

General information about company	
Scrip code	524230
NSE Symbol	RCF
MSEI Symbol	NOTLISTED
ISIN	INE027A01015
Name of the entity	Rashtriya Chemicias and Fertilizers Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							Yes	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Shriniwas Chandrashekhar Mudgerikar	ADDPM9488J	03498837	Executive Director	Chairperson	CEO-MD	17-12-1965
2	Ms	Nazhat Shaikh	AHHPS9805R	07348075	Executive Director	Not Applicable		27-03-1967
3	Mr	Chandra Bhushan Pandey	APLPP5017Q	09407412	Non-Executive - Independent Director	Not Applicable		12-04-1972
4	Mr	Gopinathan Nair Anilkumar	AAUPA4410A	09447818	Non-Executive - Independent Director	Not Applicable		28-09-1963
5	Ms	Aneeta C Meshram	AAVPC4293J	09781436	Non-Executive - Nominee Director	Not Applicable		08-12-1971
6	Mr	Sanjay Rastogi	AANPR1806N	07722405	Non-Executive - Nominee Director	Not Applicable		24-01-1967
7	Mr	Milind Madhukar Deo	ABEPD2501L	08715250	Executive Director	Not Applicable		07-09-1963

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

I. Composition of Board of Directors												
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-10-2019	30-12-2020			1	0	0	0		
2	NA		01-12-2021	23-12-2022			1	0	2	0		
3	NA		29-11-2021	23-12-2022	07-11-2023	36	0	0	0	0		
4	NA		27-12-2021	23-12-2022		36	1	1	2	2		
5	NA		13-11-2022	23-12-2022			1	0	1	0		
6	NA		21-02-2023	20-12-2023			1	0	0	0		
7	NA		01-12-2021	23-12-2022	01-10-2023		0	0	0	0		

Text Block	
Textual Information(1)	Mr. Chandra Bhushan Pandey (DIN:09407412) ceased to be Independent Director of the Company w.e.f. 7th November, 2023.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09447818	Gopinathan Nair Anilkumar	Non-Executive - Independent Director	Chairperson	30-03-2022		
2	07348075	Nazhat Shaikh	Executive Director	Member	09-11-2023		
3	09781436	Aneeta C Meshram	Non-Executive - Nominee Director	Member	09-11-2023		
4	09407412	Chandra Bhushan Pandey	Non-Executive - Independent Director	Member	22-06-2023	07-11-2023	Textual Information(1)
5	07722405	Sanjay Rastogi	Non-Executive - Nominee Director	Member	22-06-2023	09-11-2023	

Sr Text Block	
Textual Information(1)	Mr.Chandra Bhushan Pandey (DIN:09407412) ceased to be Independent Director of the Company w.e.f. 7th November, 2023.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09447818	Gopinathan Nair Anilkumar	Non-Executive - Independent Director	Chairperson	30-03-2022		
2	07348075	Nazhat Shaikh	Executive Director	Member	30-03-2022		
3	09781436	Aneeta C Meshram	Non-Executive - Nominee Director	Member	13-11-2022		
4	09407412	Chandra Bhushan Pandey	Non-Executive - Independent Director	Member	30-03-2022	07-11-2023	Textual Information(1)

Sr Text Block	
Textual Information(1)	Mr.Chandra Bhushan Pandey (DIN:09407412) ceased to be Independent Director of the Company w.e.f. 7th November, 2023.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09447818	Gopinathan Nair Anilkumar	Non-Executive - Independent Director	Chairperson	01-10-2023		
2	03498837	Shriniwas Chandrashekhar Mudgerikar	Executive Director	Member	01-10-2023		
3	07348075	Nazhat Shaikh	Executive Director	Member	30-03-2022		
4	09407412	Chandra Bhushan Pandey	Non-Executive - Independent Director	Member	30-03-2022	07-11-2023	Textual Information(1)
5	08715250	Milind Madhukar Deo	Executive Director	Member	30-03-2022	01-10-2023	

Sr Text Block	
Textual Information(1)	Mr. Chandra Bhushan Pandey (DIN:09407412) ceased to be Independent Director of the Company w.e.f. 7th November, 2023.

