



## NILACHAL REFRACTORIES LIMITED

CIN: L26939OR1977PLC000735

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

November 11, 2023

To  
The Secretary  
Bombay Stock Exchange Limited  
Registered Office: Floor 25,  
P.J. Towers, Dalal Street,  
Mumbai – 400001  
Scrip Code No. 502294

Dear Sirs,

**Sub: Intimation under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We wish to inform you that 46<sup>th</sup> Annual General Meeting (“AGM”) of the Company was duly convened on Saturday, 11<sup>th</sup> November 2023 through Video Conferencing/ Other Audio Visual Means (“VC/OAVM”) facility at 12.30 P.M.

Enclosed please find the following for your information and records:

1. The details regarding the voting results in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Consolidated Report of the Scrutinizer dated 11<sup>th</sup> November, 2023.

Resolution Nos. 1 to 3 as stated in the Notice dated 19<sup>th</sup> October, 2023 were passed by the Shareholders by requisite majority.

Thanking You,  
Yours faithfully,  
For Nilachal Refractories Limited

*Ramesh Dhandhan*

Ramesh Dhandhan  
Director (DIN: 00375424)  
Encl: as above



<b>General information about company</b>	
Scrip code	502294
NSE Symbol	
MSEI Symbol	
ISIN	INE416N01013
Name of the company	NILACHAL REFRACTORIES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	11-11-2023
Start time of the meeting	12:30 PM
End time of the meeting	12:43 PM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	RAJAN SINGH
Firms Name	RAJAN SINGH & CO
Qualification	CS
Membership Number	10541
Date of Board Meeting in which appointed	19-10-2023
Date of Issuance of Report to the company	11-11-2023

<b>Voting results</b>	
Record date	04-11-2023
Total number of shareholders on record date	4087
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	27
b) Public	11
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Financial Statements of the Company for the Financial Year ended 31st March, 2023 and the Reports of the Directors and Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14377522	14124522	98.2403	14124522	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	14377522	14124522	98.2403	14124522	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	5983928	3141215	52.4942	3141215	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5983928	3141215	52.4942	3141215	0	100	0
Total		20361450	17265737	84.7962	17265737	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				2. Appointment of Mr. Niraj Jalan (DIN: 00551970), who retires by rotation at this Annual General Meeting and being eligible, offer himself for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14377522	14124522	98.2403	14124522	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	14377522	14124522	98.2403	14124522	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	5983928	3141215	52.4942	3141215	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5983928	3141215	52.4942	3141215	0	100	0
Total		20361450	17265737	84.7962	17265737	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of M/s Jain Saraogi & Co. LLP, Chartered Accountant (Firm Registration number: 305004EE) as statutory auditor of the Company for a period of 5 years					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14377522	14124522	98.2403	14124522	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14377522	14124522	98.2403	14124522	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5983928	3141215	52.4942	3141215	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5983928	3141215	52.4942	3141215	0	100
Total		20361450	17265737	84.7962	17265737	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To  
The Chairman  
NILACHAL REFRACTORIES LIMITED  
CIN: L26939OR1977PLC000735  
P-598/599, KEDARNATH APARTMENT, MAHABIR NAGAR LEWIS ROAD, Khordha,  
BHUBANESWAR, Orissa, India, 751002

**46<sup>th</sup> Annual General Meeting (AGM) of the members of Nilachal Refractories Limited held on Saturday, November 11, 2023 at 12:30 P.M. IST through Audio Video Means / Conference**

Dear Sir/Madam,

I, Rajan Singh, Practising Company Secretary of 322, Shastrinagar, Konnagar, PO-Bara Bahera, Dist - Hooghly, PIN - 712246, West Bengal was appointed by NILACHAL REFRACTORIES LIMITED CIN: L26939OR1977PLC000735 as the Scrutinizer for the purpose of scrutinizing the voting process in a fair and transparent manner and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

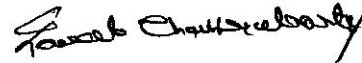
I submit my report as under:

