

General information about company	
SEIP code	541327
NSE Symbol	EXXARO
MSIF Symbol	NOT LISTED
ISIN	INE07E010108
Name of the entity	EXXARO TILES LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 list of entities

Annexure 1								
Annexure 1 to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory								
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is retd in MD or CEO							Yes	
Sr	Title/ Mr./ Mrs.	Name of the Director	PSN	DN	Category 1 of director	Category 2 of director	Category 3 of director	Date of Birth
1	Mr.	Makeshkumar Bahubhai Patel	AKSFP0036F	01961998	Executive Director	Chairperson	MD	14/06/1978
2	Mr.	Kiran Kumar Bhikhabhai Patel	ALPPP2467E	01918094	Executive Director	Not Applicable		20/02/1968
3	Mr.	Dineshbhai Ramandal Patel	AKHP98749Q	01917917	Executive Director	Not Applicable		01/06/1969
4	Mr.	Dinesh Manharlal Bhaskar	ARXPT1719K	02522026	Non-Executive - Independent Director	Not Applicable		21/12/1976
5	Mr.	Ramul Dave	APXPD1207Q	09037140	Non-Executive - Independent Director	Not Applicable		27/01/1978
6	Mrs.	Darsha Sikani	AAGPK1797E	00155791	Non-Executive - Independent Director	Not Applicable		10/09/1957
7	Mr.	Greshambhai Bhagwanbhai Patel	ADZPP2041B	10335716	Non-Executive - Independent Director	Not Applicable		01/05/1953

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr.	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	DMat of disqualification	Current Status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

I. Composition of Board of Directors												
Sr	Whether type of election provided under FTA/OT Listing Regulations	Date of passing of special resolution	Initial Date of appointment	Date of Re-appointment	Date of expiry	Name of director	No of directorships held by the director (including Directorships held by Long Term Regulators)	No of Directorships held in listed entities including directorships held by persons registered under FTA/OT (77(2)(b))	Number of directorships held in listed entities including Directorships held by Long Term Regulators	Maximum number of Directorships held by Long Term Regulators	Maximum number of Directorships held by Others	Remarks
1	NA		26/11-2012	06/11-2021			1	0	1	0		
2	NA		26/11-2012	06/11-2021			1	0	1	0		
3	NA		06/09-2014	06/01-2021			1	0	0	0		
4	Yes	16/01-2021	02/01-2021	02/01-2021	12/01-2024	38	0	0	0	0	Others	
5	Yes	16/01-2021	02/01-2021	02/01-2021		39	1	1	2	1		
6	Yes	26/08-2023	26/05-2023	26/05-2023		10,03	3	3	3	1		
7	No		12/03-2024			1	1	1	2	1		

Audit Committee Details							
Sl	DIN Number	Name of Committee members	Whether the Audit Committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of directors	Category 2 of directors			
1	09017149	Kamal Dave	Non-Executive - Independent Director	Chairperson	05-01-2021		
2	0255716	Goddhabhai Bhagwanbhai Patil	Non-Executive - Independent Director	Member	05-01-2021		
3	01944968	Mukesh Kumar Babubhai Patil	Executive Director	Member	12-03-2024		
4	03322026	Dinesh Manharlal Thakkar	Non-Executive - Independent Director	Member	05-01-2021	12-03-2024	

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson				Yes			
Sl	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	16535316	Geevhabhai Bhagwanbhai Patel	Non-Executive - Independent Director	Chairperson	12-01-2024		
2	09017140	Kamal Dave	Non-Executive - Independent Director	Member	05-01-2021		
3	00155791	Dhanu Kikani	Non-Executive - Independent Director	Member	26-05-2023		
4	03522026	Hareesh Manharlal Thakkar	Non-Executive - Independent Director	Member	05-01-2021	12-01-2024	

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson							Yes
Sl	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	16535316	Geevhabhai Bhagwanbhai Patel	Non-Executive - Independent Director	Chairperson	12-01-2024		
2	09017140	Kamal Dave	Non-Executive - Independent Director	Member	05-01-2021		
3	01918094	Kiran Kumar Bhishtulal Patel	Executive Director	Member	05-01-2021		
4	03522026	Dhruvch Manharlal Thakkar	Non-Executive - Independent Director	Member	05-01-2021	12-01-2024	







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

**Annexure I**

Annexure I								
III. Meeting of Board of Directors								
Disclosure of notes on meetings of board of directors (explanatory)								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	08-11-2023				Yes	6	6	3
2	30-11-2023	21			Yes	6	5	2
3	06-12-2023	15			Yes	6	3	2
4	07-01-2024	22			Yes	6	6	3
5	12-01-2024	30			Yes	6	6	3

**Annexure I**

<b>IV. Meeting of Committees</b>										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter date of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Retain to not provided	Whether requirement of Quorum met. (Yes/No)	Total Number of Directors in the Committee, as on date of the meeting	Number of Directors Present (All Director including Independent Director)	No. of Independent Directors attending the meeting* (other than Board of Directors)	
1	Audit Committee	09-11-2023				Yes	3	3	2	0
2	Audit Committee	02-12-2024	90			Yes	3	3	2	0
3	Shareholders Grievance Committee	07-07-2024				Yes	3	3	2	0

