

Notes:

1. Remuneration includes salary, allowances, perquisites and excludes Provident Fund, Gratuity Fund & Personal Accident Insurance as the same are paid for the Company as whole.
2. All above mentioned employees are on the rolls of the Company and nature of employment is as per the appointment letter given by the Company.
3. As on March 31, 2025, Mr. Ashok Kajaria, Mr. Chetan Kajaria, Mr. Rishi Kajaria, Mr. Gautam Seth, Mr. Pankaj Sethi, Mr. Vivek Goyal, Dr. Rajveer Choudhary, Mr. Dipankar Bhattacharya, Mr. Amit S Jain, Mr. Jaganathan B, Mr. Rajender Kumar Bhagat, Mr. Ravi Jain and Mr. Amit Kumar Jain hold 10,47,004 equity shares, 13,39,880 equity shares, 18,05,716 equity shares, 16,000 equity shares, 7,000 equity shares, 1,900 equity shares, 3,810 equity shares, 11,000 equity shares, 5,000 equity shares, 1,500 equity shares, 7,500 equity shares, 3,800 equity shares and 50 equity shares of the Company, respectively.
4. None of the above referred employees, except as mentioned in Note No. 3 above, hold equity shares of the Company.
5. Mr. Ashok Kajaria, Chairman & Managing Director is father of Mr. Chetan Kajaria and Mr. Rishi Kajaria, Joint Managing Directors, of the Company. Except this, no employee is relative of any Directors of the Company.

For and on behalf of the Board

Ashok Kajaria
Chairman and Managing Director
DIN: 00273877

Place: New Delhi
Date : 22nd July, 2025

A REPORT ON CORPORATE GOVERNANCE

The Company’s Philosophy on Corporate Governance

Corporate governance at Kajaria Ceramics Limited (‘Kajaria’ / ‘the Company’) is strongly founded on its core values viz. passion, integrity, respect, and accountability in all its actions, operations and engagement with the stakeholders and society at large.

The Company believes that good corporate governance emerges from the application of the best and sound management practices and compliance with the laws coupled with adherence to the highest standards of transparency and business ethics.

Being an industry leader for more than three decades, gives us immense pride and at the same time puts onus on us to raise our own bar of governance. Achieving milestones is important for us, but achieving them the right and ethical way is all the more important and essential.

In keeping with this responsibility, we continuously review our Corporate Governance framework and practices, to uplift them to align them with the best across the globe. The Company’s Code of Conduct and Ethics and the Code of Conduct for Prevention of Insider Trading are an extension of our values and reflect our commitment to ethical business practices.

The governance structure at Kajaria is based on the principles of providing adequate authority to the executive management within a given framework to ensure that the powers vested in the executive management are exercised with due care and utmost responsibility so as to meet the expectation of all the stakeholders.

The Board of Directors (‘the Board’) are responsible and committed to sound principles of Corporate Governance in the Company. The Board of the Company plays a crucial role in overseeing how the management serves the short and long term interest of the shareholders and other stakeholders.

The Corporate Governance Philosophy of the Company is based on the following principles:

- Appropriate composition of the Board;

- Timely disclosure of material and financial information to the Board and Stakeholders;
- Systems and processes are in place to ensure financial control and compliance of applicable laws; and
- Proper Business Conduct by the Board, Committees, Senior Management and Employees.

Board of Directors

The Company firmly believes that an active, well-informed and independent Board is necessary to ensure the highest standards of Corporate Governance in order to bring objectivity and transparency in the Management. The Board of Directors alongwith their Committees are entrusted with the ultimate responsibility of the management, general affairs, direction and performance of the Company and has vested with the requisite powers, authorities and duties.

Selection of the Board

In terms of the requirement of the provisions of the Companies Act, 2013 (‘the Act’) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘the Listing Regulations’), the Nomination and Remuneration Committee has been designated to evaluate and recommend the Board, the need for change in the composition and size of the Board of the Company and to select members for filling the Board vacancies and nominating candidates for election by the shareholders at the General Meeting / through Postal Ballot of the Company.

Composition

The Board has an optimum combination of Executive and Non-Executive Directors including Independent Directors and Woman Director as required under the applicable legislations. The Board consists of eminent individuals from the Industry, management, technical, financial and marketing fields, etc. The Company is managed by the Board in co-ordination with their Committees and the Senior Management team. As on 31st March, 2025, the Company has Eight (8) Directors on its Board, out of which Three (3) are Executive Directors, One (1) is Non-executive Non-Independent Director and Four (4) are Non-executive-Independent

Directors including one (1) Woman Non-executive Independent Director. The Board, on recommendation of the Nomination and Remuneration Committee periodically evaluates the need for change in composition and size of the Board of the Company.

The details of composition of the Board, category of Directorship, number of Directorships in other companies, Chairmanship/Membership of the Committee of each Director in other Companies, attendance of the Directors at Board Meetings and last Annual General Meeting ('AGM') as on 31st March 2025 are given below:

Name	Category of Director	Board Meeting held during his/her tenure	Board Meeting attended	Last Annual General Meeting attended	Directorship* in other companies	Committee Chairmanship of other Boards**	Committee Membership of other Boards**
Mr. Ashok Kajaria (DIN: 00273877)	Chairman & Managing Director (Promoter)	5	5	Yes	1	0	2
Mr. Chetan Kajaria (DIN: 00273928) \$	Joint Managing Director	5	4	Yes	2	3	1
Mr. Rishi Kajaria (DIN: 00228455) \$	Joint Managing Director	5	5	Yes	1	0	0
Mr. Dev Datt Rishi (DIN: 00312882)	Director - (Non-Executive)	5	5	Yes	1	0	0
Mrs. Sushmita Singha (DIN: 02284266) #	Director (Non-Executive & Independent)	5	5	Yes	3	0	1
Dr. Lalit Kumar Panwar (DIN: 03086982)	Director (Non-Executive & Independent)	5	5	Yes	1	0	1
Mr. Sudhir Bhargava (DIN: 00247515)	Director (Non-Executive & Independent)	5	5	Yes	2	4	0
Mr. Rajender Mohan Malla (DIN: 00136657) ^	Director (Non-Executive & Independent)	5	4	Yes	9	4	3
Mrs. Ambika Sharma (DIN: 08201798) ^^	Director (Non-Executive & Independent)	-	-	-	9	2	6

* Excluded the Directorship held in private limited companies, foreign companies and companies incorporated under Section 8 of the Companies Act, 2013, as per Regulation 26 of the Listing Regulations, but included Kajaria Ceramics Limited.

**Included only the Membership/Chairmanship in Audit Committee and Stakeholders Relationship Committee in all Public Limited Companies as per Regulation 26 of the Listing Regulations, including Kajaria Ceramics Limited.

\$Promoter Group

#Tenure of Mrs. Sushmita Singha as the Independent Director of the Company completed on 29th March, 2025. Hence, she ceased to be the Independent Director of the Company w.e.f. 30th March, 2025.

^Mr. Rajender Mohan Malla has been appointed as an Independent Director of the Company for a period of five consecutive years effective from 1st April, 2024.

^^Mrs. Ambika Sharma has been appointed as an Independent Director of the Company for a period of five consecutive years effective from 30th March, 2025.

The number of Directorships, Chairmanships and Committee memberships of each Director is in compliance with the relevant provisions of the Act and the Listing Regulations.

During the year 2024-25, none of the Independent Director resigned from the office before the expiry of his/her tenure.

Mr. Ashok Kajaria, Chairman & Managing Director of the Company is the father of Mr. Chetan Kajaria and Mr. Rishi Kajaria, Joint Managing Directors, of the Company. There is no inter-se relationship between any of the Non-executive/Independent Directors of the Company.

As mandated by the Listing Regulations, none of the Directors of the Company are members of more than ten Board level committees nor are the Chairperson of more than five Board level committees in public limited companies in which they are Directors.

Category of Directorship in other companies listed on recognized Stock Exchange(s):

Name of other companies listed at the recognised Stock Exchange(s) in which the Directors of the Company hold position of Directorship (alongwith category of Directorship), as on 31st March, 2025, are as under:

Name of Director	Name of other companies listed at the recognized Stock Exchange(s) in which hold Directorship*	Category of Directorship
Mr. Ashok Kajaria (DIN: 00273877)	-	-
Mr. Chetan Kajaria (DIN: 00273928)	-	-
Mr. Rishi Kajaria (DIN: 00228455)	-	-
Mr. Dev Datt Rishi (DIN: 00312882)	-	-
Mr. Sudhir Bhargava (DIN: 00247515)	-	-
Dr. Lalit Kumar Panwar (DIN: 03086982)	-	-
Mrs. Sushmita Singha (DIN: 02284266) #	Radico Khaitan Limited	Non-executive & Independent Director
	Hindustan Tin Works Limited	Non-executive & Independent Director
	Filatex India Limited	Non-executive & Independent Director
	IOL Chemicals and Pharmaceuticals Limited	Non-executive & Independent Director
	NCC Limited	Non-executive & Independent Director
Mr. Rajender Mohan Malla (DIN: 00136657) @	Religare Enterprises Limited	Non-executive & Independent Director
	Waaree Energies Limited	Non-executive & Independent Director
	LT Foods Limited	Non-executive & Independent Director
	Panacea Biotech Limited	Non-executive & Independent Director
	Indo Count Industries Limited	Non-executive & Independent Director
Mrs. Ambika Sharma (DIN: 08201798) ^	Waaree Renewable Technologies Limited	Non-executive & Independent Director

*Excluded the Directorship held in Kajaria Ceramics Limited.

Tenure of Mrs. Sushmita Singha as the Independent Director of the Company completed on 29th March, 2025. Hence, she

ceased to be the Independent Director of the Company w.e.f. 30th March, 2025.

@Mr. Rajender Mohan Malla has been appointed as an Independent Director of the Company for a period of five consecutive years effective from 1st April, 2024.

^Mrs. Ambika Sharma has been appointed as an Independent Director of the Company for a period of five consecutive years effective from 30th March, 2025.

Number of shares held by Independent Directors/ Non-executive Director

The details of equity shares of the Company held by the Independent / Non-Executive Directors as on 31st March, 2025 are as under:

Name of Independent / Non-executive Directors	Category	No. of equity shares of Re. 1 each of the Company held as on 31 st March, 2025
Mr. Dev Datt Rishi	Non-executive Director	1240

No Independent Directors of the Company hold any equity share of the Company as on 31st March, 2025.

None of the Independent Directors of the Company is serving as an Independent Director in more than seven listed companies. Further, no Independent Directors of the Company hold positions of Whole-Time Director / Managing Director in another listed company.

Board Meetings

The Board meets at least once in every quarter in compliance of applicable laws, to discuss and decide on, inter-alia, business strategies/policies and review the financial performance of the Company and its subsidiaries/joint venture(s) and other items on agenda. Additional meetings are held from time to time as and when required.

The notice of each Board Meeting is given in writing to each Director of the Company. The agenda along with the relevant notes and other material information are sent to each Director in advance and in exceptional cases tabled at the meeting.

Also, the Board meetings of the Company have been held with proper compliance of the provisions of the Act, the Listing Regulations [including Notifications/Circulars issued thereunder, from time to time] and the Secretarial Standards, as applicable thereon.

During the financial year 2024-25, five (5) Board Meetings were held, at least one in every calendar

quarter as permitted under the Act read with the Listing Regulations. The dates on which the Board Meetings were held, are as under:

7th May, 2024, 23rd July, 2024, 27th August, 2024, 22nd October, 2024 and 4th February, 2025.

Post meeting follow up Mechanism

All the important decisions taken at the Board / Committee meetings are communicated to the concerned departments / divisions. Action Taken Report on decisions / minutes of previous meetings is also placed at the succeeding meeting of the Board.

Board Support

The Company Secretary attends the Board / Committee meetings and advises on compliances with applicable laws and governance.

Separate Meeting for Independent Directors

The Independent Directors of the Company meet without the presence of Non-Independent Directors and Management Personnel. Such Meeting reviews the performance of Non-Independent Directors and the Board as a whole, reviews the performance of Chairman of the Company taking into account the views of Executive Directors and Non-executive Directors, access the quality, quantity and timeliness of the flow of information between management and the Board that is necessary to effectively and reasonably perform its duties. During the year 2024-25, the meetings of Independent Directors were held on 7th May, 2024 and 4th February, 2025.

Familiarization Programme for Independent Directors

At the time of appointment/re-appointment of Independent Directors, a formal letter of appointment is given to him/her, which, inter-alia, explains the role, functions, duties and responsibilities expected from him/her as an Independent Director of the Company. The Independent Director is also explained in detail the nature, business model of the industry and compliances

under the Act, the Listing Regulations and other relevant rules & regulations. The Chairman & Managing Director also has one to one discussion with the newly appointed Director to familiarize him with the Company's Operations. The Board Members are provided with necessary documents, reports and policies to enable them to familiarize with the Company's Procedures and Practices. Periodic presentations are made at the Board and its Committee Meetings on the Company's Business, performance and other relevant updates.

The familiarization program alongwith details thereof has been uploaded on the Company's website at <https://www.kajariaceramics.com/pdf/FamiliarisationProgrammeforIndependentDirectors.pdf> / https://www.kajariaceramics.com/pdf/Details_of_Familiarisation_Programme_of_Independent_Directors_231021.pdf

Audit Committee

During the year 2024-25, the Committee met five (5) times i.e. 7th May, 2024, 23rd July, 2024, 27th August, 2024, 22nd October, 2024 and 4th February, 2025. The Committee has been re-constituted by the Board of the Company by way of passing a circular resolution on 11th April, 2024. The composition of the Committee and details of meetings attended by the Directors are as follows:

Name of the Committee Member	Category	Designation	No. of Meetings Attended
Mr. Sudhir Bhargava*	Non-executive & Independent	Chairman	5
Mr. Ashok Kajaria	Executive	Member	5
Dr. Lalit Kumar Panwar	Non-executive & Independent	Member	5
Mr. Rajender Mohan Malla*	Non-executive & Independent	Member	4

*On 11th April, 2024, Mr. Sudhir Bhargava and Mr. Rajender Mohan Malla have been appointed as the Chairman and the member of the Audit Committee of the Company, respectively.

The Committee's Composition meets the requirements of Section 177 of the Act and Regulation 18 of the Listing Regulations. The Members of the Committee are financially literate and possesses sound knowledge of accounts, audit, internal controls and expertise in financial management.

Mr. Ram Chandra Rawat, COO (A&T) & Company Secretary of the Company acts as the Secretary of the Audit Committee. Mr. Sudhir Bhargava, the Chairman of the Audit Committee also attended the last Annual General Meeting of the Company held on 6th September, 2024.

