



ANNEXURE - I

The Secretary,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700001

Ref: Compliance Report

Dear Sir/Madam,

It is hereby certified that the draft scheme, Scheme of Amalgamation and Arrangement amongst Dalmia Refractories Limited ('DRL') and GSB Refractories India Private Limited ('GSB India') and Sri Dhandauthapani Mines and Minerals Limited ('SDMM') and Ascension Comercio Private Limited ('ACPL') and their respective shareholders and creditors ('Scheme') does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR Regulations') and SEBI Circular no. CFD/DIL3/CIR/2017/21 dated 10th March, 2017 ('SEBI Circular'), including the following:


Sl.	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements
2	Regulation 11 of LODR Regulations	Compliance with securities laws
Requirements of SEBI Circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities
(c)	Para (I)(A)(4)(a)	Submission of Valuation Report
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting

For Dalmia Refractories Limited


Akansha Jain
Company Secretary



For Dalmia Refractories Limited


Sameer Nagpal
Managing Director
DIN No. 06599230

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Dalmia Refractories Limited

(Formerly Shri Nataraj Ceramic & Chemical Industries Ltd.)

4, Scindia House, Connaught Place, New Delhi - 110001, India

e snccil@dalmiarf.com w www.dalmiarefractories.com CIN: L24297TN1973PLC006372

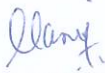
Sales Offices: Delhi 011 23457100, Kolkata 033 67012600, Bhubaneswar 0674 6773332 & Chennai 044 28301244

Regd Office: Dalmiapuram - 621651, Distt. Tiruchirapalli, Tamil.Nadu, India

A **Dalmia Bharat Group** company

On the Scheme becoming effective, DRL shall be dissolved without being wound up. As such there will be no accounting treatment in the books of DRL.

For Dalmia Refractories Limited

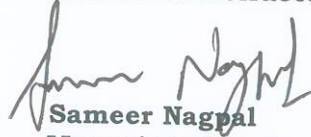


Manoj Kumar Rathi
Chief Financial Officer



Dated : 03/12/2019

For Dalmia Refractories Limited



Sameer Nagpal
Managing Director
DIN No. 06599230