



रामागुण्डम फर्टिलाइजर्स एण्ड केमिकल्स लिमिटेड

## **10<sup>th</sup> ANNUAL GENERAL MEETING**

### **RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**

**CIN:U24100DL2015PLC276753**

**VENUE** : Corporate Office, National Fertilizers Limited at  
A-11, Sector-24, Noida- 201301

**DAY / DATE** : Friday, 26<sup>th</sup> September, 2025.

**TIME** : 03:30 P.M. IST

**10<sup>th</sup> Annual General Meeting of the Shareholders of  
Ramagundam Fertilizers and Chemicals Limited  
To be held through electronic means on  
Friday, 26<sup>th</sup> September, 2025.**

**Venue: Corporate Office, National Fertilizers Limited at A-11, Sector-24, Noida-201301**

**Time: 03:30 PM.**

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**Dear Shareholders,**

I warmly welcome each one of you to the 10<sup>th</sup> Annual General Meeting of your Company. It gives me an immense pleasure to share with you the overall performance of your Company during the year 2024-25.

It is really appreciable that your Company is emerging stronger and healthier and is scaling new heights. I do have full faith in our team work and dedication. We are moving towards a bright and prosperous future.

**Operational Excellence**

Our Ammonia and Urea Plants operated continuously for 225.8 days and 211.78 days, respectively, achieving exceptional stability and reliability. The Company recorded its best-ever Urea production and dispatch of 11,95,404 MT and 11,94,866 MT, respectively, achieving 94% of the target committed to the Department of Fertilizers with an energy efficiency of 5.335 Gcal/MT.

Downtime was reduced to just 22.06 days for Ammonia and 24.973 days for Urea during the year.

**Financial Performance Overview**

During FY 2024-25, the Company achieved a revenue from operations of ₹5,260.56 crore and reported a PAT of ₹414.31 crore, driven by higher Urea sales and improved capacity utilization of 94%. Finance costs declined, and other income rose due to better interest earnings. The financial statements for the year were duly audited by M/s S.K. Mehta & Co., Statutory Auditors appointed by the C&AG.

**Safety, Logistics & Distribution**

Your Company maintained its commitment to safety, recording 24,77,800 accident-free man-hours with zero reportable incidents in FY 2024-25.

In terms of logistics, 92.5% of Urea was dispatched by rail (11,05,360.92 MT) and 7.5% by road (89,505.27 MT), ensuring efficient and timely supply across regions. Notably, 39% of the total Urea was dispatched to Telangana, with the remaining 61% distributed across Chhattisgarh, Andhra Pradesh, Karnataka, Maharashtra, Tamil Nadu, and Madhya Pradesh — demonstrating our strategic market outreach.

**Economic Scenario and Fertilizer Industry**

India's GDP is estimated to grow by 6.5% in 2024-25, supported by a 6.5% rise in food grain production. Urea consumption rose 8.4% to 387.74 LMT, while imports declined nearly 19.8%, aided by rising domestic capacity and the introduction of nano urea. Your Company is well-positioned to serve this growing demand, especially in core markets like Andhra Pradesh and Telangana, where urea demand has more than doubled over the past two decades.

**Corporate Governance**

Your Company consciously embeds the highest standards of corporate governance in its operations which encompasses ensuring ethical and transparent business conduct, addressing risks and opportunities and aligning robust disclosure requirements of the laws and regulations of the country under the aegis of the board.



## Manpower

There were 388 no. of regular employees on the payroll of the Company as on 31<sup>st</sup> March 2025, besides expert manpower from NFL & EIL continued for stabilization of Plant operations and streamlining of processes of the Company.

Your Company takes pride in considering its Human Resource as its most important assets. Your company is making sustained efforts for the development of its manpower and recruiting highly motivated and competent Human Resource that contribute their best towards success of the Company. Employees' participation in Management is an essential ingredient of industrial democracy.

## Acknowledgement

On behalf of the Board of Directors, I extend sincere gratitude to our esteemed Shareholders for their unwavering support and to Department of Fertilizers, Ministry of Petroleum & Natural Gas and State Government of Telangana for their valuable guidance and look forward to their continued support.

I would like to thank Statutory, Secretarial and Government Auditors, Banks, Regulatory Authorities for their guidance and support.

I would like to thank all our employees for their commitment, hard work and contribution in achieving commercial operations of the Company and to further improve capacity utilization.

Before I conclude, I sincerely thank and laud my colleagues on the Board of Directors for their valuable guidance and support in running the affairs of the Company.

With the trust and confidence shown by all of you, we are looking forward to continue our journey in a manner that develops trust and enhances the long term value for all stakeholders.

With best regards,

For and on behalf of the Board



(Dr. U. Saravanan)  
Chairman  
DIN: 07274628

Place : Noida

Date : 29/08/2025



### BOARD'S REPORT

To

**The Shareholders**

**Ramagundam Fertilizers and Chemicals Limited**

Dear Members,

Your Directors have immense pleasure in presenting the 10<sup>th</sup> Annual Report for the financial year ended 31<sup>st</sup> March, 2025 along with Audited Financial Statements and the Auditors' Report.

#### Company Overview

Your Company has been incorporated as a Joint Venture Company promoted by National Fertilizers Limited (NFL), Engineers India Limited (EIL) and Fertilizer Corporation of India Limited (FCIL), for setting up State of the Art Gas based Ammonia-Urea Plant at Ramagundam, Peddapalli district in the State of Telangana, with capacity of 2200 MTPD Ammonia and 3850 MTPD Urea. During the year Ammonia and Urea Plants operated continuously for 225.8 days and 211.78 days, respectively, achieving exceptional stability and reliability. The Company recorded its best-ever Urea production and dispatch of 11,95,404 MT and 11,94,866 MT, respectively, achieving 94% of the target committed to the Department of Fertilizers with an energy efficiency of 5.335 Gcal/MT.

Downtime was reduced to just 22.06 days for Ammonia and 24.973 days for Urea during the year.

#### Financial summary and highlights

The financial statements for FY 2024-25 have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013.

The key highlights of the financial performance of the Company for the year, as stated in the audited financial statement, along with the corresponding performance for the previous period are as under:-

(Figures in ₹ Lakhs)

SI No.	Particulars	Financial Year 2024-25	Financial Year 2023-24
<b>Income</b>			
1	Revenue from operations	5,26,055.53	4,91,401.74
2	Other Income	3,064.43	2,758.60
A	<b>Total Income</b>	<b>5,29,119.96</b>	<b>4,94,160.34</b>
<b>Expenditure</b>			
1	Cost of material consumed	2,38,853.13	2,34,930.52
2	Change in inventories	930.22	892.23
3	Employee benefits expense	4,953.62	4,529.59
4	Power and Fuel	1,17,117.45	1,02,413.06
5	Freight and Handling	15,325.43	14,265.37



6	Repair and Maintenance	1,719.31	1,440.05
7	Finance Costs	44,412.03	48,467.99
8	Depreciation and Amortisation	29,785.16	29,535.91
9	Other expenses	20,765.09	13,598.52
B	<b>Total Expenses</b>	<b>4,73,861.44</b>	<b>4,50,064.24</b>
C	<b>Profit/ (Loss) Before Tax (A-B)</b>	<b>55,258.52</b>	<b>44,096.10</b>
D	Tax expense: Deferred tax	13,827.73	11,282.71
E	<b>Profit/ (Loss) for the year</b>	<b>41,430.79</b>	<b>32,813.39</b>
F	Other Comprehensive Income for the year, net of Tax	(19.40)	19.61
G	<b>Total Comprehensive Income for the year</b>	<b>41,411.39</b>	<b>32,833.00</b>
H	Reserves & Surplus	(15,808.32)	*(57,219.71)
I	Earnings/ (Loss) per equity share of ₹ 10 each	2.19	1.74

*\*In accordance with the Ind-AS 8 'Accounting Principles, Changes in Accounting Estimates and Errors' and Ind AS 1 'Presentation of Financial Statements', the Company has retrospectively restated its Balance Sheet as at 31<sup>st</sup> March 2024 and 1<sup>st</sup> April 2023 (beginning of the preceding period) for the reasons as Stated in No. 51 of the Financial Statements for the year ended 31<sup>st</sup> March 2025.*

### Dividend

In view of the accumulated losses of ₹15,808.32 Lakhs as on 31st March, 2025, the Board of Directors has not recommended any dividend.

### Reserve

During the year under review, your Company has not transferred any amount to reserve.

### Economic Outlook

GDP at Constant Prices (2011-12) for 2024-25 is estimated at Rs.187.97 lakh crore as against 1<sup>st</sup> revised estimate for the year 2023-24 at Rs.176.51 lakh crore. The increase in GDP during 2024-25 is estimated at 6.5% compared to 9.2% in 2023-24.

As per the third advance estimates released by the Department of Agriculture and Farmers Welfare under Ministry of Agriculture and Farmers Welfare, food grain production during 2024-25 is estimated at 3539.59 LMT as against 3322.98 LMT in 2023-24 registering a growth of 6.5%.

Urea is a nitrogenous fertiliser which is the major source of nitrogen for crops. Its demand is continuously growing in the country. However, commissioning of five new urea in the recent years contributed more secure availability of urea. The installed domestic production capacities have increased to around 300 lakh tonne from 225 lakh tonne in 2014-15. The gap between annual domestic production and demand has been fulfilled though imports. After the commissioning of urea plant at Talcher (Odisha) and Namrup (Assam) and substitution of conventional urea with nano liquid urea, import of urea will reduce significantly.

