

Integrated Governance

CERA SANITARYWARE LIMITED

General information about company

Scrip code	532443	
NSE Symbol	CERA	
MSEI Symbol	NOTLISTED	
ISIN	INE739E01017	
Date of start of financial year	01-04-2024	
Date of end of financial year	31-03-2025	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-12-2024	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false	Not Applicable.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	false	Not Applicable.
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	false	Not Applicable.
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	C00061	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

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						true																	
Whether Chairperson is related to MD or CEO						true	Disqualification of Directors under section 164 of the Companies Act, 2013																
Sr no.	Title(Mr/Ms)	Name of the Director	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	VIKRAM SOMANY	Executive Director	Chairperson related to Promoter	MD	false				Active	NA		27-11-2001	01-07-2022			1	0	0	0			
2	Mrs	DEEPSHIKHA KHAITAN	Executive Director	Not Applicable	MD	false				Active	NA		29-03-2014	01-04-2020			1	0	0	0			
3	Mr	SURENDRA SINGH BAID	Non-Executive - Independent Director	Not Applicable		false				Active	Yes	30-06-2022	18-04-2018	01-04-2023		80	1	1	2	1			
4	Mr	ANUPAM GUPTA	Executive Director	Not Applicable		false				Active	NA		15-10-2021	15-10-2024			1	0	0	0			
5	Ms	AKRITI JAIN	Non-Executive - Independent Director	Not Applicable		false				Active	NA		01-11-2018	01-04-2024		69	1	1	1	0			
6	Mr	RAVI BHAMIDIPATY	Non-Executive - Independent Director	Not Applicable		false				Active	NA		04-08-2022	04-08-2022		29	1	1	2	0			
7	Mr	ANANDH SUNDAR	Non-Executive - Independent Director	Not Applicable		false				Active	NA		12-02-2024	12-02-2024		11	2	2	3	1			

Text Block

Textual Information(1)	The members of the Company at their 26th AGM held on 11th July, 2024 have approved the re-appointment of Mr. Anupam Gupta (DIN: 09290890) as an Executive Director (Technical) of the Company for a period of three years w.e.f. 15th October, 2024.
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Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	SURENDRA SINGH BAID	Non-Executive - Independent Director	Chairperson	18-04-2018		
2	AKRITI JAIN	Non-Executive - Independent Director	Member	01-11-2018		
3	RAVI BHAMIDIPATY	Non-Executive - Independent Director	Member	04-08-2022		
4	ANANDH SUNDAR	Non-Executive - Independent Director	Member	12-02-2024		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	SURENDRA SINGH BAID	Non-Executive - Independent Director	Chairperson	18-04-2018		
2	AKRITI JAIN	Non-Executive - Independent Director	Member	12-02-2024		
3	ANANDH SUNDAR	Non-Executive - Independent Director	Member	12-02-2024		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	ANANDH SUNDAR	Non-Executive - Independent Director	Chairperson	12-02-2024		
2	SURENDRA SINGH BAID	Non-Executive - Independent Director	Member	18-04-2018		
3	RAVI BHAMIDIPATY	Non-Executive - Independent Director	Member	04-08-2022		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	VIKRAM SOMANY	Executive Director	Chairperson	29-01-2019		
2	DEEPSHIKHA KHAITAN	Executive Director	Member	29-01-2019		
3	SURENDRA SINGH BAID	Non-Executive - Independent Director	Member	10-06-2021		
4	ANUPAM GUPTA	Executive Director	Member	26-10-2021		
5	VIKAS KOTHARI	CFO	Member	10-05-2023		Textual Information(1)

Text Block

Textual Information(1)	Mr. Vikas Kothari is Chief Financial Officer of the Company and member of Risk Management Committee of the Company.
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Corporate Social Responsibility Committee

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

Annexure I

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
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)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	05-08-2024			true	7	7	4
2	12-08-2024	6		true	7	7	4
3	12-11-2024	91		true	7	7	4

Annexure I

IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
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	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Corporate Social Responsibility Committee	24-09-2024				true	4	4	1	0
2	Risk Management Committee				true	4	3	0	1	0
3	Audit Committee	12-08-2024				true	4	4	4	
4	Audit Committee	12-11-2024	91			true	4	4	4	0

Annexure I

V. 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	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

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

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	

Signatory Details

Name of signatory	Hemal Sadiwala
Designation of person	Company Secretary and Compliance Officer
Place	Kadi
Date	13-02-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	1
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	2
No. of investor complaints those remaining unresolved at the end of the Quarter	0