

FAQS ON 34th ANNUAL GENERAL MEETING ('AGM') OF THE KAJARIA CERAMICS LIMITED (THE COMPANY) TO BE HELD THROUGH VC/OAVM

1. When will the 34th AGM of Kajaria Ceramics Limited be held?

The 34th AGM of the Company will be held on Monday, September 28, 2020 at 03:00 P.M. (IST) through Video conferencing / Other Audio Visual Means ('VC/OAVM').

2. Why was the AGM not simply postponed?

In the current environment, the Management felt that a virtual AGM at the originally planned date was the best compromise between health protection and shareholder democracy. In this way, we can enable our shareholders to exercise the necessary influence and control over their company even in difficult times. At the same time, we protect the health of our shareholders and employees and contribute to containing the pandemic.

3. Who will be entitled to attend the AGM?

Any person who is a Member of the Company as on the cut-off date i.e. Monday, September 21, 2020, Directors and Auditors are entitled to attend the AGM.

4. Whether member can view the 34th AGM of the Company?

The members of the Company can join the AGM through the NSDL platform. The members may access the same at www.evoting.nsdl.com by using your remote e-voting credentials and follow the steps as mentioned in the AGM Notice of the Company.

5. Where can I access the Notice of the 34th AGM and Annual Report of the Company for the FY 2019-20?

The Notice of the 34th AGM of the Company and Annual Report including Annual Financial Statements of the Company for the FY 2019-20 is available on the Company's website i.e. www.kajariaceramics.com, websites of stock exchanges i.e. BSE limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of National Securities Depository Limited (NSDL) <https://www.evoting.nsdl.com>.

6. What is the cut off date to be eligible to vote on the resolutions set out in the Notice of AGM?

The voting rights of the members for Remote E-voting and/or E-voting (collectively referred as 'electronic voting') shall be in proportion to the equity shares held by them in the paid up equity share capital of the Company as on cut off date i.e. Monday, September 21, 2020.

7. At what time I would be allowed to join the AGM virtually?

The Members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the AGM by following the procedure mentioned in the AGM Notice.

8. What is the remote e-voting period and when can I vote on the resolutions provided in AGM Notice?

Commencement of remote e-voting	Friday, September 25, 2020 at 9:00 a.m. (IST)
End of remote e-voting	Sunday, September 27, 2020 at 5:00 p.m. (IST)

The remote e-voting module shall be disabled by National Securities Depository Limited (NSDL) after 5:00 P.M. (IST) on Sunday, September 27, 2020 for voting thereafter. Those Members holding shares on the cut off date, who will be present in the AGM through VC/OAVM facility and have not cast their votes on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through NSDL e-voting system during the AGM.

9. On what date do you have to hold shares to be entitled to vote?

A person whose name is recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories as on the cut-off date i.e. Monday, September 21, 2020 only shall be entitled to vote and participate at the AGM. The voting rights of Members shall be in proportion to the paid up value of their shares in the equity share capital of the Company as on cut-off date.

10. How do I join and vote on the resolutions provided in AGM Notice?

The instructions for remote e-voting are as under:

The way to vote electronically on NSDL e-voting system consists of 'Two Steps' which are as under:

Step - 1 - Process to login to NSDL e-voting website at <https://www.evoting.nsdl.com/>:

(i) Please visit at the e-voting website of NSDL. Open the web browser by typing the URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.

(ii) Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholders' section.

(iii) A new screen will open. Please enter User ID, password and Verification code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to cast your vote electronically.

(iv) User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

(v) Your password details are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a pdf file. Open the pdf file. The password to open the pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

(vi). If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/ folio number, your PAN, your name and your registered address.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

(vii) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

(viii) Now, click on 'Login' and the Home page of e-voting will open.

Step - 2 – Process to cast vote electronically on NSDL e-voting system:

(i) After successful login at Step -1, you will be able to see the Home Page of e-voting. Click on e-voting. Then click on Active Voting Cycles. Now, you will be able to see all the companies 'EVEN' in which you are holding shares and whose voting cycle is in active status.

(ii) Select 'EVEN' (Electronic Voting Even Number) of Kajaria Ceramics Limited.

(iii) Now you are ready for e-voting as the voting page opens.

(iv) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.

(v) Upon confirmation, the message 'Vote cast successfully' will be displayed.

(vi) You can also take printout of the votes cast by you by clicking on the print option on confirmation page.

