



NILACHAL REFRACTORIES LIMITED

CIN: L26939OR1977PLC000735

30, J.L. Nehru Road, Kolkata – 700016, W.B. Ph.: 033 – 224 99511,

Date: 10.04.2023

To

BSE Limited

Department of Corporate services

Phiroze Jee Jeebhoy Towers

Dalal Street

Mumbai—400001

Scrip Code: 502294

Sub: Annual Secretarial Compliance Report for the year ended March 31st 2023

Dear Sir/Madam,

In compliance with SEBI Circular No. CIR/CFD/CMDI/27/2019 dated 8th February, 2019, We submit herewith the Annual Compliance Report of the Company for the year ended March 31, 2023, issued by Ms. Aparna Kothari , Practicing Company Secretary (ACS-46618, CP No-17199).

Kindly take the same on record.

Thanking You,

Yours Faithfully,

For Nilachal Refractories Limited

Sanjib Singh

Company Secretary & Compliance Officer

APARNA KOTHARI
Company Secretary

9, India Exchange Place, 6th Floor,
Room No. 9, Kolkata – 700001
E-mail: cs.aparnakothari@gmail.com
Mb: +91 98742 63827

Secretarial Compliance Report

For The Financial Year Ended 31st March, 2023

To
The Members
Nilachal Refractories Limited
P-598/599, Kedarnath Apartment , Mahabir
Nagar, Lewis Road, , Bhubaneswar -751002
Odisha

I, Aparna Kothari, have examined:

- (a) all the documents and records made available to meant explanation provided by M/s Nilachal Refractories Limited (“the listed entity”),
- (b) the filings/submissions made by the listed entity to other stock exchanges,
- (c) websites of the listed entity,
- (d) any other documents/filings, as may be relevant, which has been relied upon to take this certification,

for the financial year ended 31st March, 2023 with respect to the compliance with the provisions of;

- (a) the Securities and Exchange Board of India Act, 1992 (SEBI Act) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contract (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, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading)

- Regulations, 2015;
- (i) Securities and Exchange Board of India (Registrar to an issue and Share Transfers Agents) Regulations, 1993 and circulars/guidelines issued thereunder;
 - (j) The Listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder.
 - (k) The Listed entity has maintained proper records under the provisions of the above Regulations and Circulars/guidelines issued thereunder in so far as it appears from my /our examination of those records.
 - (l) There are no actions have been taken against the listed entity/its promoters/directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedure issued by SEBI through various circulars) under the aforesaid acts, Regulations and circulars/guidelines issued thereunder in so far as it appears from my examination of those records.

I further report that as represented by the Company and relied upon by us there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with the applicable laws, rules, regulations and guidelines.

- (m) The reporting of actions by the listed entity to comply with the observations made in previous reports does not arise during the Review Period.
- (n) The reporting of clause 6(A) and 6(B) of the circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by the Securities and Exchange Board of India on "Resignation of statutory auditors from listed entities and their material subsidiaries" is not applicable during the Review Period.

Place:Kolkata
Date: 06.04.2023

APARNA
KOTHARI

Digitally signed
by APARNA
KOTHARI
Date: 2023.04.08
14:17:30 +05'30'

Aparna Kothari
Company Secretary in Practice
ACS: 46618
CP: 17199
UDIN: A046618E000039732