The production of urea at 314.08 LMT in 2023-24 increased by 10.2% over 2022-23. However, due to closure of few urea units during 2024-25, the production of urea came down to 306.41 LMT. On the other hand, consumption / sales of urea registered a robust growth of 8.4% from 357.80 LMT in 2023-24 to 387.74 LMT in 2024-25. During 2024-25, import of urea at 56.47 LMT reduced by 19.8% over 2023-24. The demand for urea in Andhra Pradesh / Telangana has increased to 35.79 LMT in 2024-25 against 17.52 LMT in 2004-05.



### Share Capital

Issued and paid up Share Capital of the Company as on 31<sup>st</sup> March 2025 was ₹1890.25 crore. There was no change in the issued and paid up Share Capital of the Company during the year. The shareholding of the Company, as on 31<sup>st</sup> March, 2025 is as below:

Sr. No.	Name of Shareholder	Category	Shareholding as on 31 <sup>st</sup> March, 2025 (in ₹)	Shareholding in Percentage(%)
1.	National Fertilizers Limited (NFL)	Promoter	491,46,24,000	26%
2.	Engineers India Limited (EIL)		491,46,24,000	26%
3.	Fertilizer Corporation of India Limited (FCIL)		207,93,64,000	11%
4.	State Government of Telangana (SGoT)	Non- Promoter	207,92,64,000	11%
5.	GAIL (India) Limited (GAIL)		270,30,43,200	14.30%
6.	HT Ramagundam A/S (HTAS)		73,71,93,600	3.90%
7.	Investment Fund for Developing Countries (IFU)		73,71,93,600	3.90%
8.	Danish Agribusiness Fund I K/S (DAF)		73,71,93,600	3.90%
Total			1890,25,00,000	100%

The Issued and paid up Share Capital of the Company as on date remained same at ₹1890.25 crore. The entire Share Capital of the Company as on date is in dematerialized form.

### Credit Rating

Indian Ratings & Research, a Fitch Group Company has upgraded the rating on Company's Bank Facilities to IND AA-/Stable. The Outlook is Stable.

### Board of Directors

1. Composition of the Board as on 31<sup>st</sup> March, 2025 is as follows: -

DIN	Name	Designation
07274628	Dr. U. Saravanan	Non-executive and Non-Independent Director (Chairman)
00003692	Shri Jayesh Ranjan	Non-executive and Non-independent Director
06944916	Dr. Kanika Tandon Bhal	Non-executive and Independent Director
09476034	Shri Hira Nand	Non-executive and Non-independent Director
09748894	Shri Rajiv Agarwal	Non-executive and Non-independent Director
10156634	Shri Shyam Sunder Agrawal	Non-executive and Non-independent Director
10402253	Mr. Anders Peter Frigaard	Non-executive and Non-independent Director
10627329	Shri Naresh Arya	Non-executive and Non-independent Director
10411610	Shri Subhas Balakumar	Non-executive and Non-independent Director



2. During and subsequent to period under review, the following changes took place in the Board of Directors of the Company:

DIN	Name	Designation	Date and mode of original Appointment	Date and mode of Cessation
09747446	Shri Padamsing Patil	Director	17 <sup>th</sup> October, 2022 (Appointed by the Board pursuant to nomination by FCIL)	Ceased with effect from 22 <sup>nd</sup> April, 2024 pursuant to change in nomination by FCIL
09354822	Smt. Geeta Mishra	Director	24 <sup>th</sup> April, 2024 (Appointed by the Board pursuant to nomination by FCIL)	Ceased with effect from 15 <sup>th</sup> May, 2024 pursuant to change in nomination by FCIL
10627329	Shri Naresh Arya	Director	19 <sup>th</sup> May, 2024 (Appointed by the Board pursuant to nomination by FCIL and regularized w.e.f. 26 <sup>th</sup> September, 2024)	Continuing
10402253	Mr. Anders Peter Frigaard	Director	14 <sup>th</sup> December, 2023 (Appointed by the Board pursuant to nomination by HTAS consortium and regularized w.e.f. 26 <sup>th</sup> September, 2024)	Continuing
09839662	Shri Rajeev Gupta	Director	27 <sup>th</sup> October, 2023 (Appointed by the Board pursuant to nomination by EIL regularized w.e.f. 26 <sup>th</sup> September, 2024)	Ceased with effect from 1 <sup>st</sup> October, 2024 pursuant to change in nomination by EIL
10411610	Shri Subhas Balakumar	Additional Director	10 <sup>th</sup> December, 2024 (Appointed by the Board pursuant to nomination by EIL)	Continuing
00003692	Shri Jayesh Ranjan	Director	13 <sup>th</sup> June, 2019 (Appointed by the Board pursuant to nomination by SGoT)	Ceased with effect from 14 <sup>th</sup> July, 2025 pursuant to change in nomination by SGoT
01884603	Shri Sanjay Kumar	Nominee Director	29 <sup>th</sup> August, 2025 (Appointed by the Board pursuant to nomination by SGoT)	Continuing

### 3. Retirement by rotation

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Dr. U. Saravanan and Shri Shyam Sunder Agrawal, Directors would retire by rotation, at the ensuing Annual General Meeting, and being eligible, offer themselves for reappointment.

### 4. Induction and regularisation

Shri Naresh Arya was appointed as an Additional Director of the Company with effect from 19<sup>th</sup> May, 2024, pursuant to nomination by FCIL and regularized at the AGM held on 26<sup>th</sup> September, 2024, Shri Subhas Balakumar was appointed as an Additional Director of the Company with effect from 10<sup>th</sup> December, 2024, pursuant to nomination by EIL and Shri Sanjay Kumar was appointed as an Nominee Director of the Company with effect from 29<sup>th</sup> August, 2025, pursuant to nomination by SGoT.

In accordance with the provisions of the Companies Act, 2013, Shri Subhas Balakumar shall vacate the office at the ensuing Annual General Meeting. Necessary notice have been received under section 160 of the Companies Act, 2013, proposing his candidature for appointment as Director of the Company and the Board has recommended his appointment at the ensuing Annual General Meeting.

### 5. Independent Director

Dr. Kanika Tandon Bhal was re-appointed by way of a special resolution of the Members of the Company passed at the 7<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup>



August, 2022 as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of three consecutive years commencing from 13<sup>th</sup> April, 2023 to 12<sup>th</sup> April, 2026. Dr. Bhal has submitted necessary information, disclosures etc. as required under the Companies Act, 2013.

### **Declaration by Independent Directors under Section 149(6) of the Companies Act 2013:**

Independent Director has given declaration that she meets the criteria of Independence as laid down in Section 149(6) of the Companies Act, 2013 and complied with the Code for Independent Directors prescribed in Schedule IV to the Companies Act, 2013.

Further, she has submitted the certificate that she is a life time member of Indian Institute of Corporate Affairs (IICA) since 13<sup>th</sup> March, 2020. Further, she is exempt from the Online Proficiency Self-Assessment Test.

Further, Dr. Bhal Independent Director of the Company possess necessary integrity, expertise and experience including proficiency as required for an Independent Director under the relevant provisions of the Companies Act, 2013.

### **Board Meetings**

During the period under review, 10 (Ten) Board meetings were held for transacting the business of the Company with details as under:

Board Meeting No.	Date of Board Meeting	Presence of Directors
76	30 <sup>th</sup> April, 2024	All the Directors were present except Shri Shyam Sunder Agrawal
77	27 <sup>th</sup> May, 2024	All the Directors were present except Shri Jayesh Ranjan and Shri Anders Peter Frigaard
78	19 <sup>th</sup> Jun, 2024	All the Directors were present
79	16 <sup>th</sup> Jul, 2024	All the Directors were present except Shri Anders Peter Frigaard
80	5 <sup>th</sup> Aug, 2024	All the Directors were present except Shri Jayesh Ranjan and Shri Shyam Sunder Agrawal
81	2 <sup>nd</sup> Sep, 2024	All the Directors were present
82	28 <sup>th</sup> Oct, 2023	All the Directors were present
83	10 <sup>th</sup> Dec, 2024	All the Directors were present except Shri Jayesh Ranjan
84	29 <sup>th</sup> Jan, 2025	All the Directors were present except Shri Jayesh Ranjan Shri Shyam Sunder Agrawal and Shri Anders Peter Frigaard
85	26 <sup>th</sup> Mar, 2025	All the Directors were present

Maximum interval between any two Board meetings did not exceed 120 days.

### **Key Managerial Personnel (KMP)**

Details of KMP as on 31<sup>st</sup> March, 2025 are as given below:

1. Shri Alok Singhal, Chief Executive Officer (CEO)
2. Shri Yogesh Kumar, Chief Financial Officer (CFO)
3. Ms. Prathama Pallabita Misra, Company Secretary (CS)

There was change in the Key Managerial Personnel of the Company during FY 2024-25, Ms. Pratibha Aggarwal, Company Secretary ceased from the post of "Company Secretary" with effect from 30<sup>th</sup> April, 2024 pursuant to resignation. Subsequently, Ms. Prathama Pallabita Misra was appointed by the Board of Directors in their 80<sup>th</sup>

meeting held on 5<sup>th</sup> August, 2024 as the Company Secretary, Key Managerial Personnel of the Company with effect from 19<sup>th</sup> July, 2024.

### Board Committees

To enable better and more focused attention on the affairs of the Company, the Board delegates particular matters to Committees of the Directors set up for the purpose. These specialist committees prepare the groundwork for decision-making. Details of Committees as on 31<sup>st</sup> March, 2025 is as given below:

#### 1) Corporate Social Responsibility Committee (CSR)

As on 31<sup>st</sup> March, 2025, CSR Committee comprised of Dr. U. Saravanan as Chairman and Shri Jayesh Ranjan, Shri Naresh Arya and Shri Subhas Balakumar as members of the Committee.

