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[Nilachal Refractories Ltd](#)(NILACHAL | 502294 | INE416N01013)

**40.90** -0.84 (-2.01%)

EPS based on previous 4 trailing quarters in the scrip is zero | [View More](#)

**GSM : Stage 0**

Equity

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Previous Close	41.74	52 Wk High	58.00	TTQ	40	EPS (TTM)	-10.42 / -	Category	Listed

Open	43.84	52 Wk Low	35.50	Turnover (Lakh)	0.02	(Standalone / Consolidated)	Group / Settlement Type	X /T+1
High	43.84	Upper Price Band	49.08	2W Avg Qty`	234	CEPS (TTM) -10.15 / - (Standalone / Consolidated)	Index	-
Low	40.90	Lower Price Band	32.72	Mcap Full (Cr.)	83.28	PE -3.93 / - (Standalone / Consolidated)	Basic Industry ⓘ	Electrodes & Refractories
VWAP	41.23	Price Band	20%	Mcap FF (Cr.)	24.47	ROE / PB 276.06 / -10.85		
						Face Value		10.00

Corp Announcements

## Corporate Governance : Quarter ending : Dec-2020

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Financials

Meetings

Corp Actions

Shareholding Pattern

SDD Shareholding Pattern

Corporate Governance

Quarter Ending :Dec-2020

### Annexure I

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory	NA
Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	No

Integrated Filing ▼

Statement of investor  
complaints

Related Party  
Transactions

BRSR

ASCR

Bulk / Block deals

Disclosures ▼

Corp Information

Peer Group

Charting

Research Reports

Notices

Disqualification of Directors under section 164 of the Compar

Sr	Title (Mr/Ms)	Name of the Director	DIN	Category	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details disqualific
1	Mr	SUNDARESAN RADHEKRISHNAN	00009818	Non-Executive - Independent Director	-	-	-	-
2	Mr	VIMAL PRAKASH	00174915	Non-Executive - Non Independent Director	-	-	-	-
3	Mr	RAMESH KUMAR DHANDHANIA	00375424	Non-Executive - Independent Director	-	-	-	-
4	Mr	BHAGWATI PRASAD JALAN	00551459	Non-Executive - Non Independent Director,Chairperson related to Promoter	-	-	-	-
5	Mr	NIRAJ JALAN	00551970	Non-Executive - Non Independent Director	-	-	-	-
6	Mr	SRIBASH CHANDRA MISHRA	01983910	Non-Executive - Independent Director	-	-	-	-
7	Mr	SARAVANAN ASOKAN	07019583	Executive Director	-	-	-	-

Disqualification of Directors under section 164 of the Compar

Sr	Title (Mr/Ms)	Name of the Director	DIN	Category	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details disqualific
8	Mrs	BINDU JAIN	07159504	Non-Executive - Independent Director	-	-	-	-
9	Mr	PRADIP KUMAR MOHAPATRA	08067067	Non-Executive - Independent Director	-	-	-	-
10	Mr	VINAY AGARWAL	02341559	Non-Executive - Non Independent Director	-	-	-	-

- Composition of Committee
- Meeting of Board of Directors
- Meeting of Committees
- Related Party Transactions
- Cyber Security Incidence
- Affirmations

Annexure II  
Website Affirmations

Sr. No.	Item	Compliance status	Details of non- compliance	Web address
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Sr. No.		Item	Compliance status	Details of non-compliance	Web address
Disclosure of notes on website in terms of Listing Regulations explanatory				-	
▶ Annual Affirmation					
▶ Affirmation					
Annexure III					
III. Affirmations					
Sr	Particulars	Regulation Number	Compliance status(Yes/No/NA)	If status is “No” details of non-compliance may be given here	
			no record found		
Any other information to be provided				-	
1	Name of signatory	Alok Sharma			
2	Designation	Company Secretary and Compliance Officer			
Annexure IV					
Additional Half Yearly Disclosure					
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.					
Applicability of disclosure			-		
Reason for Non Applicability			-		
(A)Any loan or any other form 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		
			no record found		

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

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 invocation)
		no record found	

(C ) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
		no record found	

(D) Additional Information

Affirmations	Compliance Status
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to 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.	
Name	-
Designation	-
Place	-
Date	

Signatory Details:

Name of signatory	Alok Sharma
Designation of person	Company Secretary and Compliance Officer
Place	--
Date	



