



NILACHAL REFRACTORIES LTD.

CIN: L26939OR1977PLC000735, GSTIN: 21AABCN124IN1ZS

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

Tel : 033 4002 9301 / 302 / 400, Fax : 033 2249 9511 / 8256, Email: info@nilachal.in

Dated: 09/05/2026

To,

BSE Limited
The Department of Corporate Services
Floor 25, P.J Towers
Dalal Street
Mumbai- 400001
Ref: Scrip Code: 502294

CSE Limited
7 Lyons Range,
Kolkata - 700001

Scrip Code: 19120

Sub: Outcome of Board Meeting held on Saturday, the 9th May, 2026 under Regulations 30 of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015

Dear Sir/Madam,

In compliance with Regulation 30 of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015, we wish to inform you that the Board at its meeting held on 9th May, 2026, has inter-alia considered and approved the following:

Approval of proposal for sale/transfer/disposal of assets of the Company

The Board on recommendation of Audit Committee has approved the proposal for sale/transfer/disposal of movable fixed assets of the Company, including plant and machinery and capital work-in-progress, which shall amount to disposal of substantially the whole of the undertaking of the Company, as per the list of assets placed before the Board, subject to the approval of shareholders under the provisions of Section 180(1)(a) of the Companies Act, 2013.

Approval for entering into Material Related Party Transaction(s)

The Board on recommendation of Audit Committee has approved entering into material Related Party Transaction(s)/ Related Party Transaction(s) in relation to the proposal for sale, transfer or disposal of movable fixed assets of the Company, including plant and machinery and capital work-in-progress, subject to approval of the Audit Committee and shareholders, as applicable, in terms of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act, 2013. The details of the material Related Party Transaction(s) are enclosed herewith as Annexure - A.

Approval of Notice of Extra-Ordinary General Meeting

The Board has approved the draft Notice of Extra-Ordinary General Meeting (EGM) along with the explanatory statement pursuant to Section 102 of the Companies Act, 2013 proposed to be held on 18th May 2026 at 12.30 PM at 3rd Floor, Block 'D' Chowringhee Mansion, 30, Jawaharlal Nehru Road, Kolkata – 700016 on shorter notice, for seeking shareholders' approval for the aforesaid transaction.

Convening of Extra-Ordinary General Meeting on shorter notice

The Board has approved convening the Extra-Ordinary General Meeting on shorter notice, subject to receipt of consent from members holding not less than 95% of the voting power, in accordance with Section 101 of the Companies Act, 2013.

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

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



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Approval of e-voting related matters

The Board has approved the e-voting schedule, cut-off date and appointment of scrutinizer for the proposed Extra-Ordinary General Meeting, in compliance with applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

Resignation of Company Secretary & Compliance Officer

The Board has taken on record and accepted the resignation of Mr. Vijay Kumar Gupta from the post of Company Secretary & Compliance Officer (Key Managerial Personnel) of the Company with effect from 09/05/2026. The details as required under Regulation 30 read with Schedule III of SEBI (LODR) Regulations, 2015 are enclosed herewith as Annexure – B.

The meeting of the Board of the Directors commenced at 11.30 A.M and concluded at 1:30 P.M.

The above is for your information and record.

Thanking you,
Yours truly,
For Nilachal Refractories Limited

VIMAL
PRAKASH

Digitally signed
by VIMAL
PRAKASH
Date: 2026.05.09
13:36:22 +05'30'

Vimal Prakash
Director
DIN: 00174915



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Annexure - A – Details of Proposed Material Related Party Transaction(s)

Pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sl. No.	Name of Related Party	Nature of Relationship	Nature of Proposed Transaction(s)	Maximum Aggregate expected/proposed Transaction Value	Period Validity	Basis / Material Terms
1	Jekay International Track Private Limited	Private Company in which Director of the Company is a Director	Sale / transfer / disposal of movable fixed assets, including plant and machinery and capital work-in-progress and/or other incidental or connected transaction(s)	Up to ₹ 2 Crores	One year from the date of shareholders' approval	Arm's length basis and/or based on valuation reports and commercially negotiated terms
2	Ganpati Industrial Private Limited	Private Company in which Director of the Company is a Director	Sale / transfer / disposal of movable fixed assets, including plant and machinery and capital work-in-progress and/or other incidental or connected transaction(s)	Up to ₹ 2 Crores	One year from the date of shareholders' approval	Arm's length basis and/or based on valuation reports and commercially negotiated terms
3	Jekay Wagons Limited	Public Company in which Director of the Company is a Director	Sale / transfer / disposal of movable fixed assets, including plant and machinery and capital work-in-progress and/or other incidental or connected transaction(s)	Up to ₹ 2 Crores	One year from the date of shareholders' approval	Arm's length basis and/or based on valuation reports and commercially negotiated terms
4	Industrial Associates Thermal Solutions Private	Private Company in which Director of the	Sale / transfer / disposal of movable fixed assets, including plant and	Up to ₹ 2 Crores	One year from the date of shareholders' approval	Arm's length basis and/or based on valuation reports and

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	Limited	Company is a Director	machinery and capital work-in-progress and/or other incidental or connected transaction(s)			commercially negotiated terms
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Notes:

The aforesaid transaction(s) may be undertaken in one or more tranches and/or one or more transactions.

Any material modification shall require fresh approval in accordance with applicable laws.

Related parties shall abstain from voting on the relevant resolution in accordance with applicable provisions of SEBI (LODR) Regulations, 2015.

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Annexure – B

Disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III thereto

Changes in directors, key managerial personnel, senior management:

Particulars	Details
Name of Key Managerial Personnel	Mr. Vijay Kumar Gupta
Reason for change viz. resignation	Resignation from the post of Company Secretary & Compliance Officer (Key Managerial Personnel) of the Company due to critical family emergency involving father's emergency by-pass surgery I.e. Medical Reasons
Date of cessation	09/05/2026
Brief Profile (in case of Appointment)	Not Applicable
Disclosure of Relationship between Directors (in case of Appointment)	Not Applicable

Further, Mr. Vijay Kumar Gupta has informed that there are no material reasons for his resignation other than those mentioned in the resignation letter received by the Company.

To,

Date: 09/03/2026

The Board of Directors
Nilachal Refractories Limited
P-598/599, Kedarnath Apartment,
Mahabir Nagar Lewis Road, Bhubaneswar,
Odisha – 751002, India.

Dear Sir,

Subject: Resignation with immediate effect from the post of Company Secretary & Compliance Officer

Dear Sir,

I hereby resign from the post of Company Secretary and Compliance Officer of Nilachal Refractories Limited with immediate effect as on 09/03/2026 due to severe urgent personal reasons. I request the Board to kindly accept my resignation and relieve me from my duties i.e. from today as on 09/03/2026.

My resignation is necessitated by a critical family emergency involving my father's emergency by-pass surgery, requiring my immediate presence for an uncertain period.

I further request the Board to take note of the same and arrange to file Form DIR-12 with the Ministry of Corporate Affairs to reflect my cessation and intimate the Stock Exchange in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As a Listed entity, the company is strictly bound by the SEBI (LODR) Regulations, 2015. Under Regulation 30, the Company must disclose this resignation to the Stock Exchange within 24 hours.

I take this opportunity to express my sincere gratitude to the Board and the management for the support and cooperation extended to me during my tenure with the Company.

In compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below the requisite details:

Annexure A: Disclosure under Regulation 30

Name: Mr. Vijay Kumar Gupta

Reason for change: Resignation due to urgent personal reasons

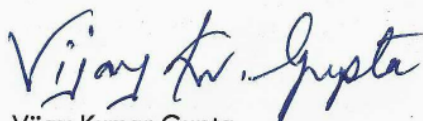
Date of cessation: 09/03/2026

Brief Profile: Not applicable

Disclosure of relationships between directors: None

Kindly acknowledge receipt of this letter.

Yours sincerely,



Vijay Kumar Gupta

Membership Number: 34197

Mobile No. 9836415786

Encl: Copy of my father's Medical Certificates