During Financial Year 2024-25, one Meeting of the CSR Committee was held on 2<sup>nd</sup> September, 2024

The details of Members including change, if any, in their tenure, No. of Meetings held during the year and attendance of the Members are as under:

S. No.	Name of Member	Status	Category	Tenure of Member		No. of Meetings	
				From	To	Held during 2024-25	Attended during respective tenure
1.	Dr. U. Saravanan	Chairman	Non-executive Director (NED)	1 <sup>st</sup> Aug, 2023	Continuing	1	1
2.	Shri Jayesh Ranjan	Member	NED	19 <sup>th</sup> July, 2021	14 <sup>th</sup> Jul, 2025	1	1
3.	Shri Padamsing Patil	Member	NED	21 <sup>st</sup> Oct, 2022	22 <sup>nd</sup> April, 2024	1	NA*
4.	Shri Rajeev Gupta	Member	NED	27 <sup>th</sup> Oct, 2023	1 <sup>st</sup> Oct, 2024	1	1
5.	Shri Naresh Arya	Member	NED	19 <sup>th</sup> May, 2024	Continuing	1	1
6.	Shri Subhas Balakumar	Member	NED	10 <sup>th</sup> Dec, 2024	Continuing	1	NA**
7.	Shri Sanjay Kumar	Member	NED	29 <sup>th</sup> Aug, 2025	Continuing	1	NA**

\* NA denotes not applicable as meetings in FY 2024-25 was held after his cessation as Director/Member.

\*\* NA denotes not applicable as meetings in FY 2024-25 was held before he joined as Director/Member.

Subsequent to period under review, the Committee was re-constituted by the Board and presently comprises of Dr. U. Saravanan as Chairman, Shri Naresh Arya, Shri Subhas Balakumar and Shri Sanjay Kumar as members of the Committee.

#### 2) Audit, Account & Finance Committee

As on 31<sup>st</sup> March, 2025, Audit, Account & Finance Committee comprised of Shri Hira Nand as Chairman and Shri Rajiv Agarwal and Shri Naresh Arya as members of the Committee.

During Financial Year 2024-25, six meetings of the Audit, Account & Finance Committee were held on 24<sup>th</sup> May, 27<sup>th</sup> May, 5<sup>th</sup> August, 2<sup>nd</sup> September and 28<sup>th</sup> October, 2024 and 29<sup>th</sup> January, 2025.



The details of Members including change, if any, in their tenure, No. of Meetings held during the year and attendance of the Members are as under:

S. No.	Name of Member	Status	Category	Tenure of Member		No. of Meetings	
				From	To	Held during 2024-25	Attended during respective tenure
1.	Shri Hira Nand	Chairman	NED	1 <sup>st</sup> Feb, 2022	Continuing	6	6
2.	Shri Rajiv Agarwal	Member	NED	21 <sup>st</sup> Oct, 2022	Continuing	6	6
3.	Shri Padamsing Patil	Member	NED	21 <sup>st</sup> Oct, 2022	19 <sup>th</sup> May, 2024	6	NA*
4.	Shri Naresh Arya	Member	NED	19 <sup>th</sup> May, 2024	Continuing	6	6

\* NA denotes not applicable as meetings in FY 2024-25 were held after his cessation as Director/Member.

### 3) Risk Management Committee

As on 31<sup>st</sup> March, 2025, Risk Management Committee comprised of Shri Rajiv Agarwal as Chairman and Shri Hira Nand and Shri Naresh Arya as members of the Committee.

During Financial Year 2024-25, one Meetings of the Risk Management Committee was held on 16<sup>th</sup> October, 2024.

The details of Members including change, if any, in their tenure, No. of Meetings held during the year and attendance of the Members are as under:

S. No.	Name of Member	Status	Category	Tenure of Member		No. of Meetings	
				From	To	Held during 2024-25	Attended during respective tenure
1.	Shri Rajiv Agarwal	Chairman	NED	1 <sup>st</sup> Aug, 2023	Continuing	1	1
		Member	NED	21 <sup>st</sup> Oct, 2022	Continuing		
2.	Shri Hira Nand	Member	NED	1 <sup>st</sup> Aug, 2023	Continuing	1	1
3.	Shri Padamsing Patil	Member	NED	21 <sup>st</sup> Oct, 2022	22 <sup>nd</sup> April, 2024	1	NA
4.	Shri Naresh Arya	Member	NED	19 <sup>th</sup> May, 2024	Continuing	1	1

NA denotes not applicable as meetings in FY 2024-25 was held after his cessation as Director/Member.

### 4) HR Committee

As on 31<sup>st</sup> March, 2025, HR Committee comprised of Shri Subhas Balakumar as Chairman and Shri Hira Nand and Shri Shyam Sunder Agrawal as members of the Committee.

During Financial Year 2024-25, two meetings of HR Committee were held on 23<sup>rd</sup> April, 2024 and 24<sup>th</sup> March, 2025.

The details of Members including change, if any, in their tenure, No. of Meetings held during the year and attendance of the Members are as under:

S. No.	Name of Member	Status	Category	Tenure of Member		No. of Meetings	
				From	To	Held during 2024-25	Attended during respective tenure
1.	Shri Subhas Balakumar	Chairman	NED	10 <sup>th</sup> Dec, 2024	Continuing	2	2
2.	Shri Hira Nand	Member	NED	1 <sup>st</sup> Aug, 2023	Continuing	2	2
3.	Shri Shyam Sunder Agrawal	Member	NED	1 <sup>st</sup> Aug, 2023	Continuing	2	2
4.	Shri Rajeev Gupta	Chairman	NED	27 <sup>th</sup> Oct, 2023	1 <sup>st</sup> Oct, 2024	2	1*

\* He attended the meeting held on 23<sup>rd</sup> April, 2024. The meeting held on 24<sup>th</sup> March, 2025 took place after his cessation as Director/Member.

### Company's Policy on Directors' appointment and remuneration

RFCL is an unlisted Joint Venture Company; therefore, in terms of Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 read with Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, is not covered under sub-section (1) of Section 178 of the Companies Act, 2013. Further, in terms of Joint Venture Agreement dated 14<sup>th</sup> January, 2015 (JVA) with Promoters and Share Subscription Cum Shareholders Agreement dated 18<sup>th</sup> August, 2018 amongst Company, its Promoters and Investors (SSSHA) and Articles of Association of the Company, Directors of the Company are nominated by Promoters/ Investors and all the Directors are Non- Executive part time. During FY 2024-25, no payment was made to any Director, except by way of sitting fees to the Independent Director, as approved by the Board of Directors.

### Board Evaluation

RFCL being a joint venture Company is not covered under sub-section (1) of Section 178 of the Companies Act, 2013 read with Rule 6 of The Companies (Meeting of Board and its Powers) Rules, 2014 and Rule 4 of The Companies (Appointment and Qualification of Directors) Rules, 2014 and thus not required to constitute Nomination and Remuneration Committee (NRC).

In terms of JVA, SSSHA and Articles of Association of the Company, Directors of the Company are nominated by Promoters/ Investors and all the Directors are Non-Executive part time. Promoters and Investors of the Company (majorly comprise of PSU and State Government) and Directors nominated on the Board of the Company are being evaluated under well laid down procedure in their respective Companies. Majority of Directors, being nominated by PSUs are evaluated by respective Ministries or Department of Central Government administratively in charge of those companies as per their evaluation methodology. Therefore, no performance evaluation of the Non-executive and Non-Independent Directors and Board/ Committees was carried out.

Pursuant to MCA notification no. G.S.R. 463(E) dated 5<sup>th</sup> June, 2015, "Chapter IX, clause (p) of sub-section (3) of section 134 shall not apply in case the Directors are evaluated by the Ministry or Department of the Central Government which is administratively in charge of the Company, or, as the case may be, the State Government as per its own evaluation methodology".

The members of the Board of Directors of the Company are eminent persons of proven competence and integrity. Besides experience, strong financial acumen, strategic astuteness and leadership qualities, the Directors have a significant degree of commitment to the Company and devote adequate time for the meetings, preparation and



attendance. Board members possess the education, expertise, skills and experience in various sectors and industries required to manage and guide the Company, thus bringing in diversity to Board perspectives. Their presence on the Board has been advantageous and fruitful in taking business decisions.

### Particulars of Employees

There were 388 no. of regular employees (Male-355, Female-33) on the payroll as on 31<sup>st</sup> March, 2025, besides expert manpower from NFL & EIL continue for stabilization of Plant operations and streamlining of processes of the Company.

During the year under review, none of the employees was in receipt of remuneration in excess of the limits as stipulated in the Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. In terms of provisions of section 197(12) of the Companies Act, 2013 read with the Rule 5 of the aforesaid Rules, the details of the top ten employees in terms of remuneration drawn are placed at **Annexure-A** to this Report.

### Directors' Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013, Your Directors to the best of their knowledge state: -

- that in the preparation of the annual accounts, the applicable accounting standards had been followed along with the proper explanation relating to material departures, if any;
- that such accounting policies as mentioned in Note-1 to the Financial Statements have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2025 and of the profit of the Company for that period;
- that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the annual financial statements have been prepared on a going concern basis; and
- that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

### Adequacy of Internal Financial Controls with reference to the Financial Statements

The Company has in place adequate internal financial controls and are operating effectively.

### Related Party Disclosures

The particulars of contract/arrangements entered into by the Company with related parties referred to in Section 188 (1) of the Companies Act, 2013 are disclosed in Form No. AOC-2 enclosed as **Annexure-B**. The details of related party transactions have also been disclosed in the standalone financial statements as required by the applicable accounting standards.

