

CERA Cera Sanitaryware Limited

Registered Office: 9, GIDC Industrial Estate, Kadi 382715, District: Mehsana, North Gujarat Tele: (02764) 242329, 243000, Fax: (02764) 242465, E-mail: kadi@cera-india.com www.cera-india.com CIN: L26910GJ1998PLC034400

NOTICE

NOTICE is hereby given that the 19th Annual General Meeting ("AGM") of the Company will be held at the registered office of the Company at 9, GIDC Industrial Estate, Kadi-382715, District: Mehsana, Gujarat on Thursday, the 27th July, 2017 at 11.30 am to transact the Ordinary and Special business as set out in the notice dated 4th May, 2017.

In terms of Section 101 and 136 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, ('the Act and Rules') the notice setting out the business to be transacted at the AGM along with the Statement pursuant to Section 102 of the Companies Act, 2013 and Annual Report of the Company for the Financial Year 2016 - 17 have been sent through electronic mode to those shareholders who have registered their e-mail IDs with depositories or with the Company and the physical copies were dispatched to other shareholders on 21st June, 2017.

The Annual Report along with the Notice of AGM is available on the Company's website www.cera-india.com and Notice of AGM is also available on the website of CDSL www.evotingindia.com. The shareholders, who wish to receive physical copies of the annual report, may email their request to the Company at ceragreen@cera-india.com.

The Company has provided its shareholders remote e-voting facility in compliance with the Act and Rules and Regulation - 44 of the SEBI (LODR) Regulations, 2015. The Company has engaged CDSL as the authorized agency to provide e-voting facility.

The details as required pursuant to the Act and Rules are as under:

The cut-off date to determine eligibility to cast votes by electronic voting is 20th July, 2017. The e-voting shall be open for three (3) days, commencing at 10.00 am on 24th July, 2017 and ending at 5.00 pm 26th July, 2017 for all the shareholders, whether holding shares in physical form or in dematerialized form. The e-voting module shall be disabled by CDSL for voting thereafter. Remote e-voting shall not be allowed beyond the said date and time.

The members who have not cast their votes by remote e-voting can exercise their voting rights at the AGM. The Company will make arrangements of ballot papers in this regards at the AGM Venue.

The member may participate in the meeting even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again at the meeting.

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the meeting through ballot papers. A person, who acquires shares and becomes shareholder of the Company after dispatch of the notice and holding shares as of the cut-off date can do remote e-voting by obtaining the login-id and password by sending an email to hema.sadiwala@cera-india.com mentioning their Folio No./ DP ID and Client ID No. However, if such shareholder is already registered with CDSL for remote e-voting then existing user-id and password can be used for casting the votes.

The Company has appointed Shri Umesh Parikh, Partner of Parikh Dave & Associates, Company Secretaries (Membership No.: FCS 4152) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

NOTICE IS FURTHER given that pursuant to section 91 of the Companies Act, 2013, (including rules) the register of Members and Share Transfer Books will remain closed from 12th July, 2017 to 19th July, 2017 (both days inclusive) for the said AGM of the Company and to determine the rights of Shareholders to receive dividend for the year 2016-17, if approved at AGM.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cDSLindia.com. Any query or grievances in relation to this Annual General Meeting including voting by electronic means may be addressed to Shri Narendra N. Patel, Company Secretary, Cera Sanitaryware Limited, "Madhusudan House", Opp. Navrangpura Telephone Exchange, Ahmedabad - 380006 or can be forwarded at email hema.sadiwala@cera-india.com / nnpatel@cera-india.com Phone no. 079-26449781.

Date : 23-06-2017
Place : Kadi

For Cera Sanitaryware Limited
Narendra N. Patel
(Company Secretary)