Terms of Reference of Audit Committee

The terms of reference of the Audit Committee, inter-alia, includes the following:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for the appointment, remuneration, terms of appointment of the Auditors of the Company and reviewing & monitoring the auditor's independence and performance and effectiveness of the audit processes;
- Approval for payment to the Statutory Auditors for any other permitted services rendered by Statutory Auditors;
- Reviewing and examining, with the management, the annual financial statements and the Auditors' report thereon, before submission to the Board for approval, with particular reference to:
 - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of Section 134(3)(c) of the Act;
 - Changes, if any, in accounting policies and practices and reasons for the same;
 - Major accounting entries involving estimates based on the exercise of judgment by management;
 - Significant adjustments made in the financial statements arising out of audit findings;
 - Compliance with listing and other legal requirements relating to financial statements;
 - Disclosure of any related party transactions;
 - Modified opinion(s) in the draft Auditors' report.
- Reviewing, with the management, the quarterly financial results before submission to the Board for approval;

6. Reviewing and monitoring, with the management, the statement of uses / application of funds raised through an issue/public offers (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

7. Approval (including omnibus approval) or any subsequent modification of transactions of the Company with related parties / statement of related party transactions;

8. Scrutiny of inter-corporate loans and investments;

9. Valuation of undertakings or assets of the Company, wherever it is necessary;

10. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems including evaluation of internal financial controls and risk management system and discussion with internal auditors any significant findings and follow up thereon;

11. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

12. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

13. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

14. Review the functioning of the Whistle Blower Policy (Vigil Mechanism);

15. Approval of appointment of Chief Financial Officer ('CFO') after assessing the qualifications, experience & background, etc. of the candidate;
16. Reviewing the utilization of loans and/or advances from/investment by the Company in its subsidiary exceeding rupees 100 Crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments;

17. Review of Management discussion and analysis of financial condition and results of operations and Management letters / letters of internal control weaknesses issued by the statutory auditors;

18. Review of Internal audit reports relating to internal control weaknesses and the appointment, removal and terms of remuneration of the Internal Auditors;

19. Review of Financial statement, in particular, investments made by the subsidiary company(s);

20. To consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders; and

21. Any other role/functions as may be delegated by the Board of Directors of the Company or prescribed by law, from time to time.

Nomination and Remuneration Committee

During the year 2024-25, the Committee met four (4) times i.e. 7th May, 2024, 23rd July, 2024, 22nd October, 2024 and 4th February, 2025. The Committee has been re-constituted by the Board of the Company w.e.f. 30th March, 2025. The composition of the Committee and details of meetings attended by the Directors are as follows:

Name of the Committee Member	Category	Designation	No. of Meetings Attended
Mrs. Sushmita Singha*	Non-executive & Independent	Chairperson	4
Mr. Rajender Mohan Malla**	Non-executive & Independent	Chairman	3
Mr. Ashok Kajaria	Executive	Member	4
Mr. Sudhir Bhargava	Non-executive & Independent	Member	4
Mrs. Ambika Sharma**	Non-executive & Independent	Member	-

*Tenure of Mrs. Sushmita Singha as the Independent Director

of the Company completed on 29th March, 2025. Hence, she ceased to be the Independent Director of the Company and the Chairperson of the Nomination and Remuneration Committee of the Company w.e.f. 30th March, 2025.

** W.e.f. 30th March, 2025, Mr. Rajender Mohan Malla and Mrs. Ambika Sharma have been appointed as the Chairman and the member of the Nomination and Remuneration Committee of the Company, respectively.

The Composition of the Nomination and Remuneration Committee is as per Section 178 of the Act and Regulation 19 of the Listing Regulations.

Mrs. Sushmita Singha, the then Chairperson of the Nomination and Remuneration Committee was present in the last Annual General Meeting of the Company held on 6th September, 2024.

Terms of reference (Role) of the Committee, inter-alia, includes the following:

1. Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance;

2. Formulating the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees;

3. While formulating the policy as above said, to ensure that:

a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;

b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks;

c) Remuneration to Directors, Key Managerial Personnel and Senior Management (one level below the functional heads including the Company Secretary and Chief Financial Officer) involves a balance between fixed and incentive pay reflecting short and long-
- term performance objectives appropriate to the working of the Company and its goals.
4. Recommending the Board, all remuneration, in whatever form, payable to senior management including the Company Secretary and the Chief Financial Officer;

5. Formulating the criteria for evaluation of Independent Directors and the Board of Directors of the Company;

6. To extend or continue the term of appointment of Independent Director, on the basis of performance evaluation of Independent Directors;

7. Devising a policy on diversity of Board of Directors;

8. To formulate the detailed terms and conditions of the Kajaria Employee Stock Option Scheme 2015 ('ESOP Scheme 2015') including the following:

a. issuing and allotment of equity shares [including share certificate(s)] of the Company to the ESOP holders and all matters related thereto, from time to time, pursuant to the ESOP Scheme 2015;

b. signing, execution and submission of necessary documents/papers for the listing of equity shares of the Company with the stock exchanges or other concerned authority(ies) and all matters related thereto;

c. making a fair and reasonable adjustment to the number of options and to the exercise price, in case of rights issues, bonus issues and other corporate actions;

d. approval of list of employee(s) of the Company and/or its subsidiary(ies) [including quantum of ESOP grant] to whom ESOP options are to be granted under ESOP Scheme 2015;

e. determining the procedure for winding up of the ESOP Scheme 2015;

f. other matters which may be relevant for administration of ESOP Scheme 2015, from time to time.

9. For every appointment of an Independent Director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis
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of such evaluation, prepare a description of the role and capabilities required of an Independent Director. The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description;

10. For the purpose of identifying suitable candidates as above, the Committee may:
- To use the services of an external agencies, if required;

To consider candidates from a wide range of backgrounds, having due regard to diversity;

To consider the time commitments of the candidates.
11. To do all other acts as may be delegated by the Board of Directors of the Company or prescribed by law, from time to time.

Risk Management Committee

During the year 2024-25, the Committee met two (2) times i.e. 4th July, 2024 and 17th December, 2024. The Committee has been re-constituted by the Board of the Company w.e.f. 30th March, 2025. The composition of the Committee and details of meetings attended by the Directors / members of this Committee are as follows:

Name of the Committee Member	Category	Designation	No. of Meetings Attended
Mr. Ashok Kajaria	Executive	Chairman	2
Mr. Chetan Kajaria	Executive	Member	1
Mr. Rishi Kajaria	Executive	Member	1
Mr. Dev Datt Rishi	Non-Executive	Member	2
Mrs. Sushmita Singha*	Non-Executive & Independent	Member	1
Mrs. Ambika Sharma **	Non-Executive & Independent	Member	-
Mr. Ram Chandra Rawat	COO (A&T) & Company Secretary	Member	2
Mr. Sanjeev Agarwal	Chief Financial Officer	Member	2

*Tenure of Mrs. Sushmita Singha as the Independent Director of the Company completed on 29th March, 2025. Hence,

she ceased to be the Independent Director of the Company and the member of the Risk Management Committee of the Company w.e.f. 30th March, 2025.

**W.e.f. 30th March, 2025, Mrs. Ambika Sharma has been appointed as the member of the Risk Management Committee of the Company.

The composition of the Risk Management Committee is as per Regulation 21 of the Listing Regulations.

Terms of reference (Role) of the Committee, inter-alia, includes the following:

1. To formulate a detailed Risk Management Policy which shall include:
- a. A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability, information, cyber security risks or any other risk as may be determined by the Risk Management Committee;

b. Measures for risk mitigation including systems and processes for internal control of identified risks; and

c. Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the Risk Management Policy, including evaluating the adequacy of risk management systems;
4. To periodically review the Risk Management Policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
5. To keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken;
6. To review appointment, removal and terms of remuneration of the Chief Risk Officer (if any).
7. Any other role/function as be assigned by the Board of Directors or required under the applicable law, from time to time.

Performance Evaluation

Pursuant to the provisions of the Act and the Listing Regulations, the Board has carried out the annual performance evaluation of the Board as a whole, its Committees and all Directors including the Chairman, in line with the criteria specified in the Nomination and Remuneration Policy and as per the recommendation of the Nomination and Remuneration Committee of the Company. The exercise was carried out through a structured evaluation process covering various aspects of the Board, its Committees, Chairman and all Directors' functioning such as composition of Board and its Committees, experience and competencies, performance of specific duties and obligations, governance issues, etc. The Directors expressed their satisfaction with the evaluation process and performance of the Board, its Committees and the Directors including the Chairman. The Independent Directors also evaluated the performance of Non-Independent Directors, the Chairman and Board as a whole. They also assessed the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

Remuneration

A. Remuneration to Independent / Non-executive Directors

The Independent / Non-executive Directors are paid remuneration by way of sitting fees for each meeting of the Board and Committee of Directors attended by them. The total amount of sitting fees paid during the financial year 2024-25 was ₹ 33.60 Lacs. The Independent/Non-executive Directors do not have any pecuniary relationship or transactions with the Company. The criteria of making payment to Independent / Non-executive Directors are disclosed in the Nomination and Remuneration Policy of the Company. The said Policy is given as a part of Annexure- 4 to the Directors Report and is also disclosed on the website of the Company [https://www.kajariaceramics.com/pdf/nomination remuneration_policy.pdf](https://www.kajariaceramics.com/pdf/nomination_remuneration_policy.pdf)

The details of remuneration paid to Independent / Non-executive Directors during the financial year ended 31st March 2025 is as under:

S. No.	Name of Independent/ Non-Executive Directors	Sitting Fees (₹ in Lacs)
1.	Mr. Dev Datt Rishi	4.35
2.	Mrs. Sushmita Singha*	5.85
3.	Dr. Lalit Kumar Panwar	7.50
4.	Mr. Sudhir Bhargava	9.00
5.	Mr. Rajender Mohan Malla**	6.90
6.	Mrs. Ambika Sharma **	-

* Tenure of Mrs. Sushmita Singha as the Independent Director of the Company completed on 29th March, 2025. Hence, she ceased to be the Independent Director of the Company w.e.f. 30th March, 2025.

** Mr. Rajender Mohan Malla and Mrs. Ambika Sharma have been appointed as an Independent Director(s) of the Company for a period of five consecutive years effective from 1st April, 2024 and 30th March, 2025, respectively.

Other than sitting fees as mentioned above including reimbursement of expenses, if any, incurred for attending the meetings of the Board/ its Committees, the Independent / Non-Executive Directors did not have any pecuniary relationship or transactions with the Company during the year 2024-25.

B. Remuneration to Executive Directors

The appointment and remuneration of Executive Directors including Chairman & Managing Director, Joint Managing Directors are governed by the approval(s)/recommendation(s) of the Audit Committee and the Nomination and Remuneration Committee and approvals by the Board and shareholders of the Company. The terms and conditions of appointment (including remuneration package) of the Chairman & Managing Director and Joint Managing Directors are governed by the respective agreements executed between them and the Company. Their remuneration package comprises of salary, perquisites and commission, if any, as approved by the shareholders at the General Meeting(s).

The details of remuneration paid to Executive Directors during the year ended 31st March 2025 are as under:

(₹ in Crores)

Name of Directors	Fixed Component		Performance Linked Incentive	Total
	Salary	Perquisites & other Benefits	Commission	
Mr. Ashok Kajaria	5.35	0.32	-	5.67
Mr. Chetan Kajaria	5.25	0.49	-	5.74
Mr. Rishi Kajaria	5.25	0.55	-	5.80

Presently, the Company does not have a scheme for grant of stock options to any Director. As per the contract entered into with the Executive Directors, there is a notice period of three months and there is no severance fee to be paid to the Executive Directors.

Stakeholders Relationship Committee

The Committee is responsible for the satisfactory redressal of investor's grievances and recommends measures for overall improvement in the quality of investor's services. During the year 2024-25, the Committee met four (4) times i.e. 4th April, 2024, 4th July, 2024, 7th October, 2024 and 6th January, 2025. The composition of the Committee and details of meetings attended by the Directors are as follows:

Name of the Committee Member	Category	Designation	No. of Meetings Attended
Mr. Sudhir Bhargava	Non-executive & Independent	Chairman	1
Mr. Ashok Kajaria	Executive	Member	4
Mr. Chetan Kajaria	Executive	Member	3

Mr. Ram Chandra Rawat, COO (A&T) & Company Secretary, is the Compliance Officer of the Company.

During the year 2024-25, sixteen (16) shareholders related complaints were received and the said complaints were duly addressed/disposed. Other than that, none of the complaints were pending, except the cases where the Registrar & Share Transfer Agent is constrained by dispute or legal impediment, if any or due to incomplete or non-submission of documents by the shareholders.

The role of the Committee, inter-alia, includes the following:

- To resolve the grievances of the security holders

of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;

- To review the measures taken for effective exercise of voting rights by shareholders of the Company;
- To review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent of the Company;
- To review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company;
- To consider all other matters related to the security holders/shareholders of the Company;
- Any other role/function as may be delegated by the Board of Directors of the Company or prescribed by law, from time to time.

Corporate Social Responsibility Committee

During the year 2024-25, the Committee met two (2) times i.e. 6th May, 2024 and 3rd February, 2025. The Committee has been re-constituted by the Board of the Company w.e.f. 30th March, 2025. The composition of the Committee and details of meetings attended by the Directors are as follows:

Name of the Committee Member	Category	Designation	No. of Meetings Attended
Mrs. Sushmita Singha*	Non-executive & Independent	Chairperson	2
Mr. Sudhir Bhargava**	Non-executive & Independent	Chairman	-
Mr. Chetan Kajaria	Executive	Member	1
Mr. Rishi Kajaria	Executive	Member	2

*Tenure of Mrs. Sushmita Singha as the Independent Director of the Company completed on 29th March, 2025. Hence, she ceased to be the Independent Director of the Company and the Chairperson of the Corporate Social Responsibility Committee of the Company w.e.f. 30th March, 2025.

** W.e.f. 30th March, 2025, Mr. Sudhir Bhargava has been appointed as the Chairman of the Corporate Social Responsibility Committee of the Company.

Terms of reference of the Committee, inter-alia, includes the following:

- Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as per the provisions of the Companies Act, 2013 and rules made thereunder;
- Recommend the amount of expenditure to be incurred on the CSR activities; and
- Monitor the Corporate Social Responsibility Policy of the Company, from time to time.

Corporate Social Responsibility Policy (CSR Policy) of the Company

In compliance with the provisions of Section 135 of the Act and rules made thereunder, the Company has framed a CSR Policy, which is uploaded on the website of the Company i.e. www.kajariaceramics.com

As a part of initiative of CSR drive, the Company has implemented various CSR programmes/projects which made positive impacts mainly in the areas of health, sanitation, social relief, environment, sports and education, etc. The CSR programmes initiated by the Company includes taking steps for Swachh Bharat, preventive health care, constructing sanitation facilities in the schools, etc., contributing to the education,

environment, sports protection of national heritage, etc. These projects/activities are also in accordance with Schedule VII of the Act. Details of CSR initiative taken by the Company during the year is specified in the Annexure- 3 to the Directors Report.