### Corporate Social Responsibility

A Corporate Social Responsibility Committee constituted in terms of the provisions of Section 135 of the Companies Act, 2013 (Act) comprised of Dr. U. Saravanan as



Chairman, Shri Jayesh Ranjan, Shri Naresh Arya and Shri Subhas Balakumar as members of the Committee as on 31<sup>st</sup> March, 2025, with such role, duties and responsibilities as may be prescribed under the Act.

The vision and objective of the CSR Policy of the Company is to enhance value creation in the society and in the community in which Company operates, through its products, services, conduct & initiatives, so as to promote sustained growth for the society and community, in fulfilment of its role as a Socially Responsible Corporate, with concern for ecology. The CSR Policy of Company and Composition of CSR committee is available on the website of the Company at <https://www.rfcl.co.in/csr.php>

In view of average net loss of last three Financials Years i.e. 2021-22, 2022-23 and 2023-24, the obligation of making CSR expenditure pursuant to aforesaid Section did not arise on the Company for the Financial Year 2024-25. Annual Report on Corporate Social Responsibility enclosed as **Annexure-C**.

### Conservation of Energy & Foreign Exchange Earnings and Outgo

The particulars required under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 regarding conservation of energy and technology absorption are as follows:

S. No.	Details	Applicable/ Not Applicable
<b>(A) Conservation of Energy-</b>		
I.	The steps taken or impact on conservation of energy.	Conventional lights (MV/SV Lamps) changed to LED lights
II.	The steps taken by the company for utilizing alternate sources of energy.	-
III.	The capital investment on energy conservation equipment.	₹ 0.93 Lakhs
<b>(B) Technology Absorption-</b>		
I.	The efforts made towards technology absorption.	Not Applicable
II.	The benefits derived like product improvement, cost reduction, product development or import substitution.	Not Applicable
III.	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	Not Applicable
a)	The details of technology imported.	-
b)	The year of import.	-
c)	Whether the technology been fully absorbed.	-
d)	If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	-
e)	The expenditure incurred on Research and Development.	-
<b>(C) Foreign exchange earnings and Outgo-</b>		
During financial year 2024-25, foreign exchange earning in terms of actual inflow was NIL. Foreign exchange outgo in terms of actual outflow was ₹ 2.30 crore (Previous year ₹1.91 crore).		

### Environment Health and Safety Policy

The Company has in place the Environment Health and Safety Policy. The Company is totally committed to conduct all its activities in harmony with society and environment without compromising on the health and safety of employees as well as the people living around the complex. A full-fledged Safety, Health & Environment protection department has been set up in the RFCL Unit to achieve fulfillment of its statutory obligations concerning prevention of personal injuries, maintaining safe working conditions and protection of environment.



### **Risk Management**

The Board of Directors of the Company has approved Risk Management Policy of the Company and the same is being implemented/ monitored through Risk Management Matrix and Parameters, duly approved by the Board of Directors of the Company. The Risk Management Committee of RFCL reviews Risk Management Reports as per approved Matrix.

The Risk Management Policy is available on the website of the Company at <https://www.rfcl.co.in/policies.php>

### **Vigil Mechanism/Whistle Blower Policy**

The Company has formed the Whistle Blower Policy/Vigil Mechanism and no personnel have been denied access under the Mechanism. The Policy is available on the website of the Company at <https://www.rfcl.co.in/policies.php>

### **Vigilance & Integrity Pact**

Vigilance Department is headed by Chief Vigilance Officer and RFCL is committed to higher ethical standards in contracts and procurement as well as transparency in all its business dealings. An Integrity Pact (IP) Program was adopted to ensure that all activities and transactions between the Company (RFCL) and its Counterparties (Bidders, Contractors, Vendors, Suppliers, Service Providers/Consultants etc.) are handled in a fair and transparent manner, completely free of corruption.

### **Internal Auditors**

M/s J Singh & Associates, Chartered Accountants were appointed as Internal Auditors of the Company for the financial year 2024-25 to carry out internal audit, by the Board of Directors at its 82<sup>nd</sup> Meeting held on 28<sup>th</sup> October, 2024.

### **Secretarial Auditors**

Board of Directors at its 72<sup>nd</sup> Meeting held on 1<sup>st</sup> September, 2023 appointed M/s. SR & Associates, Company Secretaries as the Secretarial Auditors of the Company to conduct the Secretarial Audit of the Company as required under Section 204 of the Companies Act, 2013 and Rules thereunder for the financial years 2023-24 and 2024-25.

The Secretarial Audit Report for the financial year 2024-25 is enclosed as **Annexure-D** to this Report. There are no qualifications, reservations or adverse remarks made by the Secretarial Auditors.

### **Statement on compliances of applicable Secretarial Standards**

Your Company has complied with the applicable provisions of the Secretarial Standards, issued by the Institute of Company Secretaries of India.

### **Statutory Auditors & Statutory Auditors' Report**

The Statutory Audit of your Company was conducted by Chartered Accountants firm M/s S. K. Mehta & Co., Chartered Accountants appointed by Comptroller & Auditor General (C&AG). Independent Auditors' Report on the Financial Statement of the Company for the period from 01<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2025 is enclosed under 'Annual Account' section of the Annual Report. There are no qualifications, reservations or adverse remarks made by the Statutory Auditors.

### **Cost Audit & Cost Auditors' Report**

The Board of Directors, at its 81<sup>st</sup> Meeting held on 2<sup>nd</sup> September, 2024, appointed M/s



Dhananjay V Joshi & Associates, Cost Accountants, as the Cost Auditors of the Company for the financial year 2024-25. Further, the Board, at its 88<sup>th</sup> Meeting held on 29<sup>th</sup> August, 2025, re-appointed M/s Dhananjay V Joshi & Associates, Cost Accountants, as the Cost Auditors of the Company for the financial year 2025-26

As prescribed under Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Rules, 2014, the cost accounting records are being maintained by the Company. Cost Audit for 2024-25 was carried out by M/s Dhananjay V Joshi & Associates, Cost Accountants, Cost Auditors, as prescribed under the Companies Act, 2013 and Rules framed thereunder. There are no qualifications, reservations or adverse remarks made by the Cost Auditor.

### **Comments of Comptroller and Auditor General of India (C&AG)**

Nil Comments of C&AG under section 143(6)(b) of the Companies Act, 2013 on the financial statements for the year period ended 31<sup>st</sup> March, 2025 are enclosed under 'Annual Account' section of the Annual Report.

### **Cash Flow**

A Cash Flow Statement for the period from 01<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2025 is attached to and forms part of the Financial Statements.

### **Annual Return**

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on 31<sup>st</sup> March, 2025 is available on the Company's website on <https://www.rfcl.co.in/agm.php>

### **Other Disclosures**

No disclosure or reporting is required in respect of the following items as either these were not applicable or there were no transactions on these items during the financial year 2024-25:

- i. Details relating to deposits covered under Chapter V of the Act.
- ii. Issue of equity shares with differential rights as to dividend, voting or otherwise.
- iii. Issue of shares (including sweat equity shares) to employees of the Company under any scheme. Company has not issued any employees stock option.
- iv. Details regarding receipt of remuneration or commission by the Managing Director or the Whole-time Director from any of its subsidiaries.
- v. Buy-back of shares.
- vi. Issue of Bonus shares.
- vii. Inter Corporate Loans, Investments, Guarantees and Securities under Section 186 of the Act.
- viii. Subsidiaries, JVs or Associate Companies.
- ix. Details of transfer to Investor Education and Protection Fund.
- x. Details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions.

Further, during the financial year 2024-25:

- a. Your Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 [14 of 2013]. During the year, no cases were reported under the said Act;
- b. The Company has complied with the provisions of Maternity Benefit Act, 1961.
- c. There were no significant and material orders passed by the regulators or courts or





- tribunals impacting the going concern status and Company's operation in future;
- There have been no changes in the nature of business;
  - No fraud is reported by the Auditor of the Company;
  - No application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year; and
  - The Company has not revised its financial statements or Director's Report in terms of Section 131 of the Companies Act, 2013.

Also, there are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this report.

**Acknowledgement:**

Your Directors acknowledge valuable guidance and continued support extended by various Departments and Ministries of the Government of India viz. Ministry of Chemicals & Fertilizers, Ministry of Petroleum & Natural Gas and State Government of Telangana.

The Board acknowledges the continued guidance and support extended by C&AG, Statutory Auditors, Secretarial, Internal and Cost Auditors, Promoters viz. NFL, EIL FCIL, Investors, valued licensors, suppliers and contractors.

Your Directors wishes to place on record its sincere appreciation to the Banks for their valued co-operation.

The Board would also like to place on records its appreciation to the hard work, commitment and unstinting efforts put in by officials deputed by Promoters and employees of the Company.

