

Date:-25th August,2021

To,
BSE Limited
Corporate Relations Department,
27th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort,Mumbai 400 001

Scrip Code: 515085

ISIN: INE298E01022

Dear Sir,

Sub:- Declaration of e-Voting Results of the 35th Annual General Meeting (AGM) of Shareholders of the Company held on Wednesday, 25th August, 2021 through Video Conferencing (VC).

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, we are submitting herewith details regarding the e-voting results of the 35th Annual General Meeting ("AGM") of the Company held on Wednesday, 25th August, 2021 at 12.00 noon. through Video Conferencing ("VC") in the prescribed form.

We are also enclosing herewith the Consolidated Report of the Scrutinizer on remote e-voting and e-voting conducted during the course of AGM. The above are also being uploaded at the Company's website <https://www.restile.com/> and on the website of Central Depository Services (India) Ltd, an agency appointed for the purpose of conducting the remote e-voting and e-voting during the process of AGM.

Thanking You,

Yours faithfully
For, RESTILE CERAMICS LTD



VIREN RATHOD
MANAGING DIRECTOR
(DIN:- 03407158)

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, No. 9998219764

I Granamite I Mirrorstone I PearlRock I MarboGranit I Impacta I Gripmax

Voting Results

Company Name	RESTILE CERAMICS LIMITED (CIN: L26931GJ1986PLC102350)
Date of the AGM	25th August, 2021
Total number of shareholders on record date	23745
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	5
Public:	45

Resolution required: (Ordinary/ Special) Ordinary			Resolution No. 1:- To receive, consider and adopt the Audited Financial Statement of the Company for the Financial year ended March 31st, 2021 and the report of the Board of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes -in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	70722685	62596302	88.51	62596302	0	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	70722685	62596302	88.51	62596302	0	100	0.00
Public-Institutions	E-Voting	119342	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	119342	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	27437212	14394042	52.46	14394042	0	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	27437212	14394042	52.46	14394042	0	100	0.00
Total		98279239	76990344	78.34	76990344	0	100	0.00



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E-mail : restile@accountscare.com, works@restile.com, Website : www.restile.com Ph. No. 9998219763

I Granamite I Mirrorstone I PearlRock I MarboGranit I Impacta I Gripmax

Resolution required: (Ordinary/ Special) Ordinary			Resolution No. 2:- To appoint a Director in place of Ms. Shruti Rathod (DIN: 01948999), who retires by rotation and being eligible, offers herself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	70722685	62596302	88.51	62596302	0	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		62596302	88.51	62596302	0	100	0.00
Public-Institutions	E-Voting	119342	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	27437212	14394042	52.46	14394022	20	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		14394042	52.46	14394022	20	100	0.00
Total		98279239	76990344	78.34	76990324	20	100	0.00



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Resolution required: (Ordinary/ Special) Special			Resolution No. 3:- Authority to borrow in excess of the paid-up share Capital and Reserves of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes -in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	70722685	62596302	88.51	62596302	0	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	70722685	62596302	88.51	62596302	0	100	0.00
Public-Institutions	E-Voting	119342	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	119342	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	27437212	14394042	52.46	14394022	20	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	27437212	14394042	52.46	14394022	20	100	0.00
Total		98279239	76990344	78.34	76990324	20	100	0.00



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| Granamite | Mirrorstone | PearlRock | MarboGranit | Impacta | Gripmax

Resolution required: (Ordinary/ Special) Special			Resolution No. 4:- Authority to create mortgages, charges and hypothecations.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Vote s Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes –in favour (4)	No. of Vote s – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	70722685	62596302	88.51	62596302	0	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	70722685	62596302	88.51	62596302	0	100	0.00
Public- Institutions	E-Voting	119342	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	119342	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	27437212	14394042	52.46	14394022	20	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	27437212	14394042	52.46	14394022	20	100	0.00
Total		98279239	76990344	78.34	76990324	20	100	0.00



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Resolution required: (Ordinary/ Special) Special			Resolution No. 5:- Approval for Related Party Transactions.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes –in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	70722685	62596302	88.51	62596302	0	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	70722685	62596302	88.51	62596302	0	100	0.00
Public- Institutions	E-Voting	119342	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	119342	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	27437212	14394042	52.46	14394022	20	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	27437212	14394042	52.46	14394022	20	100	0.00
Total		98279239	76990344	78.34	76990324	20	100	0.00



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SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and
the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman,

Of 35th Annual General Meeting of the Equity Shareholders of

RESTILE CERAMICS LIMITED

(CIN: L26931GJ1986PLC102350)

Held on Wednesday, the 25th August, 2021, at 12:00 P.M.

Through Video Conferencing (VC).

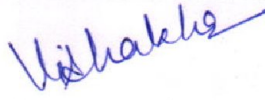

Dear Sir,

1. I, Niraj Trivedi, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of **Restile Ceramics Limited** ("the Company"), at their Meeting held on 22nd June, 2021, for the purpose of scrutinizing the e-voting process i.e. remote e-voting and electronic voting during the Annual General Meeting (AGM), under the provisions of Section 108 of the Companies Act, 2013 ("The 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("The Rules") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.