Business Responsibility & Sustainability Committee

During the year 2024-25, the Committee met one (1) time i.e. 12th July, 2024. The Committee has been re-constituted by the Board of the Company w.e.f. 27th August, 2024.The composition of the Committee is as follows:

Name of the Committee Member	Category	Designation	No. of Meetings Attended
Mr. Ashok Kajaria	Executive Director	Chairman	1
Mr. Chetan Kajaria	Executive Director	Member	1
Mr. Rishi Kajaria	Executive Director	Member	1
Dr. Rajveer Choudhary	COO (Gailpur Plant)	Member	1
Mr. Bhupendra Vyas	COO (Marketing)	Member	1
Mr. A Venkat Madhavan*	Chief Human Resources Officer	Member	1
Mr. Praveen Prakash*	AVP (HR)	Member	-

* On 27th August, 2024, Mr. Praveen Prakash has been appointed as a member of the Business Responsibility and Sustainability Committee, in place of Mr. A Venkat Madhavan who ceased to be a member of the Business Responsibility and Sustainability Committee of the Company.

Terms of reference of the Committee, inter-alia, includes the following:

- To oversee the implementation of the Business Responsibility Policy;
- To review the Business Responsibility performance of the Company; and
- To carry out such acts as may be delegated by the Board of Directors or as may be prescribed by the law.

Management Committee

The Company has a Management Committee of Directors set up to, inter-alia, oversee routine operations that arise in the normal course of the business such as decision on banking related matters, delegation of operational powers, authorisation for various acts / under statutes, etc. The Committee comprises of three Executive Directors of the Company. The Committee functions under the guidance/supervision of the Board and the minutes of meetings of this Committee are also placed before the Board.

Ethics / Governance Policies:

1. Code of Business Conduct and Ethics

In compliance with the Listing Regulations and the Act, the Company has framed and adopted a Code of Business Conduct and Ethics ('the Code'). The Company has in place a comprehensive Code of Conduct applicable to all Senior Management Personnel which would include the Directors of the Company, the Top Management Personnel and all functional heads (including Management Personnel with Functional reporting to Directors and Top Management Personnel). The Code gives guidance and support needed for ethical conduct of business and compliance of laws. The Code reflects the values of the Company, viz. the Company value, Ownership Mind-set, Respect, Integrity, One team and Excellence.

A Code of Business Conduct and Ethics is available on the Company's website <https://www.kajariaceramics.com/pdf/CodeofBusinessConductethics.pdf>

The Code has been circulated to all the Directors and Senior Management Personnel. All members of the Board and Senior Officers have affirmed compliance to the Code as on 31st March, 2025.

A declaration signed by the Company's Chairman & Managing Director is published in this report.

2. Insider Trading Code

As per the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (including amendments thereto), the Company has adopted the Code of Conduct for Prevention

of Insider Trading and the Code of Fair Disclosure. The Code of Conduct for Prevention of Insider Trading is applicable to all Designated Persons as defined in the above Code, who are expected to have access to unpublished Price Sensitive Information relating to the Company. The Company Secretary of the Company is the Compliance Officer for ensuring/monitoring the adherence to the said code/regulations.

3. Material Subsidiary Policy

The Company has adopted Material Subsidiary Policy. The objective of this Policy is to lay down criteria for identification and dealing with material subsidiaries and to formulate a governance framework for subsidiaries of the Company. The Material Subsidiary Policy is available on the Company's website at <https://www.kajariaceramics.com/pdf/MaterialSubsidiaryPolicy-kajaria.pdf>

4. Related Party Transaction Policy

In compliance with the Listing Regulations and the Act, the Company has adopted Related Party Transaction Policy. This Policy is available at Company's website at <https://www.kajariaceramics.com/pdf/RelatedPartyTransactionPolicy.pdf>

The Policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and its Related Party(ies). The Policy specifically deals with the review and approval of Material Related Party Transactions keeping in mind the potential or actual conflicts of interest that may arise because of entering into these transactions.

Pursuant to the provisions of the Act read with the Listing Regulations, a statement on related party transactions is presented before the Audit Committee on a quarterly basis for its review.

5. Dividend Distribution Policy

Pursuant to the Regulation 43A of the Listing Regulations, the Company has adopted the Dividend Distribution Policy. The said policy is uploaded at the Company's website i.e. <https://www.kajariaceramics.com/pdf/DividendDistributionPolicy.pdf>

6. Risk Management Policy

The Company has adopted the Risk Management Policy and the same is uploaded at the Company's website i.e. https://www.kajariaceramics.com/pdf/Risk_Management_Policy.pdf

7. Business Responsibility & Sustainability Report

Pursuant to Regulation 34(2)(f) of the Listing Regulations (including notification(s)/circular(s) issued from time to time), a Business Responsibility and Sustainability Report for the financial year 2024-25 is given as Annexure-A. The Company has also framed and adopted the Business Responsibility Policy and the same is uploaded at the Company's website i.e. <https://www.kajariaceramics.com/pdf/BusinessResponsibilityPolicy.pdf>

General Body Meetings

a) The last three Annual General Meetings of the Company were held as per details given below:

Year	Date	Time	Venue	Details of Special Resolution(s) Passed, if any
2023-24	6 th September, 2024	1:00 p.m.	Deemed Venue: Registered Office of the Company as the Annual General Meeting was conducted through Video Conferencing / Other Audio Visual Means	-
2022-23	12 th September, 2023	1:00 p.m.	Deemed Venue: Registered Office of the Company as the Annual General Meeting was conducted through Video Conferencing / Other Audio Visual Means	-
2021-22	23 rd September, 2022	3:00 p.m.	Deemed Venue: Registered Office of the Company as the Annual General Meeting was conducted through Video Conferencing / Other Audio Visual Means	<ul style="list-style-type: none">Appointment of Dr. Lalit Kumar Panwar as an Independent Director of the CompanyAppointment of Mr. Sudhir Bhargava as an Independent Director of the Company

b) Special Resolution passed through Postal Ballot:

(i) Three Special Resolutions were passed on 20th June, 2024 through Postal Ballot and the voting results for the said Special Resolutions are as under:

Special Resolution	No. of total valid votes received	Votes cast (No. of shares)	
		For	Against
Appointment of Mr. Rajender Mohan Malla as an Independent Director of the Company for a period of five consecutive years effective from 1 st April, 2024	14,06,34,536	13,98,53,587	7,80,949
Continuation of Mr. Rajender Mohan Malla as an Independent Director of the Company on attaining the age of seventy-five years	14,06,34,296	14,06,27,105	7,191
Continuation of Mr. Dev Datt Rishi as the Non-executive Director of the Company on attaining the age of seventy-five years	14,06,41,016	13,80,28,596	26,12,420

(ii) One Special Resolution was passed on 26th June, 2025 through Postal Ballot and the voting results for the said Special Resolution is as under:

Special Resolution	No. of total valid votes received	Votes cast (No. of shares)	
		For	Against
Appointment of Mrs. Ambika Sharma as an Independent Director of the Company for a period of five consecutive years effective from 30 th March, 2025	13,48,12,021	13,38,47,622	9,64,399

Mr. Shashikant Tiwari, Partner of M/s Chandrasekaran Associates, Company Secretaries, Delhi had conducted the Postal Ballot exercises for the above said Postal Ballot(s) as the Scrutinizer and submitted the report(s) in compliance of the applicable laws.

c) **Special Resolution proposed to be conducted through Postal Ballot:**

There is no Special Resolution proposed to be conducted through Postal Ballot.

d) **Procedure for Postal Ballot:**

- In compliance with Regulation 44 of the Listing Regulations read with Sections 108, 110 and other applicable provisions, if any, of the Act and the rules made thereunder and the Secretarial Standard on General Meetings ('SS-2'), the Company provides facility for casting votes by way of e-voting and/or postal ballot to all its shareholders, as may be permitted by the applicable laws. The Company engages the services of National Securities Depository Limited ('NSDL') for the purpose of providing e-voting facility to all its shareholders. The shareholders will have the option to vote either by physical ballot or e-voting, as may be permitted by the applicable laws.
 - The Company dispatches postal ballot notices, etc. to its shareholders whose names appear on the Register of Members / List of Beneficiaries as on the Cut-off date. The Postal Ballot Notice is sent to the shareholders in electronic form at the e-mail addresses registered with their depository participants (in case of electronic shareholding) / the Company's Registrar and Share Transfer Agents (in case of physical shareholding) as may be permitted by the applicable laws. Subject to the applicable laws, physical copy of notice is sent to the shareholders, whose email is not registered or who has requested for physical copy of notice. The Company
- also publishes a notice in the newspaper(s) declaring the details of completion of dispatch and other requirements as mandated under the Act and other applicable rules and regulations.

 - Voting rights are reckoned on the paid-up value of the shares registered in the names of the shareholders as on the Cut-off date. Subject to the applicable laws, shareholders desiring to exercise their votes by physical postal ballot forms are requested to return the forms duly completed and signed, to the Scrutiniser on or before the closure of the voting period. Shareholders desiring to exercise their votes by electronic mode are requested to vote before the closure of the voting period.
 - In compliance with the applicable laws, the Scrutiniser submits his report to the Chairman or a person authorised by the Chairman, after the completion of scrutiny, and consolidated results of the voting by postal ballot and e-voting are announced by the Chairman or a person authorised by the Chairman to do the same. The results are also displayed at the Company's Registered Office & the Corporate Office and also on the Company's website i.e. www.kajariaceramics.com, besides being communicated to the Stock Exchange(s), within the prescribed timeline.

e) Except above, the Company did not hold Extra-Ordinary General Meeting of the Shareholders during the financial year 2024-25.

Disclosures

a) **Materially Significant Related party transactions**

During the financial year 2024-25, there are no materially significant transactions with the related parties, viz. Promoters, Directors or the Management, their subsidiaries or relatives that had potential conflict with the Company's interest.

Suitable disclosure as required by Indian Accounting Standard ('Ind AS-24') has been made under Note No. 40 of the Financial Statements. The Related Party Transaction Policy is available on the Company's website: <https://www.kajariaceramics.com/pdf/RelatedPartyTransactionPolicy.pdf>

b) **Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchange(s) or the SEBI or any statutory authority, on any matter related to Capital Markets, during last three years**

The Company has complied with all the requirements of the Listing Agreements with the Stock Exchange(s) as well as regulations and guidelines of the SEBI. No penalties have been imposed or stricture has been issued by the SEBI, the Stock Exchange(s) or any statutory authorities on matters relating to Capital Markets during the last three years.

c) **Vigil Mechanism / Whistle Blower Policy**

Pursuant to Section 177(9) and 177(10) of the Act and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy with vigil mechanism for the Directors and Employees of the Company to report to the management about the genuine concerns, unethical behaviour, fraud or violation of Company's Code of Conduct, leakage or suspected leakage of Unpublished Price Sensitive Information with respect to the Company. The mechanism provides for adequate safeguards against victimization of employees and directors who use such mechanism and make provision for direct access to the Chairman of the Audit Committee in exceptional cases. None of

the personnel of the Company has been denied access to the Audit Committee. No complaint has been received during the year 2024-25.

The details of establishment of vigil mechanism (Whistle Blower Policy) have been disclosed by the Company on its website i.e. https://www.kajariaceramics.com/pdf/whistle_blowing_policy.pdf and in the Directors' Report.

d) A certificate on compliance with the conditions of the Corporate Governance under the Listing Regulations issued by Mr. Rupesh Agarwal, Managing Partner of M/s Chandrasekaran Associates, Company Secretaries, forms part of this report.

e) In accordance with the provisions of the Regulation 24A of Listing Regulations, the Annual Secretarial Compliance Report for the year 2024-25 has been issued by Mr. Shashikant Tiwari, Partner of M/s Chandrasekaran Associates, Company Secretaries, which forms part of this report.

f) A certificate issued by Mr. Rupesh Agarwal, Managing Partner of M/s Chandrasekaran Associates, Company Secretaries that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI/the Ministry of Corporate Affairs or any such statutory authority, which forms part of this report.

g) The Board of the Company considered the declarations submitted by all Independent Directors of the Company that:

- They meet the criteria of independence as provided in Regulation 16(1)(b) of the Listing Regulations read with Section 149(6) of the Act.
- They are not aware of any circumstances or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence as provided under the Listing Regulations.

Accordingly, in the opinion of the Board of the Company, all Independent Directors of the Company fulfill the conditions/criteria specified in the Listing Regulations read with the Act and rules made thereunder and they are also independent of the management.

Further, in the opinion of the Board of the Company, all Independent Directors of the Company have integrity, expertise, experience as prescribed under the Companies (Appointment and Disqualification of Directors) Rules, 2014 read with the Companies (Accounts) Rules, 2014 (including amendment thereof).

h) During the year 2024-25, the Board of the Company had accepted all recommendations of the Committee(s) of the Company.

i) **Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

The Company has adopted the Policy for Prevention of Sexual Harassment at the Workplace is available on the website of the Company at https://www.kajariaceramics.com/pdf/prevention_of_sexual_harassment_at_workplace.pdf.

