



NILACHAL REFRACTORIES LTD.

CIN: L26939OR1977PLC000735, GSTIN: 21AABCN1241N1ZS

Flat No. 23, 3rd Floor, Block 'D' Chowringhee Mansion, 30, JN Road, Kolkata-700016, INDIA

Tel: 03340029301/302/400, Fax: 03322499511/8256, Email: info@nilachal.in

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai -400 001
Ref: Scrip Code: 502294

25th September 2025

Dear Sirs,

Re: Summary of proceedings of 48th Annual General Meeting of the Company

In terms of Circulars issued by the Ministry of Corporate Affairs ("MCA Circular/s") and Securities and Exchange Board of India ("SEBI Circulars") from time to time and in compliance with other applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 48th Annual General Meeting (AGM) of the Company was held on Thursday, September 25, 2025 at 12:30 p.m. (IST) through Video Conference ('VC')/Other Audio Visual Means ('OAVM') to transact the business as stated in the AGM Notice dated August 25th, 2025 ('Notice'). All the items of business contained in the Notice were transacted and passed by the Members with requisite majority.

In this regard, please find enclosed the Summary of proceedings of the AGM of the Company as required under Regulation 30 of the SEBI Listing Regulations.

The AGM concluded at around 12:55 p.m. (IST).

The above is for your information and records.
Yours faithfully,

For Nilachal Refractories Limited

Vijay K. Gupta

Vijay Kumar Gupta
Company Secretary & Compliance Officer

Encl.: as above



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Summary of the proceedings of the 48th Annual General Meeting (AGM) of the Company held on 25th September 2025

The 48th Annual General Meeting (AGM) of the Members of Nilachal Refractories Limited ('the Company') was held today i.e. Thursday, September 25, 2025 at 12.30 p.m. (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') facility provided by NSDL. The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

Mr. Vimal Prakash, Director, chaired the meeting. Mr. Vimal Prakash welcomed the shareholders to the Meeting and being informed about the requisite quorum being present, called the Meeting to order. He introduced the following participants who were present at the Meeting through VC from their respective locations:

- 1) Mrs. Bindu Jain- Director (independent)
- 2) Mr. Niraj Jalan- Director
- 3) Mr. Vinay Agarwal-Director
- 4) Mr. Pradip Kumar Mohapatra -Director (independent)
- 5) Mr. Sundaresan Radhakrishnan- Director (independent)
- 6) Mr. Vijay Kumar Gupta - Company Secretary & Compliance Officer
- 7) Mr. Jugal Kumar Sharma - CFO (KMP)
- 8) Mr. Krishna Pusti - Manager(KMP)

The Chairperson also informed the Members that Mr. Manoj Keshan, Chartered Accountant Representative of Jain Saraogi & Co. LLP, Chartered Accountants, Statutory Auditors, Ms. Twinkle Agarwal, Proprietor of Messrs Twinkle Agarwal, Practicing Company Secretaries, Secretarial Auditors of the Company, Mr. Rajan Singh, Practicing Company Secretary, Scrutinizer for this AGM scrutinizing the e-voting process in a fair and transparent manner were present by invitation at this meeting through video conferencing from their respective locations. The Company had taken the requisite steps to enable Members to participate and vote on the items being considered at this AGM. Since there was no physical attendance of Members in compliance with the Circulars issued by the MCA and SEBI, Members were informed that the requirement of appointing proxies was not applicable. The Chairperson drew the attention of members to the registers/documents made available for inspection by the members electronically.

With the consent of the Members present, the Notice convening the AGM was taken as read. The Company Secretary read out the qualification, observation or adverse remark of the Statutory Auditor's Reports, the Auditors' Report for the year ended March 31, 2025 were also taken as read.

Thereafter, the Chairperson delivered his speech. He apprised the members about the Company for the Financial Year ended 31st March, 2025.



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The Chairperson informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided e-voting facility to the Members of the Company in respect of business transacted at the 48th AGM to cast their vote electronically from a place other than the venue of the Meeting, wherein the e-voting period commenced from 9.00 A.M. on Monday, September 22nd, 2025 to 5.00 P.M. on Wednesday, September 24th, 2025. The Chairperson further informed the Members that the facility for e-voting has been made available at the meeting for the Members, who have not casted their vote through remote e-voting during the continuance of the AGM and upto 15 minutes post conclusion of the AGM.

The Chairperson further informed that the Company has engaged the services of NSDL as authorized agency to provide e-voting facility and has appointed Mr. Rajan Singh, Practicing Company Secretary, (FCS 10541 and CP No 13541), as the Scrutinizer for the purpose of scrutinizing the e-voting process in a fair and transparent manner and to submit his consolidated report thereon.

In terms of the Notice dated 25th August, 2025 convening the 48th AGM of the Company, the following businesses were transacted at the Meeting through remote e-voting:

| Ordinary Business | | Type of Resolution |
|-------------------|--|---------------------|
| 1 | Consideration and adoption of the Audited Financial Statements of the Company for the year ended 31 st March, 2025 and the Reports of the Directors and Auditors thereon; | Ordinary Resolution |
| 2 | Re-appointment of Mr. Vinay Agarwal [DIN: 02341559], who retires by rotation, as a Director. | Ordinary Resolution |

| Special Business | | Type of Resolution |
|------------------|--|---------------------|
| 3 | Item No. 3 pertains to Special Business relating to the appointment of Ms Twinkle Agarwal, Practicing Company Secretaries, (Membership No. 52868 (A); C.P. No. 25605; Peer Review: 6139/2024), Kolkata, as Secretarial Auditors of the Company for a term of 5 (five) consecutive years w.e.f. 1st April 2025, up to and including the financial year 2029-2030. The qualification, experience, and other details of Ms Twinkle Agarwal are given in the notice of the Annual General Meeting. | Ordinary Resolution |

The Chairperson further informed the Members that the consolidated voting results will be disseminated to BSE Ltd., on which the Company's shares are listed and will also be made available on the website of the Company and the National Securities Depository Limited within two working days of the conclusion of the Meeting.

Works: IpatitaNagar, Gundichapada, Dhenkanal-759025, Odisha, Email: nrl.dnk@gmail.com

Regd. Office: P-598/599, Kedarnath Apartment, MahabirNagar, Lewis Road, Bhubaneswar-751002 (Odisha)



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The Chairperson then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually and since there being no other item business to be transacted, the Chairperson declared the meeting closed.

The consolidated results of the remote e-voting and e-voting at the AGM will be made available with the Scrutinizers' Report at the websites of the Company and National Securities Depository Limited within two working days of conclusion of the AGM.

This is for your information and records.

Yours faithfully,

For Nilachal Refractories Limited

Vijay K. Gupta

Vijay Kumar Gupta

Company Secretary & Compliance Officer

Membership No. 34197

Vimal Prakash

DIN: 00174915