

CERA

Cera Sanitaryware Limited

Registered Office:9, GIDC Industrial Estate, Kadi 382715, District : Mehsana, North Gujarat, Tele: (02764) 242329, 262619,
Fax : (02764) 242465, E-mail:kadi@cera-india.com www.cera-india.com CIN:L2691OGJ1998PLC034400

NOTICE

NOTICE is hereby given that the Seventeenth 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, 30th July, 2015 at 11.30 a.m. to transact the Ordinary and Special business as set out in the Notice dated 23rd April, 2015.

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 2014-15 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 the other shareholders on 29th June, 2015.

The Annual Report along with the Notice of AGM is available on the Company's Website www.cera-india.com and website of CDSL www.cdslindia.com. The shareholders, who wish to receive physical copies of the annual report, may e-mail 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 Clause-35B of the listing Agreement. 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 23rd July, 2015. The e-voting shall be open for three (3) days, commencing at 10.00 am on 27th July, 2015 and ending at 5.00 p.m. 29th July, 2015 for all the shareholders, whether holding shares in physical form or in dematerialize 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.

A 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 e-mail to nk_acharya@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 your vote.

The Company has appointed Shri Umesh Parikh, Partner of Parikh Dave & Associates, Practicing Company Secretary (Membership No.FCS4152) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

NOTICES 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 18th July. 2015 to 24th July, 2015 (both days inclusive) for the said AGM of the Company and to determine the right of Shareholders to receive dividend for the year 2014-15, 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. And 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-380 006 or can be forwarded at email nk_acharya@cera-india.com/nnpatel@cera-india.com Phone No. 079-26449781.

For Cera Sanitaryware Limited

Sd/-

Narendra N Patel
Company Secretary

Date : 30-06-2015

Place : Kadi

Size : 15(H) x 12(W)