



Date: 18th September, 2025

**BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai — 400 001
Scrip Code: 531548**

**National Stock Exchange of India Ltd. (NSE)
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai — 400 051
Symbol: SOMANYCERA**

Dear Sir/Madam,

Subject: Summary of the Proceedings of 57th Annual General Meeting of Somany Ceramics Limited (“the Company”) held on 18th September, 2025.

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”), we hereby enclose the summary of the proceedings of 57th Annual General Meeting of the Company held on Thursday, 18th September, 2025 at 11:30 a.m. through Video Conferencing (“VC”) / Other Audio Video Visual Means (“OAVM”).

This is for your information & records.

Thanking you,

Yours Faithfully,
For Somany Ceramics Limited

**Anuj Kalia
Company Secretary & Compliance Officer
Membership No.: A31850**

Encl: As above

SUMMARY OF PROCEEDINGS OF THE 57TH ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF SOMANY CERAMICS LIMITED HELD ON THURSDAY, THE 18TH SEPTEMBER, 2025 THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VIDEO VISUAL MEANS (“OAVM”) AT 11:30 A.M. AND CONCLUDED AT 12:03 P.M. (INCLUDING TIME ALLOWED FOR E-VOTING AT THE AGM).

Mr. Shreekant Somany (DIN: 00021423), Chairman & Managing Director took the Chair in accordance with Article 97 of the Articles of Association of the Company. The Directors present at the meeting introduced themselves. After ascertaining the requisite quorum was present, the Company Secretary with the permission of the Chairman called the meeting to order. He then informed that the meeting is being convened through VC/OAVM.

The Company Secretary informed about the availability of Registers and documents referred in the AGM Notice for Inspection during the meeting through the link appearing on Central Depository Services (India) Limited website. With the permission of the Chairman, Notice of the Annual General Meeting was taken as read. He further informed the Members that there were no qualification remarks reported by the Statutory Auditors and Secretarial Auditors of the Company in their respective Reports. The Company Secretary appraised the members w.r.t. remote e-voting facility and e-voting system during the AGM.

The Chairman addressed the members and briefed on the performance of the Company during the financial year 2024-25. On invitation, the Members who were registered as speaker members asked questions and sought clarifications through VC/OAVM. Mr. Abhishek Somany, Managing Director & Chief Executive Officer (DIN: 00021448) of the Company responded to the queries of the members and provided clarifications to their satisfaction.

Mr. Akshit Kumar Jangid (Membership No. FCS 11285, CP No. 16300), Partner at Pinchaa & Co., Company Secretaries, was appointed by the Board as the Scrutinizer for scrutinizing the entire voting process i.e. remote e-voting and e-voting during the AGM in a fair and transparent manner.

The Company Secretary informed that the members who have not cast their vote through remote e-voting on the resolutions as per the Notice of the AGM dated 13th August, 2025 may cast their vote through e-voting system provided during the AGM.

Following businesses were transacted at the AGM:

Resolution No.	Resolution	Type of Resolution (Ordinary/ Special)
Ordinary Business		
1	To receive, consider and adopt:- a) The Audited Standalone Financial Statements of the Company for the financial year ended 31 March, 2025 together with the Reports of Board of Directors’ and Statutory Auditors’ thereon; and b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31 March, 2025 together with the report of Statutory Auditors’ thereon.	Ordinary

2	To declare a final dividend of Rs. 3 per equity share of the face value of Rs. 2/- each (@150%) for the financial year ended 31 March, 2025.	Ordinary
3	To appoint a Director in place of Mr. Abhishek Somany (DIN:00021448), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary
Special Business		
4	Approval for Material Related Party Transactions of the Company with M/s Sudha Somany Ceramics Private Limited ("SSCPL").	Ordinary
5	Re-appointment of Mr. Abhishek Somany (DIN: 00021448) as the Managing Director & Chief Executive Officer of the Company for a period of 3 (Three) consecutive years, commencing from 01 June, 2026 till 31 May, 2029.	Special
6	Approval for payment of Remuneration to Mr. Shrivatsa Somany, holding office or place of profit in the Company.	Ordinary
7	Approval for payment of Remuneration to Mr. Ameya Somany, holding office or place of profit in the Company.	Ordinary
8	Approval for modification of the object clause of Memorandum of Association of the Company.	Special
9	Appointment of M/s Pinchaa & Co., (Firm Reg. No. P2016RJ051800), Company Secretaries as Secretarial Auditors of the Company for a term of five (05) consecutive years.	Ordinary

It was informed that results of remote e-voting and e-voting during the AGM along with consolidated Scrutinizer's Report shall be informed to the stock exchanges and also be placed on the website of the Company as well as on the website of CDSL.

Thereafter, the Chairman thanked the Members for attending and participating in the AGM and e-voting period for 15 minutes was given to shareholders. After the end of said e-voting period, the meeting concluded at 12:03 p.m.

This is for your information and record.

Yours Faithfully,
For Somany Ceramics Limited

Anuj Kalia
Company Secretary & Compliance Officer
Membership No.: A31850