Place : Noida

Date : 29/08/2025

For and on behalf of the Board

  
(Dr. U. Saravanan)  
Chairman  
DIN: 07274628

Information under Rule 5(2) of Chapter XII, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of top ten employees in terms of remuneration drawn during the Financial Year 2024-25 are as follows:

Sl. No.	Emp. No.	Employee Name	Designation	Qualification	Nature of Employment	Remuneration (Rs.)	Experience (Years) (Appx.)	Date of Joining	Age (DOB)	Last Employment Held	Number & % of shares held in the Company as at 31st March, 2025	whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager
1	8502	Alok Singhal	Chief Executive Officer	BE/B. Tech (Electrical)	On Deputation from EIL	8,092,811	34	1/7/1991	59 Years (17-09-1965)	Nil	Nil	No
2	6775	Pradeep Varshney	General Manager (Materials)	B.Sc (Mechanical Engineering)	On Secondment from NFL	6,905,080	39	27-09-1965 as JET (Mtg.)	60 years (10-03-1965)	Nil	Nil	No
3	7868	Rajeev Khurbe	Deputy General Manager	B. Tech. (Chemical Engineering), Diploma in Management, MBA (HR)	On Secondment from NFL	5,340,138	36	26-12-1988 as MT (Production)	59 years (03-01-1966)	Nil	Nil	No
5	9461	Yogesh Kumar	Chief Financial Officer	B.COM(HONS), ICWA	On Secondment from NFL	5,169,186	30	08-08-1994 as MT (F&A)	64 years 05-01-1971	Nil	Nil	No
4	7166	Uday Rajhansa	Chief General Manager (O&M)	B.E. (Electrical)	On Secondment from NFL	5,012,826	37	06-11-1987 as JET (Electrical)	59 years 04-06-1965	Nil	Nil	No
6	9375	S K Chauhan	Deputy General Manager (HR)	B.E (COMP.ENG), MBA(FINANCE), PGD(HRM)	On Secondment from NFL	4,863,308	30	02-05-1994 as MT (IT/Computer)	53 years 03-07-1971	Nil	Nil	No
7	8603	Sib Nath Saha	Deputy General Manager (Production)	B.TECH (CHEMICAL)	On Secondment from NFL	4,705,395	33	11-11-1991 as MT (Production)	58 Years 11-07-1966	Nil	Nil	No
8	8711	R. Balasubramanian	Deputy General Manager (Mechanical)	BE (MECH)	On Secondment from NFL	4,586,561	33	30-12-1991 as MT (Mechanical)	55 Years 01-08-1969	Nil	Nil	No
9	8655	Ramesh Thakur	Deputy General Manager (Mechanical)	BE (MECH)	On Secondment from NFL	4,573,409	33	11-11-1991 as MT (Mechanical)	56 years 30-10-1966	Nil	Nil	No
10	13808	Arun Kumar Pandey	Chief General Manager (P & HR)	B.A. (H) PM&IR	On Secondment from NFL	4,384,063	6	31-05-2018	59 Years (19-03-1966)	Nil	Nil	No

Place: Noida

Date: 29/08/2025

For and on behalf of the Board



(Dr. U. Saravanan)  
Chairman  
DIN: 07274628



**Annexure B**

**FORM NO. AOC -2**

Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014. (For the Financial Year 2024-25)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1.Details of contracts or arrangements or transactions not at Arm's length basis: NIL

2. Details of contracts or arrangements or transactions at Arm's length basis.

Number of material contracts or arrangements or transactions at arm's length basis: 4

<b>BLOCK 1</b>	
<b>Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number</b>	L74899DL1965GOI004352
<b>Name(s) of the related party</b>	Engineers India Limited (EIL)
<b>Nature of relationship</b>	Promotor Company
<b>Nature of contracts/ arrangements/ transactions</b>	Reimbursement of salary & EPCM contract
<b>Duration of the contracts / arrangements/ transactions</b>	Some contracts are since inception of Joint Venture Company i.e. 17 <sup>th</sup> February, 2015 till the duration/availing of respective services. Subsequently contracts are as per Board approval as mentioned below:
<b>Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount</b>	Re-imbursement of salary ₹ 294.01 Lakh & Consultancy services ₹ 38.85 Lakh
<b>Date of approval by the Board</b>	Board approvals dated 8 <sup>th</sup> March, 2016 and subsequently ratified by the Audit Committee on 13 <sup>th</sup> November, 2017. Further Board approval dated 23 <sup>rd</sup> March, 2025.
<b>Amount paid as advances, if any</b>	NIL

**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
CIN : U24100DL2015PLC276753

<b>BLOCK 2</b>	
Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number.	L74899DL1974GOI007417
Name(s) of the related party	National Fertilizers Limited (NFL)
Nature of relationship	Promotor Company
Nature of contracts/ arrangements/ transactions	<ol style="list-style-type: none"> <li>1. Reimbursement of salary of officials on deputation &amp; secondment basis.</li> <li>2. Reimbursement of expenses as per Marketing Agreement, Ammonia Contract.</li> </ol>
Duration of the contracts / arrangements/ transactions	Some contracts are since inception of Joint Venture Company i.e. 17 <sup>th</sup> February, 2015 till the duration/availing of respective services. Subsequently contracts are as per Board approval as mentioned below:
Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	<ol style="list-style-type: none"> <li>1. Reimbursement of salary – ₹ 733.36 Lakh</li> <li>2. ₹ 8306.87 Lakh (Marketing cost as per Marketing Agreement)</li> <li>3. ₹ 63,429.51 Lakh (Sale of Urea excluding tax)</li> </ol>
Date of approval by the Board	<p><b>Reimbursement of salary of officials on deputation &amp; secondment basis.</b></p> <p>Board approvals dated 8<sup>th</sup> March, 2016 and subsequently ratified by the Audit Committee on 13<sup>th</sup> November, 2017. Further Board approval dated 23<sup>rd</sup> March, 2025.</p> <p><b>Reimbursement of expenses as per Marketing Agreement, Ammonia Contract.</b></p> <p>Audit Committee &amp; Board approvals at their respective meetings held on 17<sup>th</sup> August, 2018 and shareholder approval at their EGM held on 18<sup>th</sup> August, 2018. Further Board approval dated 23<sup>rd</sup> March, 2025.</p>
Amount paid as advances, if any	NIL





BLOCK 3	
Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number.	U74899DL1961GOI003439
Name(s) of the related party	Fertilizer Corporation of India Limited (FCIL)
Nature of relationship	Promotor Company
Nature of contracts/ arrangements/ transactions	As per lease agreement, annual lease rent of ₹ 1/- provided to FCIL, for office space at Ramagundam.
Duration of the contracts / arrangements/ transactions	Some contracts are since inception of Joint Venture Company i.e. 17 <sup>th</sup> February, 2015 till the duration/availing of respective services. Subsequently contracts are as per Board approval as mentioned below:
Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	-
Date of approval by the Board	Board approved the execution of lease agreement on 3 <sup>rd</sup> July, 2017.
Amount paid as advances, if any	NIL

BLOCK 4	
Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number.	L40200DL1984GOI018976
Name(s) of the related party	GAIL (India) Limited (GAIL)
Nature of relationship	Investor Company
Nature of contracts/ arrangements/ transactions	Gas purchase and compressor charges (including tax).

**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
CIN : U24100DL2015PLC276753

<b>Duration of the contracts / arrangements/ transactions</b>	Some contracts are since inception of Joint Venture Company i.e. 17 <sup>th</sup> February, 2015 till the duration/availing of respective services. Subsequently contracts are as per Board approval as mentioned below:
<b>Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount</b>	₹ 3,61,812.19 Lakh (gas purchase) & ₹ 2,101.09 Lakh (compressor charges including tax). Further Interest Expenses - ₹ 3,073.81 Lakh.
<b>Date of approval by the Board</b>	Board approval dated 13 <sup>th</sup> November, 2017. Subsequent Board approval on 28 <sup>th</sup> December, 2021 based on the recommendation of Audit, Account & Finance Committee at its meeting 28 <sup>th</sup> December, 2021. Further Board approval dated 23 <sup>rd</sup> March, 2025
<b>Amount paid as advances, if any</b>	NIL

Place : Noida

Date : 29/08/2025

For and on behalf of the Board

(Dr. U. Saravanan)  
Chairman  
DIN: 07274628

the first meeting held on



the first meeting held on





### 1. Brief outline of the Company's CSR policy:

The Company's CSR Policy lays out the vision and objectives to enhance value creation in the society and in the community in which Company operates, through its products, services, conduct & initiatives, so as to promote sustained growth for the society and community, in fulfilment of its role as a Socially Responsible Corporate, with concern for ecology. The projects shall be undertaken within the broad framework of Schedule VII to the Companies Act, 2013 read with the Rules made thereunder.

### 2. The composition of the CSR committee: As on March 31, 2025

Sl. No.	Name of Director	Designation /Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Dr. U. Saravanan	Chairman Non-executive and Non-independent Director	1	1
2	Shri Jayesh Ranjan	Member Non-executive and Non-independent Director	1	1
3	Shri Naresh Arya <sup>#</sup>	Member Non-executive and Non-independent Director	1	1
4	Shri Subhas Balakumar <sup>@</sup>	Member Non-executive and Non-independent Director	1	NA*

\*Not applicable since inducted as Member of Committee with effect from 10<sup>th</sup> December 2024 i.e. subsequent to the date of the Committee meeting held on 2<sup>nd</sup> September 2024.

<sup>#</sup> During the FY 24-25, Sh. Padamsingh Patil ceased to be a member of the Committee w.e.f.22.04.2024. Further Ms.Geeta Mishra was member of the CSR Committee from 30.04.2024 to 15.05.2024. Thereafter Mr. Naresh Arya was appointed as a member of the Committee w.e.f. 19.05.2024.

<sup>@</sup>Further, during the FY 24-25, Sh. Rajeev Gupta ceased to be a member of the Committee w.e.f.01<sup>st</sup> October 2024. Thereafter, Mr. Subhas Balakumar was appointed as a member of the Committee w.e.f. 10<sup>th</sup> December 2024.

