

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	The 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 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM 23/12/2022

(b) Due date of AGM 30/09/2022

(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 F23412034

Pre-fill

(e) Extended due date of AGM after grant of extension 30/12/2022

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			
Equity shares						
At the beginning of the year	1,030,690	550,657,410	551688100			
Increase during the year	0	0	0	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						
Decrease during the year	0	0	0	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						
	shares dematted					
At the end of the year	1,030,690	550,657,410	551688100	0	0	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	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				0	0	
Decrease during the year	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				0	0	
Nil						
At the end of the year	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		<input style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>

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
Total			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
Non-convertible debentures	5,000	3,000	0	8,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	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
Total	<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

128,121,662,053

(ii) Net worth of the Company

38,892,257,635

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	
	Total	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	105,733,904	19.17	0	
	(ii) Non-resident Indian (NRI)	3,343,678	0.61	0	
	(iii) Foreign national (other than NRI)	500	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	1,574,475	0.29	0	
4.	Banks	9,778	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	8,646,973	1.57	0	
7.	Mutual funds	110,623	0.02	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,527,342	1.36	0	
10.	Others	10,971,344	1.99	0	
	Total	137,918,617	25.01	0	0

Total number of shareholders (other than promoters)

230,007

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

230,008

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

49

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AJO EMERGING MARK +	CITIBANK N.A. CUSTODY SERVICES +			10,567	0
DIMENSIONAL EMERG +	CITIBANK N.A. CUSTODY SERVICES +			10,429	0
CITY OF NEW YORK GF +	HSBC SECURITIES SERVICES NESCC +			650,514	0.12
DFA INTERNATIONAL +	STANDARD CHARTERED BANK SEC +			16,301	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS (CITIBANK N.A. CUSTODY SERVICES				1,214,658	0.22
LOS ANGELES CITY EM (CITIBANK N.A. CUSTODY SERVICE				20,661	0
THE BOEING COMPAN (CITIBANK N.A. CUSTODY SERVICES				31,274	0.01
WISDOMTREE INDIA IN (CITIBANK N.A. CUSTODY SERVICES				360,605	0.07
ACADIAN EMERGING I (DEUTSCHE BANK AG, DB HOUSE M				711,725	0.13
CUSTODY BANK OF JA (HSBC SECURITIES SERVICES NESCC				124,393	0.02
DIMENSIONAL FUNDS (DEUTSCHE BANK AG, DB HOUSE M				16,054	0
THE BOMBARDIER TRU (STANDARD CHARTERED BANK SEC				117,824	0.02
THE EMERGING MARK (CITIBANK N.A. CUSTODY SERVICES				598,796	0.11
AMERICAN CENTURY I (DEUTSCHE BANK AG, DB HOUSE F				323	0
DFA INTERNATIONAL (STANDARD CHARTERED BANK SEC				37,491	0.01
DIMENSIONAL WORLE (CITIBANK N.A. CUSTODY SERVICES				95,234	0.02
EMERGING MARKETS (DEUTSCHE BANK AG, DB HOUSE M				51,787	0.01
MORGAN STANLEY AS (CITIBANK N.A. CUSTODY SERVICES				135,852	0.02
OREGON PUBLIC EMP (DEUTSCHE BANK AG, DB HOUSE M				19,349	0
PUBLIC EMPLOYEES RI (HSBC SECURITIES SERVICES NSECC				475,568	0.09
TEACHERS' RETIREME (CITIBANK N.A. CUSTODY SERVICES				315,077	0.06
ALASKA PERMANENT (DEUTSCHE BANK AG DB HOUSE M				82,671	0.02
AMERICAN CENTURY I (DEUTSCHE BANK AG, DB HOUSE M				7,086	0
AMERICAN CENTURY I (DEUTSCHE BANK AG, DB HOUSE, M				42,443	0.01
EMERGING MARKETS (CITIBANK N.A. CUSTODY SERVICES				22,775	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)	230,286	230,007
Debenture holders	4	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
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	4	3	4	4	0	0
(i) Non-Independent	4	0	4	0	0	0
(ii) Independent	0	3	0	4	0	0
C. Nominee Directors representing	0	2	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	2	0	1	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	4	5	4	5	0	0