No complaint of sexual harassment is pending as on 31st March, 2025. Further, details of complaint under said Policy read with Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are given in the Directors' Report, which forms part of the Annual Report.

j) **Details of all credit ratings obtained by the Company along with any revisions thereto during year 2024-25, for all debt instruments of the Company or any fixed deposit programme or any scheme or proposal of the Company involving mobilization of funds, whether in India or abroad**

During the year 2024-25, the Company has not issued any debt instruments or fixed deposit programme/ scheme and no proposal of mobilization of fund by the Company. Thus, the Company has not obtained Credit rating for the above said purpose.

k) **During the year 2024-25, total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to M/s. Walker ChandioK & Co LLP, Chartered Accountants, the Statutory Auditors of the Company and all entities in the network firm/network entity of which the Statutory Auditors is a part**

A. Payment to M/s. Walker ChandioK & Co LLP, Chartered Accountants, Statutory Auditors of the Company

S. No.	Particulars	Amounts (₹ in Lacs) (exclusive of applicable taxes)
1	Audit Fee of Financial Statements (Standalone & Consolidated) for the financial year 2024-25 (including Limited Review)	100.00
2	Other Services and out of pocket expenses	13.84
	Total	113.84

B. Payment to M/s. Walker ChandioK & Co LLP, Chartered Accountants, Statutory Auditors of the Company's subsidiaries

1. Kajaria Bathware Private Limited

S. No.	Particulars	Amounts (₹ in Lacs) (exclusive of applicable taxes)
1	Audit Fee of Financial Statements (Standalone & Consolidated) for the financial year 2024-25	11.00
2	Other Services and out of pocket expenses	1.33
	Total	12.33

2. Kajaria Sanitaryware Private Limited (Step-down subsidiary)

S. No.	Particulars	Amounts (₹ in Lacs) (exclusive of applicable taxes)
1	Audit Fee of Financial Statements for the financial year 2024-25	10.00
2	Other Services and out of pocket expenses	0.88
	Total	10.88

C. No Payment made to the network firm of M/s. Walker ChandioK & Co LLP, Chartered Accountants, the Statutory Auditors of the Company

l) **Skills/ Experience/Competencies of the Directors of the Company:**

The Board of Directors of the Company have identified the Core Skills/Practical Experience/Competencies as required in the context of its business(es) and sector(s) for it to function effectively and the names of the Directors who have such skills/expertise/competence are as given below:

Skills/ Expertise/ Competencies	Mr. Ashok Kajaria	Mr. Chetan Kajaria	Mr. Rishi Kajaria	Mr. Dev Datt Rishi	Dr. Lalit Kumar Panwar	Mr. Sudhir Bhargava	Mr. Rajender Mohan Malla	Mrs. Ambika Sharma
Technology	Yes	Yes	Yes	Yes	-	-	-	-
Manufacturing process	Yes	Yes	Yes	Yes	-	-	-	-
Accountancy	Yes	Yes	Yes	-	Yes	Yes	Yes	Yes
Finance and financial management	Yes	Yes	Yes	-	Yes	Yes	Yes	Yes
Law	Yes	Yes	Yes	-	Yes	Yes	Yes	Yes
Economics	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Business Management	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Risk Management	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Administration	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Human Resources	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

m) **Disclosures of transactions of the Company with the person or entity belonging to the Promoter/ Promoter Group of the Company which hold(s) 10% or more shareholding in the Company are as under:**

S. No.	Name of Entity belongs to Promoter/Promoter Group of the Company	Category	Nature of Transaction during the financial year 2024-25	Amount of Transaction during the financial year 2024-25 (₹ in Crores)
1	CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	Promoter Group	Final/Interim Dividend Paid	28.45
2	RK Trustees Private Limited (in its capacity as sole trustee of Rishi Kajaria Family Private Trust)	Promoter Group	Final/Interim Dividend Paid	28.45

n) The Company has complied with all the corporate governance mandatory requirements specified in the Listing Regulations and following are the details of non-mandatory/discretionary requirements:

Details of Compliance with discretionary requirements as specified in Part E of Schedule II of the Listing Regulations:

The status of compliance with discretionary requirements of Part E of Schedule II of Listing Regulations is provided below:

- a. **The Board:** The Company has appointed an Executive Chairman, being the promoter of the Company.
- b. **Shareholders’ Rights:** As the quarterly, half yearly and annual financial results are published in the newspapers and are also posted on the Company’s website, the same are not being sent separately to household of each shareholders.
- c. **Modified opinion(s) in Audit Report:** The Audit Report(s) on the Financial Statements (Standalone & Consolidated) for the year ended 31st March, 2025, do not contain any modified opinion.
- d. **Separate posts of Chairperson and the Managing Director or the Chief Executive Officer:** As per the Articles of Association of the Company and in accordance with the provisions of the Act, the Company continues to appoint one person as the Chairman and Managing Director of the Company.
- e. **Reporting of Internal Auditor:** Independent Internal Auditor has been appointed and is reporting directly to the Audit Committee of the Company.
- f. **Independent Directors:** Meetings of the Independent Directors of the Company were held on 7th May, 2024 and 4th February, 2025, without presence of non-independent Directors and the management of the Company and all Independent Directors were present at the said meetings.

o) **CEO / CFO Certificate**

The Chairman & Managing Director and the Chief Financial Officer (‘CFO’) of the Company have given the annual certification on the financial reporting and internal controls to the Board of the Company in accordance with the Listing Regulations. The Chairman & Managing Director and CFO of the Company also give quarterly certification on financial results while placing the financial results before the Board of the Company in terms of the Listing Regulations. The Annual Certificate given by the Chairman & Managing Director and CFO of the Company is published in this report.

p) **Loans and advances in the nature of loans given by the Company and its subsidiaries to firms/ companies in which Directors are interested:**

i) **By the Company:**

Loans given to		Advances in the nature of loans given to	
Firm/companies	Amount (₹ in Crores) (Outstanding as on March 31, 2025)	Firm/ companies	Amount (₹ in Crores) (Outstanding as on March 31, 2025)
Kajaria Sanitaryware Private Limited*	19.00	Nil	
Kajaria Plywood Private Limited ^s	67.38		
Kajaria Infinity Private Limited	20.00		
Kajaria Vitrified Private Limited	106.00		
South Asian Ceramic Tiles Private Limited	8.90		
Kajaria International DMCC	23.38		
Kerovit Global Private Limited*	99.00		
Kajaria Surfaces Private Limited [#]	76.30		
Kajaria Adhesive Private Limited	0.60		

*Step-down subsidiary of the Company.
Formerly known as Keronite Tiles Private Limited.
\$ The Company has impaired the above said amounts of loan.

ii) **By subsidiary(ies) of the Company:**

Loans given to		Advances in the nature of loans given to	
Firm/companies	Amount (₹ in Crores) (Outstanding as on March 31, 2025)	Firm/companies	Amount (₹ in Crores) (Outstanding as on March 31, 2025)
Nil		Nil	

q) **Details of material subsidiaries of the Company, as on 31st March, 2025:**

Name of Material Subsidiaries	Date of Incorporation of Material Subsidiaries	Place of Incorporation of Material Subsidiaries	Name of Statutory Auditors of Material subsidiaries	Date of appointment of Statutory Auditors of Material subsidiaries
Nil				

- r) During the year 2024-25, the Company has not raised any fund through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the Listing Regulations.

s) As on March 31, 2025, details of Senior Management of the Company are as under:

Name	Designation
Mr. Ram Chandra Rawat	COO (A&T) & Company Secretary
Mr. Sanjeev Agarwal	Chief Financial Officer
Mr. Kartik Kajaria	Head (Adhesive Division)
Dr. Rajveer Choudhary	COO (Gailpur Plant)
Mr. Pankaj Sethi	COO (Marketing)
Mr. Vivek Goyal [^]	Sr. VP (Marketing)
Mr. Gautam Seth	Sr. VP (Marketing & Technical)
Mr. Bhupendra Vyas	COO (Marketing)
Mr. Arun Lath ^{**}	Sr. VP (Works)
Mr. Jaganathan B ^{**}	VP (Sales)
Mr. A Venkat Madhavan [*]	Chief Human Resources Officer
Mr. S P Rajendran	COO (Srikalahasti Plant)
Mr. Atul Nigam	VP (IT)
Mr. Anil Kumar Singh	Dy. VP (Works)
Mr. Praveen Prakash	AVP (HR)

[^] Resigned after the closure of the year 2024-25, i.e. w.e.f. the close of working hours of 3rd April, 2025.
^{*} Retired during the year 2024-25.
^{**} Retired w.e.f. the close of working hours of 31st March, 2025.

Except as mentioned above, there are no changes in the senior management since close of the previous financial year.

- t) As on 31st March, 2025, the Company does not have any material unlisted subsidiary company as defined under the Listing Regulations.
- u) **Details of information disclosed under Clause 5A of Paragraph A of Part A of Schedule III of the Listing Regulations:** Not Applicable.

Means of Communication

Quarterly, Half Yearly & Annual Financial Results:

The quarterly, half yearly, nine months ended and annual financial results of the Company are sent to the Stock Exchange(s) through permitted mode, immediately after approval of the Board of the Company. These are also published in the Financial Express and Jansatta. These results are simultaneously posted on the website of the Company at www.kajariaceramics.com along with submission to National Stock Exchange of India Limited ('NSE') and BSE Limited ('BSE').

Investor Release

The official release, if any, made to institutional Investors/Analysts are sent to NSE / BSE and posted on the Company's website. The Company also uploads the recording of Conference Call and transcript thereof at its website alongwith submission of the same to NSE & BSE, in compliance of the provisions of the Listing Regulations.

General Shareholders Information

Notice relating to the 39th Annual General Meeting is sent to the members at their registered address/email address available with the Depositories / the Company, as permitted under the applicable laws.

Date, Time and Venue of the 39th Annual General Meeting ('AGM')

Day & Date:	Monday, 29 th September, 2025
Time:	01:00 P.M. (IST)
Venue:	Registered Office of the Company will be deemed as the venue of the AGM

Financial Year : April 1 to March 31

Financial Calendar (Tentative)

First Quarter Results :	22 nd July, 2025
Second Quarter / Half Yearly Results :	4 th week of October, 2025
Third Quarter / Nine Months Results :	4 th week of January, 2026
Fourth Quarter / Annual Results for the year ending 31 st March 2026:	2 nd week of May, 2026

Dividend Payment date

Final Dividend will be paid to all eligible shareholders within 30 days from the date of declaration of dividend at the 39th Annual General Meeting of the Company whose names appear in the Register of Members and the List of Beneficial Owners to be furnished by Depositories as on the 'Record Date' for payment of the final Dividend i.e. Friday, 12th September 2025.

Shareholders of the Company are informed that pursuant to the SEBI's Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May, 2024 read with the SEBI's Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10th June, 2024, a shareholder who holds shares in physical mode needs to update his/her KYC details (including PAN/contact details/bank details, etc.) with the Company and effective from 1st April, 2024, payment of dividend is being made through electronic mode only. Thus, the shareholder who holds shares of the Company in physical mode, is requested to get updated KYC details including the bank account details, etc. with the Company / its Registrar and Share Transfer Agent.

Dividend history for the last 5 years is as under:

Year	Dividend Rate (%)	In per Share	Dividend Amount (₹ in Crores)
2023-24	600	₹ 6.00	95.55
2023-24*	600	₹ 6.00	95.55
2022-23	300	₹ 3.00	47.78
2022-23*	600	₹ 6.00	95.54
2021-22	300	₹ 3.00	47.77
2021-22*	800	₹ 8.00	127.34
2020-21*	1000	₹ 10.00	159.08
2019-20*	300	₹ 3.00	47.69

* Interim Dividend

During the year 2024-25, the Company has paid Interim Dividend @ ₹ 5 per share aggregating to ₹ 79.64 Crores.

Unpaid / Unclaimed Dividend

The entire unpaid / unclaimed dividend up to the financial year 2016-17 has been transferred to Investor Education and Protection Fund ('IEPF'). No claims will lie against the Company in respect of unclaimed amount so transferred. The unclaimed dividend declared in respect of the financial year 2017-18 will become due to transfer to the IEPF on 25th September, 2025, as per the applicable laws.

Transfer of equity shares to Investor Education and Protection Fund ('IEPF') Authority

The Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 including its amendment (the 'IEPF Rules'), amongst other matters, provide for transfer of the shares, in respect of which dividend has not been claimed for seven or more consecutive years, to IEPF Authority and the shares will be credited to the Demat Account of IEPF Authority, within 30 days of such shares becoming due to be transferred to the IEPF.

Accordingly, pursuant to the IEPF Rules, the Company has transferred total 7,73,260 equity shares of Re. 1 each, in respect of which dividend had not been claimed by the shareholders for Seven consecutive years or more to IEPF Authority and as on 31st March, 2025, the IEPF Authority has released 51,250 equity shares of Re. 1/- each to the claimant(s).

Pursuant to the IEPF Rules, the unclaimed dividend for the financial year 2017-18 will become due for transfer in favour of the IEPF Authority on 25th September, 2025 (i.e. Due date) and accordingly, both the unclaimed dividend and shares in respect of which dividend had not been claimed by the shareholders for Seven consecutive years or more will be transferred to the IEPF Authority within 30 days of the Due date.

Listing on Stock Exchanges

- BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 ('BSE').
- National Stock Exchange of India Limited, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400051 ('NSE')

Listing fees for the financial year 2025-26 have been paid by the Company within the stipulated time.

In case the securities are suspended from trading, the Directors' report shall explain the reason thereof: Not applicable.

Registrar & Share Transfer Agent

The correspondence address of the Company's Registrar and Share Transfer Agent, i.e. MCS Share Transfer Agent Limited is as follows:

MCS SHARE TRANSFER AGENT LIMITED
179-180, DSIDC Shed, 3rd Floor, Okhla Industrial Area, Phase - I, New Delhi – 110020
Phone No.: +91-11-41406149-51
E-mail ID: admin@mcsregistrars.com

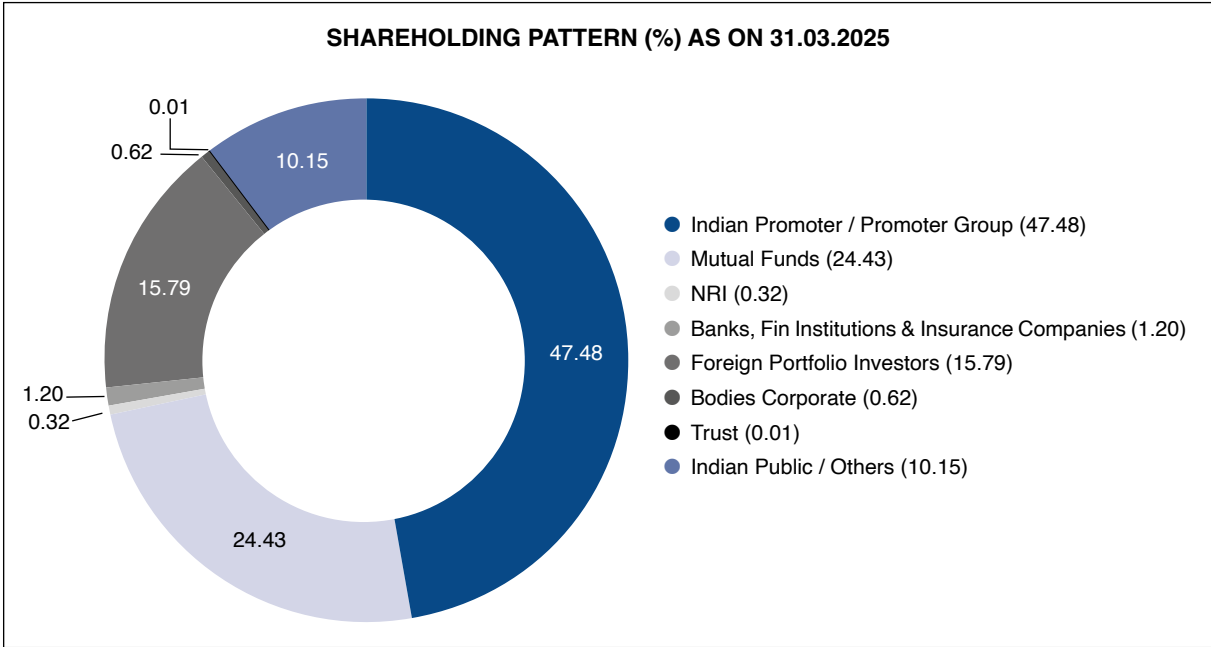
Share Transfer System

MCS Share Transfer Agent Limited is the Registrar and Share Transfer Agent ('RTA') for handling the share registry work relating to shares held in physical and electronic format at single point. Subject to the provisions of the applicable laws, the applications received by the Company/its RTA for the transfer/transmission of shares are processed and the share certificate/letter of confirmation for the same are sent to the transferee within the stipulated period.