Corporate Governance

nilachal-refractories-ltd	
Scrip Code :502294	Quarter Ending : Dec-2020

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory	-
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Audit Committee Details

Whether the Audit Committee has a Regular Chairperson				YES			Remarks
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	
1	01983910	SRIBASH CHANDRA MISHRA	Non-Executive - Independent Director	Chairperson	31-01-2007	-	-
2	00375424	RAMESH KUMAR DHANDHANIA	Non-Executive - Independent Director	Member	01-02-2014	-	-
3	07019583	SARAVANAN ASOKAN	Executive Director	Member	25-11-2014	-	-
4	07159504	BINDU JAIN	Non-Executive - Independent Director	Member	25-03-2015	-	-



#### Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson				YES			Remarks
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	
1	00375424	RAMESH KUMAR DHANDHANIA	Non-Executive - Independent Director	Chairperson	01-02-2014	-	-
2	01983910	SRIBASH CHANDRA MISHRA	Non-Executive - Independent Director	Member	31-01-2007	-	-
3	00009818	SUNDARESAN RADHEKRISHNAN	Non-Executive - Independent Director	Member	25-11-2014	-	-

#### Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson				YES			Remarks
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	
1	00375424	RAMESH KUMAR DHANDHANIA	Non-Executive - Independent Director	Chairperson	01-02-2014	-	-
2	01983910	SRIBASH CHANDRA MISHRA	Non-Executive - Independent Director	Member	31-01-2007	-	-
3	07159504	BINDU JAIN	Non-Executive - Independent Director	Member	14-02-2019	-	-

**Risk Management Committee**

Whether the Risk Management Committee has a Regular Chairperson				YES			Remarks
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	
1	00551970	NIRAJ JALAN	Non-Executive - Non Independent Director	Chairperson	06-05-2006	-	-
2	00174915	VIMAL PRAKASH	Non-Executive - Non Independent Director	Member	06-05-2006	-	-
3	07019583	SARAVANAN ASOKAN	Executive Director	Member	25-11-2014	-	-

**SHARE TRANSFER COMMITTEE**

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	07019583	SARAVANAN ASOKAN	Executive Director	Chairperson	-	-	-

Corporate Governance

nilachal-refractories-ltd	
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Annexure 1

III. Meeting Of Board Of Directors

Disclosure of notes on meeting of board of directors explanatory					-		
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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	23-07-2020	-	-	Yes	-	-	-
2	04-09-2020	42	-	Yes	-	10	5
3	15-09-2020	10	-	Yes	-	10	5
4	12-11-2020	57	-	Yes	-	10	5
5	01-12-2020	18	-	Yes	-	10	5

## Corporate Governance

nilachal-refractories-ltd	
Scrip Code :502294	Quarter Ending : Dec-2020

## Annexure 1

## IV. Meeting Of Committees

Disclosure of notes on meeting of committees explanatory							-			
Sr	Name of Committee	EnterDate(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (details)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	23 Jul 2020	-	-	-	Yes	-	-	3	-
2	Audit Committee	15 Sep 2020	53	-	-	Yes	-	-	3	-
3	Audit Committee	12 Nov 2020	57	-	-	Yes	-	-	3	-
4	Nomination and remuneration committee	26 Nov 2020	-	-	-	Yes	-	-	3	-

Corporate Governance

nilachal-refractories-ltd	
Scrip Code :502294	Quarter Ending : Dec-2020

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here
1	Whether prior approval of audit committee obtained	NA	-
2	Whether shareholder approval obtained for material RPT	NA	-
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	NA	-
Disclosure of notes on related party transactions			-
Disclosure of notes of material transaction with related party			-

## Corporate Governance

nilachal-refractories-ltd	
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## Annexure 1

### Cyber Security Incidence

Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			-
Other details of cyber security incidence or breaches or loss of data event			-
Number of cyber security incidence or breaches or loss of data event occurred during the quarter			-
Date of the event	-	Brief details of the event	-

Corporate Governance

nilachal-refractories-ltd	
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Annexure I

VI. Affirmations

Sr	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 audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit committee</b>	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>b. Nomination and remuneration committee</b>	Yes
4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	NA

6	The committee members have been made aware of their powers, role and responsibilities as specified in of 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 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
9.	Any comments/observations/advice of Board of Directors may be mentioned here:	-

Annexure I		
Sr	Subject	Compliance status
1.	Name of signatory	Alok Sharma
2.	Designation	Company Secretary and Compliance Officer