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

11

(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)
Mr.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)
Mr. K. U. Thankachen	06946476	Whole-time director	0	01/08/2022
Ms Nazhat J. Shaikh	07348075	Whole-time director	100	
Mr. Milind M. Deo	08715250	Whole-time director	0	
Ms Aparna S. Sharma	07798544	Nominee director	0	
Smt. Shashi Bala Bharti	08770477	Director	0	
Mr. Chandra Bhushan F	09407412	Director	0	
Mr. Kashee Nath Akela	09410361	Director	0	12/08/2022
Mr. Gopinathan Nair An	09447818	Director	0	
Ms Nazhat J. Shaikh	AHHP59805R	CFO	0	
Mr. Jai Bhagwan Sharm	ACVPC7925R	Company Secretary	0	

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

9

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)
Mr. Chandra Bhushan F	09407412	Additional director	29/11/2021	Appointment
Ms Nazhat J. Shaikh	07348075	Additional director	01/12/2021	Appointment
Mr. Kashee Nath Akela	09410361	Additional director	01/12/2021	Appointment
Mr. Gopinathan Nair An	09447818	Additional director	27/12/2021	Appointment
Mr. Milind M. Deo	08715250	Additional director	27/12/2021	Appointment
Ms Nazhat J. Shaikh	AHHP59805R	CFO	04/01/2022	Appointment
Ms Alka Tiwari	03502306	Nominee director	15/01/2022	Cessation
Mr Anil Kumar Singh	08382601	Director	07/03/2022	Cessation
Dr. Shambhu Kumar	07368172	Director	07/03/2022	Cessation

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

1

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	28/10/2021	238,574	70	75.05

B. BOARD MEETINGS

*Number of meetings held

16

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/04/2021	9	7	77.78
2	12/05/2021	9	8	88.89
3	27/05/2021	9	8	88.89
4	23/06/2021	8	6	75
5	23/07/2021	8	7	87.5
6	12/08/2021	8	7	87.5
7	09/09/2021	8	7	87.5
8	24/09/2021	8	7	87.5
9	05/10/2021	8	6	75
10	22/10/2021	8	6	75
11	28/10/2021	8	6	75
12	10/11/2021	8	6	75

C. COMMITTEE MEETINGS

Number of meetings held

58

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	27/05/2021	4	4	100
2	Audit Committee	23/07/2021	4	4	100

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
3	Audit Committee	12/08/2021	4	4	100
4	Audit Committee	05/10/2021	4	3	75
5	Audit Committee	10/11/2021	4	3	75
6	Audit Committee	04/01/2022	4	3	75
7	Audit Committee	10/02/2022	4	4	100
8	CSR Committee	28/04/2021	3	3	100
9	CSR Committee	23/06/2021	3	2	66.67
10	Nomination and Remuneration Committee	20/04/2021	4	3	75

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	Mr.S C Mudge	16	16	100	45	45	100	
2	Mr. K. U. Thar	16	16	100	37	37	100	
3	Ms Nazhat J. S	3	3	100	8	8	100	
4	Mr. Milind M. D	3	3	100	5	5	100	
5	Ms Aparna S.	16	8	50	18	8	44.44	
6	Smt. Shashi B	16	16	100	15	15	100	
7	Mr. Chandra E	3	3	100	1	1	100	
8	Mr. Kashee Na	3	2	66.67	1	1	100	
9	Mr. Gopinatha	3	3	100	1	1	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

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. S. C. Mudgerika	Chairman & Mar	6,711,156	0	0	629,042	7,340,198
2	Mr. Sudhir D. Panaj	Whole time Dire	6,406,757	0	0	98,138	6,504,895
3	Mr. Umesh Dongre	Whole time Dire	4,849,221	0	0	500,871	5,350,092
4	Mr. K. U. Thankach	Whole time Dire	6,267,832	0	0	535,068	6,802,900
5	Ms Nazhat J. Shaikl	Whole time Dire	1,612,059	0	0	155,608	1,767,667
6	Mr. Milind M. Deo	Whole time Dire	1,276,385	0	0	149,861	1,426,246
	Total		27,123,410	0	0	2,068,588	29,191,998