Pursuant to the amendment in the Regulation 40 of the Listing Regulations, transfer of shares in physical mode was discontinued with effect from 1st April, 2019. However, the SEBI has (vide SEBI's Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated 2nd July, 2025) allowed to open a special window only for re-lodgment of transfer deeds, which were lodged prior to 1st April, 2019 and rejected/returned/not attended due to deficiency in the documents/process/or otherwise, for a period of six months from 7th July, 2025 till 6th January, 2026. During the said period, the shares that are re-lodged for transfer will be issued only in demat mode, subject to compliance of applicable laws. Thus, the Members holding shares in physical form are requested to dematerialised their shareholding, as the shares of the Company are also under compulsory demat trading.

Shareholding Pattern as on 31.03.2025

Category	No. of Shares Held	Percentage of Shareholding
Promoters/Promoter Group		
Indian Promoter/ Promoter Group	75625231	47.48
Institutional Investors & Others		
Mutual Funds	38919354	24.43
Banks, Financial Institutions & Insurance Companies	1912850	01.20
Foreign Portfolio Investors	25141465	15.79
Bodies Corporate	985589	00.62
NRI	509192	00.32
Trust	13187	00.01
Indian Public / Others	16165422	10.15
Total	159272290	100.00



Distribution of Shareholding as on 31.03.2025

Category Range	No. of Shareholders		No. of shares	
	Total	% of shareholders	Total	% of share capital
1-500	85971	95.99	3742110	2.35
501-1000	1693	1.89	1338569	0.84
1001-2000	937	1.05	1429776	0.90
2001-3000	312	0.35	801133	0.50
3001-4000	173	0.19	625739	0.39
4001-5000	94	0.10	439651	0.28
5001-10000	161	0.18	1162798	0.73
10001 and above	226	0.25	149732514	94.01
Total	89567	100.00	159272290	100.00

Dematerialisation of shares and liquidity

The shares of the Company are in compulsory demat segment and are available for trading in depository systems of both the National Securities Depository Limited (‘NSDL’) and Central Depository Services (India) Limited (‘CDSL’). As at 31st March 2025, 15,87,50,398 equity shares out of 15,92,72,290 equity shares of the Company, forming 99.67% of the Company’s paid up capital is held in dematerialised form. The status of shares held in demat and physical format is given below:

Particulars	No. of Shares	Percentage
Shares in Demat Form		
NSDL	152008287	95.44
CDSL	6742111	4.23
Shares in Physical Form		
Total	159272290	100.00

Reconciliation Audit for Share Capital as on 31st March, 2025

Reconciliation Audit for Share Capital is carried out at every quarter and the report thereon is submitted to the Stock Exchanges and is also placed before the Board of the Company. The said Report, inter-alia, confirms that the total listed and paid up capital of the Company is an agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and in physical form.

Outstanding GDRs / ADRs / Warrants or other Convertible Instruments

The Company has not issued any GDR/ADR/Warrants or other convertible instruments during the year 2024-25.

Foreign Exchange Risk & Hedging Activities

There is no foreign currency loan outstanding as on 31st March 2025. The details of foreign currency exposure as on 31st March 2025 is provided in Note No. 48 of the Financial Statements. All import liabilities are unhedged because cost of forward premium was higher. However, all import liabilities are paid on the due date. There is no commodity price risk and commodity hedging risk during the financial year 2024-25.

Corporate Identification Number (CIN) of the Company: L26924HR1985PLC056150

Plant Locations

The Company’s plants (Standalone) are located as under:

- A-27 to 30, Industrial Area, Sikandrabad, Distt.: Bulandshahr (U.P.) - 203205.
- 19 KM Stone, Bhiwadi – Alwar Road, Village: Gailpur, Distt.: Tijara (Rajasthan) – 301707 (Tiles and Adhesives plants).
- Alwar Shahpura Road, Village & Post: Malootana, Tehsil: Thanagazi, Distt.: Alwar (Rajasthan) -301022.
- Survey No. 129, Industrial Park,Opp. Bhavanisankarapuram,Thatiparthi (V), Thottambedu (M), Near Srikalahasti, Distt.: Chittoor (A.P.) - 517 642

Address for Correspondence

Registered Office	Corporate Office
Kajaria Ceramics Limited SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur Ghosi, Gurgaon, Haryana-122001 Telefax: +91-124-4081281	Kajaria Ceramics Limited J-1/B-1 (Extn.), Mohan Co-operative Industrial Estate, Mathura Road, New Delhi - 110044 Phone : +91-11-26946409 Fax : +91-11-26946407

Email ID for Investors

The Company has designated investors@kajariaceramics.com as an email address especially for investors' grievance(s).

Declaration related to the Code of Conduct to Directors/ Senior Management

In accordance with the Listing Regulations, I hereby declare that all Directors and Senior Management Personnel of the Company have confirmed the compliance with the Code of Conduct as adopted by the Company.

For and on behalf of the Board

Ashok Kajaria

Chairman & Managing Director
DIN: 00273877

Place: New Delhi
Date : 22nd July, 2025

CEO & CFO CERTIFICATE

To,
The Board of Directors of
Kajaria Ceramics Limited
Dear Sirs,

This is to certify that:

- A. We have reviewed financial statements and the cash flow statement of Kajaria Ceramics Limited for the year ended 31st March, 2025 and that to the best of our knowledge and belief we state that:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2025, which are fraudulent, illegal or in violation of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:

1. significant changes in internal control over financial reporting during the year ended 31st March, 2025;

2. significant changes in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and

3. instances to significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: New Delhi
Date : May 6, 2025

Ashok Kajaria
Chairman & Managing Director

Sanjeev Agarwal
CFO

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF
CORPORATE GOVERNANCE UNDER SEBI (LISTING OBLIGATIONS AND
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Members
KAJARIA CERAMICS LIMITED
SF-11, Second Floor, JMD Regent Plaza
Mehrauli Gurgaon Road, Village Sikanderpur Ghosi,
Gurgaon, Haryana – 122001.

We have examined all relevant records of Kajaria Ceramics Limited (**‘the Company’**) for the purpose of certifying all the conditions of Corporate Governance under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**) for the financial year ended March 31, 2025. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

Compliance with the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof. This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

On the basis of our examination of the records produced, explanations and information furnished, we certify that the Company has complied with the conditions of Corporate Governance under Listing Regulations.

For **Chandrasekaran Associates**
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 6689/2025

Rupesh Agarwal
Managing Partner
Membership No. A16302
Certificate of Practice No. 5673
UDIN: A016302G000829411

Date : July 22, 2025
Place : Delhi

SECRETARIAL COMPLIANCE REPORT OF KAJARIA CERAMICS LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Board of Directors
KAJARIA CERAMICS LIMITED
SF-11, Second Floor, JMD Regent Plaza
Mehrauli Gurgaon Road, Village Sikanderpur
Ghosi, Gurgaon, Haryana, India-122001

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **KAJARIA CERAMICS LIMITED** (hereinafter referred as **‘the listed entity’**), having its Registered Office at SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur, Ghosi, Gurgaon, Haryana, India-122001. Secretarial Review was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity’s books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2025, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, Chandrasekaran Associates, Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by the listed entity,
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this report,

for the financial year ended March 31, 2025 (**“Review Period”**) in respect of compliance with the provisions of:

- (a) Securities and Exchange Board of India Act, 1992 (**“SEBI Act”**) and the Regulations, circulars, guidelines issued thereunder; and
- (b) Securities Contracts (Regulation) Act, 1956 (**“SCRA”**), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (**“SEBI”**);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined and include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI LODR Regulations 2015”**);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 to the extent applicable;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 to the extent applicable;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable during the review period;**

- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 to the extent applicable;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
Not Applicable during the review period;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client to the extent of securities issued;
- (j) The Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009 to the extent applicable;
- (k) The Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993 (in relation to obligations of Issuer Company); **Not applicable during the review period**

and circulars/guidelines issued thereunder and based on the above examination, we hereby report that, during the review period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Not Applicable
Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	
Regulation/ Circular No.	
Deviations	
Action Taken by	
Type of Action	
Details of Violation	
Fine Amount	
Observations/ Remarks of the Practicing Company Secretary	
Management Response	
Remarks	

- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Not Applicable
Observations/ Remarks of the Practicing Company Secretary in the previous reports	
Observations made in the Secretarial Compliance Report for the year ended.	
Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	
Details of violations/deviations and actions taken/penalty imposed, if any, on the listed entity	
Remedial actions, if any, taken by the listed entity	
Comments of the practicing Company Secretary on the action taken by the listed entity.	

We hereby report that during the review period the compliance status of the listed entity with the following requirements:

S. No.	Particulars	Compliance Status (Yes/ No/NA)	Observations/ Remarks by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI) as notified by the Central Government under section 118 (10) of the Companies Act, 2013 and mandatorily applicable.	Yes	
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none">All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entity.All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes	
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none">The Listed entity is maintaining a functional websiteTimely dissemination of the documents/ information under a separate section on the websiteWeb-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website	Yes	
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013	Yes	Based on the confirmation received from the Directors of the Listed Company.
5.	Details related to Subsidiaries of listed entity have been examined w.r.t.: (a) Identification of material subsidiary companies	NA	The management had identified that during the period under review, there were no Material Subsidiary Company.
	(b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes	
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors, and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	

S. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS
8.	Related Party Transactions:	Yes	
	(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or		
	(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	NA	The listed entity has obtained prior approval of the Audit Committee for all Related Party Transactions.
9.	Disclosure of events or information:	Yes	
	The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.		
10.	Prohibition of Insider Trading:	Yes	
	The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.		
11.	Actions taken by SEBI or Stock Exchange(s), if any:	Yes	
	No action has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder with respect to the listed entity.		No action was taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.
12	Resignation of Statutory auditors from the listed entity or its material subsidiaries:	NA	
	In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and/or its material subsidiary(ies) has/ have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the master circular on compliance with the provisions of the LODR regulations by listed entity.		The auditor has not resigned during the period.
13.	Additional non-compliances, if any:	Yes	
	No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.		No non-compliance observed for any SEBI regulation/ circular/ guidance note etc.

Assumptions & Limitation of scope and Review:

- Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
- Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

- We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
- This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.
- This Report is limited to the Statutory Compliances on laws/ regulations / guidelines listed in our report which have been complied by the Company up to the date of this Report pertaining to financial year ended March 31, 2025.
- The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.
- We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

For **Chandrasekaran Associates**
Company Secretaries

FRN: P1988DE002500

Peer Review Certificate No: 6689/2025

Shashikant Tiwari

Partner

Membership No. F11919

Certificate of Practice No. 13050

UDIN: F011919G000259870

Date : 06.05.2025

Place : Delhi

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
KAJARIA CERAMICS LIMITED
SF-11, Second Floor, JMD Regent Plaza
Mehrauli Gurgaon Road, Village Sikanderpur Ghosi,
Gurgaon, Haryana- 122001

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Kajaria Ceramics Limited** (hereinafter referred to as “**the Company**”) having CIN: L26924HR1985PLC056150 and having Registered Office at SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur Ghosi, Gurgaon, Haryana - 122001, produced before us by the Company, for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V, Para-C, Sub-clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers and based on the declarations received from respective Directors, we hereby certify that for the financial year ended on March 31, 2025, none of the Directors on the Board of the Company as stated below have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

S. No.	Name of Directors	DIN	Date of appointment in Company
1.	Mr. Ashok Kajaria	00273877	20/12/1985
2.	Mr. Chetan Kajaria	00273928	15/01/2000
3.	Mr. Rishi Kajaria	00228455	26/07/2003
4.	Mr. Dev Datt Rishi	00312882	14/01/2015
5.	Mr. Sudhir Bhargava	00247515	23/09/2022
6.	Dr. Lalit Kumar Panwar	03086982	23/09/2022
7.	Mr. Rajender Mohan Malla	00136657	01/04/2024
8.	Mrs. Ambika Sharma	08201798	30/03/2025

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Chandrasekaran Associates**
Company Secretaries

FRN: P1988DE002500
Peer Review No.: 6689/2025

Rupesh Agarwal
Managing Partner
Membership No. A16302
Certificate of Practice No. 5673
UDIN: A016302G000829378
Date : July 22, 2025
Place: Delhi

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of the entity

1.	Corporate Identity Number (CIN) of the Listed Entity	L26924HR1985PLC056150
2.	Name of the Listed Entity	Kajaria Ceramics Limited ('the Company')
3.	Year of incorporation	1985
4.	Registered office address	SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur Ghosi, Gurgaon, Haryana- 122001
5.	Corporate address	J-1/B-1 (Extn.), Mohan Co-operative Industrial Estate, Mathura Road, New Delhi – 110044
6.	E-mail	investors@kajariaceramics.com
7.	Telephone	+91-124-4081281 +91-11-26946409
8.	Website	www.kajariaceramics.com
9.	Financial year for which reporting is being done	FY 2024-25
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited (BSE), National Stock Exchange of India Limited (NSE)
11.	Paid-up Capital	INR 15.93 Crore
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Investor Relations Cell +91-11-26946409 investors@kajariaceramics.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e., for the entity and all the entities which form a part of its consolidated financial statements, taken together):	The boundary* covers Kajaria Ceramics Limited and its subsidiaries namely: <ul style="list-style-type: none">Kajaria Infinity Private LimitedKajaria Vitrified Private LimitedKajaria Plywood Private LimitedSouth Asian Ceramic Tiles Private LimitedKajaria Bathware Private LimitedKajaria Surfaces Private Limited (formerly known as Keronite Tiles Private Limited)Kajaria Sanitaryware Private Limited (Step-down subsidiary)Kerovit Global Private Limited (Step-down subsidiary)
14.	Name of assurance provider	Not applicable
15.	Type of assurance Obtained	Not applicable

*Previous financial year's figures have been re-grouped and re-arranged wherever considered necessary

II. Products/services

16. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Tiles	Manufacturing and trading of ceramic and vitrified tiles	89%
2	Others including bath ware, sanitaryware, plywood products and tiles adhesives	Manufacturing and trading of sanitaryware and faucet and trading of plywood, laminates and tile adhesives	11%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Manufacturing and trading of Ceramic / Vitrified Tiles. This activity accounts for majority turnover by our Company	239 2392 23929	89%
2	Manufacturing and trading of Faucets/ Sanitaryware	281 2813 28132 239 2392 23922	8%
3	Trading of Plywood and Laminates	466 4663 46631	1%
4	Trading of Tile Adhesives	242 2429 24295	2%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	11	65	76
International	1	3	4

19. Markets served by the entity:

a. Number of locations

Locations	Value (in numbers)
National (No. of States and UT)	36
International (No. of Countries)	28

b. What is the contribution of exports as a percentage of the total turnover of the entity?