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2. The Notice dated 22nd June, 2021, as confirmed by the Company, was sent to the shareholders, in respect of the below mentioned Resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company / Depositories, in compliance with the MCA Circular No. 20/2020 dated 5th May, 2020 read with Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and 02/2021 dated 13th January, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 (collectively referred to as "SEBI Circulars").
3. The Company had availed e-voting facilities both for the remote e-voting facility and electronic voting at the AGM, provided by **Central Depository Services Ltd (CDSL)**. The remote e-voting period commenced at 9:00 a.m. on Saturday, 21st August, 2021 and ended on 5:00 p.m. on Tuesday, 24th August, 2021. The Company had provided facilities of remote e-voting and electronic voting at the meeting by members, to exercise their right to vote.
4. The shareholders of the Company holding shares as on the cut-off date i.e. Wednesday, 18th August, 2021, were entitled to vote on the Resolutions, as contained in the Notice of the AGM.
5. After the conclusion of voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked, in the presence of the following two witnesses who are not in the employment of the Company, namely:-

Sr. No.	Name of Witness	Signature of Witness
1	CS Vishakha Mahesh Phadke	
2	CS Shital Mistry	



6. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein, based on the data downloaded from the CDSL e-voting system.
7. The Management of the Company is responsible to ensure the compliance with the requirements of the 2013 Act and the Rules relating to voting through electronic means by remote e-voting and electronic voting at the AGM, for the Resolutions contained in the Notice to the 35th AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of electronic means by remote e-voting and electronic voting at the AGM is restricted to make a Scrutinizer's Report of votes cast "in favour" or "against" the Resolutions stated in the Notice, based on the reports generated from the e-voting system provided by CDSL, the agency authorized under the Rules.
8. I submit herewith my Scrutinizer's Report on the results of voting through both the remote e-voting and electronic voting at the AGM, based on the data downloaded from CDSL e-voting system, the total votes cast "in favour" or "against" all the Resolutions proposed in the Notice of the AGM are as under:-



Item No. 1:-

Ordinary Business:-

To receive, consider and adopt the Audited Financial Statement of the Company for the Financial year ended March 31st, 2021 and the report of the Board of Directors and Auditors thereon:-

(i) Voted **in favour** of the Resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	39 ✓	76990344 ✓	100%
E-voting at AGM conducted through VC	0	0	0.00%
Total	39	76990344	100%

(ii) Voted **against** the Resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	0 ✓	0	0.00%
E-voting at AGM conducted through VC	0	0	0.00%
Total	0	0	0

(iii) **Invalid / Abstained** Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0 ✓	0
E-voting at AGM conducted through VC	0	0
Total	0	0



Item No. 2:-

Ordinary Business:-

To appoint a Director in place of Ms. Shruti Rathod (DIN: 01948999), who retires by rotation and being eligible, offers herself for re-appointment:-

(i) Voted in favour of the Resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	38	76990324	100%
E-voting at AGM conducted through VC	0	0	0.00%
Total	38	76990324	100%

(ii) Voted against the Resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1	20	0.00%
E-voting at AGM conducted through VC	0	0	0.00%
Total	1	20	0.00%

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
Total	0	0



Item No. 3:-

Special Business:-

Special Resolution:-

Authority to borrow in excess of the paid-up share Capital and Reserves of the Company:-

(i) Voted in favour of the Resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	38	76990324	100%
E-voting at AGM conducted through VC	0	0	0.00%
Total	38	76990324	100%

(ii) Voted against the Resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1	20	0.00%
E-voting at AGM conducted through VC	0	0	0.00%
Total	1	20	0.00%

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
Total	0	0



Item No. 4:-

Special Business:-

Special Resolution:-

Authority to create mortgages, charges and hypothecations:-

(i) Voted in favour of the Resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	38 <	76990324 <	100%
E-voting at AGM conducted through VC	0	0	0.00%
Total	38	76990324	100%

(ii) Voted against the Resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1 <	20 <	0.00%
E-voting at AGM conducted through VC	0	0	0.00%
Total	1	20	0.00%

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
Total	0	0



Item No. 5:-

Special Business:-

Special Resolution:-

Approval for Related Party Transactions:-

(i) Voted in favour of the Resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	38 ✓	76990324 ✓	100%
E-voting at AGM conducted through VC	0	0	0.00%
Total	38	76990324	100%

(ii) Voted against the Resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1 ✓	20 ✓	0.00%
E-voting at AGM conducted through VC	0	0	0.00%
Total	1	20	0.00%

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
Total	0	0



CS NIRAJ TRIVEDI
PRACTICING COMPANY SECRETARY

9. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Chairman for preserving safely after he considers, approves and signs the minutes of the AGM.
10. You may accordingly declare the result of above Resolutions for the Annual General Meeting of the Company held on 25th August, 2021.

Thanking You,

Yours faithfully,



DATE: 25TH AUGUST, 2021

PLACE: VADODARA

NIRAJ TRIVEDI

PRACTICING COMPANY SECRETARY

FCS: 3844 (C. P. No.: 3123)

UDIN: F003844C000830087

OK

COUNTERSIGNED BY:
FOR RESTILE CERAMICS LIMITED

NALANDULA RAMACHANDRAN SRINIVASARAO
CHAIRMAN