



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 : March 31, 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 will be furnished in the Annual Report. |
| (B) Disclosure of Accounting Treatment | 49 (IV B) | Yes | Details will be furnished in the Annual Report. |
| (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 | Details will be furnished in the Annual Report. |
| (F) Management | 49 (IV F) | Yes | Details will be furnished in the Annual Report. |
| (G) Shareholders | 49 (IV G) | Yes | Complied |
| V. CEO/ CFO Certification | 49 (V) | Yes | Will be complied in the Annual Report. |
| VI. Report on Corporate Governance | 49 (VI) | Yes | Will be Complied in the Annual Report |
| VII. Compliance | 49 (VII) | Yes | Will be Complied in the Annual Report |

Place: Bhubaneswar

Date: 11.04.2008

For Nilachal Refractories Limited

Authorized Signatory

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