

General information about company

Scrip code	515085
NSE Symbol	
MSEI Symbol	
ISIN	INE298E01022
Name of the entity	Restile Ceramics Limited
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Half Yearly
Date of Report	30-09-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

board of directors explanatory																
entity has a Regular Chairperson		Yes														
Chairperson related to Promoter		Yes	Disqualification of Directors under section 164 of the Companies Act, 2013													
Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)
Executive Director	Not Applicable	MD	13-09-1986	No				Active	NA		04-05-2019				1	0
Non-Executive - Independent Director	Not Applicable		31-05-1957	No				Active	NA		30-08-2008	18-07-2022		80	1	1
Non-Executive - Independent Director	Not Applicable		14-04-1951	No				Active	NA		30-08-2008	20-09-2019		36	1	1
Non-Executive - Independent Director	Not Applicable		19-04-1946	No				Active	Yes	18-09-2020	11-07-2009	18-09-2020		24	1	1

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)
Executive - Independent Director	Chairperson related to Promoter		12-05-1950	No				Active	NA		27-01-2003	01-04-2009			1	0
Executive - Director	Not Applicable		30-08-1957	No				Inactive	NA		31-01-2005	20-09-2019			2	0
Executive - Independent Director	Not Applicable		22-03-1984	No				Active	NA		08-02-2019	20-09-2019		36	2	2
Executive - Independent Director	Not Applicable		01-03-1958	No				Active	NA		12-08-2014	12-08-2014			1	0

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)
Non-executive - Non independent director	Not Applicable		09-07-1958	No				Active	NA		06-01-2019	06-01-2019			1	0
Non-executive - Non independent director	Not Applicable		14-10-1942	No				Active	Yes	20-09-2019	30-01-2010	20-09-2019		36	1	1

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	00089348	Nalandula Srinivasa Rao Ramachandran	Non-Executive - Independent Director	Chairperson	13-11-2016		
2	00101432	Gopalachari Padmanabhan	Non-Executive - Independent Director	Member	13-11-2016		
3	02385221	Tenkasi Ramanarayanan Seetharaman	Non-Executive - Independent Director	Member	13-11-2016		
4	02577983	Narayanan Subramanian (Mani)	Non-Executive - Independent Director	Member	13-11-2016		
5	02155636	Yash Kaushik Shah	Non-Executive - Independent Director	Member	13-11-2016		
6	03407158	Viren Rathod	Executive Director	Member	22-06-2021		
7	01948999	Shruti Rathod	Non-Executive - Non Independent Director	Member	22-06-2021		

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	02577983	Narayanan Subramanian (Mani)	Non-Executive - Independent Director	Chairperson	22-06-2021		
2	00089348	Nalandula Srinivasa Rao Ramachandran	Non-Executive - Independent Director	Member	22-06-2021		
3	02385221	Tenkasi Ramanarayanan Seetharaman	Non-Executive - Independent Director	Member	22-06-2021		
4	01948999	Shruti Rathod	Non-Executive - Non Independent Director	Member	22-06-2021		

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	00089348	Nalandula Srinivasa Rao Ramachandran	Non-Executive - Independent Director	Chairperson	13-11-2016		
2	00101432	Gopalachari Padmanabhan	Non-Executive - Independent Director	Member	13-11-2016		
3	02385221	Tenkasi Ramanarayanan Seetharaman	Non-Executive - Independent Director	Member	13-11-2016		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	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	21-05-2022				Yes	10	5	3
2		09-08-2022	79		Yes	10	6	4

Annexure 1

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	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	21-05-2022				Yes	7	4	3	0
2	Audit Committee	09-08-2022	79			Yes	7	6	4	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1**VI. 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 to the top 1000 listed entities)	NA
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.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Dharmendra Bhaliya
2	Designation	Company Secretary and Compliance Officer

Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Due to ill health
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

1	Name of signatory	Dharmendra Bhaliya
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure	
Applicability of disclosure	Not Applicable
Reason for Non Applicability	Textual Information(1)

Signatory Details

Name of signatory	Dharmendra Bhaliya
Designation of person	Company Secretary and Compliance Officer
Place	Vadodara
Date	16-10-2022

