

Date: 25.08.2025

National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), MUMBAI 400051,
Trading Symbol: MURUDCERA

BSE Limited,
Floor 25, P J Towers,
Dalal Street, MUMBAI 400001,
Scrip Code: 515037

Dear Sir/ Madam,

Sub.: Submission of voting results along with Scrutinizer's Report for the 42nd Annual General Meeting (AGM) on the resolutions set forth in the notice of 42nd AGM held on Monday, 25th August, 2025.

In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended from time to time, we hereby enclose the consolidated voting results on the resolutions passed at the 42nd Annual General Meeting (AGM) of the Company as declared by the Chairman of the 42nd Annual General Meeting of the Company.

Further, we hereby also enclose the Scrutinizer's report as submitted by Shri Sunil J Shah, Practicing Company Secretary (Membership No. FCS 8717) on the resolutions as set forth in the notice dated 29.05.2025 of the 42nd AGM of the Company held on 25th August, 2025 at 3:00 P.M. at Hotel Naveen, Unkal Lake, Hubli - Dharwad Highway, Bairidevarkoppa, Hubballi - 580025, Karnataka.

The above Results and Scrutinizer's Report are also available on the website of the Company at www.naveentile.com.

You are requested to take the above in your records.

Thanking you.

Yours faithfully.

For Murudeshwar Ceramics Limited

**Ashok Kumar
Company Secretary &
Compliance Officer**

25.08.2025, Hubballi

Encl.: as above

DECLARATION OF VOTING RESULTS OF THE RESOLUTIONS PASSED THROUGH REMOTE E-VOTING AND VOTING THROUGH POLL PAPER DURING THE 42ND ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 25TH DAY OF AUGUST, 2025 AT 03:00 P.M. AT HOTEL NAVEEN, UNKAL LAKE, HUBLI - DHARWAD HIGHWAY, BAIRIDEVARKOPPA, HUBBALLI – 580025, KARNATAKA.

Dear Members,

We hereby declare the consolidated voting results on the resolutions passed at the 42nd Annual General Meeting (AGM) of the Company based on the Scrutiniser Report as submitted by Shri Sunil J Shah, Practicing Company Secretary (M. No. FCS 8717).

The company had provided facility to the members to cast their vote through remote e-voting from August 22, 2025 (9.00 a.m. IST) and ends on August 24, 2025 (5.00 p.m. IST) and voting through poll paper during the 42nd Annual General Meeting.

The Board of Directors had appointed Shri Sunil J Shah, Practicing Company Secretary (M. No. FCS 8717) as the Scrutiniser to scrutinize the remote e-voting and the voting process at the AGM in a fair and transparent manner. The Scrutiniser had submitted his consolidated report dated 25th August, 2025 on remote e-voting and voting through poll paper conducted at the 42nd Annual General Meeting.

The Consolidated results based on the above said report of the Scrutiniser is as follows:

Sl. No.	Particulars	Nature of resolution	% of Votes cast in favour	% of Votes cast in against
1.	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	99.9997	0.0003
2.	To appoint a director in place of Shri Naveen Rama Shetty (DIN 00058779), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary	99.7349	0.2650
3	To declare a dividend on equity shares for the financial year ended March 31, 2025	Ordinary	99.9969	0.0031
4	To appoint CS Shivappa Athani (M. No. 67536 and COP: 25196) as the Secretarial Auditor of the Company for a period of five consecutive years from the FY 2025-26 to 2029-30.	Ordinary	99.9969	0.0031
5	Re-appointment of Shri Satish Rama Shetty (DIN: 00037526) as the Chairman and Managing Director of the Company for a further period of five consecutive years w.e.f. June 26, 2025 to June 25, 2030.	Ordinary	99.6153	0.3847
6	Approval for overall limits under section 180 (1) of the companies act, 2013.	Special	99.9969	0.0031
7	Approval for overall limits under section 185 of the Companies Act, 2013.	Special	99.9969	0.0031

8	Approval for overall limits to make investments, to give loans, to provide guarantees and security under section 186 of the Companies Act, 2013.	Special	99.9969	0.0031
9	To approve existing and new Material Related Party Transaction(s) with RNS Infrastructure Limited (RNSIL) in terms of Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013.	Ordinary	99.7149	0.2851

Based on the above report, all the resolutions were passed successfully at the 42nd Annual General Meeting of the Company.

Thanking you.

Yours' faithfully.