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03498837	Shriniwas Chandrashekhar Mudgerikar	Executive Director	Chairperson	01-10-2023		
2	07348075	Nazhat Shaikh	Executive Director	Member	30-03-2022		
3	09447818	Gopinathan Nair Anilkumar	Non-Executive - Independent Director	Member	01-10-2023		
4	09407412	Chandra Bhushan Pandey	Non-Executive - Independent Director	Member	30-03-2022	07-11-2023	Textual Information(1)
5	08715250	Milind Madhukar Deo	Executive Director	Member	30-03-2022	01-10-2023	

Sr Text Block

Textual Information(1)

Mr. Chandra Bhushan Pandey (DIN:09407412) ceased to be Independent Director of the Company w.e.f. 7th November, 2023.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09447818	Gopinathan Nair Anilkumar	Non-Executive - Independent Director	Chairperson	30-03-2022		
2	07348075	Nazhat Shaikh	Executive Director	Member	30-03-2022		
3	09781436	Aneeta C Meshram	Non-Executive - Nominee Director	Member	13-11-2022		
4	09407412	Chandra Bhushan Pandey	Non-Executive - Independent Director	Member	22-06-2023	07-11-2023	Textual Information(1)

Sr Text Block	
Textual Information(1)	Shri Chandra Bhushan Pandey (DIN:09407412) ceased to be Independent Director of the Company w.e.f. 7th November, 2023.

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)					
1	25-07-2023				Yes	7	5	2
2	11-08-2023		16		Yes	7	7	2
3	14-09-2023		33		Yes	7	5	2
4		31-10-2023	46		Yes	6	4	2
5		09-11-2023	8		Yes	5	3	1
6		10-11-2023	0		Yes	5	3	1

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)			
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	11-08-2023				Yes	3	3	2	0
2	Audit Committee	10-11-2023	90			Yes	3	2	1	0
3	Nomination and remuneration committee	11-08-2023				Yes	3	2	2	0
4	Nomination and remuneration committee	30-10-2023	79			Yes	3	2	2	0
5	Nomination and remuneration committee	10-11-2023	10			Yes	3	2	1	0
6	Corporate Social	11-08-2023				Yes	4	3	2	0

Responsibility Committee								
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Annexure 1										
IV. Meeting of Committees										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Corporate Social Responsibility Committee	14-09-2023	33			Yes	4	3	2	0

Text Block	
Textual Information(1)	<p>Mr. Milind Madhukar Deo (DIN: 08715250) superannuated from the services of the Company from September 30, 2023 (closure of business hours) and accordingly has ceased to be the Director (Technical) of the Company w.e.f. October 1, 2023 and Mr. Chandra Bhushan Pandey (DIN:09407412) ceased to be Independent Director of the Company w.e.f. 7th November, 2023.</p> <p>Pursuant to cessation of Mr. Milind Madhukar Deo and Mr.Chandra Bhushan Pandey the strength of the Board of Directors is 5 as on December 31,2023 comprising of 2 Executive Directors (Including Chairman), 2 Non-Executive Director and 1 Independent Directors. RCF is not able to comply with the requirement of 50% Independent Directors on its Board being Government Company under the administrative control of the Ministryof Chemicals and Fertilizers, the Directors are appointed by the Government. Company has been continuously following up with the Government for appointment of Independent Directors and it is given to understand that the Government is in the process of appointing requisite number of Independent Directors.</p> <p>So the Composition and Audit and Nomination Remuneration Committee of the company is not in place as per the requirment Regulation 18 and 19 of SEBI LODR for quarter ended December 31, 2023.</p>

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	J B Sharma
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	<p>Mr. Milind Madhukar Deo (DIN: 08715250) superannuated from the services of the Company from September 30, 2023 (closure of business hours) and accordingly has ceased to be the Director (Technical) of the Company w.e.f. October 1, 2023 and Mr. Chandra Bhushan Pandey (DIN:09407412) ceased to be Independent Director of the Company w.e.f. 7th November, 2023.</p> <p>Pursuant to cessation of Mr. Milind Madhukar Deo and Mr.Chandra Bhushan Pandey the strength of the Board of Directors was 5 as on December 31,2023 comprising of 2 Executive Directors (Including Chairman), 2 Non-Executive Director and 1 Independent Directors. RCF is not able to comply with the requirement of 50% Independent Directors on its Board being Government Company under the administrative control of the Ministryof Chemicals and Fertilizers, the Directors are appointed by the Government. Company has been continuously following up with the Government for appointment of Independent Directors and it is given to understand that the Government is in the process of appointing requisite number of Independent Directors.</p> <p>Accodngly, the composition of Audit and Nomination Remuneration Committee of the company is not in place as per the requirment Regulation 18 and 19 of SEBI LODR for quarter ended December 31, 2023.</p>

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

Signatory Details	
Name of signatory	J B Sharma
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	13-01-2024