### 3. the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: <https://rfcl.co.in/csr.php>

### 4. the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not Applicable

### 5. (a) Average net profit of the Company as per section 135(5): Nil

(b) Two percent of average net profit of the company as per section 135(5) : Nil

(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil

(d) Amount required to be set off for the financial year, if any: Nil

(e) Total CSR obligation for the financial year [(b)+(c)-(d)].: Nil

### 6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Nil

(b) Amount spent in Administrative Overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: not applicable

(d) Total amount spent for the Financial Year [(a)+(b)+(c)].: Nil

(e) CSR amount spent or unspent for the Financial Year: Nil

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)	
	Total Amount transferred to Unspent CSR Account as per	Amount transferred to any fund specified under Schedule VII as per

sub- section (6) of section 135.		second proviso to sub-section (5) of section 135.	
Amount	Date of transfer	Name of the Fund	Amount
NIL		NOT APPLICABLE	

(f) Excess amount for set-off, if any:

Sl. No.	Particular	Amount (in Rs.)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	Nil
(ii)	Total amount spent for the Financial Year	Nil
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	Not applicable
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Not applicable
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Not applicable

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:  
Not Applicable

1	2	3	4	5	6	7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as to per second proviso to sub- section (5) of section 135, if any	Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs)	Date of Transfer	
1	FY-1	NOT APPLICABLE					
2	FY-2						
3	FY-3						

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No



If Yes, enter the number of Capital assets created/ acquired: Not Applicable


Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner
(1)	(2)	(3)	(4)	(5)	(6)
					CSR Registration Number, if applicable
					Name
					Registered address
NOT APPLICABLE					

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub section (5) of section 135: Not Applicable

In view of average net loss of last three Financials Years i.e. 2021-22, 2022-23 and 2023-24, the obligation of making CSR expenditure pursuant to aforesaid Section did not arise on the Company for the Financial Year 2024-25.

  
Sh. Alok Singhal  
Chief Executive Officer  
PAN: AJYPS1047A

  
Dr. U. Saravanan  
Chairman, Corporate Social  
Responsibility Committee  
DIN: 07274628

Place: Noida  
Date: 25/08/2025

**SR & ASSOCIATES**  
**Company Secretaries**

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**Form No. MR-3****SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH 2025

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,  
The Members,  
**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**CIN: U24100DL2015PLC276753**  
**Address: 4th Floor, Kribhco Bhawan,**  
**Sector 1, Noida, Uttar Pradesh 201301**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ramagundam Fertilizers And Chemicals Limited** having **CIN: U24100DL2015PLC276753** (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon.

Based on our verification of the books, papers, minute books, forms, and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents, and authorized representatives during the conduct of the secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>ST</sup> March 2025, complied with the statutory provisions listed hereunder and also that the company has proper Board-processes and compliance-mechanism in place to the extent, in the manner, and subject to the reporting made hereinafter:





We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder.
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under **(Not applicable to the Company during the Audit Period);**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under.
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowing.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:

Being an unlisted public company during the period, the following Acts, Rules, Guidelines and Regulations were **(Not applicable to the Company during the Audit Period):**

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client with respect to issue of securities;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- (i) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009;

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)] **(Not applicable to the Company during the Audit Period);**

### **We further report that**

The Board of Directors of the Company is duly constituted in accordance with the Companies Act 2013. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were in accordance with applicable laws, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. All the decision made in the Board/ Committee meeting(s) were carried out with unanimous consent of all the Director/Member during the meeting.



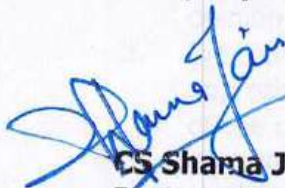
### **We further report that**

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

### **We further report that**

We further report that during the audit period, the Company didn't have any specific events/actions which have major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

### **For SR & ASSOCIATES Company Secretaries**

  
**CS Shama Jain**  
**Partner**  
**FCS No.: F7791**  
**COP No.: 8648**



**UDIN:** F0077916,000725046

**Place:** Noida

**Date:** 10.07.25

**Note:** This report is to be read with our letter of even date which is annexed as Annexure – A and forms an integral part of this report

**ANNEXURE-A**

**To,**  
**The Members,**  
**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**CIN:** U24100DL2015PLC276753  
**Address:** 4th Floor, Kribhco Bhawan,  
Sector 1, Noida, Uttar Pradesh 201301

For the Financial Year ended on 31st March 2025

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification is done on a random test basis to ensure the correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliances of Laws, rules, regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, standards is the responsibility of the management. Our examination was limited to the verification of procedures on random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For SR & ASSOCIATES**  
**Company Secretaries**



**CS Shama Jain**  
**Partner**

**FCS No.:** F7791

**COP No.:** 8648

**UDIN:** F0077916000725046

**Place:** Noida

**Date:** 10.07.25



**INDEPENDENT AUDITOR'S REPORT**

**TO THE MEMBERS OF RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**

**Report on the Audit of Financial Statements**

**Opinion**

We have audited the accompanying Financial Statements of **RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the Financial Statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs (financial position) of the Company as at 31<sup>st</sup> March, 2025, its profit (financial performance including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit of Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (the "ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

**Emphasis of Matter**

We draw attention to note no 48 relating to expenses incurred for implementation of Environment Management Plan and related matter as mentioned in said note.

Our Opinion is not modified in respect of above matter.



### **Information Other than the Financial Statements and Auditor's Report thereon**

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report but does not include the Financial Statements and our Auditor's Report thereon, which are expected to be made available to us after the date of this Auditor's Report.

Our opinion on the Financial Statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other Information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action thereon.

### **Responsibilities of the Management and those charged with governance for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of the appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.





As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### **Other Matter**

We audited the restatement adjustments, as disclosed in note 51 to the Financial Statements, which have been made to Comparative Financial Statements presented for years prior to year ended 31<sup>st</sup> March, 2025, in accordance with requirement of applicable Ind AS. In our opinion, such adjustments are appropriate and have been properly applied. Financial Statements for the year ended 31<sup>st</sup> March, 2023 before restatement were audited by other auditor of the company on which they have expressed unmodified opinion vide their report dated 18th May 2023 and relied upon by us.

Our opinion is not modified in respect of above matter.



## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. We are enclosing our report in terms Section 143(5) of the Act, on the basis of such checks of books and records of the company as we considered appropriate and according to the information and explanations given to us, in the "Annexure B" on the directions issued by the Comptroller & Auditor General of India.
3. As required by Section 143(3) of the Act, we report to the extent applicable that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in the paragraph (vi) below on reporting under Rule 11(g).
  - (c) The Balance Sheet, the Statement of Profit and Loss (including the Statement of Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid Financial Statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
  - (e) On the basis of written representations received from the directors as on 31<sup>st</sup> March, 2025 and taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2025, from being appointed as a director in terms of section 164(2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls with reference to the Financial Statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure C". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act read with Schedule V of the Act.
  - (h) The Modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under 143(3)(b) of the Act and paragraph (vi) below on reporting under Rule 11(g).





- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rules 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and as represented by the management:
  - i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements. Refer Note no 45 to the financial statements.
  - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company for the year ended 31<sup>st</sup> March, 2025.
  - iv) (a) Management has represented to us that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (b) Management has represented to us that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (c) Based on our audit procedure performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our attention that cause us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
  - v) The Company has not declared or paid any dividend during the current year.
  - vi) Based on our examination which included test checks, we report that:
    - a) The Company is using Oracle (Accounting software for recording financial transactions) which is having feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. However, audit trail feature is not enabled for changes made at the database level for the accounting software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software where audit trail was enabled.

Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.



- b) The Company is using different software for recording payroll expenses, sales transactions and for maintaining price store ledgers for store and spares items. The data generated through these systems do not auto feed to the Oracle System and its summary is manually posted in Oracle System. In the absence of any information on existence of audit trail (edit logs) for any changes made at the application level or database level in the aforesaid systems, we are unable to comment on whether audit trail feature of the said systems was enabled and operated throughout the year.

**For S.K. Mehta & Co.**  
Chartered Accountants  
Firm's Registration No:000478N

  
**Rohit Mehta**  
Partner  
Membership Number: 091382



UDIN: 25091382BMIXCW5487

Place of Signature: Noida  
Date: 23<sup>rd</sup> May, 2025



**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF  
RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**

**(Referred to in paragraph 1 under the heading of "Report on other legal and regulatory requirements" section  
of our report of even date)**

- i) In respect of its Property, Plant and Equipment and Intangible Assets:
- a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets on the basis of available information.
- (B) The Company has maintained proper records showing full particulars of Intangible Assets.
- b) As explained to us, Property, Plant & Equipment and Right-of-Use Assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such physical verification.
- c) According to the information and explanations given to us, the company does not own any immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) hence, reporting under clause 3(i)(c) of the order is not applicable to the company.
- d) According to information and explanations given to us and books of accounts and records examined by us, the Company has not revalued its Property, Plant and Equipment, including Right of Use Assets and Intangible Assets during the year. Accordingly, reporting under clause 3(i)(d) of the Order is not applicable.
- e) According to information & explanations and representation given to us by the management, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii) a) As explained to us and on the basis of records examined by us, in our opinion, physical verification of the inventories has been conducted at reasonable intervals by the management and having regard to the size and nature of business of the Company and nature of its inventory, the coverage and procedures of such verification by the management is appropriate.
- As explained to us and on the basis of the records examined by us, the value of the discrepancies noticed on physical verification by management did not exceed 10% or more in aggregate for each class of inventory.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, during the year, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets.