The contribution of exports as a percentage of the total turnover of Kajaria Ceramics Limited is 1.08%

c. A brief on types of customers:

Our customer base consists of homeowners, architects, interior designers, developers, contractors etc through our well-established dealers and sub-dealers' network. We also serve institutional customers such as builders, corporates, government agencies etc.

IV. Employees

20. Details as at the end of Financial Year (FY 2024-25):

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
Employees						
1.	Permanent (D)	2590	2491	96%	99	4%
2.	Other than Permanent (E)	2	2	100%	0	0%
3.	Total employees (D + E)	2592	2493	96%	99	4%
Workers						
4.	Permanent (F)	2204	2165	98%	39	2%
5.	Other than Permanent (G)	2856	2748	96%	108	4%
6.	Total workers (F + G)	5060	4913	97%	147	3%

b. Differently abled Employees and workers (FY 2024-25):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C/A)
Differently Abled Employees						
1.	Permanent (D)	0	0	0%	0	0%
2.	Other than Permanent (E)	0	0	0%	0	0%
3.	Total Employees(D+E)	0	0	0%	0	0%
Differently Abled Workers						
4.	Permanent (F)	0	0	0%	0	0%
5.	Other than Permanent (G)	0	0	0%	0	0%
6.	Total workers (F+G)	0	0	0%	0	0%

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	8	1	12.5%
Key Management Personnel	2	0	-

22. Turnover rate for permanent employees and workers

	FY 2024-25			FY 2023-24			FY 2022-23		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	18%	14%	18%	15%	22%	15%	14%	21%	14%
Permanent Workers	16%	18%	18%	14%	16%	14%	10%	15%	10%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Kajaria Vitrified Private Limited	Subsidiary	95.00%	No
2	Kajaria Infinity Private Limited	Subsidiary	84.59%	No
3	South Asian Ceramic Tiles Private Limited	Subsidiary	59.50%	No
4	Kajaria Plywood Private Limited	Subsidiary	100.00%	No
5	Kajaria Bathware Private Limited	Subsidiary	85.00%*	No
6	Kajaria Sanitaryware Private Limited	Step-down subsidiary	69.70%*	No
7	Kajaria International DMCC	Subsidiary	100.00%	No
8	Kerovit Global Private Limited	Step-down subsidiary	85.00%*	No
9	Kajaria Adhesive Private Limited	Subsidiary	75.00%	No
10	Kajaria Surfaces Private Limited (Formerly known as Keronite Tiles Private Limited)	Subsidiary	90.00%	No
11	Kajaria Ramesh Tiles Limited	Joint Venture	50.00%	No

*Diluted basis

VI. CSR Details

24. i. Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No): Yes
- ii. Turnover (in Rs.): 4,683 Crore
- iii. Net worth (in Rs.): 2,744 Crore

VII. Transparency and Disclosures Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2024-25			FY 2023-24		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes, https://www.kajariaceramics.com/pdf/whistleblowing_policy.pdf	0	0	None	0	0	None
Investors (Other than Shareholders)		0	0		0	0	
Shareholders		16	0		14	0	
Employees and Workers		0	0		0	0	
Customers		52	0		58	0	
Value Chain Partners		0	0		0	0	

26. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format.

S. No.	Material identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, Approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate Positive or negative implications)
Refer materiality assessment section in Integrated Annual Report					

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web Link of the Policies, if available	https://www.kajariaceramics.com/pdf/BusinessResponsibilityPolicy.pdf								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	We are committed to upholding the principles outlined in our Business Responsibility Policy and actively work to embed these values across our value chain. We aim to foster a culture of sustainability beyond our immediate operations by promoting ethical conduct, environmental stewardship, and social responsibility among our value chain partners								
4. Name of the national and international codes/ certifications/labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trusts) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	We have implemented various standards across our plants, ensuring compliance with international best practices, namely: 1. ISO 9001:2015 for Quality Management System 2. ISO 14001:2015 for Environmental Management System 3. ISO 45001:2018 for Occupational Health & Safety Management System 4. ISO 22000:2005 for Preparation & Serving of Vegetarian Food/ Non-Alcoholic Beverages for employees & visitors in its canteen 5. ISO 50001:2011- Energy Conservation 6. Membership: India Green Building Council (IGBC) 7. CE Certified Product 8. BISL: ISI Certified product (IS15622/2017) 9. CII-Green Products and Services Council Certified Entity Vitrified Tiles as Green Product								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	We are dedicated to integrating Environmental, Social, and Governance (ESG) principles across our operations. Our aim is to create long-term sustainable value for all our stakeholders and contribute to a better future. This includes minimising our environmental footprint, fostering a safe, inclusive workplace where employees are valued, maintain positive relationship with communities and upholding the highest standards of ethical conduct and corporate governance								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	We have disclosed our ESG performance in relevant sections of this report								

Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9									
Governance, leadership and oversight																			
7.	Statement by director Responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements	We reaffirm our commitment to Environmental, Social, and Governance (ESG) related principles. We firmly believe that integrating these factors is not only our responsibility but also drives long-term value creation and resilience. This report reflects our ongoing efforts to minimise our environmental footprint, foster a safe and inclusive workplace, detail our engagement with communities, and demonstrate how we uphold the highest ethical standards in all our endeavours. We are dedicated to continuously improve our ESG related performance and believe in transparently communicating our progress																	
8.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. Ashok Kajaria Chairman and Managing Director DIN: 00273877																	
9.	Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details	Yes, our Business Responsibility and Sustainability Committee ("BRS Committee") oversees the implementation of our Business Responsibility Policy and sustainability initiatives.																	
10.	Details of Review of NGRBCs by the Company:																		
Subject for Review		Indicate whether review was undertaken by Director / Committee of the Board/Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
		P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action		Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Annually								
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances		Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	We track the compliance requirements of each regulatory authority and proactively ensure all compliances are in place before due date.								
11.	Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	P1	P2	P3	P4	P5	P6	P7	P8	P9	We have not carried out independent audit / evaluation of working of the BR Policy by an internal or external agency as of now. However, our internal control procedures ensure periodic assessment of our operations to verify compliance to our policies and applicable regulations.								
12. If answer to question (1) above is "No" i.e., not all Principles are covered by a policy, reasons to be stated:																			
Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9									
The entity does not consider the principles material to its business (Yes/No)		-	-	-	-	-	-	-	-	-									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)		-	-	-	-	-	-	-	-	-									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)		-	-	-	-	-	-	-	-	-									
It is planned to be done in the next financial year (Yes/No)		-	-	-	-	-	-	-	-	-									
Any other reason (please specify)		-	-	-	-	-	-	-	-	-									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as “Essential” and “Leadership”. While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally, and ethically responsible.

PRINCIPLE 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

ESSENTIAL INDICATORS

1. **Percentage coverage by training and awareness programmes on any of the principles during the financial year:**

Segment	Total number of training and awareness programmes held	Topics / principlescovered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	5 (as part of Board meetings)	Trainings, updates and awareness sessions related to regulatory changes are conducted for the Board of Directors & KMPs. Topics includes: <ul style="list-style-type: none">Corporate GovernanceUnderstanding of the Companies Act and amendments thereofRisk ManagementSEBI's regulations and circularsTopics pertaining to Environmental, Health & SafetyEthics and Compliance including Code of conduct, compliance management	100%
Key Managerial Personnel			
Employees other than BoD and KMPs	22	Trainings, updates and awareness sessions were given to employees included topics such as <ul style="list-style-type: none">Employee Induction program covering key business aspectsTechnical skills like using Excel and data toolsLeadership and management abilities,Safety and compliance knowledge.Workplace ethicsAnti-corruption and anti-briberyPOSH,Understanding of environmental rulesEnergy efficiency	100%

Segment	Total number of training and awareness programmes held	Topics / principlescovered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Workers	24	Trainings and awareness sessions were given to workers included topics such as <ul style="list-style-type: none">Workers Induction program covering key operations aspectTechnical aspects of operations and maintenance, including handling specific equipmentEnsuring workplace safety (PPEs, fire safety, working in hot areas, working near machines etc)Handling emergencies,Health and well-beingPOSHWorking ergonomicallyEthical conductMaterials management	100%

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year in the following format:**

(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	Nil	Nil	Nil	Nil	Nil
Settlement	Nil	Nil	Nil	Nil	Nil
Compounding fee	Nil	Nil	Nil	Nil	Nil
Non-Monetary					
Imprisonment	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
Not applicable	Not applicable

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

Our Code of Business Conduct and Ethics, along with the Whistleblower Policy, reflects our commitment to maintaining the highest standards of integrity, ethical behaviour, and our stance against corruption and bribery. Our whistle-blower mechanism allows anyone in the Company to raise voice against any instances of unethical/fraudulent activities, improper behaviour etc.

Visit <https://www.kajariaceramics.com/pdf/CodeofBusinessConductEthics.pdf> to view our Code of Business Conduct and Ethics and https://www.kajariaceramics.com/pdf/whistel_blowing_policy.pdf to view our Whistleblower Policy.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	FY 2024-25	FY 2023-24
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

6. Details of complaints with regard to conflict of interest:

	FY 2024-25		FY 2023-24	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	-	Nil	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	-	Nil	-

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

Not applicable

8. Number of days of accounts payables

	FY 2024-25	FY 2023-24
Number of days of accounts payables	41	36

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2024-25	FY 2023-24
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	Not measured	Not measured
	b. Number of trading houses where purchases are made from	Not measured	Not measured
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	Not measured	Not measured
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	91%	90%
	b. Number of dealers / distributors to whom sales are made	2,649	2,489
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	11%	9%

Parameter	Metrics	FY 2024-25	FY 2023-24
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	45%	46%
	b. Sales (Sales related parties / Total Sales)	Nil	Nil
	c. Loans & advances (Loans & advances given to related parties /Total loans & advances)	80%	72%
	d. Investments (Investments in related parties / Total Investments made)	100%	94%

LEADERSHIP INDICATORS

1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:

Total number of awareness programmes held	Topics / principles covered under the training	% Age of value chain partners covered (by value of business done with such partners) under the awareness programmes
4	<ul style="list-style-type: none">We organise multiple awareness sessions for our dealers encompassingProduct knowledge and brand managementCustomer feedbackCustomer service excellenceImplementation of digitisation initiatives	38%

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

Yes, provisions related to Conflict of Interest are part of our Code of Business Conduct and Ethics ("Code"). All directors of the Company disclose their interests in any other company(s), firm(s), bodies corporate, or associations of individuals on an annual basis or whenever there is a change in their holdings. As mentioned in the Code, Board members must avoid and promptly disclose to the Company potential conflicts of interest regarding any matters concerning the Company. Any disclosure related to conflict of interest shall be done in writing and shall be submitted to the Company Secretary/Compliance Officer, who in consultation with the Managing Director, will communicate to the concerned person to take necessary action, as advised, to resolve / avoid the conflict, if any. Additionally, during Board meetings, Directors refrain from participating in discussions or decisions on matters in which they have a personal interest.

PRINCIPLE 2: Businesses should provide goods and services in a manner that is sustainable and safe

ESSENTIAL INDICATORS

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	FY 2024-25	FY 2023-24	Details of improvements in Environmental and social impacts
R&D	Nil	Nil	Our R&D efforts focus on eco-friendly technologies such as use of recycled material, enhanced reuse of process waste and reducing freshwater consumption in our manufacturing process. Additionally, our cartons are made from eco-friendly paper with higher durability.
Capex	Nil	Nil	In the past we have implemented multiple initiatives to enhance our use of clean energy. Solar panels have been installed at our manufacturing facilities, and few of our facilities have entered into power purchase agreements (PPAs) and group captive arrangements to source renewable electricity. Additionally, we have made structural modifications to incorporate biomass as an alternative fuel.

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

We recognise the importance of sustainable sourcing and are committed to ensure responsible practices in our supply chain. We encourage our suppliers to follow environmentally and socially responsible practices in their operations. This is an ongoing journey, and we are dedicated to continuous improvement in this critical area.

b. If yes, what percentage of inputs were sourced sustainably?

At present, we are not tracking the percentage of inputs that were sourced sustainably. However, we keep guiding them towards becoming more sustainable.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

Our products are built to last, with a long lifespan that reduces the need for frequent replacement. Since our products stay in use for many years, we currently do not see an immediate requirement to product reclamation processes.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity’s activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

EPR is not applicable to us. However, we are committed to manage our waste properly and we are following waste management guidelines as prescribed by respective pollution control boards.

LEADERSHIP INDICATORS

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC Code	Name of Product /Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
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We have not yet conducted any Life Cycle Assessment (LCA) studies; however, we acknowledge the importance of evaluating the environmental and social impacts of our products throughout their lifecycle

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of Product / Service	Description of the risk / concern	Action Taken
Not applicable		

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	FY 2024-25	FY 2023-24

We are committed to the practice of reusing input materials within our production processes wherever feasible. This allows us to conserve resources and reduce waste. However, we currently don't track the percentage of reused material to total material.