By Order of the Chairman

For Murudeshwar Ceramics Limited

Ashok Kumar
Company Secretary and
Compliance Officer

25.08.2025, Hubballi

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 108 & 109 of the Companies Act, 2013 and rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Chairman
Murudeshwar Ceramics Limited,
Hubli.

Sub: 42nd Annual General Meeting of the Equity Shareholders of Murudeshwar Ceramics Limited Held on Monday, August 25th, 2025 at 3.00 P.M at Hotel Naveen, Unkal Lake, Hubli - Dharwad Highway, Bairidevarkoppa, Hubballi - 580025, Karnataka

Dear Sir,

I Sunil Javeerchand Shah, appointed as Scrutinizer(s) for the purpose of the E voting and polling taken on the resolution(s) mentioned in the Notice of the Annual General Meeting of the Equity Shareholders of Murudeshwar Ceramics Limited, held on Monday, August 25th, 2025 at 3 P.M at Hotel Naveen, Unkal Lake, Hubli - Dharwad Highway, Bairidevarkoppa, Hubballi – 580025, Karnataka, submit our report as under:

1. The e-voting period commenced on 22nd August, 2025 from 9.00 AM IST and concluded on 24th August 2025 at 5.00 PM IST. The e-voting services were provided by National Securities Depository Limited (NSDL). After the time fixed for closing of the E-Voting the portal was blocked.
2. Further at the AGM held on 25.08.2025 the papers for voting by Poll were distributed to the members present at the meeting who had not preferred to vote under e-voting option and after the time fixed for closing of the poll by the Chairman, One Ballot box kept for polling was locked and sealed in my presence with due identification marks placed by me.
3. The blocked portal and sealed ballot box were opened in my presence and the e-votes and poll papers were diligently scrutinized. The e-votes and polled votes were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
4. The polled votes which were invalid or incomplete and/or which were otherwise found defective have been treated as invalid and accounted separately.
5. The results of Poll are given in the Annexure - I and results of E-Votes are given in Annexure-II and the combined results are given in Annexure - III which are attached to this report.
6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes that were declared invalid for each resolution, E-voting records and all other relevant documents and records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Place: Hubli
Dated: 25.08.2025


Yours faithfully,
Sunil J Shah, Company Secretary, Mem No 8717 COP No 3289
Name/s and Signature/s of the Scrutinizer
UDIN No: A008717G001030397

Savita A. Manu:


Hubli

Manjunath, S. Pujar
M.S. Pujar
Hubli

ANNEXURE-I TO SCRUTINISERS REPORT (Polled Votes Results)

No	Subject of Resolution	Favour			Against			Invalid		
		Number of members voted by poll	Number of votes cast in favour of the resolution	%age of total number of valid votes cast	Number of members voted by poll	Number of votes cast in Against of the resolution	%age of total number of valid votes cast	Number of members whose votes were declared invalid	Number of votes cast as invalid	%age of total number of invalid votes cast
1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon	29	3350373	100.000%	0	0	0.000%	0	0	0.000%
2	To appoint a director in place of Shri Naveen Rama Shetty (DIN: 00056779), who retires by rotation and being eligible, offers himself for reappointment	6	1076	100.000%	0	0	0.000%	0	0	0.000%
3	To declare a dividend on equity shares for the financial year ended March 31, 2025	29	3350373	100.000%	0	0	0.000%	0	0	0.000%
4	To appoint CS Shivappa Athani (M. No. 67536 and COP: 25196) as the Secretarial Auditor of the Company for a period of five consecutive years from the FY 2025-26 to 2029-30.	29	3350373	100.000%	0	0	0.000%	0	0	0.000%
5	Re-appointment of Shri Satish Rama Shetty (DIN: 00037526), as the Chairman and Managing Director of the Company for a further period of five consecutive years w.e.f. June 26, 2025 to June 25, 2030	6	1076	100.000%	0	0	0.000%	0	0	0.000%
6	Approval for overall limits under section 180 (1) of the Companies Act, 2013	29	3350373	100.000%	0	0	0.000%	0	0	0.000%
7	Approval for overall limits under section 185 of the Companies Act, 2013.	29	3350373	100.000%	0	0	0.000%	0	0	0.000%
8	Approval for overall limits to make investments, to give loans, to provide guarantees and security under section 186 of the Companies Act, 2013	29	3350373	100.000%	0	0	0.000%	0	0	0.000%
9	To approve existing and new Material Related Party Transaction(s) with RNS Infrastructure Limited (RNSIL) in terms of Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013	6	1076	100.000%	0	0	0.000%	0	0	0.000%



