

# ORIENT REFRACTORIES LTD.

(AN RHI MAGNESITA COMPANY)



30 April 2019

Department of Corporate Services  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai-400001.

Department of Corporate Services  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East), Mumbai

STOCK CODE: 534076

STOCK CODE: ORIENTREF

Dear Sir,

**Sub: Intimation under Clause 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

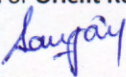
This is to inform you that the Board of Directors of the Company in its meeting held today i.e. 30 April 2019 has approved the acquisition of the entire paid-up equity share capital of "Intermetal Engineers India Private Limited" (**IEIPL**) [CIN: U28920MH1988PTC047421] a Company comprising of 1,597 equity shares of Rs.100/- each to make it a Wholly Owned Subsidiary of the Company.

Since Orient Refractories Limited (**ORL**) is one of the biggest refractory industry in India and aiming to increase market share, therefore making **IEIPL** 100% subsidiary will help **ORL** to increase the revenue. Hence, it was considered prudent to acquire 100% shareholding of **IEIPL**.

The disclosures required under Clause 1.1 of Para A of Annexure I of the SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 is enclosed herewith as "Annexure-1".

We further inform that the meeting of the Board of Directors of the Company commenced at 11:00 a.m. and concluded at 12.10 p.m.

Thanking You,  
Yours faithfully  
For **Orient Refractories Limited**

  
Sanjay Kumar  
Company Secretary  
ACS-17021



#### Works :

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E-mail : [ho@orlindia.com](mailto:ho@orlindia.com)  
CIN : L28113MH2010PLC312871



RHI MAGNESITA

The disclosures required under Clause 1.1 of Para A of Annexure I of  
the SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015

Clause No.	Particulars	Details
a.	Name of the Target Entity, Details in brief size etc.	Intermetal Engineers India Private Limited having Revenues of Rs.546 Lacs and Total Asset Size of Rs.848 Lacs as per the audited balance sheet as on 31 <sup>st</sup> March, 2018
b.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length"	No, it would not fall within related party transaction(s).  No, the promoter/ promoter group/ group companies do not have any interest in the entity being acquired.
c.	Industry to which the entity being acquired belongs	Manufacturing of refractory items for steel industries.
d.	Objects and effects of acquisition ( <i>including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity</i> );	Increase turnover and profitability, Operational efficiency and specialized management as the Company is also in the same business
e.	Brief details of any governmental or regulatory approvals required for the acquisition;	No approval required
f.	Indicative time period for completion of acquisition	On or before 31 <sup>st</sup> May, 2019
g.	Nature of consideration – whether cash consideration or share swap and details of the same;	Cash consideration
h.	Cost of acquisition or the price at which the shares are acquired;	@ Rs.63,244/- per equity share of Rs. 100/- each.
i.	Percentage of shareholding / control acquired and / or number of shares acquired;	100% shareholding consisting of 1,597 Equity shares of Rs.100/- each
j.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information ( <i>in brief</i> )	The target entity was incorporated on 20 <sup>th</sup> May, 1988 for marketing and manufacturing of steel plant equipment ( <i>viz.</i> , slide gate system for flow control of liquid steel, oxygen lancing and CCM assemblies such as mould jacket assembly, dummy bar assembly) specially used during the flow of liquid steel for continuous casting, ingot casting which are exported to various countries and caters to about 300 to 400 regular steel plant customers in India.  <b>Turnover of last 3 years are as follows:</b> 31 March 2018: Rs. 417.35 Lacs 31 March 2017: Rs. 466.49 Lacs 31 March 2016: Rs. 541.82 Lacs

