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	01-04-2026	
Date of end of financial year	31-03-2027	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	30-06-2026	
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?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
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?	No	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?	Yes	
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?	Yes	
Risk management committee	Yes	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	Yes	
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		
Whether the listed entity has a Regular Chairperson	Yes	
Whether Chairperson is related to MD or CEO	Yes	Disqualification of Directors under section 164 of the Companies Act, 2013

Sr no.	Title(Mr/Ms)	Name of the Director	DIN	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	00048827	Executive Director	Chairperson related to Promoter	MD	No				Active	NA		27-11-2001	01-07-2022			1	0	0	0			
2	Mrs	DEEPSHIKHA KHAITAN	03365068	Executive Director	Not Applicable	MD	No				Active	NA		29-03-2014	01-04-2025			1	0	0	0			
3	Mr	SURENDRA SINGH BAID	02736988	Non-Executive - Independent Director	Not Applicable		No				Active	Yes	30-06-2022	18-04-2018	01-04-2023		98	1	1	2	1			
4	Mr	ANUPAM GUPTA	09290890	Executive Director	Not Applicable		No				Active	NA		15-10-2021	15-10-2024			1	0	0	0			
5	Ms	AKRITI JAIN	08259413	Non-Executive - Independent Director	Not Applicable		No				Active	NA		01-11-2018	01-04-2024		87	1	1	1	0			
6	Mr	RAVI BHAMIDIPATY	00160891	Non-Executive - Independent Director	Not Applicable		No				Active	NA		04-08-2022	04-08-2025		47	1	1	2	0			
7	Mr	ANANDH SUNDAR	10409065	Non-Executive - Independent Director	Not Applicable		No				Active	NA		12-02-2024	12-02-2024		29	2	2	3	1			

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						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02736988	SURENDRA SINGH BAID	Non-Executive - Independent Director	Chairperson	18-04-2018		
2	08259413	AKRITI JAIN	Non-Executive - Independent Director	Member	01-11-2018		
3	00160891	RAVI BHAMIDIPATY	Non-Executive - Independent Director	Member	04-08-2022		
4	10409065	ANANDH SUNDAR	Non-Executive - Independent Director	Member	12-02-2024		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02736988	SURENDRA SINGH BAID	Non-Executive - Independent Director	Chairperson	18-04-2018		
2	08259413	AKRITI JAIN	Non-Executive - Independent Director	Member	12-02-2024		
3	10409065	ANANDH SUNDAR	Non-Executive - Independent Director	Member	12-02-2024		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	10409065	ANANDH SUNDAR	Non-Executive - Independent Director	Chairperson	12-02-2024		
2	02736988	SURENDRA SINGH BAID	Non-Executive - Independent Director	Member	18-04-2018		
3	00160891	RAVI BHAMIDIPATY	Non-Executive - Independent Director	Member	04-08-2022		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00048827	VIKRAM SOMANY	Executive Director	Chairperson	29-01-2019		
2	03365068	DEEPSHIKHA KHAITAN	Executive Director	Member	29-01-2019		
3	02736988	SURENDRA SINGH BAID	Non-Executive - Independent Director	Member	10-06-2021		
4	09290890	ANUPAM GUPTA	Executive Director	Member	26-10-2021		
5	99999999	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.

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00048827	VIKRAM SOMANY	Executive Director	Chairperson	25-04-2014		
2	03365068	DEEPSHIKHA KHAITAN	Executive Director	Member	25-04-2014		
3	02736988	SURENDRA SINGH BAID	Non-Executive - Independent Director	Member	03-03-2021		
4	09290890	ANUPAM GUPTA	Executive Director	Member	26-10-2021		

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

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	04-02-2026			Yes	7	7	4
2	08-05-2026	92		Yes	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	Stakeholders Relationship Committee	11-02-2026				Yes	3	3	3	0
2	Risk Management Committee	17-02-2026				Yes	4	4	1	1
3	Audit Committee	04-02-2026				Yes	4	4	4	0
4	Audit Committee	08-05-2026	92			Yes	4	4	4	0
5	Corporate Social Responsibility Committee	17-02-2026				Yes	4	4	1	0
6	Corporate Social Responsibility Committee	15-06-2026	117			Yes	4	4	1	0
7	Nomination and remuneration committee	07-05-2026				Yes	3	3	3	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	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	Yes
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.	Yes
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.	Yes
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		No
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		
Sr.	Date of the event	Brief details of the event
No records available		

Signatory Details

Name of signatory	Hemal Sadiwala
Designation of person	Company Secretary and Compliance Officer
Place	Kadi
Date	28-07-2026

Investor Grievance Details

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

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Regional Transport office, Gujarat	Penalty of Rs. 447950/- levied under Motor Vehicle Act, 1988	01-06-2026	Penalties levied for overdue renewal of fitness certificates for few factory vehicles	Company has paid the penalty. There is no material impact of the same on financials, operations or other activities of the Company.

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Assessment Unit, Income Tax Department	27-03-2026	The Company has received an Assessment Order dated 26th March, 2026, under section 143(3) read with section 144B of the Income Tax Act, 1961, for the income tax return filed for the financial year 2023-24 (assessment year 2024-25), wherein the Assessing Officer has made certain disallowances, thereby raising a Demand of Rs. 27.96 Crores under section 156 of the Income-tax Act,1961. The Assessing Officer has also issued a show cause notice for penalty under section 274 read with section 270A of the Income Tax Act, 1961.	The company has filed an appeal before the Commissioner of Income Tax (Appeals) on 31.03.2026, and the matter is currently pending for hearing. A stay on recovery proceedings has been granted on 17.06.2026 by Assistant Commissioner of Income Tax, Ahmedabad.