

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L24110MH1978GOI020185

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACR2831H

(ii) (a) Name of the company

RASHTRIYA CHEMICALS AND F

(b) Registered office address

PRIYADASHANI, EASTERN EXPRESS HIGHWAY,  
SION,  
MUMBAI- 400 022.  
Maharashtra  
400022

(c) \*e-mail ID of the company

jbsharma@rcfltd.com

(d) \*Telephone number with STD code

02224045024

(e) Website

www.rcfltd.com

(iii) Date of Incorporation

06/03/1978

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Union Government Company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM 20/12/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted  Yes  No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension F63758320

Pre-fill

(e) Extended due date of AGM after grant of extension 30/12/2023

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	FACT- RCF BUILDING PRODUCT +	U26992KL2008PLC022347	Joint Venture	50
2	TALCHER FERTILIZERS LIMITED +	U24120OR2015PLC019575	Joint Venture	33.33
3	URVARAK VIDESH LIMITED	U24120DL2008GOI181057	Joint Venture	33.33

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	800,000,000	551,688,100	551,688,100	551,688,100
Total amount of equity shares (in Rupees)	8,000,000,000	5,516,881,000	5,516,881,000	5,516,881,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	800,000,000	551,688,100	551,688,100	551,688,100
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	8,000,000,000	5,516,881,000	5,516,881,000	5,516,881,000

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	1,027,890	550,660,210	551688100			
<b>Increase during the year</b>	0	12,300	12300	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	12,300	12300	0	0	0
<b>Decrease during the year</b>	12,300	0	12300	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	12,300	0	12300	0	0	
<b>At the end of the year</b>	1,015,590	550,672,510	551688100	0	0	
<b>Preference shares</b>						

<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Nil	0	0	0	0	0	
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
Nil	0	0	0	0	0	
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE027A01015

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	23/12/2022		
Date of registration of transfer (Date Month Year) <span style="border: 1px solid black; display: inline-block; width: 150px; height: 20px; vertical-align: middle;"></span>			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name
Date of registration of transfer (Date Month Year) <span style="border: 1px solid black; display: inline-block; width: 150px; height: 20px; vertical-align: middle;"></span>			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	8,000	1000000	8,000,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			8,000,000,000

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>	<input type="text"/>		<input type="text"/>		<input type="text"/>

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

(i) Turnover

214,515,435,790

(ii) Net worth of the Company

45,983,191,654

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	413,769,483	75	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	413,769,483	75	0	0

**Total number of shareholders (promoters)**

1

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage



1.	Individual/Hindu Undivided Family				
	(i) Indian	101,068,428	18.32	0	
	(ii) Non-resident Indian (NRI)	3,763,644	0.68	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	1,141,975	0.21	0	
4.	Banks	9,778	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	13,070,457	2.37	0	
7.	Mutual funds	4,774,657	0.87	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,287,762	1.32	0	
10.	Others Clearing members, HUFs, T	6,801,916	1.23	0	
	<b>Total</b>	137,918,617	25	0	0

