

CERA

CSL/2022-23/85

13th May, 2022

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

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2022

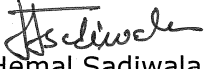
Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we enclosed herewith Annual Secretarial Compliance Report for the year ended on 31st March, 2022 issued by Parikh Dave & Associates, Practicing Company Secretaries, Ahmedabad.

We hope you will take the same on your records.

Thanking you,

Yours faithfully,

For Cera Sanitaryware Limited,


Hemal Sadiwala
Company Secretary
Encl: As Above



Cera Sanitaryware Limited

Corporate Office: 7th & 8th Floors, B Wing, Privilon, Ambli BRTS Road, Iskcon Crossroads, Ahmedabad 380059, India
Tel: +91 79 49112222 Email: marketing@cera-india.com Web: www.cera-india.com

Registered Office & Works: 9, GIDC Industrial Estate, Kadi 382715, District Mehsana, North Gujarat

CIN: L26910GJ1998PLC034400

A PEER REVIEWED FIRM

**PARIKH DAVE & ASSOCIATES
COMPANY SECRETARIES**

5-D, 5th Floor, Vardan Exclusive, Next to Vimal House,
Nr. Stadium Petrol Pump, Navrangpura, Ahmedabad – 380 014.
+91-79-2640 5454, 2640 1122, info@parikhdave.com
www.parikhdave.com

**SECRETARIAL COMPLIANCE REPORT OF CERA SANITARYWARE LIMITED
FOR THE YEAR ENDED ON MARCH 31, 2022**

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

We, Parikh Dave & Associates, Practicing Company Secretaries, have examined:

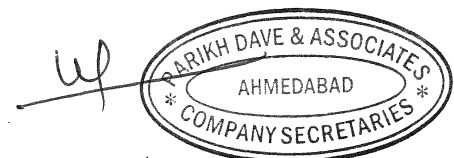
- all the documents and records made available to us electronically or otherwise and explanation provided by Cera Sanitaryware Limited("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may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

for the year ended on 31st March, 2022 ("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, to the extent applicable;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, **(Not Applicable to the Company during the Review Period)**;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, to the extent applicable;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, **(Not Applicable to the Company during the Review Period)**;
- The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (up to 12th August, 2021) and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (with effect from 13th August, 2021)- **(Not Applicable to the Company during the Review Period)**;
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (up to 16th August 2021), **(Not Applicable to the Company during the Review Period)**;



//2//

- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (up to 16th August 2021), **(Not Applicable to the Company during the Review Period)**;
- h) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (with effect from 16th August 2021), **(Not Applicable to the Company during the Review Period)**;
- i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; to the extent applicable;
- j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, to the extent applicable;
- k) The Depositories Act, 1996 and Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, to the extent applicable,

and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by Ministry of Corporate Affairs and Securities and Exchange Board of India on account of Covid -19 pandemic, we, hereby report that, during the audit period under review:

- a) The listed entity has complied with 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 insofar 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 during the review period.
- d) The listed entity has taken following actions to comply with the observation made by Practicing Company Secretary in the previous report: **Not Applicable**.

Further, the Company has suitably included the conditions as mentioned in Para 6(A) and 6(B) of the SEBI Circular CIR/CFD/CMD1/114/2019, dated October 18, 2019 in the terms of appointment of statutory auditor of the Company.

FOR PARIKH DAVE & ASSOCIATES
Company Secretaries
ICSI Unique Code No.: P2006GJ009900
Peer review Certificate No.: 796/2020




UMESH PARIKH
PRACTICING COMPANY SECRETARY

PARTNER

FCS No.:4152 C. P. No.: 2413
UDIN: F004152D000294233

Place : Ahmedabad
Date : 10-05-2022