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Umesh Dongre	CFO	4,849,221	0	0	500,871	5,350,092
2	Ms Nazhat J. Shaikl	CFO	1,612,059	0	0	155,608	1,767,667
3	Mr. Jai Bhagwan Sh	Company Secre	4,275,710	0	0	430,855	4,706,565
	Total		10,736,990	0	0	1,087,334	11,824,324

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Prof. Anil Kumar Sir	Independent Dir	0	0	0	1,160,000	1,160,000
2	Dr. Shambhu Kuma	Independent Dir	0	0	0	1,010,000	1,010,000
3	Smt. Shashi Bala Bl	Independent Dir	0	0	0	885,000	885,000
4	Mr. Chandra Bhush	Independent Dir	0	0	0	120,000	120,000
5	Shri Kashee Nath A	Independent Dir	0	0	0	90,000	90,000
6	Shri Gopinathan Na	Independent Dir	0	0	0	120,000	120,000
	Total		0	0	0	3,385,000	3,385,000

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

S. N. Bhandari

Whether associate or fellow

Associate Fellow

Certificate of practice number

366

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:

1. 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.
2. 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

List of attachments

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 2021-22

B. BOARD MEETINGS

Sr. No.	Date of Meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of members attended	% of attendance
13	29/11/2021	8	6	75.00
14	04/01/2022	12	10	83.33
15	10/02/2022	11	10	90.91
16	05/03/2022	11	11	100.00

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS OF RASHTRIYA CHEMICALS AND FERTILIZERS LIMITED DURING THE FINANCIAL YEAR 2021-22

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	31/05/2021	5	4	80.00
12	Nomination and Remuneration Committee	23/07/2021	5	5	100.00
13	Nomination and Remuneration Committee	08/09/2021	5	5	100.00
14	Nomination and Remuneration Committee	24/09/2021	5	5	100.00
15	Nomination and Remuneration Committee	22/10/2021	5	4	80.00
16	Nomination and Remuneration Committee	29/11/2021	5	4	80.00
17	Nomination and Remuneration Committee	04/01/2022	5	4	80.00
18	Nomination and Remuneration Committee	05/03/2022	5	4	80.00
19	Share Transfer Committee	27/10/2021	3	3	100.00
20	Share Transfer Committee	17/11/2021	3	3	100.00
21	Stakeholders Relationship Committee	12/05/2021	3	3	100.00
22	Stakeholders Relationship Committee	10/11/2021	3	3	100.00
23	Risk Management Committee	29/11/2021	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
24	Risk Management Committee	05/03/2021	4	3	75.00
25	Debenture Allotment Committee	31/01/2022	4	4	100.00
26	Empowered Committee for Procurement of Urea on Government Account	01/06/2021	4	4	100.00
27	Empowered Committee for Procurement of Urea on Government Account	30/06/2021	4	4	100.00
28	Empowered Committee for Procurement of Urea on Government Account	12/07/2021	4	4	100.00
29	Empowered Committee for Procurement of Urea on Government Account	28/07/2021	4	4	100.00
30	Empowered Committee for Procurement of Urea on Government Account	07/10/2021	4	4	100.00
31	Empowered Committee for Procurement of Urea on Government Account	03/11/2021	4	4	100.00
32	Empowered Committee for Procurement	21/04/2021	4	4	100.00
33	Empowered Committee for Procurement	14/05/2021	4	4	100.00
34	Empowered Committee for Procurement	17/05/2021	4	4	100.00
35	Empowered Committee for Procurement	19/05/2021	4	4	100.00
36	Empowered Committee for Procurement	24/06/2021	3	3	100.00
37	Empowered Committee for Procurement	05/07/2021	3	3	100.00
38	Empowered Committee for Procurement	12/07/2021	3	3	100.00
39	Empowered Committee for Procurement	28/07/2021	3	3	100.00
40	Empowered Committee for Procurement	18/08/2021	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
41	Empowered Committee for Procurement	07/09/2021	3	3	100.00
42	Empowered Committee for Procurement	15/09/2021	3	3	100.00
43	Empowered Committee for Procurement	16/09/2021	3	3	100.00
44	Empowered Committee for Procurement	17/09/2021	3	3	100.00
45	Empowered Committee for Procurement	23/09/2021	3	3	100.00
46	Empowered Committee for Procurement	24/09/2021	3	3	100.00
47	Empowered Committee for Procurement	11/10/2021	3	3	100.00
48	Empowered Committee for Procurement	06/11/2021	3	3	100.00
49	Empowered Committee for Procurement	09/11/2021	3	3	100.00
50	Empowered Committee for Procurement	06/12/2021	3	3	100.00
51	Empowered Committee for Procurement	07/12/2021	3	3	100.00
52	Empowered Committee for Procurement	17/12/2021	3	3	100.00
53	Empowered Committee for Procurement	05/01/2022	4	4	100.00
54	Empowered Committee for Procurement	21/01/2022	4	4	100.00
55	Empowered Committee for Procurement	22/02/2022	4	4	100.00
56	Empowered Committee for Procurement	23/02/2022	4	4	100.00
57	Empowered Committee for Procurement	31/03/2022	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
58	Separate Meeting of Independent Directors	05/03/2022	6	6	100.00