(vii) Once you confirm your vote on the resolution, you will not be allowed to modify your vote

11. How to retrieve ID and initial password or in case the shareholder have lost it?

How to retrieve your 'initial password'?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
 - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Click on "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

12. What is the helpline number in case of any queries or difficulties faced?

For	Name	Email	Contact Number
E Voting/ Video Conferencing	Ms. Pallavi Mhatre,	pallavid@nsdl.co.in	+91 22 24994545
	Ms. Soni Singh	SoniS@nsdl.co.in	+91 22 24994559
	NSDL	evoting@nsdl.co.in	1800-222-990
Video Conferencing	Mr. Anubhav Saxena	anubhavs@nsdl.co.in	+91 22 24994835

13. What are the documents available for inspection and how inspection be made available to the shareholders?

The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act, Certificate from Statutory Auditors of the Company that the Kajaria Ceramics Employee Stock Option Plan, 2015 has been implemented in accordance with the SEBI (Share Based Employee Benefits) Regulations, 2014 and all the documents referred to in the accompanying Notice, are open for inspection in electronic form by the members during the AGM.

14. I don't intend to speak at AGM, however have certain queries, where I am supposed to send my queries?

Members are encouraged to express their views/send their queries with regard to Annual Report, Financial Statements or any other matter to be placed at the AGM in advance mentioning their name, demat account number/folio number, email id, mobile number and such other details as may be deemed fit at investors@kajariaceramics.com.

Questions/queries received by the Company till Saturday, September 19, 2020 shall only be considered and responded suitably.

In case of any queries connected with voting by electronic means, you may refer the frequently Asked Question (FAQs) for Shareholders and the remote e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or contact Ms. Pallavi Mhatre, Manager, NSDL, Trade World, A Wing, Fourth and Fifth Floor, Kamala Mills Compound, Lower Parel, Mumbai- 400013 through email at evoting@nsdl.co.in or on Toll Free No. 1800-222-990.

15. If I want to speak at the AGM, what should I do?

Members who would like to express their views/ask questions before or during the meeting may send an email at Company's email address investors@kajariaceramics.com from their registered email id with the Company or RTA mentioning their views/questions along with their full name, demat account number/folio number, registered email id, mobile number and such other details as may be deemed fit by Saturday, September 19, 2020. Only the views/questions of those shareholders will be taken-up who has mailed it to the Company within prescribed time and will be replied suitably. A shareholder who

has been registered as a Speaker, will only be allowed to speak during the meeting, subject to the discretion of the Company.

16. What are the additional requirements to be ensured by members who wish to speak at the AGM?

Members intending to speak at the AGM are suggested to use microphone and speakers-built-in or USB plug-in or wireless blue-tooth.

17. How should the Institutional / Corporate Shareholders attend the AGM?

Institutional / Corporate Members are requested to send to the Company certified copy of the Board Resolution / Power of Attorney authorizing their representative(s) to participate in remote e-voting or to attend and vote on their behalf at the Meeting at rupesh@cacsindia.com or investors@kajariaceramics.com or admin@mcsregistrars.com with a copy marked to evoting@nsdl.co.in, before e-voting/ attending AGM from their registered email address.

18. What is the process for registering email addresses?

In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investors@kajariaceramics.com.

In case shares are held in demat mode, please provide DPID-CLID (16 digit DP-ID + CL-ID or 16 digit Beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investors@kajariaceramics.com.

19. Is there any role of proxy in the AGM held through video conferencing?

Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote on behalf of members is not available for this AGM.

20. Which device is to be used for joining AGM?

You can join the AGM through desktops/laptops/smartphones/ with internet facility. For good audio-video experience, we request you to ensure below mentioned guidelines to attend the AGM:

- Use your earphone for better sound quality.
- Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Ensure no other background applications are running.

- Participants Connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is recommended to use Stable Wi-Fi or LAN Connection.
- Have proper lighting and minimize the background sounds.

21. Is there any restriction on the time and number of members to join the AGM?

The Members can join the AGM in the VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include members holding 2% or more, Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairperson of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, the Statutory Auditors and the Secretarial Auditors of the Company who are allowed to attend the AGM without restriction on account of first come first serve basis.

22. What are the important web links to be referred for AGM?

S No	Particulars	Link
1	Notice of 34 th AGM	https://www.kajariaceramics.com/agmegmposfballot.php
2	Annual Report for the FY 2019-20	https://www.kajariaceramics.com/annual-reports.php
3	BSE Limited	www.bseindia.com
4	National Stock Exchange of India Limited	www.nseindia.com
5	NSDL (for login, participating and e-voting at AGM)	www.evoting.nsdl.com