Annexure I		
V. Related Party Transactions		
S1	Subject	Compliance status (Yes/No/NA)
L	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder approval obtained for material RPT	NA
3	Whether details of RPT entered into pursuant to committee approval have been reviewed by Audit Committee	Yes

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sl. No	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committee is in terms of SEBI Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committee is in terms of SEBI Listing obligations and disclosure requirements) Regulations, 2015, b. Nomination & remuneration committee	Yes
4	The composition of the following committee is in terms of SEBI Listing obligations and disclosure requirements) Regulations, 2015, c. Stakeholder relationship committee	Yes
5	The composition of the following committee is in terms of SEBI Listing obligations and disclosure requirements) Regulations, 2015, d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Mr. Parag R. Shih
2	Designation	Company Secretary and Compliance Officer

**Annexure II**

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

**I. Disclosure on website in terms of Listing Regulations**

Sr.	Item	Compliance status (Yes/No/NA)	If status is "No", details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="https://www.exanorthex.com/about-us">https://www.exanorthex.com/about-us</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://www.exanorthex.com/wp-content/uploads/2021/03/T_C_of_Independent_Directors.pdf">https://www.exanorthex.com/wp-content/uploads/2021/03/T_C_of_Independent_Directors.pdf</a>
3	Composition of various committees of board of directors	Yes		<a href="https://www.exanorthex.com/wp-content/uploads/2022/04/List_of_committee-2.pdf">https://www.exanorthex.com/wp-content/uploads/2022/04/List_of_committee-2.pdf</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.exanorthex.com/wp-content/uploads/2022/00/Code_of_Conduct_of_Board_of_Directors_and_Senior_Management.pdf">https://www.exanorthex.com/wp-content/uploads/2022/00/Code_of_Conduct_of_Board_of_Directors_and_Senior_Management.pdf</a>
5	Data Book of shareholder of vigit	Yes		<a href="https://www.exanorthex.com/wp-content/uploads/2021/03/White_Book_vigil.pdf">https://www.exanorthex.com/wp-content/uploads/2021/03/White_Book_vigil.pdf</a>



	mechanism Whistle Blower policy		
6	Criteria of making payments to non-executive directors	Yes	<a href="https://www.ckxanotiles.com/wp-content/uploads/2021/03/Policy_on_Director_appointment_and_termination.pdf">https://www.ckxanotiles.com/wp-content/uploads/2021/03/Policy_on_Director_appointment_and_termination.pdf</a>
7	Policy on dealing with related party transactions	Yes	<a href="https://www.ckxanotiles.com/wp-content/uploads/2021/03/Company_policy_on_RPT.pdf">https://www.ckxanotiles.com/wp-content/uploads/2021/03/Company_policy_on_RPT.pdf</a>
8	Policy for determining material substances	Yes	<a href="https://www.ckxanotiles.com/wp-content/uploads/2021/03/POLICY_ON_MATERIAL_SUBSTANCES_AND_GVERNANCE_OF_SHAREHOLDERS.pdf">https://www.ckxanotiles.com/wp-content/uploads/2021/03/POLICY_ON_MATERIAL_SUBSTANCES_AND_GVERNANCE_OF_SHAREHOLDERS.pdf</a>
9	Details of familiarisation programme imparted to independent directors	Yes	<a href="https://www.ckxanotiles.com/wp-content/uploads/2022/07/Familiarisation_programme_for_director.pdf">https://www.ckxanotiles.com/wp-content/uploads/2022/07/Familiarisation_programme_for_director.pdf</a>
10	Email address for grievance redressal and other relevant details	Yes	<a href="https://www.ckxanotiles.com/investor/contact-us_registered-offices-and-corporate-office">https://www.ckxanotiles.com/investor/contact-us_registered-offices-and-corporate-office</a>
11	Contact information of the designated officers of the listed entity who are responsible for assisting and handling investor grievances	Yes	<a href="https://www.ckxanotiles.com/investor/contact-us_registered-offices-and-corporate-office">https://www.ckxanotiles.com/investor/contact-us_registered-offices-and-corporate-office</a>

12	Financial results	Yes		<a href="https://www.example.com/investor-quarterlyresults">https://www.example.com/investor-quarterlyresults</a>
13	Shareholding pattern	Yes		<a href="https://www.example.com/investor-shareholding">https://www.example.com/investor-shareholding</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		

**Annexure II**

**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

**I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		<a href="https://www.scsamiles.com/investor-schedules@fins.esto.com-anly-to-meet">https://www.scsamiles.com/investor-schedules@fins.esto.com-anly-to-meet</a>
15.2	Audio or video recordings and transcripts of post earnings quarterly calls	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements by IEP regulation 47(1)	Yes		<a href="https://www.scsamiles.com/investor-news@ppush.attachment">https://www.scsamiles.com/investor-news@ppush.attachment</a>