Details of Foreign institutional investors' (FIIs) holding shares of the Company as on 31.03.2022

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of share held
EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS PLC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			86285	0.0156
INTEGRATED CORE STRATEGIES ASIA PTE LTD	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI			30772	0.0056
SA EMERGING MARKETS VALUE FUND	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			16695	0.0030
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	0.0071
AMERICAN CENTURY ETF TRUST- AVANTIS EMERGING MARKETS VALUE ETF	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI			11906	0.0022
DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS VALUE TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			58989	0.0107
DIMENSIONAL EMERGING MARKETS VALUE FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			991792	0.1798
JOHN HANCOCK VARIABLE INSURANCE TRUST EMERGING MARKETS VALUE TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			10276	0.0019
QUADRATURE CAPITAL VECTOR SP LIMITED	JPMORGAN CHASE BANK N.A., INDIA SUB CUSTODY, 6th FLOOR, PARADIGM B, MINDSPACE, MALAD W, MUMBAI			520185	0.0943

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of share held
STATE OF WISCONSIN INVESTMENT BOARD - ACADIANEMERGING EQUITY	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI			136961	0.0248
TRINITY OPPORTUNITY FUND I	ICICI BANK LTD SMS DEPT 1ST FLOOR EMPIRE COMPLEX 414 S B MARG LOWER PAREL MUMBAI MAHARASHTRA			2000	0.0004
UTAH STATE RETIREMENT SYSTEMS	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			8791	0.0016
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	0.0195
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	0.0095
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	0.0022
MISSOURI LOCAL GOVERNMENT EMPLOYEES RETIREMENT SYSTEM	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			122881	0.0223
WISDOM TREE ISSUER PLC - WISDOM TREE EMERGING MARKETS SMALLCAP DIVIDEND UCITS ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			14848	0.0027
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	0.0100

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of share held
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	0.0080
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	0.0139
EMERGING MARKETS EX CHINA 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			26830	0.0049
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	0.0006
SPDR S&P EMERGING MARKETS SMALL CAP ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI			128878	0.0234
WISDOMTREE EMERGING MARKETS SMALLCAP DIVIDEND FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI			918181	0.1664

Rashtriya Chemicals And Fertilizers Limited

Details of shares/debentures transfers from

01/04/2021 To 31/03/2022

Closure Date :