1. The E-Voting period remained open from Wednesday, November 08, 2023 (9:00 AM) and ends on Friday, November 10, 2023 (5:00 PM).
2. The members who attended the meeting were provided with the facility of voting through Video Conferencing (VC) / Other Audio Visual Means (OAVM).
3. The Shareholders holding shares as on the "cut off" date, i.e. Saturday, November 04, 2023, were entitled to vote on the proposed resolutions as mentioned in the Notice of the Annual General Meeting (AGM) of Shareholders of the Company.
4. The votes were unblocked on Saturday, November 11, 2023 at 01:03 P.M. after the closer of the AGM in the presence of two witnesses, namely, Mr. Suvojit Dey and Mr. Gourab Chakraborty who are not in employment of the company.

They have signed below in confirmation of the votes being unblocked in their presence.

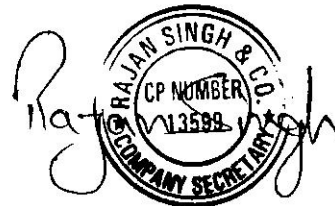


Suvojit Dey

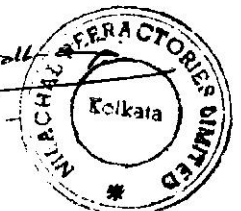


Gourab Chakraborty

5. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-Voting website of National Securities Depository Limited ("NSDL") i.e. (<https://www.evoting.nsdl.com/>)
6. The result of the voting is as under:



322, Shastrinagar, Konnagar, PO-Bara Bahera, Dist-Hooghly, PIN-712246, West Bengal  
Mobile - 09831262788, e-Mail : [csrajansingh2014@gmail.com](mailto:csrajansingh2014@gmail.com)



**Resolution No. 1:** To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with Reports of the Board of Directors and Auditors thereon.

Particulars	Number of Members Voted			Number of Votes contained in			Percent of Valid Votes casted (%)	Percent of Votes to the Total Share Capital of the Company
	Remote E-Voting	Venue E-Voting	Total	Remote E-Voting	Venue E-Voting	Total		
In Favor	39	Nil	39	17265737	Nil	17265737	100.00%	84.80%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	39	Nil	39	17265737	Nil	17265737	100.00%	84.80
Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

**Resolution No. 2:** To appoint Mr. Niraj Jalan (DIN 00551970), who retires by rotation as a Director

Particulars	Number of Members Voted			Number of Votes contained in			Percent of Valid Votes casted (%)	Percent of Votes to the Total Share Capital of the Company
	Remote E-Voting	Venue E-Voting	Total	Remote E-Voting	Venue E-Voting	Total		
In Favor	39	Nil	39	17265737	Nil	17265737	100.00%	84.80%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	39	Nil	39	17265737	Nil	17265737	100.00%	84.80
Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

**Resolution No. 3:** APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY

Particulars	Number of Members Voted			Number of Votes contained in			Percent of Valid Votes casted (%)	Percent of Votes to the Total Share Capital of the Company
	Remote E-Voting	Venue E-Voting	Total	Remote E-Voting	Venue E-Voting	Total		
In Favor	39	Nil	39	17265737	Nil	17265737	100.00%	84.80%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	39	Nil	39	17265737	Nil	17265737	100.00%	84.80
Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

The Register, all other papers and relevant records relating, to electronic voting, shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting, and same are handed over to the Company Secretary/ Director for safe keeping.

Thanking you,  
Yours faithfully,

For-RAJAN SINGH & CO  
Practising Company Secretaries  
Unique Code-S2022WB016700

*Rajan Singh*  
CP NUMBER  
13599  
COMPANY SECRETARY

CS Rajan Singh  
Proprietor  
Membership number-F10541  
COP-13599  
Peer Review-2511/2022  
UDIN: F010541E001827378  
Place: Konnagar  
Date: 11-11-2023

*Rajan Singh*  
Countersign  
(Chairman/Person Authorized by the  
Chairman)



*Rajan Singh*  
Countersign  
(Chairman/Person Authorized by the  
Chairman)

