

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L26910GJ1998PLC034400

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCM9244N

(ii) (a) Name of the company

CERA SANITARYWARE LIMITED

(b) Registered office address

9,GIDC INDUSTRIAL ESTATE
KADI
MEHSANA
Gujarat
382715

(c) *e-mail ID of the company

HE*****@IA.COM

(d) *Telephone number with STD code

07*****22

(e) Website

www.cera-india.com

(iii) Date of Incorporation

17/07/1998

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited-A1024	1,024
2	BSE Limited-A1	1

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS
1ST FLOOR

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 11/07/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	41
2	G	Trade	G1	Wholesale Trading	59

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PACKCART PACKAGING LLP		Subsidiary	51

2	RACE POLYMER ARTS LLP		Subsidiary	51
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IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	20,000,000	13,005,874	13,005,874	13,005,874
Total amount of equity shares (in Rupees)	100,000,000	65,029,370	65,029,370	65,029,370

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	20,000,000	13,005,874	13,005,874	13,005,874
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	100,000,000	65,029,370	65,029,370	65,029,370

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	144,219	12,861,655	13005874	65,029,370	65,029,370	
Increase during the year	0	0	0	126,130	126,130	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				126,130	126,130	
Demat						
Decrease during the year	0	0	0	126,130	126,130	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				126,130	126,130	
Demat						
At the end of the year	144,219	12,861,655	13005874	65,029,370	65,029,370	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text" value="06/07/2023"/>
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Date of registration of transfer (Date Month Year) <input style="width: 400px; height: 20px;" type="text"/>			
Type of transfer	<input style="width: 80%; height: 20px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px; height: 20px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px; height: 20px;" type="text"/>
Ledger Folio of Transferor <input style="width: 450px; height: 20px;" type="text"/>			
Transferor's Name	<input style="width: 150px; height: 20px;" type="text"/>	<input style="width: 150px; height: 20px;" type="text"/>	<input style="width: 150px; height: 20px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input style="width: 450px; height: 20px;" type="text"/>			
Transferee's Name	<input style="width: 150px; height: 20px;" type="text"/>	<input style="width: 150px; height: 20px;" type="text"/>	<input style="width: 150px; height: 20px;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input style="width: 400px; height: 20px;" type="text"/>			
Type of transfer	<input style="width: 80%; height: 20px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px; height: 20px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px; height: 20px;" type="text"/>
Ledger Folio of Transferor <input style="width: 450px; height: 20px;" type="text"/>			
Transferor's Name	<input style="width: 150px; height: 20px;" type="text"/>	<input style="width: 150px; height: 20px;" type="text"/>	<input style="width: 150px; height: 20px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input style="width: 450px; height: 20px;" type="text"/>			
Transferee's Name	<input style="width: 150px; height: 20px;" type="text"/>	<input style="width: 150px; height: 20px;" type="text"/>	<input style="width: 150px; height: 20px;" type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

18,712,346,109

(ii) Net worth of the Company

13,425,410,370

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	2,827,203	21.74	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,257,936	32.74	0	
10.	Others	0	0	0	
	Total	7,085,139	54.48	0	0

Total number of shareholders (promoters)

9

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1,600,692	12.31	0	
	(ii) Non-resident Indian (NRI)	83,741	0.64	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	35,560	0.27	0	

4.	Banks	1,053	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	2,851,167	21.92	0	
7.	Mutual funds	823,644	6.33	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	417,727	3.21	0	
10.	Others Trust & IEPF	107,151	0.82	0	
	Total	5,920,735	45.51	0	0

Total number of shareholders (other than promoters)

34,795

**Total number of shareholders (Promoters+Public/
Other than promoters)**

34,804

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

138

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
LISTOFFIIASON310320				2,851,167	21.92

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year		At the end of the year	
Promoters		9		9
Members (other than promoters)		39,204		34,795
Debenture holders		0		0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	0	2	0	9.88	0
B. Non-Promoter	2	5	2	6	0	1.82
(i) Non-Independent	2	5	2	6	0	1.82