31-03-2021

TRANSFER DATE	TYPE	SH/DB	AMTPERSH	FOLIO	SELLER NAME	FOLIO	BUYER NAME
11/11/2021	1	1500	000010	IEPF2017	Investior Education A	CD000001	CDSL
11/11/2021	1	100	000010	00000748	AMIR NIZAM	IEPF2017	IEPF2017
11/11/2021	1	300	000010	00002495	GIRISH SHRIDHARRAO P	IEPF2017	IEPF2017
11/11/2021	1	100	000010	00002877	RAJESH HARILAL MEHTA	IEPF2017	IEPF2017
11/11/2021	1	200	000010	00003089	SUNETRA MAHENDRA KAM	IEPF2017	IEPF2017
11/11/2021	1	200	000010	00003770	PATIL SUREKHA SHASHI	IEPF2017	IEPF2017
11/11/2021	1	100	000010	00005271	RAMSURAT R VERMA	IEPF2017	IEPF2017
11/11/2021	1	100	000010	00005733	NARESHBHAI KESHUBHAI	IEPF2017	IEPF2017
11/11/2021	1	200	000010	00006918	VIVEK SHARMA	IEPF2017	IEPF2017
11/11/2021	1	100	000010	00008622	DEEPA HEMRAJANI	IEPF2017	IEPF2017
11/11/2021	1	100	000010	00008731	TULSIBHAI B DUNGRANI	IEPF2017	IEPF2017
07/12/2021	1	500	000010	00003145	ARUN J SHAH	CD000001	CENTRAL DEPOSITORY S
27/12/2021	1	100	000010	00000226	NIRMALA A RAKA	CD000001	CENTRAL DEPOSITORY S
31/12/2021	1	200	000010	00005595	HOMI LOVJI BHARUCHA	CD000001	CENTRAL DEPOSITORY S
11/02/2022	1	500	000010	00006991	DEEPAK P SELARKA	CD000001	CENTRAL DEPOSITORY S

Rashtriya Chemicals and Fertilizers Limited

List of 6.59% Listed Secured Non Convertible Debentureholders (RCF Series I- 2020, ISIN: INE027A07012) as on 31.03.2022

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 31.03.2022

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 nine Directors, constituting of four Executive Directors (including the Chairman & Managing Director); one Nominee Director (non-executive) and four 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.
- b) The Stakeholders Relationship Committee (SRC) comprised of two directors (including one Independent Director) for the period December 01, 2021 to March 06, 2022 and it comprised of one director (executive director) from March 07, 2022 to March 29, 2022. As per Regulation 20(2A) of the Listing Regulations, at-least three directors with at least one being an independent director, shall be members of the Committee. Thus, the Company did not have requisite number of Directors in the SRC for the said periods.
- c) The Corporate Social Responsibility Committee (CSR) comprised of two directors (including one Independent Director) for the period December 01, 2021 to March 06, 2022 and it comprised of one Director (nominee director) for the period March 07, 2022 to March 29, 2022. As per the act, the committee should be comprised of at least three directors, out of which at least one director shall be an independent director. Thus, the constitution of the CSR Committee was not as per the provisions of the Act for the said periods.
- d) The Company has intimated the disclosure of related party transactions for half year ended September 30, 2021 as required under Regulation 23(9) of the Listing Regulations on December 08, 2021 and it has disclosed financial results on November 10, 2021. 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.
- e) The Company has fixed the record date for payment of interest on Debentures having ISIN INE027A07012 as July 16, 2021 and the same was intimated to stock exchange(s) on July 12, 2021. Thus, the intimation

of record date was not given at least seven working days in advance as required under Regulation 60 of the Listing Regulations.

- f) The Company has appointed the Chief Financial Officer (CFO), Key Managerial Personnel of the Company on January 04, 2022 and the same was intimated to the stock exchange(s) on January 07, 2022. Thus, the Company has not intimated the appointment of CFO within twenty-four hours of occurrence of event as required under Regulation 30 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. Dr. Shambhu Kumar, who is Chairperson of Stakeholders Relationship Committee ceased to be Independent Director of the Company on completion of his term on March 7, 2022. Subsequently, Stakeholders Relationship Committee was reconstituted by the Board of Directors on March 30, 2022 in line with Regulation 20 of SEBI Listing Regulations. Further, Stakeholders Relationship Committee did not meet during period on 07.03.2022 to 29.03.2022.
- c. Shri Umesh Dongre, who is member of CSR Committee & Prof. Anil Kumar Singh, who is Chairperson of CSR Committee ceased to be Directors on the Board w.e.f. December 1, 2021 & March 7, 2022 respectively. Subsequently, CSR Committee was reconstituted by the Board of Directors on March 30, 2022 in line with Section 135 of the Companies Act, 2013. Further, CSR Committee did not meet during period on 01.12.2021 to 29.03.2022.
- d. e. & f. 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 : 09-09-2022

