

Dated 20th September 2019

The General Manager
The Corporate Relation Department
Bombay Stock Exchange Limited
P. J. Towers, Dalal Street,
Mumbai – 400 001

Dear Sir,

Sub: Intimation of proceedings of 33rd Annual General Meeting of the Company.

Ref: Regulation 30 of SEBI (LODR) Regulations, 2015.

Scrip Code: 515085

Please be informed that the 33rd Annual General Meeting ("the AGM") of the Company held on 20th September, 2019 was commenced at 04:00 PM and concluded at 04:30 PM at the "at the registered office of the Company situated at 204, Sakar Complex, Opp. ABS Tower, Vaccine Crossing, Old Padra Road, Baroda- 390 015, Gujarat.

The Chairman took the chair and on confirmation that the requisite quorum being present, ordered the Meeting to commence.

The CS informed that the Statutory Registers, Proxy Register, Auditors Report, Secretarial Auditors Report, along with other documents were made available for inspection by Members during the Meeting.

Thereafter, the Chairman welcomed the Shareholders and started with the proceedings of the Meeting.

The CS then read the Auditors Report on financial Statements.

With the consent of the Members, the Chairman took the notice conveying 33rd AGM and Directors Report as read.

The Chairman thereafter informed the Members the following:

- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 ("Amended Rules 2015") and Regulation 44 of SEBI (listing Obligations & Disclosure Requirements) Regulations, Company had provided an e-voting facility to the Members of the Company in respect of business to be transacted at the 33rd AGM.

RESTILE CERAMICS LIMITED

...Contd-2

Regd. Office : 204, Sakar Complex, Opp. ABS Tower, Vaccine Crossing, Old Padra Road, Vadodara, Gujarat - 390015, India.

CIN : L26931GJ1986PLC102350

Branch Office : D.No.1-10-77, 5th Floor, Varun Towers, Opp. Hyderabad Public School, Begumpet, Hyderabad - 500 016.

E-mail : restile@accountscare.com, works@restile.com, Website : www.restile.com

:: 2 ::

- The e-voting period commenced on 17th September, 2019 at (9:00 a.m.) and ended on 19th September, 2019 at (5:00 p.m.)
- Facility of Voting through Ballot Papers was made available at the AGM and advised the Scrutinizer along with the CS to distribute the Ballot Papers.
- Members attending the AGM, who have not voted using e-voting can vote through Ballot Papers.
- Smt. N Madhavi, Practicing Company Secretary, who is also the Scrutinizer for the e-voting process, was appointed to act as the Scrutinizer to scrutinize the polling process in a fair and transparent manner.

Thereafter, the Chairman took the Items nos. 1 to 10 of the notice and explained the objectives of each item of the Notice and invited queries from the Members. All the queries raised by the shareholders were answered by the Managing Director of the Company.

The Chairman then ordered the voting through ballot papers at the venue of AGM on all the resolutions set in the notice of AGM.

The resolutions proposed are as follows:

No.	Description
Ordinary Business	
Item No.1	Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the reports of the Board of Directors and Auditors thereon.
Item No.2	Ordinary Resolution: To appoint a Director in the place of Sri Nalinkant Amratlal Rathod, who retires by rotation and being eligible offers himself for reappointment.
Item No.3	Ordinary Resolution: To appoint a Director in the place of Smt Bharati Nalin Rathod, who retires by rotation and being eligible offers herself for reappointment.
Item No.4	Ordinary Resolution: Appointment of M/s.R. Sundararajan & associates Chartered Accountants (Firm Registration No. 08282S) as Statutory Auditors of the Company for a period of 5 years
Special Business:	
Item No.5	Ordinary Resolution: Appointment of Mr. Viren Rathod as Managing Director of the Company.
Item No.6	Ordinary Resolution: Appointment of Mrs. Shruthi Rathod as Director of the company.
Item No.7	Ordinary Resolution: Appointment of Mr. Yash Kaushik Shah as an Independent Director of the company

...Contd-3

RESTILE CERAMICS LIMITED

Regd. Office : 204, Sakar Complex, Opp. ABS Tower, Vaccine Crossing, Old Padra Road, Vadodara, Gujarat - 390015, India.
CIN : L26931GJ1986PLC102350

Branch Office : D.No.1-10-77, 5th Floor, Varun Towers, Opp. Hyderabad Public School, Begumpet, Hyderabad - 500 016.
E-mail : restile@accountscare.com, works@restile.com, Website : www.restile.com

:: 3 ::

Item No.8	Special Resolution: Re-appointment of Mr. Mani as an Independent Director of the Company for another term of 5 (five) consecutive years (second term)
Item No.9	Special Resolution: Re-appointment of Mr. Nalandula Srinivasarao Ramachandran as an Independent Director of the Company for another term of 5 (five) consecutive years (second term)
Item No.10	Ordinary Resolution: Re-appointment of Mr.Rajendra Prasad Kandikattu as Nominee Director of the Company
Item No.11	Special Resolution: Authority to borrow in excess of the paid up Capital and Reserves
Item No.12	Special Resolution: Authority to create mortgages, charges and hypothecations
Item No.13	Special Resolution: Approval for Related Party Transactions

Thereafter the Chairman announced that the scrutinizer will submit her report on voting after considering the results of e-voting and results of voting through ballot papers within 48 Hours and the same will be notified to the Stock Exchange and will also be uploaded on the Company's website.

The meeting then concluded with a vote of thanks.

Thanking you,

Yours faithfully,
for **Restile Ceramics Limited**



Viren Rathod
Managing Director

RESTILE CERAMICS LIMITED

Regd. Office : 204, Sakar Complex, Opp. ABS Tower, Vaccine Crossing, Old Padra Road, Vadodara, Gujarat - 390015, India.
CIN : L26931GJ1986PLC102350

Branch Office : D.No.1-10-77, 5th Floor, Varun Towers, Opp. Hyderabad Public School, Begumpet, Hyderabad - 500 016.
E-mail : restile@accountscare.com, works@restile.com, Website : www.restile.com