NILACHAL REFRACTORIES LIMITED

: D 30, J.L. Nehru Road, Kolkata – 700016, W.B. Ph. : 033-224 96507, Telefax : 033 – 224 99511

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : Nilachal Refractories Limited

Quarter ending : September 30, 2008

Particulars	Clause of Listing Agreement	Compliance Status Yes / No	Remarks
I. Board of Directors	49(I)		
(A) Composition of Board	49 (IA)	No	The Company is under reconstruction as per BIFR order.
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	No Compensation is paid
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	N.A	
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	Details furnished in the Annual Report 2007-08.
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	Details furnished in the Annual Report 2007-08.
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	
(E) Remuneration of Directors	49 (IV E)	Yes	Disclosed in the Annual Report 2007-08
(F) Management	49 (IV F)	Yes	As part of Annual Report 2007-08
(G) Shareholders	49 (IV G)	Yes	Complied
V. CEO / CFO Certification	49 (V)	Yes	As part of Annual Report 2007-08
VI. Report on Corporate Governance	49 (VI)	Yes	As part of Annual Report 2007-08
VII. Compliance	49 (VII)	Yes	As part of Annual Report 2007-08

Place: Bhubaneswar

Date: 14.10.2008

For Nilachal Refractories Limited

Authorised Signatory