IN THE MATTER OF M/S RASHTRIYA CHEMICALS AND FERTILIZERS LIMICI
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 31-03-2022 and the Annual general meeting of the company is due to be held on 30-09-2022 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN F23412034 on 01-09-2022 requesting for an extension of time for the purpose of holding AGM on the following grounds

Approved

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 3 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 3 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 23 2
Digitally signed by DS MINISTRY OF
CORPORATE AFFAIRS 23 2
DN: cn=, o=MINISTRY OF
CORPORATE AFFAIRS, ou=MINISTRY OF
CORPORATE AFFAIRS 23 2, email=DS MINISTRY OF
CORPORATE AFFAIRS 23 2@DS MINISTRY OF
CORPORATE AFFAIRS 23 2, c=IN
Date: 2022.09.09 13:23:23 +05'30'

Yours faithfully,
Ajay Pawar

Registrar of Companies
RoC - Mumbai

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

RASHTRIYA CHEMICALS AND FERTILIZERS LIMICI
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

DRAFT
Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and
Rule 11(2) of Companies (Management and Administration) Rules, 2014]

We have examined the registers, records and books and papers of **RASHTRIYA CHEMICALS AND FERTILIZERS LIMITED** [CIN: L24110MH1978GOI020185] ('the Company') as required to be maintained under the Companies Act, 2013 ('the Act') and the rules made thereunder for the financial year ended on March 31, 2022.

In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
1. its status as a Public Limited Company, limited by shares;
 2. maintenance of registers/ records & making entries therein within the time prescribed therefore;
 3. the Company has filed the forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/ beyond the prescribed time, where applicable;
 4. calling, convening and holding meetings of Board of Directors and its committees and the meetings of the members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book / registers maintained for the purpose and the same have been signed. Further, the Company has not passed any resolution by postal ballot during the period under review;
 5. closure of register of Members / security holders, as the case may be;
 6. the Company has not given any advance or loan to its directors and/or persons or firms or companies referred in Section 185 of the Act;
 7. contracts/arrangements with related parties as specified in the provisions of section 188 of the Act;
 8. issue, allotment, transfer, transmission of securities/ and issuance of security certificates in all instances, wherever required; there were no conversion of shares/securities, buy back of securities/ redemption of debentures / alteration / or reduction of share capital and there were no preference shares in the Company. During the year the Company had redeemed commercial papers.
 9. there were no transactions necessitating the Company to keep in abeyance the right to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.

10. declaration and payment of dividend and transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution, appointment, re-appointments, retirement, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. There was no instance to fill any casual vacancies of the directors of the Company. The Stakeholders Relationship Committee (SRC) comprised of one member (executive director) from March 07, 2022 upto March 29, 2022. Further, the Corporate Social Responsibility Committee (CSR) comprised of two directors (including one independent director) for the period December 01, 2021 to March 06, 2022 and it comprised of one director (nominee director) for the period March 07, 2022 to March 29, 2022. Thus, the constitution of SRC and CSR committee was not as per the provisions of the Act for the said periods.
13. there is no instance of the casual vacancies of the auditor and the appointment and reappointment of auditors as per the provisions of section 139 of the Act;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. the Company has not accepted or renewed or repaid public deposits;
16. the Company has borrowed from Banks and the creation/ modification/ satisfaction of charges were made in that respect, wherever applicable. However, the Company has not borrowed from its directors, members and public financial institutions;
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. there was no alteration in the provisions of the Memorandum and Articles of Association of the Company.

For **Bhandari & Associates**

Company Secretaries

Firm Registration No: P1981MH043700

S. N. Bhandari

Partner

FCS No: 761; C P No.: 366

Mumbai |

ICSI UDIN -