18	Credit rating or ratings in credit rating obtained	Yes		<a href="https://www.exarutils.com/investors/?crediting">https://www.exarutils.com/investors/?crediting</a>
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="https://www.exarutils.com/investors/?subsidiary-company">https://www.exarutils.com/investors/?subsidiary-company</a>
20	Secretarial Compliance Report	Yes		<a href="https://www.exarutils.com/investors/?secretarial-compliance-report">https://www.exarutils.com/investors/?secretarial-compliance-report</a>
21	Materiality Policy as per Regulation 39(4)	Yes		<a href="https://www.exarutils.com/wp-content/uploads/2021/03/Policy_ON_CRITERIA_FOR_DETERMINING_MATERIALITY_OF_EVENTS.pdf">https://www.exarutils.com/wp-content/uploads/2021/03/Policy_ON_CRITERIA_FOR_DETERMINING_MATERIALITY_OF_EVENTS.pdf</a>
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 39(5)	Yes		<a href="https://www.exarutils.com/investors/?corporate-contacts">https://www.exarutils.com/investors/?corporate-contacts</a>
23	Disclosure under regulation 39(8)	Yes		<a href="https://www.exarutils.com/wp-content/uploads/2021/03/Policy_on_reservation_of_document.pdf">https://www.exarutils.com/wp-content/uploads/2021/03/Policy_on_reservation_of_document.pdf</a>
24	Statements of deviations or variations as specified in regulation 42	NA		
25	Dividend Distribution policy as per Regulation 43(A)	Yes		<a href="https://www.exarutils.com/wp-content/uploads/2021/08/DividendDistributionPolicy_18082021_Exar.pdf">https://www.exarutils.com/wp-content/uploads/2021/08/DividendDistributionPolicy_18082021_Exar.pdf</a>

26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		<a href="https://www.exsolutions.com/investors/annualreturn">https://www.exsolutions.com/investors/annualreturn</a>
27	Confirmation that the above disclosures are in a separate section as specified in regulation 49(2)	NA		
28	Compliance with regulation 46(1) with respect to accuracy of disclosures on the website and timely updating	Yes		<a href="https://www.exsolutions.com">https://www.exsolutions.com</a>

Annexure II				
H. Annual Affirmations				
Sl	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No", details of non-compliance may be given here.
1	Independent directors have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	06(10B) & 25(6)	Yes	
2	Board composition	17(A), 17(AA) & 17(C), 17(D) & 17(E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for safety succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Exec-compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance Status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19 (1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

Annexure II			
II. Annual Affirmations			
Sr	Particulars	Registration Number	Compliance status (Yes/No/NA)
			If status is "No" details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(3)	Yes
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
24	Role of Stakeholders Relationship Committee	20(4)	Yes
25	Composition and role of risk management committee	21(1)(2)(i)&(i)	NA
26	Meeting of Risk Management Committee	21(3A)	NA
27	Quorum of Risk Management Committee meeting	21(3B)	NA
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA
29	Vigil Mechanism	22	Yes
30	Policy for related party Transaction	24(1), (1A), (5), (6) & (8)	Yes



Annexure II				
II. Annual Affirmations				
Sl. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If "Yes" or "No" details of non-compliance may be given here.
31	Prior or threshold approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of notified internal Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution in the alternate mechanism	25(2A)	Yes	
39	Meeting of independent director	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

Annexure II			
II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance Status (Yes/No/NA)
41	Declaration from Independent Director	25(3) & (9)	Yes
42	Directors and Officers insurance	25(10)	Yes
43	Confirmation with respect to appointment of independent Directors who resigned from the listed entity	25(11)	Yes
44	Memberships in Committees	26(1)	Yes
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
46	Disclosure of Shareholding by Non-Executive Directors	26(1)	Yes
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
48	Approval of the Board and shareholders for compensation of profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA
49	Vacancies in respect Key Managerial Personnel	26(4) & 26(4)(2)	Yes
	Any other information to be provided- Add Notes		

**Annexure II**

1.	Name of signatory	Mr. Parit R. Shah
2.	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sl	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

**Annexure II**

1.	Name of signatory	Mr. Parit R. Shah
2.	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Not Applicability	Textual Information 1		
<b>I. Disclosure of Loans/ guarantees/comfort letters/ securities etc. refer note below</b>			
(A) Any loan or any other forms of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	514213	8593791	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly in connection with any loan or any other form of debt availed by</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any revocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loans) or any other form of debt availed by:</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(D) Additional Information</b>			Textual Information(2)
<b>H. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt) guarantees, comfort letters (by whatever name called) or securities in connection with any loans) (or other form of debt) given directly or indirectly by the listed entity, its promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(2)
Name	Himanshu Joshi		
Designation	CFD		
Place	Mumbai		
Date	11-04-2024		

Details of Cyber security incidence		
Whether in per Regulation 27(2)(b) or SFD (13)03 Regulation: 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
No.	Date of the event	Brief details of the event



Signatory Details	
Name of signatory	Mr. Parag R. Shah
Designation of person	Company Secretary and Compliance Officer
Place	Ahmedabad
Date	11-04-2024