**Total number of shareholders (other than promoters)**

238,085

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

238,086

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ALASKA PERMANENT	DEUTSCHE BANK AG DB HOUSE, F			82,671	0.02
BNP PARIBAS ARBITRA	NP PARIBAS HOUSE 1 NORTH AVEI			26,760	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			126,433	0.02
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			22,775	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS I +	DEUTSCHE BANK AG DB HOUSE, FI +			86,285	0.02
ISHARES MSCI GLOBA +	CITIBANK N.A. CUSTODY SERVICES +			66,048	0.01
LOS ANGELES CITY EM +	CITIBANK N.A. CUSTODY SERVICES +			40,126	0.01
SA EMERGING MARKE +	DEUTSCHE BANK AG DB HOUSE, FI +			16,695	0
SEI TRUST COMPANY +	HSBC SECURITIES SERVICES NESCC +			23,412	0
STATE STREET MSCI E +	HSBC SECURITIES SERVICES NESCC +			48,755	0.01
WISDOM TREE ISSUER +	CITIBANK N.A. CUSTODY SERVICES +			7,646	0
WISDOMTREE INDIA IN +	CITIBANK N.A. CUSTODY SERVICES +			331,249	0.06
ABU DHABI INVESTME +	JPMORGAN CHASE BANK N.A.PAR, +			298,762	0.05
CALIFORNIA STATE TE +	HSBC SECURITIES SERVICES NESCC +			762,485	0.14
COPTHALL MAURITIUS +	JPMORGAN CHASE BANK N.A.PAR, +			2,146	0
DIMENSIONAL FUNDS +	DEUTSCHE BANK AG DB HOUSE, FI +			16,054	0
EMERGING MARKETS II +	CITIBANK N.A. CUSTODY SERVICES +			50,898	0.01
FUNDPARTNER SOLUTI +	HSBC SECURITIES SERVICES NESCC +			19,854	0
SEGALL BRYANT & HA +	HSBC SECURITIES SERVICES NESCC +			6,716	0
DFA AUSTRALIA LIMIT +	CITIBANK N.A. CUSTODY SERVICES +			58,989	0.01
DIMENSIONAL EMERG +	CITIBANK N.A. CUSTODY SERVICES +			991,792	0.18
ISHARES CORE MSCI E +	CITIBANK N.A. CUSTODY SERVICES +			427,752	0.08
JOHN HANCOCK VARI +	CITIBANK N.A. CUSTODY SERVICES +			10,276	0
SEGALL BRYANT & HA +	CITIBANK N.A. CUSTODY SERVICES +			21,227	0
UTAH STATE RETIREM +	CITIBANK N.A. CUSTODY SERVICES +			8,791	0

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**  
**(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	230,007	238,400
Debenture holders	7	7

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	4	3	3	3	0	0
(i) Non-Independent	4	0	3	0	0	0
(ii) Independent	0	3	0	3	0	0
<b>C. Nominee Directors representing</b>	0	1	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	1	0	2	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	4	4	3	5	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

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**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
S C Mudgerikar	03498837	Managing Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Nazhat J. Shaikh	07348075	Whole-time director	100	
Milind M. Deo	08715250	Whole-time director	0	01/10/2023
Sanjay Rastogi	07722405	Nominee director	0	
Aneeta C. Meshram	09781436	Nominee director	0	
Shashi Bala Bharti	08770477	Director	0	25/06/2023
Chandra Bhushan Pandey	09407412	Director	0	07/11/2023
Gopinathan Nair Anilkur	09447818	Director	0	
Nazhat J. Shaikh	AHPS9805R	CEO	100	
Jai Bhagwan Sharma	AMSPS6071R	Company Secretary	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

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Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Satendra Singh	05195060	Additional director	20/07/2022	Appointment
K. U. Thankachen	06946476	Whole-time director	01/08/2022	Cessation
Kashee Nath Akela	09410361	Director	12/08/2022	Cessation
Satendra Singh	05195060	Director	19/10/2022	Cessation
Aparna S Sharma	07798544	Nominee director	13/11/2022	Cessation
Aneeta C Meshram	09781436	Additional director	13/11/2022	Appointment
Nazhat J. Shaikh	07348075	Whole-time director	23/12/2022	Appointment in AGM
Milind M. Deo	08715250	Whole-time director	23/12/2022	Appointment in AGM
Chandra Bhushan Pandey	09407412	Director	23/12/2022	Appointment in AGM
Gopinathan Nair Anilkur	09447818	Director	23/12/2022	Appointment in AGM
Aneeta C. Meshram	09781436	Nominee director	23/12/2022	Appointment in AGM
Sanjay Rastogi	07722405	Additional director	21/02/2023	Appointment

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	23/12/2022	216,695	38	75.13

**B. BOARD MEETINGS**

\*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11/05/2022	9	8	88.89
2	27/05/2022	9	9	100
3	14/06/2022	9	9	100
4	29/07/2022	10	10	100
5	12/08/2022	8	6	75
6	12/08/2022	8	6	75
7	27/09/2022	8	6	75
8	13/10/2022	8	6	75
9	12/11/2022	7	6	85.71
10	29/11/2022	7	6	85.71
11	16/01/2023	7	6	85.71
12	07/02/2023	7	6	85.71