(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	4	5	4	6	9.88	1.82

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Vikram Somany	00048827	Managing Director	945,847	
Deepshikha Khaitan	03365068	Managing Director	339,116	
Anupam Gupta	09290890	Whole-time director	0	
Surendra Singh Baid	02736988	Director	0	
Akriti Jain	08259413	Director	0	
Ravi Bhamidipaty	00160891	Director	0	
Anandh Sundar	10409065	Additional director	0	
Ayush Bagla	01211591	Whole-time director	0	
Lalit Kumar Bohania	00235869	Director	0	
Sajan Kumar Pasari	00370738	Director	236,696	
Vikas Kothari	AIWPK8452E	CFO	2	
Hemal Sadiwala	AZQPS0950E	Company Secretar	2	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Vikas Kothari	AIWPK8452E	CFO	01/04/2023	Appointment
Anandh Sundar	10409065	Additional director	12/02/2024	Appointment
Ayush Bagla	01211591	Whole-time director	31/03/2024	Cessation - Resignation
Lalit Kumar Bohania	00235869	Director	31/03/2024	Cessation - Retirement
Sajan Kumar Pasari	00370738	Director	31/03/2024	Cessation - Retirement

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	06/07/2023	44,556	55	44.05

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/05/2023	9	9	100
2	03/08/2023	9	9	100
3	01/11/2023	9	9	100
4	12/02/2024	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held

25

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	10/05/2023	4	4	100
2	Audit Committee	03/08/2023	4	4	100
3	Audit Committee	01/11/2023	4	4	100
4	Audit Committee	12/02/2024	4	4	100
5	Nomination and Remuneration	09/05/2023	3	3	100
6	Nomination and Remuneration	12/02/2024	3	3	100
7	Corporate Social Responsibility	06/07/2023	4	3	75
8	Corporate Social Responsibility	05/12/2023	4	4	100
9	Risk Management	06/07/2023	6	4	66.67
10	Risk Management	05/12/2023	6	5	83.33

D. * ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	11/07/2024
								(Y/N/NA)
1	Vikram Somaraj	4	4	100	4	4	100	Yes
2	Deepshikha K	4	4	100	4	4	100	Yes
3	Anupam Gupta	4	4	100	18	18	100	Yes
4	Surendra Singh	4	4	100	25	23	92	Yes
5	Akriti Jain	4	4	100	4	4	100	Yes
6	Ravi Bhamidipati	4	4	100	7	7	100	Yes
7	Anandh Sundar	1	1	100	1	1	100	Yes
8	Ayush Bagla	4	4	100	2	0	0	Yes
9	Lalit Kumar B	4	4	100	20	13	65	Yes
10	Sajan Kumar P	4	4	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Vikram Somany	Chairman and M	75,143,852	0	0	9,090,133	84,233,985
2	Deepshikha Khaitar	Joint Managing l	33,579,048	0	0	2,393,376	35,972,424
3	Anupam Gupta	Whole Time Dire	33,435,528	0	0	5,035,546	38,471,074
4	Ayush Bagla	Whole Time Dire	36,157,968	0	0	2,332,110	38,490,078
	Total		178,316,396	0	0	18,851,165	197,167,561

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Vikas Kothari	CFO	10,202,024	0	0	639,036	10,841,060
2	Hemal Sadiwala	CS	2,797,493	0	0	93,316	2,890,809
	Total		12,999,517	0	0	732,352	13,731,869

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Surendra Singh Bai	Director	0	500,000	0	80,000	580,000
2	Ravi Bhamidipaty	Director	0	500,000	0	80,000	580,000
3	Akriti Jain	Director	0	500,000	0	80,000	580,000
4	Anandh Sundar	Director	0	500,000	0	10,000	510,000
5	Lalit Kumar Bohania	Director	0	500,000	0	80,000	580,000
6	Sajan Kumar Pasar	Director	0	500,000	0	40,000	540,000
	Total		0	3,000,000	0	370,000	3,370,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Umesh Parikh, Partner of Parikh Dave & Associates

Whether associate or fellow

Associate Fellow

Certificate of practice number

2413

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

- Company Secretary
 Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

List of attachments

List of Shareholders as on 31032024.pdf
CommiteeMeetings.pdf
List of Share Transfers FY 2023-24.pdf
LISTOFFIASON31032024.pdf
page4and5.pdf
Letter for AGM resolutions 11072024s.pdf
MGT-8 signed pdf

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company