ANNEXURE-II TO SCRUTINISERS REPORT (E-Voting Results)

No	Subject of Resolution	Favour			Against			Invalid		
		Number of members voted electronically	Number of votes cast in favour of the resolution	%age of total number of valid votes cast	Number of members voted electronically	Number of votes cast in Against of the resolution	%age of total number of valid votes cast	Number of members whose votes were declared invalid	Number of votes cast as invalid	%age of total number of invalid votes cast
1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon	57	39993285	99.9997%	7	1330	0.000%	0	0	0.000%
2	To appoint a director in place of Shri Naveen Rama Shetty (DIN: 00058779), who retires by rotation and being eligible, offers himself for reappointment	48	499228	99.7343%	7	1330	0.265%	0	0	0.000%
3	To declare a dividend on equity shares for the financial year ended March 31, 2025	57	39993285	99.9967%	7	1330	0.003%	0	0	0.000%
4	To appoint CS Shivappa Athani (M. No. 67536 and COP: 25196) as the Secretarial Auditor of the Company for a period of five consecutive years from the FY 2025-26 to 2029-30.	57	39993285	99.9967%	7	1330	0.003%	0	0	0.000%
5	Re-appointment of Shri Satish Rama Shetty (DIN: 00037526) as the Chairman and Managing Director of the Company for a further period of five consecutive years w.e.f. June 26, 2025 to June 25, 2030	47	498028	99.6144%	8	1330	0.385%	0	0	0.000%
6	Approval for overall limits under section 180 (1) of the Companies Act, 2013	56	39993279	99.9967%	8	1336	0.003%	0	0	0.000%
7	Approval for overall limits under section 185 of the Companies Act, 2013.	56	39993279	99.9967%	8	1336	0.003%	0	0	0.000%
8	Approval for overall limits to make investments, to give loans, to provide guarantees and security under section 186 of the Companies Act, 2013	56	39993279	99.9967%	8	1336	0.003%	0	0	0.000%
9	To approve existing and new Material Related Party Transaction(s) with RMS Infrastructure Limited (RNSIL) in terms of Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013	47	499128	99.7142%	8	1430	0.286%	0	0	0.000%



ANNEXURE-III TO SCRUTINISERS REPORT (Combined Result of E-Voting and Polled Vote Results)

No	Subject of Resolution	Favour			Against			Invalid		
		Number of members voted electronically and by poll	Number of votes cast in favour of the resolution	%age of total number of valid votes cast	Number of members voted electronically and by poll	Number of votes cast in Against of the resolution	% age of total number of valid votes cast	Number of members whose votes were declared invalid	Number of votes cast as invalid	%age of total number of invalid votes cast
1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon	86	403343658	99.9997%	7	1330	0.000%	0	0	0.000%
2	To appoint a director in place of Shri Naveen Rama Shetty (DIN: 00058779), who retires by rotation and being eligible, offers himself for reappointment	54	500304	99.7349%	7	1330	0.265%	0	0	0.000%
3	To declare a dividend on equity shares for the financial year ended March 31, 2025	86	43343658	99.9969%	7	1330	0.003%	0	0	0.000%
4	To appoint CS Shivappa Athani (M. No. 67536 and COP: 25196) as the Secretarial Auditor of the Company for a period of five consecutive years from the FY 2025-26 to 2029-30.	86	43343658	99.9969%	7	1330	0.003%	0	0	0.000%
5	Re-appointment of Sri Satish Rama Shetty (DIN: 00037526) as the Chairman and Managing Director of the Company for a further period of five consecutive years w.e.f. June 26, 2025 to June 25, 2030	53	499704	99.6153%	8	1930	0.385%	0	0	0.000%
6	Approval for overall limits under section 180 (1) of the Companies Act, 2013	85	43343652	99.9969%	8	1336	0.003%	0	0	0.000%
7	Approval for overall limits under section 185 of the Companies Act, 2013.	85	43343652	99.9969%	8	1336	0.003%	0	0	0.000%
8	Approval for overall limits to make investments, to give loans, to provide guarantees and security under section 186 of the Companies Act, 2013	85	43343652	99.9969%	8	1336	0.003%	0	0	0.000%
9	To approve existing and new Material Related Party Transaction(s) with RNS Infrastructure Limited (RNSIL) in terms of Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013	53	500204	99.7149%	8	1430	0.285%	0	0	0.000%



Sunil Shah
 Company Secretary
 Mem No 8717 Cop no 3289