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	FY 2024-25			FY 2023-24		
	Reused	Recycled	Safely Disposed	Reused	Recycled	Safely Disposed
Plastics including packaging)	Very small quantity of plastic is used in our packaging. There is no process of reclaiming it.			Very small quantity of plastic is used in our packaging. There is no process of reclaiming it.		
E-waste	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
Hazardous waste	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
Other waste	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Nil	Nil

PRINCIPLE 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

ESSENTIAL INDICATORS

1. a. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent Employees											
Male	2491	641	26%	2468	99%	0	0%	0	0%	0	0%
Female	99	22	22%	99	100%	99	100%	0		0	0%
									0%		
Total	2590	663	26%	2567	99%	99	100%	0	0%	0	0%
Other than Permanent Employees											
Male	2	0	0%	2	100%	0	0%	0	0%	0	0%
Female	0	0	0%	0		0	0%	0	0%	0	0%
					0%						
Total	2	0	0%	2	100%	0	0%	0	0%	0	0%

b. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent Workers											
Male	2165	96	4%	2165	100%	0	0%	0	0%	0	0%
Female	39	0	0%	39	100%	39	100%	0	0%	0	0%
Total	2204	96	4%	2204	100%	39	100%	0	0%	0	0%
Other than Permanent Workers											
Male	2748	0	0%	239	9%	0	0%	0	0%	0	0%
Female	108	0	0%	45	42%	0	0%	0	0%	0	0%
Total	2856	0	0%	284	10%	0	0%	0	0%	0	0%

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –

	FY 2024-25	FY 2023-24
Cost incurred on well-being measures as a % of total revenue of the company	0.04%*	0.03%*

*Aligned as per the guidance mentioned in the “Industry Standards Note on Business Responsibility and Sustainability Report (BRSR) Core”

2. Details of retirement benefits, for Current Financial Year and Previous Financial Year.

Benefits	FY 2024-25			FY 2023-24		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	98%	63%	Yes	97%	54%	Yes
Gratuity	98%	96%	Not applicable	98%	88%	Not applicable
ESI	2%	17%	Yes	3%	18%	Yes

*Permanent Workers only

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

We are committed to an inclusive work environment, demonstrated by significant accessibility measures across our facilities. These include ramps, accessible restrooms and meeting spaces, and ergonomic workstations, ensuring ease of access for differently abled individuals. We actively foster a culture of inclusivity for all.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

We ensure equal opportunities to our workforce and all eligible applicants for employment. We do not discriminate on any ground including age, caste, colour, nationality, ethnic origin, creed, gender, race, religion, disability or sexual orientation, or any other category protected by applicable law. Our Policy on Employee Wellbeing, which is part of Business Responsibility Policy includes provisions of equal opportunity practices in the Company. The policy can be viewed at <https://www.kajariaceramics.com/pdf/BusinessResponsibilityPolicy.pdf>

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	Not applicable	Not applicable	Not applicable	Not applicable
Female	100%	100%	100%	100%
Total	-	-	-	-

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes, we have Grievance Redressal Mechanisms in place for all employees and workers. The mechanism includes a Standard Operating Procedure (SOP) for the management and timely redressal of our workforce's grievances. The access to SoP is available to everyone in the Company.
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

	FY 2024-25			FY 2023-24		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent Employees	2590	0	0%	2545	0	0%
Male	2491	0	0%	2457	0	0%
Female	99	0	0%	88	0	0%
Total Permanent Workers	2204	166	8%	1939	179	9%
Male	2165	166	8%	1870	179	10%
Female	39	0	0%	69	0	0

8. Details of training given to employees and workers (permanent only):

Category	FY 2024-25					FY 2023-24				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	2491	1023	41%	268	11%	2457	401	16%	247	10%
Female	99	2	2%	0	0%	88	3	3%	-	0%
Total	2590	1025	40%	268	10%	2545	404	16%	247	10%
Workers										
Male	2165	1009	47%	692	32%	1870	476	25%	772	41%
Female	39	15	38%	7	18%	69	40	58%	20	29%
Total	2204	1024	46%	699	32%	1939	516	27%	792	41%

9. Details of performance and career development reviews of employees and worker:

Category	FY 2024-25			FY 2023-24*		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	2491	2491	100%	2457	2457	100%
Female	99	99	100%	88	88	100%
Total	2590	2590	100%	2545	2545	100%
Workers						
Male	2165	2165	100%	1870	1870	100%
Female	39	39	100%	69	69	100%
Total	2204	2204	100%	1939	1939	100%

*Disclosures for FY 2023-24 has been restated basis recalculation

10 Health and safety management system:

a) Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

We acknowledge that health and safety are vital for the Company. The provisions of health and safety for our workforce is part of our Policy for Employee Wellbeing. Our health and safety management system is designed to provide a safe and healthy work environment for all employees and workers. Aligned with guidelines of ISO 45001, we have implemented strong and comprehensive safety management systems across all our plants. Key features of our health and safety systems include:

- Our in-house safety officers regularly conduct safety assessments to proactively identify workplace hazards
- Subsequently, corrective and preventive actions are identified through assessments are implemented
- Updating health and safety management system basis adequacy, and effectiveness
- Conducting awareness campaigns and training sessions on topics like raw material handling, machine safety etc

b) What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

We follow a proactive approach to ensure workplace safety by routinely carrying out studies based on guidelines of Hazard Identification and Risk Assessment (HIRA) and Hazard and Operability (HAZOP) at our facilities. These assessments enable us to detect and address potential risks in our operations.

To manage safety and avoid hazards in daily operations, our approach involves identifying potential hazards through various means, such as analysing incident reports, near misses and feedback from our workforce. Once the information is received, we undertake risk assessment which includes evaluating risks based on factors like probability and impact, using a defined scale. For less frequent activities like maintenance or new projects, we perform dedicated impact assessment prior to starting the work followed by a risk mitigation plan to ensure safe operations.

c) Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

We have processes in place in identifying and reporting work-related hazards. Our workforce receives targeted training to help them recognise and report potential risks, unsafe actions, and hazardous conditions in their work environment.

Additionally, we encourage our workforce to report potential risks, unsafe behaviour, and hazardous conditions without fear of retaliation to the EHS representative at each facility. This allows us to take proactive steps to maintain a safe and healthy work environment.

d) Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Our employees and workers at our offices and manufacturing locations have access to non-occupational medical and healthcare services.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2024-25	FY 2023-24@
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)*	Employees	0.45	0.31
	Workers	0.32	0.84
Total recordable work-related injuries#	Employees	1	1
	Workers	4	1
Number of fatalities	Employees	0	1
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

*includes all injuries with minimum 24 hours away from workplace
#injuries with minimum 48 hours away from workplace
@Disclosures for FY 2023-24 has been restated basis recalculation

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

We are fully dedicated to maintaining a workplace that is safe and healthy. This commitment involves proactively identifying hazards, implementing effective safety measures, and ensuring our workforce is empowered to contribute to a secure environment. We aim for continuous improvement in our health and safety practices. Some of our initiatives taken us to ensure safe and healthy workplace includes

- We give regular trainings on health and safety to our workforce including daily toolbox talks.
- We conduct routine fire drills and emergency evacuation exercises.
- We have processes in place for reporting incidents, near misses, and unsafe conditions
- We have SoPs in place for correct use of Personal Protective Equipment (PPE), including masks, gloves, etc
- We encourage open communication without fear of consequences or retaliation.
- Our workforce is provided with scheduled breaks to prevent fatigue, burnout, etc.

13. Number of Complaints on the following made by employees and workers:

	FY 2024-25			FY 2023-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	-	0	0	-
Health & Safety	0	0	-	0	0	-

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

Not applicable

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).

We have extended term insurance facility to our permanent employees and permanent workers in the event of death.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

We comply with applicable deductions and deposits of statutory dues related to our transactions. They are regularly reviewed by our internal teams and external auditors from time to time. At the same time, we expect our value chain partners to uphold transparency, accountability, and ensure applicable deductions and deposits of statutory dues related of their transactions are in compliance.

3. Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2024-25	FY 2023-24	FY 2024-25	FY 2023-24
Employees	Nil	Nil	Not applicable	Not applicable
Workers	Nil	Nil	Not applicable	Not applicable

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)

As of now we do not have transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	We recognise the importance of health and safety at our value chain partners. We expect them to ensure responsible business practices at their facilities.
Working Conditions	

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

Not applicable

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

ESSENTIAL INDICATORS

1. Describe the processes for identifying key stakeholder groups of the entity.

We value the support of our stakeholders and endeavour to maintain a cordial relationship and safeguard the interests of all the stakeholders. We engage with both internal and external stakeholders to understand their perspectives, take feedback, and address the issues that are important to them. Further to our Stakeholder Engagement conducted earlier, our key stakeholder are Investors, Dealers, Customers, Employees, Vendors, Government and Regulatory Bodies, Industry Bodies and Communities.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
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Refer stakeholder engagement section of Integrated Annual Report

LEADERSHIP INDICATORS

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

During our engagement with stakeholders, we understand and obtain their insights on economic, environment or social topics. All the insights are put together and discussed during Business Responsibility and Sustainability Committee meetings. On obtaining feedback from the Committee, we act upon the way forward plan.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes, we have engaged with our internal stakeholders to discuss risk and opportunities on topics pertaining to Environment, Social & Governance aspects. Our materiality assessment incorporated the environmental and social topics. This helps us in refining our approach on sustainability. Refer materiality section in the annual integrated report for details.

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.

There are no identified disadvantaged, vulnerable & marginalised stakeholder groups

PRINCIPLE 5: Businesses should respect and promote human rights

ESSENTIAL INDICATORS

1. Employees and workers who have been provided training on human rights issues and policy (ies) of the entity, in the following format:

Category	FY 2024-25			FY 2023-24		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees workers covered (D)	% (D/C)
Employees						
Permanent	2590	0	0%	2545	0	0%
Other than permanent	2	0	0%	5	0	0%
Total Employees	2592	0	0%	2550	0	0%
Workers						
Permanent	2204	0	0%	1939	0	0%
Other than permanent	2856	0	0%	2905	0	0%
Total Workers	5060	0	0%	4844	0	0%

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2024-25					FY 2023-24				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
	Employees									
Permanent	2590	0	0%	2590	100%	2545	1	0	2544	99.99%
Male	2491	0	0%	2491	100%	2457	1	0	2456	99.99%
Female	99	0	0%	99	100%	88	0	0	88	100%
Other than Permanent	2	0	0%	2	100%	5	1	20%	4	80%
Male	2	0	0%	2	100%	5	1	20%	4	80%
Female	0	0	0%	0	0%	0	0	0	0	0
	Workers									
Permanent	2204	0	0%	2204	100%	1939	0	0	1939	100%
Male	2165	0	0%	2165	100%	1870	0	0	1870	100%
Female	39	0	0%	39	100%	69	0	0	69	100%
Other than Permanent	2856	676	24%	2180	76%	3178	774	24%	2404	76%
Male	2748	613	22%	2135	78%	3062	713	23%	2349	77%
Female	108	63	58%	45	42%	116	61	53%	55	47%

3. Details of remuneration/salary/wages

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary / wages of respective category (in INR Lakhs)	Number	Median remuneration/ salary/ wages of respective category (in INR Lakhs)
Board of Directors (BoD)*	7	556.40	1	-
Key Managerial Personnel	2	223.77	0	-
Employees other than BoD and KMP	2,491	8.86	99	7.75
Workers	2,204	3.92	39	5.37

*The Non-executive Directors of the Company are entitled for sitting fees only. The detail of remuneration of Non-executive Directors is provided in Corporate Governance Report and is governed by the Nomination and Remuneration. The sitting fees to Non-executive Directors is, therefore, not considered for the purpose above.

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2024-25	FY 2023-24
Gross wages paid to females as % of total wages	2.84%*	3.25%*

*The definition of wages is aligned with the guidance mentioned in the "Industry Standards Note on Business Responsibility and Sustainability Report (BRSR) Core.

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

We are committed to upholding and respecting human rights throughout our operations. Our Business Responsibility and Sustainability Committee is responsible for addressing any human rights impacts or issues that our business may cause or contribute to. This Committee works in close coordination with respective business heads to identify, address, and resolve any human rights concerns linked to our operations.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

We maintain a robust internal system for addressing human rights grievances. Our workers and employees are encouraged to report any human rights concerns to Head-HR or to their respective HR head, with the option of anonymous submission via designated boxes. The Business Responsibility and Sustainability Committee, in consultation with the Head-HR, analyses complaints based on their nature. The Committee then communicates decisions and recommendations to the individual involved, and to the relevant department for action. We guarantee fairness, confidentiality, timeliness, and due process in handling these grievances.

6. Number of Complaints on the following made by employees and workers:

	FY 2024-25			FY 2023-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	Nil	Nil	None	Nil	Nil	None
Discrimination at workplace	Nil	Nil		Nil	Nil	
Child Labour	Nil	Nil		Nil	Nil	
Forced Labour/ Involuntary Labour	Nil	Nil		Nil	Nil	
Wages	Nil	Nil		Nil	Nil	
Other human rights related issues	Nil	Nil		Nil	Nil	

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2024-25	FY 2023-24
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	Nil
Complaints on POSH as a % of female employees/ workers	Nil	Nil
Complaints on POSH upheld	Nil	Nil

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

We have strong measures in place to protect the complainant in discrimination and harassment cases. The measures include safeguarding complainants from threats, intimidation, retaliation and victimisation. Additionally, our measures ensure that complainant's employment status or promotions will not be affected if he/she reports any incident related to discrimination or harassment.

Additionally, our Whistleblower Policy also protects the complainant in case anyone reports unacceptable/ improper practice and/or any unethical practice. The policy includes the following

- No unfair treatment will be meted out to the Whistle Blower
- Treat victimisation as a serious matter including initiating disciplinary action on such person/(s);
- Ensure complete confidentiality;
- Not attempt to conceal evidence of the Protected Disclosure;
- Take disciplinary action, if anyone destroys or conceals evidence of the Protected Disclosure made/to be made;
- Provide an opportunity of being heard to the persons involved especially to the subject

9. Do human rights requirements form part of your business agreements and contracts?

Human rights requirements are not included as contractual clauses in our business agreements; However, we actively encourage all our business associates to adhere to ethical practices and be fully comply with relevant laws and regulations.

10. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	We are not conducting formal assessments on these topics; however, we are in compliance with all applicable laws and regulations.
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

Not applicable

LEADERSHIP INDICATORS

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.

During the reporting period, we did not receive any grievances or complaints/grievances on human rights. Consequently, no new business processes were introduced/modified.

2. Details of the scope and coverage of any Human rights due diligence conducted.

We have not conducted any due diligence procedures for human rights issues during the year.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

In line with our commitment on ensuring accessibility to differently abled employees and workers as mentioned in Principle 3, we are committed to ensuring accessibility to differently abled visitors, demonstrated by significant accessibility measures across our offices and plants. These include ramps, accessible restrooms and meeting spaces, ensuring ease of access for differently abled visitors. We actively foster a culture of inclusivity for all.

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	We recognise the importance of human rights at our value chain partners. We expect them to ensure responsible business practices at their facilities.
Discrimination at workplace	
Child Labour	
Forced Labour/Involuntary Labour	
Wages	
Others- please specify	

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

Not applicable

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

ESSENTIAL INDICATORS

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2024-25	FY 2023-24*
From renewable sources		
Total electricity consumption (A) (GJ)	1,08,095	66,456
Total fuel consumption (B) (GJ)	18,35,343	14,06,326
Energy consumption through other sources (C) (GJ)	0	0
Total energy consumed from renewable sources (A+B+C)	19,43,438	14,72,782
From non-renewable sources		
Total electricity consumption (D) (GJ)	9,28,977	9,04,259
Total fuel consumption (E) (GJ)	60,91,802	57,73,702
Energy consumption through other sources (F) (GJ)	0	0
Total energy consumed from non-renewable sources (D+E+F)	70,20,779	66,77,961
Total energy consumed (A+B+C+D+E+F)	89,64,217	81,50,743

Parameter	FY 2024-25	FY 2023-24*
Energy intensity per rupee of turnover (Total energy consumed/ Revenue from operations) (GJ/INR)	0.00019	0.00018
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumption/ Revenue from operations adjusted for PPP) (GJ/US\$)	0.0040	0.0036
Energy intensity in terms of physical output (GJ/sqm)	0.10	0.10
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No Independent assessment/ evaluation/ assurance was carried out for the reporting period.