**C. COMMITTEE MEETINGS**

Number of meetings held

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	10/05/2022	4	2	50
2	Audit Committee	27/05/2022	4	4	100
3	Audit Committee	12/08/2022	3	2	66.67
4	Audit Committee	12/08/2022	3	2	66.67
5	Audit Committee	12/11/2022	3	2	66.67
6	Audit Committee	07/02/2023	3	2	66.67
7	Stakeholders Forum	27/09/2022	3	3	100
8	Stakeholders Forum	28/03/2023	3	3	100
9	Risk Management	27/09/2022	3	3	100
10	Risk Management	20/03/2023	3	3	100

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	S C Mudgerikar	14	14	100	38	38	100	
2	Nazhat J. Shaikh	14	14	100	48	48	100	
3	Milind M. Deo	14	14	100	41	41	100	
4	Sanjay Rastogi	2	2	100	0	0	0	
5	Aneeta C. Mehta	5	0	0	0	0	0	
6	Shashi Bala Bhatnagar	14	14	100	15	15	100	
7	Chandra Bhusari	14	14	100	9	9	100	
8	Gopinathan Nair	14	14	100	12	12	100	

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	S. C. Mudgerikar	Chairman & Mar +	7,122,599	0	0	2,822,197	9,944,796
2	Nazhat J. Shaikh	Whole-time Dire +	5,289,494	0	0	1,657,039	6,946,533
3	Milind M. Deo	Whole-time Dire +	6,022,905	0	0	1,877,096	7,900,001
4	K. U. Thankachen	Whole-time Dire +	955,111	0	0	9,470,407	10,425,518
	Total		19,390,109	0	0	15,826,739	35,216,848

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Nazhat J. Shaikh	CFO	5,289,494	0	0	1,657,039	6,946,533
2	Jai Bhagwan Sharr +	Company Secre +	4,668,593	0	0	1,571,141	6,239,734
	Total		9,958,087	0	0	3,228,180	13,186,267

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shashi Bala Bharti	Independent Dir +	0	0	0	800,000	800,000
2	Chandra Bhushan F +	Independent Dir +	0	0	0	650,000	650,000
3	Gopinathan Nair An +	Independent Dir +	0	0	0	725,000	725,000
4	Kashee Nath Akela	Independent Dir +	0	0	0	170,000	170,000
	Total		0	0	0	2,345,000	2,345,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

As per Annexure A

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

To be digitally signed by



Director

DIN of the director

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

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<b>Remove attachment</b>
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Modify
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Submit
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**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS OF RASHTRIYA CHEMICALS AND FERTILIZERS LIMITED DURING THE FINANCIAL YEAR 2022-23**

**B. BOARD MEETINGS**

<b>Sr. No.</b>	<b>Date of Meeting</b>	<b>Total Number of directors associated as on the date of meeting</b>	<b>Attendance</b>	
			<b>Number of members attended</b>	<b>% of attendance</b>
13	27/02/2023	8	7	87.50
14	28/03/2023	8	7	87.50

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS OF RASHTRIYA CHEMICALS AND FERTILIZERS LIMITED DURING THE FINANCIAL YEAR 2022-23**

**C. COMMITTEE MEETINGS**

Sr. No.	Type of Meeting	Date of Meeting	Total number of the members as on date of the meeting	Attendance	
				Number of members attended	% of attendance
11	Nomination and Remuneration Committee	29.07.2022	3	3	100.00
12	Nomination and Remuneration Committee	13.10.2022	3	2	66.67
13	Nomination and Remuneration Committee	12.11.2022	3	2	66.67
14	Nomination and Remuneration Committee	07.02.2023	3	2	66.67
15	Nomination and Remuneration Committee	28.03.2023	3	2	66.67
16	CSR Committee	27.05.2022	3	2	66.67
17	CSR Committee	27.09.2022	3	3	100.00
18	CSR Committee	12.11.2022	3	2	66.67
19	CSR Committee	07.02.2023	3	2	66.67
20	CSR Committee	27.02.2023	3	2	66.67
21	CSR Committee	28.03.2023	3	2	66.67
22	Share Transfer Committee	28.09.2022	3	3	100.00
23	Share Transfer Committee	17.10.2022	3	3	100.00
24	Share Transfer Committee	06.03.2023	3	2	66.67
25	Empowered Committee for Procurement of Urea on Government Account	19.05.2022	5	5	100.00
26	Empowered Committee for Procurement of Urea on Government Account	16.09.2022	4	4	100.00
27	Empowered Committee for Procurement	13.04.2022	4	4	100.00

