



Orient Refractories Limited

(An RHI Magnesita Company)



11 June 2021

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/Ma'am

Subject: Disclosure under Regulation 30 and 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Reference: Record date for the purpose of the Scheme of Amalgamation of RHI India Private Limited ("Transferor Company 1"), RHI Clasil Private Limited ("Transferor Company 2") and Orient Refractories Limited ("Company")

This is with reference to the captioned subject and in furtherance to our communication dated 18 May 2021 regarding the sanction/ approval of scheme of amalgamation between Transferor Company 1, Transferor Company 2 and the Company ("**Scheme**"), wherein we had informed that the Hon'ble National Company Law Tribunal, Mumbai Bench, Mumbai ("**NCLT Mumbai**") has passed an order on 5 May 2021, *inter alia*, sanctioning the Scheme, and our further communication dated 8 June 2021 wherein we had attached a certified copy of the said order dated 7 June 2021.

In accordance with Regulation 30 and Regulation 42 of the Listing Regulations, we wish to inform you that the meeting of the Board of Directors of the Company was duly convened today *i.e.* on 11 June 2021 wherein the Board of Directors, *inter alia*, considered/ noted/ took on record the following:

1. The Board of Directors took on record the sanction of the Scheme by the NCLT Mumbai *vide* its order dated 5 May 2021 ("**Order**").
2. The "Appointed Date" of the Scheme is 31 July 2018.
3. The "Effective Date" of the Scheme has been fixed as 7 June 2021, when the certified true copy of the Order was received by the Company.
4. The "Record Date" has been fixed as 24 June 2021, following the effectiveness of the Scheme for the purpose of determining the shareholders of the Transferor Company 1 and Transferor Company 2 who shall be entitled to receive the shares of the Company.
5. In accordance with the Scheme and pursuant to its effectiveness, the Company will issue and allot to shareholders of the Transferor Company 1 and the Transferor Company 2 whose names would appear in the register of members of the Transferor Company 1 and Transferor Company 2, respectively, on the Record Date in the following manner:
 - (a) 7,044 (seven thousand forty-four) equity shares of face value of INR 1/- (Rupee 1 only) each, credited as fully paid up, for every 100 (one hundred) equity shares of face value of INR 10/- (Rupees Ten only) held in the Transferor Company 1; and
 - (b) 908 (nine hundred eight) equity shares of face value of INR 1/- (Rupee 1 only) each, credited as fully paid up, for every 1,000 (one thousand) equity shares of face value of INR 10/- (Rupees Ten only) held in the Transferor Company 2.

Orient Refractories Limited

CIN: L28113MH2010PLC312871

C-604, Neelkanth Business Park,

Opp. Railway Station, Vidhyavihar (West),

Mumbai, MAHARASHTRA-400086

T-+91 22 660 90 600, F- +91 22 660 90 601

info@orlindia.com; www.orientrefractories.com



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6. In accordance with the Scheme and pursuant to its effectiveness, the authorised capital of the Company shall stand increased from Rs. 12,05,00,000/- (Rupees Twelve Crore Five Lakhs only) divided into 12,05,00,000 (Twelve Crore Five Lakhs) equity shares of Re. 1/- (Rupee One only) each to Rs. 30,80,00,000 (Rupees Thirty Crore and Eighty Lakhs only) divided into 30,80,00,000 (Thirty Crore and Eighty Lakhs) equity shares of Re. 1/- (Rupee One only) each.
7. After the issuance and allotment of the equity shares by the Company, the Company will complete the necessary steps to have the equity shares listed on the BSE Limited and the National Stock Exchange of India Ltd.
8. In accordance with the Scheme and pursuant to its effectiveness, the name of the Company shall stand changed to 'RHI Magnesita India Limited' (in accordance with name approval received by the Company from the Ministry of Corporate Affairs pursuant to sanction of the Scheme). The Company will complete the necessary steps to make the change in the name of the Company effective.

The meeting commenced at 3:30 P.M. and concluded at 4:30 P.M.

This is for your information and record.

Thanking you,

Yours sincerely,

for **Orient Refractories Limited**

Sanjay Kumar
Company Secretary

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