



## NILACHAL REFRACTORIES LIMITED

CIN : L26939OR1977PLC000735

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

### Summary of the Proceedings of the 41<sup>st</sup> Annual General Meeting

The 41<sup>st</sup> Annual General Meeting of the members was convened on 12.30 P.M. on Tuesday, the 25<sup>th</sup> day of September, 2018 at the Hotel Pushpak, Bhubaneswar.

As per the Article of Association of the Company, the Directors present had elected Mr. S.C. Mishra, as the Chairman of the meeting. The requisite quorum being present, the meeting was called to order by the Chairman. The Chairman informed that the statutory registers under the Companies Act, 2013 and other documents referred to in the AGM Notice was available for inspection by the members at the meeting.

The Chairman delivered his speech highlighting the economic scenario in general and with reference to the business of the Company and the future outlook. Thereafter the notice convening the AGM and the Auditor's Report were taken as read.

The Chairman informed the members that the Company had provided facility to the members to cast their vote through remote e-voting which remained open from Friday, 21<sup>st</sup> September, 2018 at 10:00 A.M. to Monday, 24<sup>th</sup> September, 2018 at 5:00 P.M. During this period, all members of the Company, holding shares in physical or dematerialized form as on the cut-off date of Tuesday, 18<sup>th</sup> September, 2018 had the opportunity to cast their votes electronically. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes through polling paper.

Members were invited to raise queries offer comments or seek clarifications (if any) on the agenda items; thereafter the Chairman responded to the queries/clarification of the members.

The following items of business as per the notice of Annual General Meeting were transacted

Item No	Resolution in brief
<b>Ordinary Business</b>	
1.	To receive, consider and adopt the Audited Annual Accounts of the Company for the year ended 31 <sup>st</sup> March, 2018 and the Report of the Directors and Auditors thereon.
2.	To appoint a Director in place of Mr. Niraj Jalan who retires by rotation, and being eligible, offer himself for re-appointment.
3	Reappointment of M/s. T. More & Co., Chartered Accountants as the Statutory Auditor and fix their remuneration.
<b>Special Business</b>	
4.	Appointment of Mr. P.K. Mohapatra as the Independent Director of the Company

Registered Office : P-598/599, KEDARNATH APARTMENT, MAHABIR NAGAR LEWIS ROAD BHUBANESWAR Khordha ORISSA 751002

Email Id : info@nilachal.in



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5.	Approval of conversion of existing unsecured loan amounting to Rs. 14,04,92,000 into 0% Optionally Convertible Debentures of Rs. 1,000/- each
6.	Approval of material related party transactions

The Chairman then informed the members that the final results will be announced on receipt of the consolidated scrutinizers report on e-voting as well as voting through ballot paper and meeting concluded with a vote of thanks to the chair.

For Nilachal Refractories Limited

*Krishna Sharma*  
Krishna Sharma  
Company Secretary