Sr. No.	Type of Meeting	Date of Meeting	Total number of the members as on date of the meeting	Attendance	
				Number of members attended	% of attendance
28	Empowered Committee for Procurement	11.05.2022	4	4	100.00
29	Empowered Committee for Procurement	20.05.2022	4	4	100.00
30	Empowered Committee for Procurement	28.05.2022	4	4	100.00
31	Empowered Committee for Procurement	17.06.2022	4	4	100.00
32	Empowered Committee for Procurement	21.06.2022	4	4	100.00
33	Empowered Committee for Procurement	04.07.2022	4	4	100.00
34	Empowered Committee for Procurement	13.07.2022	4	4	100.00
35	Empowered Committee for Procurement	19.07.2022	4	4	100.00
36	Empowered Committee for Procurement	09.08.2022	3	3	100.00
37	Empowered Committee for Procurement	11.08.2022	3	3	100.00
38	Empowered Committee for Procurement	19.08.2022	3	3	100.00
39	Empowered Committee for Procurement	01.09.2022	3	3	100.00
40	Empowered Committee for Procurement	02.09.2022	3	3	100.00
41	Empowered Committee for Procurement	26.09.2022	3	3	100.00
42	Empowered Committee for Procurement	06.10.2022	3	3	100.00
43	Empowered Committee for Procurement	13.10.2022	3	3	100.00
44	Empowered Committee for Procurement	15.10.2022	3	3	100.00
45	Empowered Committee for Procurement	04.11.2022	3	3	100.00
46	Empowered Committee for Procurement	16.11.2022	3	3	100.00
47	Empowered Committee for Procurement	20.12.2022	3	3	100.00
48	Empowered Committee for Procurement	21.12.2022	3	3	100.00

Sr. No.	Type of Meeting	Date of Meeting	Total number of the members as on date of the meeting	Attendance	
				Number of members attended	% of attendance
49	Empowered Committee for Procurement	30.12.2022	3	3	100.00
50	Empowered Committee for Procurement	11.01.2023	3	3	100.00
51	Empowered Committee for Procurement	16.01.2023	3	3	100.00
52	Empowered Committee for Procurement	21.01.2023	3	3	100.00
53	Empowered Committee for Procurement	30.01.2023	3	3	100.00
54	Empowered Committee for Procurement	10.02.2023	3	3	100.00
55	Empowered Committee for Procurement	24.02.2023	3	3	100.00
56	Empowered Committee for Procurement	04.03.2023	3	3	100.00
57	Empowered Committee for Procurement	06.03.2023	3	3	100.00
58	Empowered Committee for Procurement	14.03.2023	3	3	100.00
59	Empowered Committee for Procurement	18.03.2023	3	3	100.00
60	Separate Meeting of Independent Directors	28.03.2023	3	3	100.00

**Details of Foreign institutional investors' (FIIs) holding shares of the Company as on 31.03.2023**

<b>Name of the FII</b>	<b>Address</b>	<b>Date of Incorporation</b>	<b>Country of Incorporation</b>	<b>Number of shares held</b>	<b>% of share held</b>
AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			15657	0.00
AMERICAN CENTURY ETF TRUST- AVANTIS EMERGING MARKETS VALUE ETF	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			32956	0.01
DFA INTERNATIONAL VECTOR EQUITY FUND	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI			16301	0.00
GMO BENCHMARK - FREE FUND, A SERIES OF GMO TRUST	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI			24064	0.00
GMO IMPLEMENTATION FUND A SERIES OF GMO TRUST	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			18556	0.00
GOLDMAN SACHS INVESTMENTS (MAURITIUS) I LTD	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			126474	0.02
SSGA SPDR ETFs EUROPE I PUBLIC LIMITED COMPANY - SPDR MSCI EMERGING MARKETS SMALL CAP UCITS ETF	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25, MAHATMA GANDHI ROAD FORT, MUMBAI			20879	0.00
AMERICAN CENTURY ETF TRUST- AVANTIS EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			271263	0.00
CC&L Q EMERGING MARKETS EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			4374	0.00
DFA INTERNATIONAL CORE EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR			37491	0.01

