINGH BAID       | Non-Executive - Independent Director | Member                  | 18-04-2018          |                   |         |
| 3   | 09290890   | ANUPAM GUPTA              | Executive Director                   | Member                  | 26-10-2021          |                   |         |

| Risk Management Committee                                       |            |                           |                                      |                         |                     |                   |                        |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|------------------------|
| Whether the Risk Management Committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |                        |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks                |
| 1   | 00048827   | VIKRAM SOMANY             | Executive Director                   | Chairperson             | 29-01-2019          |                   |                        |
| 2   | 03365068   | DEEPSHIKHA KHAITAN        | Executive Director                   | Member                  | 29-01-2019          |                   |                        |
| 3   | 01211591   | AYUSH BAGLA               | Executive Director                   | Member                  | 29-01-2019          |                   |                        |
| 4   | 02736988   | SURENDRA SINGH BAID       | Non-Executive - Independent Director | Member                  | 10-06-2021          |                   |                        |
| 5   | 09290890   | ANUPAM GUPTA              | Executive Director                   | Member                  | 26-10-2021          |                   |                        |
| 6   | 99999999   | RAJESH B SHAH             | Member                               | Member                  | 29-01-2019          |                   | Textual Information(1) |

| Sr Text Block          |  |
|------------------------|--|
| Textual Information(1) | Shri Rajesh B. Shah is Chief Financial Officer of the Company. |

| Corporate Social Responsibility Committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00048827   | VIKRAM SOMANY             | Executive Director                   | Chairperson             | 25-04-2014          |                   |         |
| 2   | 03365068   | DEEPSHIKHA KHAITAN        | Executive Director                   | Member                  | 25-04-2014          |                   |         |
| 3   | 02736988   | SURENDRA SINGH BAID       | Non-Executive - Independent Director | Member                  | 03-03-2021          |                   |         |
| 4   | 09290890   | ANUPAM GUPTA              | Executive Director                   | Member                  | 26-10-2021          |                   |         |

| Other Committee |            |                           |                         |                         |                         |         |
|-----------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr              | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| Annexure 1   |   |   |                              |  |   |   |
|--|---|---|------------------------------|--|---|---|
| III. Meeting of Board of Directors                               |   |   |                              |  |   |   |
| Disclosure of notes on meeting of board of directors explanatory |   |   | <div>Add Notes</div>         |  |   |   |
| Sr   | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| <div><div>Add</div><div>Delete</div></div>                       |   |   |                              |  |   |   |
| 1  | 24-01-2022  |   |                              | Yes  | 8   | 4   |
| 2  | 10-05-2022  | 105   |                              | Yes  | 8   | 4   |

| Annexure 1   |   |   |   |                         |                               |  |   |   |
|--|---|---|---|-------------------------|-------------------------------|--|---|---|
| IV. Meeting of Committees                                |   |   |   |                         |                               |  |   |   |
| Disclosure of notes on meeting of committees explanatory |   |   |   |                         |                               |  | No. of Independent Directors attending the meeting*                         |   |
| Sr   | Name of Committee                         | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* (All directors including Independent Director) |   |
| 1  | Audit Committee                           | 24-01-2022  |   |                         |                               | Yes  | 5   | 4 |
| 2  | Audit Committee                           | 10-05-2022  | 105   |                         |                               | Yes  | 5   | 4 |
| 3  | Corporate Social Responsibility Committee | 23-02-2022  |   |                         |                               | Yes  | 4   | 1 |
| 4  | Risk Management Committee                 | 23-02-2022  |   |                         |                               | Yes  | 5   | 1 |
| 5  | Stakeholders Relationship Committee       | 28-03-2022  |   |                         |                               | Yes  | 2   | 1 |
| 6  | Nomination and remuneration committee     | 09-05-2022  |   |                         |                               | Yes  | 4   | 3 |

**Annexure 1**

**V. Related Party Transactions**

| Sr | Subject  | Compliance status<br>(Yes/No/NA) | If status is “No” details of non-compliance may be given here. |
|----|--|----------------------------------|--|
| 1  | Whether prior approval of audit committee obtained   | Yes                              |  |
| 2  | Whether shareholder approval obtained for material RPT   | Yes                              |  |
| 3  | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA                               |  |

**Annexure 1****VI. Affirmations**

| Sr | Subject  | Compliance status (Yes/No) |
|----|--|----------------------------|
| 1  | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015  | Yes                        |
| 2  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee  | Yes                        |
| 3  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                   | Yes                        |
| 4  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                   | Yes                        |
| 5  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) | Yes                        |
| 6  | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                              | Yes                        |
| 7  | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                  | Yes                        |
| 8  | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.   | Yes                        |

| Annexure 1 |                   |  |
|------------|-------------------|--|
| Sr         | Subject           | Compliance status                        |
| 1          | Name of signatory | Hemal Sadiwala                           |
| 2          | Designation       | Company Secretary and Compliance Officer |

| Signatory Details     |  |
|-----------------------|--|
| Name of signatory     | Hemal Sadiwala                           |
| Designation of person | Company Secretary and Compliance Officer |
| Place                 | Kadi                                     |
| Date                  | 19-07-2022                               |