

जय भगवान शर्मा
कार्यपालक निदेशक
(विधी एवं कंपनी सचिव)

Jai Bhagwan Sharma
Executive Director
(Legal & Company Secretary)

**राष्ट्रीय केमिकल्स एण्ड
फर्टिलाइजर्स लिमिटेड**
(भारत सरकार का उपक्रम)

साथ बढें समृद्धि की ओर

“प्रियदर्शिनी”,
ईस्टर्न एक्सप्रेस हाइवे,
सायन, मुंबई - 400 022.



**RASHTRIYA CHEMICALS
AND FERTILIZERS LIMITED**

(A Government of India Undertaking)
Let us grow together

“Priyadarshini”,
Eastern Express Highway
Sion, Mumbai - 400 022.

CIN - L24110MH1978GOI020185

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RCF/CS/Stock Exchanges /2024

September 30, 2024

The Corporate Relations Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001.	The Listing Department National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra Kurla Complex, Bandra(East), Mumbai- 400 051.
Script Code: 524230 / 959872 / 973742/975890	Script Code: RCF EQ ISIN: INE027A07012 / INE027A08010/INE027A08028

Dear Sir/Madam,

Sub: Summary of the Proceedings of the 46th Annual General Meeting of the company held on September 30, 2024

Pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith summary of proceedings of the 46th Annual General Meeting (AGM) of the Company held through VC/OAVM on Monday, September 30, 2024. The AGM concluded at 4.05 pm.

This is for kind your information and record.

**Yours faithfully,
For Rashtriya Chemicals and Fertilizers Limited**

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

Summary of the Proceedings of the 46th Annual General Meeting held on September 30, 2024

The 46th Annual General Meeting (AGM) of the Members of Rashtriya Chemicals and Fertilizers Limited (RCF) was held on Monday, the September 30, 2024 at 3.00 p.m. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). The meeting commenced at 3.00 p.m. (IST).

Shri S. C. Mudgerikar, Chairman took the Chair. 127 members attended the meeting through virtual mode. The quorum required under the Companies Act, 2013 was present throughout the meeting. The Chairman welcomed the Members and informed that the Meeting was held through VC / OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Company Secretary informed that the facility of casting votes by remote e-voting through CDSL Portal was provided to Members from September 26, 2024 from 9:30 a.m. (IST) and ends on Sunday, September 29, 2024 at 5:00 p.m. (IST). In addition, facility for e-voting was also provided during the AGM to those members who did not casted their votes through remote e-voting.

The Company Secretary also informed that the Statutory Registers maintained under the provisions of the Companies Act, 2013, are available for inspection electronically by the Members at any time during the meeting.

The Chairman in his address to members gave an overview of the performance of the Company for the financial year 2023-24 and the future scenario of the Industry as well as the Company. The Company Secretary read the extracts of Auditor's Report along with qualification of Secretarial Auditor and management's response thereon.

The members were informed that the Company had appointed Shri Nrupang Dholakia, of Dholakia and Associates LLP, Practicing Company Secretary, to scrutinize the remote e-voting as well as e-voting at the AGM in a fair and transparent manner.

The Company Secretary read out the Ten (10) business items proposed for approval by members at the meeting. The shareholders, who had registered as speakers in advance with

RCF were then invited to share their views and ask their questions. Thereafter the Chairman responded to the queries raised/ clarifications sought by the members on the various issues which inter-alia included Number of Employees, Women Empowerment, Energy Audit, CSR Audit, payment of Dividend, Surplus Land, Company's expansion plans, Capex, Secretarial Audit, Contingent liabilities, Reserves and Surplus, performance of the Company, Companies future plans, Issue of bonus shares etc.

The following resolutions were proposed as per the notice of the meeting: -

Sr. No.	Resolutions Description	Type of Resolution
1.	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2024, including Profit & Loss Statement for the year ended March 31, 2024 and Balance Sheet as at that date together with the Reports of Directors and Independent Statutory Auditors and comments thereon of the Comptroller and Auditor General of India	Ordinary
2.	To declare final dividend of Rs.1.24 per equity share for the financial year ended March 31, 2024	Ordinary
3.	To appoint a Director in place of Ms Nazhat J. Shaikh [DIN:07348075], who retires by rotation and being eligible, offers herself for reappointment.	Ordinary
4.	To appoint a Director in place of Ms Aneeta C. Meshram [DIN: 09781436] who retires by rotation and being eligible, offers herself for reappointment	Ordinary
5.	To fix the remuneration of Statutory Auditors for the Financial Year 2024-25	Ordinary
6.	To ratify the remuneration of the Cost Auditors for the financial year ended March 31, 2025	Ordinary
7.	To approve offer or invitation to subscribe to Secured or Unsecured Non-Convertible Debentures on private placement	Special
8.	To appoint Ms Ritu Goswami, [DIN:10463372] as Director (Technical) of the Company	Ordinary
9.	To appoint Dr. Ajay Shanker Singh [DIN:10449154] as Government Nominee Director of the Company	Ordinary
10.	Adoption of New sets of Articles of Association of the Company	Special

The Chairman informed that the facility for e-voting would remain open for 15 minutes after conclusion of the meeting to enable the members to cast their vote. The Chairman also informed the members that the result of the remote e-voting and voting at the Annual General Meeting shall be notified to the Stock Exchanges and will be hosted on the website of the

Company and e-voting agency within 2 working days of the conclusion of the Annual General Meeting.

The Chairman thanked the members present and the Meeting concluded at 4.05 pm (IST) hours with Ms Nazhat J. Shaikh, Director (Finance) & Shareholder proposing vote of thanks.

It is hereby confirmed that the meeting was called, convened, held and conducted as per the provisions of the Companies Act, 2013, the rules made thereunder and secretarial standards issued by Institute of Company Secretaries of India.

For Rashtriya Chemicals and Fertilizers Limited

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

Place: Mumbai
Date: September 30, 2024