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of share held
	23-25 MAHATMA GANDHI ROAD FORT, MUMBAI				
DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI			95234	0.02
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			457833	0.08
EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			51787	0.01
ISHARES MSCI EM SMALL CAP UCITS ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			36108	0.01
NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL CAP INDEX FUND- NON LENDING	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			131661	0.02
SEGALL BRYANT & HAMILL EMERGING MARKETS FUND, LP	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			31656	0.01
THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI			520795	0.09
WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			39338	0.01
AIDOS INDIA FUND LTD	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			20000	0.00

<b>Name of the FII</b>	<b>Address</b>	<b>Date of Incorporation</b>	<b>Country of Incorporation</b>	<b>Number of shares held</b>	<b>% of share held</b>
BOFA SECURITIES EUROPE SA	ICICI BANK LTD SMS DEPT 1ST FLOOR EMPIRE COMPLEX 414 S B MARG LOWER PAREL MUMBAI			757	0.00
CITY OF NEW YORK GROUP TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C- 54 AND C-55, BKC BANDRA - EAST, MUMBAI			346312	0.06
CUSTODY BANK OF JAPAN, LTD. RE: SMTB AXA IM EMERGING SMALL CAP EQUITY MOTHER FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI			70767	0.01
DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI			217724	0.04
EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAIDG)	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C- 54 AND C-55, BKC BANDRA - EAST, MUMBAI			1922250	0.35
EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C- 54 AND C-55, BKC BANDRA - EAST, MUMBAI			107630	0.02
EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C- 54 AND C-55, BKC BANDRA - EAST, MUMBAI			52545	0.01
JOHN HANCOCK FUNDS II EMERGING MARKETS FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C- 54 AND C-55, BKC BANDRA - EAST, MUMBAI			12255	0.00
NORTHERN TRUST COLLECTIVE EMERGING MARKETS EX CHINA INVESTABLE MARKET INDEX FUND - NON-LENDING	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C- 54 AND C-55, BKC BANDRA - EAST, MUMBAI			3349	0.00



Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of share held
SPDR S&amp;P EMERGING MARKETS SMALL CAP ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI			131145	0.02
AXA ROSENBERG EQUITY ALPHA TRUST - AXA ROSENBERG ALL COUNTRY ASIA PACIFIC EX-JAPAN SMALL CAP ALPHA FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			426053	0.08
CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			44344	0.01
EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			76478	0.01
EMERGING MARKETS SUSTAINABILITY CORE EQUITY FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			3421	0.00
ISHARES MSCI INDIA SMALL-CAP ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			162209	0.03
QUADRATURE CAPITAL VECTOR SP LIMITED	JPMORGAN CHASE BANK N.A., INDIA SUB CUSTODY, 6th FLOOR, PARADIGM B, MINDSPACE, MALAD W, MUMBAI			486464	0.09
STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI			378011	0.07
STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI			50196	0.01

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of share held
WORLD ALLOCATION 60/40 FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			21090	0.00
COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			60963	0.01
DIMENSIONAL EMERGING MARKETS SUSTAINABILITY CORE 1 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			696	0.00
DIMENSIONAL EMERGING MARKETS VALUE ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			59110	0.01
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI			381597	0.07
PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI			59476	0.01
STATE STREET EMERGING MARKETS SMALL CAP ACTIVE NON-LENDING QIB COMMON TRUST FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI			1209171	0.22
STATE STREET GLOBAL ADVISORS LUXEMBOURG SICAV - STATE STREET EMERGING MARKETS SMALL CAP ESG SCREENED EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			228384	0.04
UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF BAYVK A3-FONDS	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST MUMBAI			971644	0.18

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of share held
WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			55235	0.01

**For Rashtriya Chemicals and Fertilizers Limited**

**(J. B. Sharma)**  
**Executive Director**  
**(Legal & Company Secretary)**

# Rashtriya Chemicals And Fertilizers Limited

Details of shares/debentures transfers 01/04/2022 To 31/03/2023

from  
(in case of the first return at any time since the incorporation of the Company)