In our opinion and according to the information and explanations given to us, quarterly returns or statements filed by the Company with such banks are in agreement with the unaudited books of account of the Company except, as disclosed below for variation. (Refer note 49 (i) to the Financial Statements)

Quarter Ended	Name of Bank	Particulars of Securities Provided	Amount as per books of Account	Amount in (Rs. Lakhs)	
				Amount as reported in the quarterly return/statement	Amount of Difference
June, 2024	State Bank of India/ Union Bank of India	Trade Receivables (Including Subsidy), Inventories and Gas pool balance recoverable	1,92,772.78	1,92,244.20	(528.58)
		Trade Payable	1,18,511.36	1,18,823.96	312.60
September, 2024	State Bank of India/ Union Bank of India	Trade Receivables (Including Subsidy), Inventories and Gas pool balance recoverable	1,27,015.16	1,26,892.13	(123.03)
		Trade Payable	53,102.67	53,124.22	21.55
December, 2024	State Bank of India/ Union Bank of India	Trade Receivables (Including Subsidy), Inventories and Gas pool balance recoverable	1,20,456.03	1,20,576.88	120.85
		Trade Payable	36,278.69	36,288.44	9.75
March, 2025	State Bank of India/ Union Bank of India	Trade Receivables (Including Subsidy), Inventories and Gas pool balance recoverable	1,56,586.73	1,56,485.79	(100.94)
		Trade Payable	36,336.38	36,337.99	1.61

iii) With respect to investments made in or any guarantee or security provided or any loans or advances in the nature of loans, secured or unsecured, granted during the year by the Company to companies, firms, Limited Liability Partnerships or any other parties:

- a) As per the information and explanations given to us and books of accounts and records examined by us, during the year Company has not made investment or provided any guarantee or security or has not granted any advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other entities. Accordingly, reporting under clause 3 (iii) (a), (b), (c), (d), (e) and (f) of the Order is not applicable.





- iv) Company has not directly or indirectly advanced loan to the persons covered under Section 185 of the Act & to others entities or given guarantees or securities in connection with the loan taken by such persons or made any investments and accordingly the compliance under Section 185 and 186 of the Act is not applicable and accordingly, reporting under clause 3 (iv) of the Order is not applicable.
- v) According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of provisions of sections 73 to 76 of the Act or any other relevant provisions of the Act and the rules framed there under to the extent applicable. As such, directives issued by the Reserve Bank of India, provisions of Section 73 to 76 or any other relevant provisions of the Act and the rules framed there are not applicable to the company. No order has been passed with respect to Section 73 to 76 of Act, by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.
- vi) The maintenance of cost records has been specified by the Central Government under Section 148(1) of the Act. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 as amended, prescribed by the Central Government under Section 148(1) of the Act and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate and complete.
- vii) In respect of Statutory dues:
  - a) According to the information and explanation given to us and on the basis of our examination of the records of the Company, Company is generally regular in depositing undisputed statutory dues including goods and service tax, provident fund, employees state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues as applicable to appropriate authorities.  
  
There are no undisputed amounts payable in respect of these statutory dues were outstanding as of March 31, 2025 for period of more than six months from the date they become payable.
  - b) According to the information and explanations given to us, there are no statutory dues referred to in sub-clause (a) which have not been deposited with the appropriate authority on account of any dispute.
- viii) According to the information and explanations given to us and representation given to us by the management, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year. Accordingly, reporting clause 3 (viii) of the Order is not applicable to the company.
- ix) a) In our opinion and according to the information and explanations given and books of accounts and records examined by us, the Company has not defaulted in repayment of loans or in the payment of interest thereon to any lender except for the cases as disclosed below:



Amount in (Rs. Lakhs)						
Nature of borrowing including debt securities	Name of lender	Amount not paid on due date	Whether principal or interest	Due date of Payment	Amount Paid and Actual Date of Payment	No. of days delay
Term Loan	Punjab National Bank	7493.15	Principal Portion	31.08.24	2500.00 (On 03.09.24)	3 days
					1500.00 (On 11.09.24)	11 days
					3493.15 (On 12.09.24)	12 days

- b) According to the information and explanations given to us, and on the basis of our audit procedures, we report that the Company has not been declared willful defaulter by any bank or financial institution or other lender.
- c) In our opinion, and according to the information and explanations given to us and records examined by us, the money raised by way of term loans have been applied, prima facie, for the purpose for which they were obtained except that Rs.8730.75 lakhs is still pending to be utilized, kept as fixed deposits and in current account with banks, out of term loans taken in earlier years.
- d) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that Company do not have any subsidiaries, associates or joint ventures. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable.
- f) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that the Company do not have any subsidiaries, associates or joint ventures. Accordingly, reporting under clause 3(ix)(f) of Order is not applicable.
- x) a) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable.
- b) During the year, the company has not made any preferential allotment or private placement of the shares or convertible debentures (fully, partially or optionally). Accordingly, reporting under clause 3(x)(b) of the order is not applicable.
- xi) a) Based on the audit procedures performed for the purpose of reporting the true and fair view of the Financial Statements and as per information and explanations given to us, no case of fraud by the Company or on the Company has been noticed or reported during the year.
- b) No report under sub-section 12 of section 143 of the Act has been filed by Cost Auditor/ Secretarial






Auditor or by us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this audit report.

- c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year. Accordingly, reporting under clause 3(xi)(c) of the order is not applicable.
- xii) In our opinion company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the reporting under clause 3(xii) (a), (b) and (c) of the Order is not applicable.
- xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Act where applicable, for all transactions with the related parties and detail of such related party transactions have been disclosed in the Financial Statements, as required by the applicable Indian Accounting Standards.
- xiv) a) In our opinion, and according to the information and explanations given to us, the company has an internal audit system commensurate with the size and nature of its business.  
b) We have considered the internal audit reports of the company issued till date of our audit report, for the period under audit, in determining the nature, timing and extent of our audit procedures.
- xv) According to the information and explanations provided by the management, the Company has not entered into any non-cash transaction with directors or persons connected with them as referred to in Section 192 of Companies Act. Accordingly, reporting under clause 3(xv) of the Order is not applicable.
- xvi) a) In our opinion the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3 (xvi)(a) of the Order is not applicable.  
b) According to the information and explanations provided to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities therefore the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi)(b) of the Order is not applicable.  
c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable.  
d) There is no Core Investment Company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions 2016). Accordingly, reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii) In our opinion, and according to the information and explanations provided to us, Company has not incurred cash losses in the current year and in the immediately preceding financial year. Accordingly, reporting under clause 3(xvii) of the Order is not applicable.
- xviii) There has been no resignation of statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable.



- xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) According to the information and explanations given to us and on the basis of our audit procedures performed, since the company does not qualify for Corporate Social Responsibility (CSR) as per the parameter mentioned in section 135 of the Companies Act and hence no obligation in respect of this section arises on the company for the year under audit. Accordingly, reporting under clauses 3 (xx)(a) & (b) of the order is not applicable.

**For S.K. Mehta & Co.**  
Chartered Accountants  
Firm's Registration No:000478N

  
**Rohit Mehta**  
Partner  
Membership Number: 091382



**UDIN: 25091382BMIXCW5487**

Place of Signature: Noida  
Date: 23<sup>rd</sup> May, 2025



**ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**

(Referred to in paragraph 2 under the heading of “Report on other legal and regulatory requirements” section of our report of even date)

Sl. No.	Directions U/s 143(5) of the Companies Act, 2013	Auditor’s reply on action taken on the directions	Impact on Financial Statement
1	Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	As per the information and explanations given to us, all accounting transactions are processed through company owned IT System (Oracle accounting system). Based on the audit procedures carried out and as per information and explanation given to us, no accounting transactions have been processed/carried outside the IT system. Accordingly, there are no implications on the integrity of the accounts.	Nil
2	Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/interest etc. made by a lender to the company due to the company’s inability to repay the loan? If yes, the financial impact may be stated. Whether such cases are properly accounted for? (In case, lender is a government company, then this direction is also applicable for statutory auditor of Lender Company)	Based on the audit procedures performed and as per the information and explanation given to us, there was no restructuring of an existing loan or cases of waiver/write off of debts/loans/interest etc. made by any lender to the company due to the company’s inability to repay the loan.	Nil
3	Whether funds (grants/subsidy etc.) received/receivable for specific schemes from Central/State Government or its agencies were properly accounted for /utilized as per its term and conditions? List the	Based on the audit procedures performed and as per the information and explanation given to us, there are no cases of funds (grants/subsidy etc.) received for specific schemes from Central / State Government or its	Nil



	cases of deviation.	agencies. Funds receivable from the State Government of Telangana towards reimbursement of Stamp Duty paid for registration of lease deed & indenture of mortgage and for claim for power subsidy has been recorded properly in books of accounts as per prevailing terms and conditions.	
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**For S.K. Mehta & Co.**  
Chartered Accountants  
Firm's Registration No:000478N

**Rohit Mehta**  
Partner  
Membership Number: 091382



UDIN: 25091382BMIXCW5487

Place of Signature: Noida  
Date: 23<sup>rd</sup> May, 2025



**ANNEXURE "C" TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**

(Referred to in paragraph 3 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

**Report on the Internal Financial Controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls with reference to the Financial Statements of **RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED** ("the Company") as of 31<sup>st</sup> March, 2025 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls with reference to Financial Statements based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statement based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing as specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial control with reference to Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements included obtaining an understanding of internal financial controls with reference to Financial Statements, assessing the risk that material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.



### **Meaning of Internal Financial Controls with reference to Financial Statements**

A company's internal financial control with reference to Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Financial Statements.

