



Registered Office: "Priyadarshini", Eastern Express Highway Sion, Mumbai - 400 022.
Phone: 022-24045024, **Fax:** 022 24045022; **Email Id:** investorcommunications@rcfltd.com
Website: www.rcfltd.com, **CIN :** L24110MH1978GOI020185

NOTICE OF 41ST ANNUAL GENERAL MEETING

Notice is hereby given that the 41st Annual General Meeting of the members of Rashtriya Chemicals and Fertilizers Limited will be held on Tuesday, the 24th September, 2019 at 3.00 p.m. at "Sivaswamy Auditorium", The Fine Arts Society, Fine Arts Chowk, RC Marg, Chembur, Mumbai- 400 071 to transact the business as provided in the AGM notice dated 12th August, 2019.

The Notice setting out the business to be transacted at the meeting and Annual Report, of the Company for the financial year 2018-19 has been dispatched to those members whose email ids is not registered with the Company and also to those, who have requested for physical copy of Annual Report, at their registered address. The notice of AGM and the Annual Report has been sent electronically to those members whose email address registered and have not opted to receive the documents in physical form. The dispatch of the notice and the annual report has been completed on 31st August, 2019.

The Annual Report is also hosted on the website of the Company www.rcfltd.com. Any member who has not received the Annual Report or who has become a member of the Company after the dispatch of Annual Report and wishes to have a physical copy of the Annual Report may write to the Company and the same would be provided free of cost.

Proxy - A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on behalf of member. Such a proxy need not be a member of the Company. Proxies, in order to be valid and effective, must be delivered at the registered office of the Company duly filled, stamped & signed not later than 48 hours before the commencement of the meeting.

Book closure and Payment of Dividend – Notice is also hereby given that pursuant to Section 91 of the Companies Act 2013, Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, the 18th September, 2019 to Tuesday, the 24th September, 2019 (both days inclusive) for the purpose of ascertaining the eligibility of members for payment of equity dividend for the financial year ended 31.03.2019 and for the purpose of 41st Annual General Meeting of the Company. Equity Dividend @ Rs.0.77 per share, after declaration at the AGM, would be paid to those members whose name appears in the Register of Members / BENPOS as at the close of working hours on Tuesday, 17th September, 2019.

E-Voting - Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the Company is offering e-voting facility to its members. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide e-voting facility to the members. The details are as under:

- The Company has fixed 17th September, 2019 as the 'Cut Off' date to ascertain the eligibility of members for e-voting.
- The members, whose names appear in the Register of Members / list of Beneficial Owners as on the cutoff date i.e. 17th September, 2019 are entitled to avail facility of remote e-voting as well as voting in the AGM. In case of persons become the member of the Company after the despatch of AGM Notice but on or before the cut-off date, should follow the same procedure for e-Voting as mentioned in the Notice of the company.
- The e-voting would commence on Friday, the 20th September, 2019 (9.00 a.m. IST) and ends on Monday, the 23rd September, 2019 (5.00 p.m. IST), during which period the members may cast their vote electronically. Thereafter, the e-voting module shall be disabled by CDSL.
- Voting through ballot paper shall also be made available to those members who attend the AGM and have not already cast their vote by e-voting.
- The members who have cast their vote by remote e-voting may attend the AGM but shall not be entitled to cast their vote again; and
- A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.

Scrutinizer – The Company has appointed Shri Bhumitra V. Dholakia, M/s. Dholakia and Associates LLP, a Practising Company Secretary as Scrutinizer and in his absence, Shri Nrupang Dholakia, M/s. Dholakia and Associates LLP, a Practising Company Secretary to scrutinize the e-voting and poll process in a fair and transparent manner.

Results - The Results on resolutions shall be declared within 48 hours of the conclusion of the AGM of the Company. The results declared along with the scrutinizer's report shall be placed on the Company's website (www.rcfltd.com) and also on the website of CDSL (www.evotingindia.com) for information of the members and would also be communicated to the Stock Exchanges.

Contact Details - In case of any queries / grievances relating to e-voting, members may contact at the following address:

Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatal Mill Compounds, N M Joshi Marg, Lower Parel (E), Mumbai – 400013.; Phone number: 1800225533; Email id: helpdesk.evoting@cdslindia.com

This public notice is also available on the Company's website (www.rcfltd.com) and the website of CDSL (www.evotingindia.com).

The documents pertaining to the items of the business to be transacted in the AGM are open for inspection at the Registered office of the Company during the normal working hours from Monday to Saturday, upto the date of Annual General Meeting of the Company.

For Rashtriya Chemicals and Fertilizers Limited
Sd/-

[J. B. Sharma]

Company Secretary

M. No.: FCS 5030

Place: Mumbai

Date: 3rd September, 2019