Closure Date : 31-03-2022

Transfer Date	Type	Shares / Deben tures	Amount Per Shares / Debentures	Transferor		Transferee	
				Folio	Name	Folio	Name
17/10/2022	1	100	000010	00000220	MADHU YOGESH KATARIYA	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	100	000010	00000360	MADHU YOGESH KATARIYA	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	4700	000010	00000890	STRONG STEEL LIMITED	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	200	000010	00001092	LATA S ULLAL	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	500	000010	00001629	SANJAY K VIDWANS	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	100	000010	00002669	UJWALA SANJAY SAKHALKAR	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	200	000010	00002731	VISHAL AGARWAL	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	200	000010	00002856	LINUS D'SOUZA	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	200	000010	00002878	NAVEEN KUMAR	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	400	000010	00003242	LALITMANI PRIVATE LTD	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	800	000010	00003324	RAMA KANT BERIWALA	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	200	000010	00003325	RAKESH ISHWARLAL DESAI	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	100	000010	00003970	MANJU BHUTERIA	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	100	000010	00004500	ANNIE PINTO	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	100	000010	00005630	BALAWANT NANA HANCHE	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs

# Rashtriya Chemicals And Fertilizers Limited

Details of shares/debentures transfers 01/04/2022 To 31/03/2023

from  
(in case of the first return at any time since the incorporation of the Company)

Closure Date : 31-03-2022

Transfer Date	Type	Shares / Debentures	Amount Per Shares / Debentures	Folio	Transferor Name	Folio	Transferee Name
17/10/2022	1	500	000010	00007164	PANKAJ KUMAR AGARWAL	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	100	000010	00007185	OPINDER SINGH	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	100	000010	00007686	NARAYAN SHANKAR CHAVAN	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	200	000010	00008212	UMAKANT DATTATRAY KULKARNI	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs
17/10/2022	1	200	000010	00008594	YATIN NANDEDKAR	IEPF2017	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs

## Rashtriya Chemicals and Fertilizers Limited

List of 6.59% Listed Secured Non Convertible Debentureholders (RCF Series I- 2020, ISIN: INE027A07012) as on 31.03.2023

First Name	Middle Name	Last Name	DP ID	CLIENT ID	Number of debentures	Total amount of debentures
BANK OF INDIA			IN300749	10000012	2000.00	2000000000
THE FEDERAL BANK LIMITED			IN301516	10000012	500.00	500000000
STATE BANK OF INDIA			IN303786	10000023	2000.00	2000000000
SBI DFHI LIMITED	-		IN303786	10000375	500.00	500000000

## Rashtriya Chemicals and Fertilizers Limited

List of 6.59% Listed Unsecured Non Convertible Debentureholders (RCF Series I- 2022, ISIN: INE027A08010 as on 31.03.2023)

First Name	Middle Name	Last Name	DP ID	CLIENT ID	Number of debentures	Total amount of debentures
KOTAK MAHINDRA BANK LIMITED			IN302814	10025816	2500.00	2500000000
ADITYA BIRLA SUN LIFE INSURANCE	COMPANY LIMITED		IN300167	10007362	250.00	2500000000
BANK OF MAHARASHTRA			IN300386	10000287	250.00	2500000000

## ANNEXURE A

### EXPLANATION OR COMMENTS BY THE BOARD ON SECRETARIAL AUDIT REPORT

M/s. Bhandari and Associates, Practising Company Secretaries, Secretarial Auditor of the Company has made the following observations in their Secretarial Audit Report:

- a) The Board of Directors comprised of eight Directors, constituting of three Executive Directors (including the Chairman & Managing Director); two Nominee Directors (non-executive) and three Independent Directors including Independent Woman Director. As per Regulation 17(1) of the Listing Regulations and DPE Guidelines on Corporate Governance for Central Public Sector Enterprises, the Chairman being an Executive Director, at least half of the Board of Directors should be comprised of Independent Directors. Thus, the Company did not have the requisite number of Independent Directors on its Board. In this regard, National Stock Exchange of India Ltd. ("NSE") and BSE Limited ("BSE") had levied fines of Rs. 17, 58, 200/- each.
- b) The Nomination and Remuneration Committee (NRC) comprised of two directors constituting of one Independent Director and one Nominee Director (non-executive) for the period from August 12, 2022 upto September 27, 2022. As per Regulation 19(1)(a) of the Listing Regulations and section 178 of the Act, the committee shall comprise of at least three directors and as per Regulation 19(1)(c) of the Listing Regulations, at least two-thirds of the directors shall be independent directors. Thus, the listed entity did not have three directors in NRC and further, two-thirds of the directors were not independent directors for the aforesaid period.
- c) The Company has conducted the 4th Risk Management Committee (RMC) meeting on March 05, 2022 and 5th RMC meeting on September 27, 2022 i.e., at a gap of 206 days between two consecutive meetings. As per Regulation 21 of the Listing Regulations, the meetings of the RMC shall be conducted in such a manner that on a continuous basis, not more than one hundred and eighty days shall elapse between any two consecutive meetings. Thus, the gap between two consecutive meetings of the RMC was beyond the prescribed timelines.
- d) The Company has submitted the disclosure of related party transactions for half year ended March 31, 2022 to the Stock Exchanges on June 06, 2022 and has intimated the disclosure of financial results on May 27, 2022. However, being an equity and high value debt listed entity, the disclosure of related party transactions was required to be given along with the disclosure of financial results. Thus, the disclosure was given beyond the timelines specified under Regulation 23(9) of the Listing Regulations.



**Explanations on observations made by Secretarial Auditors is as under:**

- a. Your Company is a Central Public Sector Undertaking under the Administrative control of the Ministry of Chemicals and Fertilizers, Department of Fertilizer, Government of India and its Directors on the Board are nominated / appointed by the President of India. The Company is continuously pursuing with the Government of India for the appointment of requisite number of Independent Directors on the Board in order to comply with the provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.
- b. Shri Kashee Nath Akela, who is member of Nomination and Remuneration Committee ceased to be Independent Director of the Company on August 12, 2022. Subsequently, Nomination and Remuneration Committee was reconstituted by the Board of Directors on September 27, 2022 in line with Regulation 19 of SEBI Listing Regulations. Further, Nomination and Remuneration Committee did not meet during period from 12.08.2022 to 27.09.2022
- c. There has been inadvertent lapse in the timeline for conducting the Risk Management Committee meeting. Going forward company will adhere to the statutory timelines
- d. Since the comments made by Secretarial Auditor are in the nature of factual statement, Company does not have any comments to offer on the same.

**For Rashtriya Chemicals and Fertilizers Limited**

**(J. B. Sharma)**  
**Executive Director**  
**(Legal & Company Secretary)**



सत्यमेव जयते

**GOVERNMENT OF INDIA**  
**MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies  
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

DATED : 25-09-2023

IN THE MATTER OF M/S RASHTRIYA CHEMICALS AND FERTILIZERS LIMI CIN  
I.24110MH1978GOI020185  
AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2023 and the Annual general meeting of the company is due to be held on 30-09-2023 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN F63758320 on 01-09-2023 requesting for an extension of time for the purpose of holding AGM on the following grounds

Three months allowed

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 03 months 0 days is considered.

**ORDER**

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 03 months 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.

DS MINISTRY  
OF CORPORATE  
AFFAIRS 4

Digitally signed by DS Ministry of Corporate Affairs 4  
DN: cn=Ministry of Corporate Affairs, o=Ministry of Corporate Affairs, ou=Ministry of Corporate Affairs, email=ds@ministryofcorporateaffairs.gov.in, c=IN  
Reason: I have signed in the secure and integrity of this document  
Date: 2023.09.25 12:04:23 +05'30'

Yours faithfully,  
BENUDHAR MISHRA

Registrar of Companies  
RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office:

RASHTRIYA CHEMICALS AND FERTILIZERS LIMI  
PRIYADASHANI, EASTERN EXPRESS HIGHWAY,, SION,, MUMBAI- 400  
022., Maharashtra, India, 400022



**Note:** This letter is to be generated only when the application is approved by RoC office