*Disclosures for FY 2023-24 has been restated basis recalculation

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

No, we are not a designated consumer of the PAT scheme.

3. Provide details of the following disclosures related to water:

Parameter	FY 2024-25	FY 2023-24
Water withdrawal by source (in kilolitres)		
(i) Surface water	1,96,427	1,84,674
(ii) Groundwater	8,47,826	8,28,621
(iii) Third party water	4,79,224	3,24,456
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	15,23,477	13,37,751
Total volume of water consumption (in kilolitres)	15,23,477	13,37,751
Water intensity per rupee of turnover (Total Water consumed / Revenue from operations) (KL/Rs)	0.000033	0.000029
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/ Revenue from operations adjusted for PPP) (KL/US\$)	0.00068	0.00067
Water intensity in terms of physical output (KL/sqm)	0.017	0.017
Water intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No Independent assessment/ evaluation/ assurance was carried out for the reporting period.

4. Provided the following details related to water discharged:

Parameter	FY 2024-25	FY 2023-24
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	All our manufacturing facilities are equipped with Zero Liquid Discharge (ZLD) facility.	All our manufacturing facilities are equipped with Zero Liquid Discharge (ZLD) facility.
- No treatment		
- With treatment – please specify level of treatment		
(ii) To Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) To Seawater		
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third parties		
- No treatment		
- With treatment – please specify level of treatment *		
(v) Others		
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
No Independent assessment/ evaluation/ assurance was carried out for the reporting period.

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

We are committed to water conservation practices at our facilities. Consequently, we have Zero Liquid Discharge mechanism in place across all our manufacturing facilities. The wastewater is treated at the STPs installed in our manufacturing facilities and subsequently reused in the process.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2024-25	FY 2023-24
NOx	MT	Not measured	Not measured
SOx	MT	Not measured	Not measured
Particulate Matter (PM)	MT	Not measured	Not measured
Persistent organic pollutants (POP)			
Volatile organic compounds (VOC)	Not measured		
Hazardous air pollutants (HAP)			
Others- please specify			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
No Independent assessment/ evaluation/ assurance was carried out for the reporting period.

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2024-25	FY 2023-24*
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	4,37,311	4,13,590
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	1,87,602	1,80,393
Total Scope 1 and Scope 2 emissions intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations) (tCO2e/INR)	-	0.000013	0.000013
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/ Revenue from operations adjusted for PPP) (tCO2e/US\$)	-	0.00028	0.00027
Total Scope 1 and Scope 2 emission intensity in terms of physical output (tCO2e/sqm)	-	0.0071	0.0074
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	-	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
No Independent assessment/ evaluation/ assurance was carried out for the reporting period.
*Disclosures for FY 2023-24 has been restated basis recalculation

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

We are committed to actively reducing our greenhouse gas emissions across our operations through the following select initiatives

- Utilisation of biomass as fuel at our manufacturing locations
- Procurement of renewable electricity through installation of solar panels and Power Purchase Agreement (PPA) with third parties along with group captive arrangements.
- Installations of energy efficient technology leading to reduction in use of electricity in our manufacturing facilities. Refer CONSERVATION OF ENERGY under Annexure-6 of the Annual Report for details
- We have started using electric forklifts in few of our manufacturing locations for loading, unload and transport of materials.

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2024-25	FY 2023-24*
Total Waste generated (in metric tonnes)		
Plastic waste (A)	1783.69	2,373.60
E-waste (B)	13.77	3.80
Bio-medical waste (C)	-	-
Construction and demolition waste (D)	-	-
Battery waste (E)	0.50	14.10
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G)	63.64	68.60
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e., by materials relevant to the sector)	1,20,283.05	1,06,510.21
Total (A+B + C + D + E + F + G + H)	1,22,144.66	1,08,970.31
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations) (MT/INR)	0.0000026	0.0000024
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP) (MT/US\$)	0.000054	0.000054
Waste intensity in terms of physical output (MT/sqm)	0.0014	0.0014
Waste intensity (optional) – the relevant metric may be selected by the entity	-	-
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	22,250.85	20,906.29
(ii) Re-used	83,856.12	88,064.02
(iii) Other recovery operations	-	-
Total	1,06,106.97	1,08,970.31
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	-	-
(ii) Landfilling	16,037.68	-
(iii) Other disposal operations	-	-
Total	16,037.68	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
No Independent assessment/ evaluation/ assurance was carried out for the reporting period.
*Disclosures for FY 2023-24 has been restated basis recalculation

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

We are committed to minimising waste generation across our operations. This includes efforts to reduce, reuse, and recycle materials. For remaining waste, we ensure waste is disposed in a responsible way. Some of the initiative on waste management include

- We have dedicated storage area for different type of waste (e-waste, battery waste hazardous and non-hazardous waste)
- Segregation of waste is done at source.
- Hazardous waste is categorised under Hazardous Waste Management Rules. It is sent to the authorised recyclers as per regulations.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

S. No.	Location of operations/ offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
Not applicable			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes/No)	Relevant Web link
Not applicable as no EIA has been carried out during the current reporting period					

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Yes, the Company is compliant with applicable laws, regulation, and guidelines.

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
Not applicable				

LEADERSHIP INDICATORS

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

- i. Name of the area: Gailpur (Tijara block) & Sikandrabad
- ii. Nature of operations: Manufacturing of tiles
- iii. Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2024-25*	FY 2023-24*
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	6,62,703	6,70,407
(iii) Third party water	0	0
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (In kL)	6,62,703	6,70,407
Total volume of water consumption (In kL)	6,62,703	6,70,407
Water intensity per rupee of turnover (Water consumed / turnover)	0.000014	0.000015
Water intensity (optional) – the relevant metric may be selected by the entity	-	-
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water	All our manufacturing facilities are equipped with Zero Liquid Discharge (ZLD) facility.	All our manufacturing facilities are equipped with Zero Liquid Discharge (ZLD) facility.
- No treatment		
- With treatment – please specify level of treatment		
(ii) Into Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) Into Seawater		
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third parties		
- No treatment		
- With treatment – please specify level of treatment		
(v) Others		
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No Independent assessment/ evaluation/ assurance was carried out for the reporting period.

*In FY 2023-24, site wise numbers were reported which are now grouped together.

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2024-25	FY 2023-24
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	Not estimated	Not estimated
Total Scope 3 emissions per rupee of turnover		Not estimated	Not estimated
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity		Not estimated	Not estimated

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not applicable

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

S. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of initiative
1	Utilisation of process waste in production process	We re-use majority of broken tiles, sludge and other process waste back into our manufacturing process	Lower waste generation during manufacturing process
2	Rainwater harvesting	We have installed rainwater harvesting structures at in our manufacturing facilities in Gailpur, Sikandrabad, Malutana and Srikalahasti to replenish ground water	Rainwater harvesting has helped in lowering the withdrawal of fresh water
3	Renewable energy	Procurement of renewable electricity through installation of solar panels and Power Purchase Agreement (PPA) with third parties	Lowering GHG emissions of the Company
4	Renewable fuel	Utilisation of biomass as fuel in the kilns at our manufacturing locations	Lowering GHG emissions of the Company
5	Energy efficiency	Installations of energy efficient technology leading to reduction in use of electricity in our manufacturing facilities. Refer CONSERVATION OF ENERGY under Annexure-6 of the Director Report for details.	Lowering GHG emissions of the Company

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

We have a comprehensive business continuity and disaster management plan. It ensures our workforce is safe and our operations are not affected to adverse consequences, whether natural disasters or due to human interventions. Our Risk Committee is pivotal in managing our risk management strategies including disaster management and business continuity. Salient features of our business continuity and disaster management plan include

- Maintain uninterrupted business operations during disruptions.
- Minimise operational downtime and financial impact.
- Ensure a timely response to emergencies.
- Enable swift recovery following accidents and incidents.
- Safeguard human lives and Company assets.
- Mockdrills
- Knowledge exchange sessions

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

Not applicable

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

We recognise the importance of environment and sustainability at our value chain partners. We expect them to ensure responsible business practices at their facilities.

8. How many Green Credits have been generated or procured:

- a) By listed entity :- Nil
- b) By the top ten (in terms of value of purchases and sales respectively) value chain partners:- Nil

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

ESSENTIAL INDICATORS

1. a. Number of affiliations with trade and industry chambers/ associations.

9

b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Federation of Indian Chamber of Commerce and Industry	Pan India
2	PHD Chamber of Commerce	Pan India
3	Indian Council of Ceramic Tile and Sanitaryware	Pan India
4	Bhiwadi Manufacturers Association	Bhiwadi
5	Sikandrabad Industries Association	Sikandrabad
6	Indian Industries Association	Pan India
7	Bhiwadi Chamber of Commerce and Industries	Bhiwadi
8	National Safety Council of India	Mumbai
9	Bhiwadi Integrated Industrial Association	Bhiwadi

2. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
None		

LEADERSHIP INDICATORS

1. Details of public policy positions advocated by the entity:

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
We are associated with various chambers of commerce/associations with an intention of mutual learning and contribution in development process. As and when required we put forth our views on the issues faced by the industry with respective business forums/chambers					

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

ESSENTIAL INDICATORS

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not applicable as no SIA was conducted					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity.

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
Not applicable						

3. Describe the mechanisms to receive and redress grievances of the community.

We have strong grievance mechanism in place for receiving and addressing community complaints. We actively engage with local communities through various channels like visits, surveys, meetings, and outreach to understand their concerns and take appropriate action within defined timelines. Community members can also reach us through the messaging option of the “Contact Us” section on our website. We are committed to transparent communication and maintaining a continuous dialogue with communities to ensure our operations positively impact their social and economic well-being.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers.

	FY 2024-25	FY 2023-24
Directly sourced from MSMEs/ small producers	36%	30%
Sourced directly from within India	Not measured	Not measured

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/ on contract basis) in the following locations, as % of total wage cost

Location	FY 2024-25	FY 2023-24
Rural	42%	48%
Semi-urban	0%	1%
Urban	15%	11%
Metropolitan	43%	40%

(Place to be categorized as per RBI Classification System – rural/ semi-urban/ urban/ metropolitan)
*The definition of wages is aligned with the guidance mentioned in the "Industry Standards Note on Business Responsibility and Sustainability Report (BRSR) Core.

LEADERSHIP INDICATORS

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
Not applicable	

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational District	Amount spent (In INR)
None			

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised/vulnerable groups? (Yes/No)
We do not have a preferential procurement policy

(b) From which marginalised / vulnerable groups do you procure?
We do not have a preferential procurement policy. Our existing procurement mechanism do not bifurcate between procurement from our partners

(c) What percentage of total procurement (by value) does it constitute?
Not applicable

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge.

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
None				

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the Case	Brief of the Case
Not applicable		

6. Details of beneficiaries of CSR Projects

S. No.	CSR Project	No. of persons benefited from CSR projects	% of beneficiaries from vulnerable and marginalised groups
Please refer to director's report for CSR details			

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner

ESSENTIAL INDICATORS

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

Customer satisfaction is at the centre of our business. Customer satisfaction is our greatest asset. We are dedicated to continuously improving our products and services, actively listening to their feedback to ensure we consistently meet and surpass customer expectations. We have a mechanism in place to receive feedback and complaints from our customers.

Our customers can share their concerns via our dedicated toll-free phone line or through the messaging option on our “Contact Us” page. We guarantee a thorough investigation of every complaint received to understand the root cause and provide a suitable solution. Our response to feedback shared and to address any complaint or any grievance by our customers is shared in a timely manner.

Additionally, we regularly organise feedback and awareness programs for our customers across various locations. All our dealers are advised to ensure that our customer complaints are addressed in the defined timeline.

2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	0
Safe and responsible usage	100%
Recycling and/or safe disposal	0

3. Number of consumer complaints in respect of the following:

	FY 2024-25			FY 2023-24		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	Nil	Nil	None	Nil	Nil	None
Advertising	Nil	Nil		Nil	Nil	
Cyber-security	Nil	Nil		Nil	Nil	
Delivery of essential services	Nil	Nil		Nil	Nil	
Restrictive Trade practices	Nil	Nil		Nil	Nil	
Unfair Trade Practices	Nil	Nil		Nil	Nil	
Others	Nil	Nil		Nil	Nil	

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	Nil	Not applicable
Forced recalls	Nil	Not applicable

5. Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

We are committed to maintaining robust cybersecurity through proactive measures and continuous vigilance to protect our data and systems. We have a framework in place on cyber security and risks related to data privacy along with mitigation measures. The framework to cybersecurity encompasses a comprehensive range of controls, including cyber risk assessment, security policies, physical and personnel security, asset management, access control, secure development, incident management, and adherence to industry best practices. This framework protects all information, data, software, hardware, and networks of the Company.

Our framework includes core strategies to mitigate cybersecurity risks, include

- Proactive Risk Management: Rigorously assessing and prioritising cyber risks based on their potential impact and likelihood.
- Empowered Workforce: Cultivating a security-aware culture through comprehensive training on password management, phishing identification, and adherence to security protocols.
- Layered Defence: Deploying robust firewalls, intrusion detection systems, and encryption to shield our network infrastructure and data in transit.
- Resilient Data: Regularly backing up critical data with secure, tested storage to ensure business continuity.
- Fortified Access: Implementing stringent access controls, granting users only the necessary permissions for their roles.
- Rapid Response Readiness: Maintaining and regularly testing a clear incident response plan for swift and effective action against cyber threats.
- Real-time Vigilance: Continuously monitoring network traffic and user activity to proactively detect and neutralise threats.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

Not applicable

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches along-with impact

Nil

b. Percentage of data breaches involving personally identifiable information of customers

Nil

c. Impact, if any, of the data breaches

Not applicable

LEADERSHIP INDICATORS

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

Our customers have the access about our products and services on the Company’s website. Furthermore, we disseminate information to customers through our dealer network, display boards, exhibitions, catalogues, advertisements, and more.

Our product can be viewed at <https://www.kajariaceramics.com/>

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

We have implemented measures to keep our customers clearly informed about using our products safely and responsibly. The measures include putting clear instructions and warnings directly on our packaging for safe and responsible use. Additionally, our customer care shares best practices and safety measures via telephone call. We also inform about safe and responsible usage of products through social media and website updates.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

This question is not applicable since none of our products are categorised as essential services

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

None