### **Inherent Limitations of Internal Financial Controls with reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Financial Statements to future periods are subject to the risk that the internal financial control with reference to Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at 31<sup>st</sup> March, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For S.K. Mehta & Co.  
Chartered Accountants  
Firm's Registration No:000478N

Rohit Mehta  
Partner  
Membership Number: 091382



UDIN: 25091382BMIXCW5487

Place of Signature: Noida  
Date: 23<sup>rd</sup> May, 2025



# **RFCL FINANCIAL STATEMENTS FOR FY 2024-25**

RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED  
Balance Sheet as at 31st March 2025

(Rupees in lakhs)

		RESTATED^		RESTATED^
Particulars	Note	As at 31st March 2025	As at 31st March 2024	As at 1st April 2023
<b>Assets</b>				
<b>Non-current assets</b>				
Property, plant and equipment	3	4,42,942.96	4,68,235.79	4,99,295.90
Right-of-use assets	4	19,222.19	19,246.04	19,608.53
Capital work-in-progress	5	424.85	116.30	695.38
Intangible assets	6	5,569.02	5,823.32	8.04
Intangible assets under development	7	855.18	672.08	690.15
<b>Financial assets</b>				
Other financial assets	8	6,689.47	2,721.59	13,074.16
Deferred Tax Assets (Net)	9	4,545.70	18,366.90	29,656.20
Non-current tax assets	10	312.51	244.02	791.44
Other non-current assets	11	2,129.03	6,080.97	3,152.95
<b>Total non-current assets</b>		<b>4,82,690.91</b>	<b>5,21,507.01</b>	<b>5,66,972.75</b>
<b>Current assets</b>				
Inventories	12	18,318.90	18,232.76	18,894.46
<b>Financial assets</b>				
Trade receivables	13	1,32,365.55	1,02,213.67	80,337.71
Cash and cash equivalents	14	9,318.82	10,093.80	21,776.33
Bank balances other than cash and cash equivalents	15	24,101.25	19,303.67	3,232.78
Other financial assets	8	11,911.07	14,568.54	15,207.87
Other current assets	16	1,475.50	1,936.39	826.69
<b>Total current assets</b>		<b>1,97,491.09</b>	<b>1,66,348.83</b>	<b>1,40,275.84</b>
<b>Total Assets</b>		<b>6,80,182.00</b>	<b>6,87,855.84</b>	<b>7,07,248.59</b>
<b>Equity and liabilities</b>				
<b>Equity</b>				
Equity share capital	17	1,89,025.00	1,89,025.00	1,89,025.00
Other equity	18	(15,808.32)	(57,219.71)	(90,052.71)
<b>Total equity</b>		<b>1,73,216.68</b>	<b>1,31,805.29</b>	<b>98,972.29</b>
<b>Liabilities</b>				
<b>Non-current liabilities</b>				
<b>Financial liabilities</b>				
Borrowings	19	3,16,868.01	3,51,600.81	3,76,297.58
Lease liabilities	20	217.44	103.90	171.59
Provisions	21	1,374.14	995.61	687.81
Other non-current liabilities	22	1,588.84	1,761.97	1,935.11
<b>Total non-current liabilities</b>		<b>3,20,048.43</b>	<b>3,54,462.29</b>	<b>3,79,092.09</b>
<b>Current liabilities</b>				
<b>Financial liabilities</b>				
Borrowings	23	1,34,824.31	1,28,552.05	53,639.09
Lease liabilities	20	150.90	74.53	129.68
Trade Payables	24			
Total outstanding dues of micro and small enterprises		87.83	238.49	801.44
Total outstanding dues of creditors other than micro and small enterprises		36,248.55	49,718.87	1,47,114.14
Other financial liabilities	25	14,989.12	21,886.62	26,286.33
Other current liabilities	26	561.10	1,074.87	1,187.13
Provisions	21	55.08	42.83	26.40
<b>Total current liabilities</b>		<b>1,86,916.89</b>	<b>2,01,588.26</b>	<b>2,29,184.21</b>
<b>Total liabilities</b>		<b>5,06,965.32</b>	<b>5,56,050.55</b>	<b>6,08,276.30</b>
<b>Total equity and liabilities</b>		<b>6,80,182.00</b>	<b>6,87,855.84</b>	<b>7,07,248.59</b>

<sup>^</sup> Refer Note 51

Material accounting policy information 1  
Critical estimates and judgements 2

The accompanying note number 1 to 58 form an integral part of these financial statements.

For and on behalf of the Board of Directors

  
Prathama Pallabita Misra  
Company Secretary  
PAN : AKRPM2560J

  
Yogesh Kumar  
CFO  
PAN : AJQPK2194N

  
Alok Singh  
CEO  
PAN : AJYPS1047A

  
Hira Nand  
Director  
DIN: 09476034

  
Rajiv Agarwal  
Director  
DIN: 09748894

As per our report of even date attached  
For S.K.Mehta & Co.  
Chartered Accountants  
Firm Reg No. 000478N

  
Rohit Mehta  
Partner  
Membership No. 091382



Place: Noida  
Date : 23.05.2025



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**
**Statement of profit and loss for the year ended 31st March 2025**

(Rupees in lakhs)

Particulars	Note	Year ended 31st March 2025	Year ended 31st March 2024
<b>Income</b>			
Revenue from operations	27	5,26,055.53	4,91,401.74
Other income	28	3,064.43	2,758.60
<b>Total income (A)</b>		<b>5,29,119.96</b>	<b>4,94,160.34</b>
<b>Expenses</b>			
Cost of materials consumed	29	2,38,853.13	2,34,930.52
Change in inventories of finished goods and stock in process	30	930.22	892.23
Employee benefits expense	31	4,953.62	4,529.59
Power & fuel	32	1,17,117.45	1,02,413.06
Freight and handling		15,325.43	14,265.37
Repairs and maintenance	33	1,719.31	1,440.05
Finance costs	34	44,412.03	48,467.99
Depreciation and amortization expenses	35	29,785.16	29,535.91
Other expenses	36	20,765.09	13,589.52
<b>Total expenses (B)</b>		<b>4,73,861.44</b>	<b>4,50,064.24</b>
<b>Profit before tax C=(A-B)</b>		<b>55,258.52</b>	<b>44,096.10</b>
Tax expense			
Current tax		-	-
Deferred tax		13,827.73	11,282.71
<b>Total tax expense (D)</b>	37	<b>13,827.73</b>	<b>11,282.71</b>
<b>Profit for the year E=(C-D)</b>		<b>41,430.79</b>	<b>32,813.39</b>
<b>Other comprehensive income</b>			
(i) Items that will not be reclassified to profit or loss			
Net actuarial gains/(losses) on defined benefit plans		(25.93)	26.20
(ii) Income tax relating to items that will not be reclassified to profit or loss			
Net actuarial gains/(losses) on defined benefit plans		6.53	(6.59)
<b>Other comprehensive income for the year, net of tax (F)</b>		<b>(19.40)</b>	<b>19.61</b>
<b>Total comprehensive income for the year G=(E+F)</b>		<b>41,411.39</b>	<b>32,833.00</b>
Earnings per equity share of Rs. 10 each			
Basic earnings per share Rs. / Share	38	2.19	1.74
Diluted earnings per share Rs. / Share	38	2.19	1.74

Material accounting policy information

1

Critical estimates and judgements

2

The accompanying note number 1 to 58 form an integral part of these financial statements.

For and on behalf of the Board of Directors

  
Prathama Pallabita Misra  
Company Secretary  
PAN : AKRPM2560J

  
Yogesh Kumar  
CFO  
PAN : AJQPK2194N

  
Alok Singhal  
CEO  
PAN : AJYPS1047A

  
Hira Nand  
Director  
DIN: 09476034

  
Rajiv Agarwal  
Director  
DIN: 09748894

As per our report of even date attached  
For S.K.Mehta & Co.  
Chartered Accountants  
Firm Reg No. 000478N

  
Rohit Mehta  
Partner  
Membership No. 091382



Place: Noida  
Date : 23.05.2025


**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**
**Statement of changes in equity for the year ended 31st March 2025**

		(Rupees in lakhs)
a)	Equity Share Capital	
	Balance as at 1st April 2024	1,89,025.00
	Changes in equity share capital due to prior period errors	-
	Restated balance as at 1st April 2024	1,89,025.00
	Changes in equity share capital during the year	-
	Balance as at 31st March 2025	1,89,025.00
	Balance as at 1st April 2023	1,89,025.00
	Changes in equity share capital due to prior period errors	-
	Restated balance as at 1st April 2023	1,89,025.00
	Changes in equity share capital during the year	-
	Balance as at 31st March 2024	1,89,025.00
b)	Other equity	
	Reserves and surplus (Retained Earnings)	Total (Other Equity)
	Balance as at 1st April 2024	(57,219.71)
	Changes in accounting policy or prior period errors	-
	Restated balance as at 1st April 2024	(57,219.71)
	Profit for the year	41,430.79
	Other comprehensive income (Net of Tax)	(19.40)
	Total comprehensive income	41,411.39
	Balance as at 31st March 2025	(15,808.32)
	Balance as at 1st April 2023	(86,585.92)
	Changes in accounting policy or prior period errors (Refer Note 51)	(3,466.79)
	Restated balance as at 1st April 2023	(90,052.71)
	Profit for the year	32,813.39
	Other comprehensive income (Net of Tax)	19.61
	Total comprehensive income	32,833.00
	Balance as at 31st March 2024	(57,219.71)
	Material accounting policy information	1
	Critical estimates and judgements	2

The accompanying note number 1 to 58 form an integral part of these financial statements.

For and on behalf of the Board of Directors

  
Prathama Pallabita Misra  
Company Secretary  
PAN : AKRPM2560J

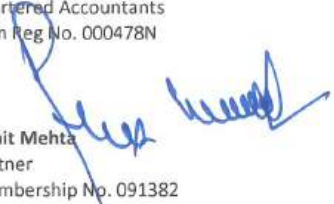
  
Yogesh Kumar  
CFO  
PAN : AJQPK2194N

  
Alok Singhal  
CEO  
PAN : AJYPS1047A

  
Hira Nand  
Director  
DIN: 09476034

  
Rajiv Agarwal  
Director  
DIN: 09748894

As per our report of even date attached  
For S.K.Mehta & Co.  
Chartered Accountants  
Firm Reg No. 000478N

  
Rohit Mehta  
Partner  
Membership No. 091382



Place: Noida  
Date : 23.05.2025



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**
**Statement of cash flows for the year ended 31st March, 2025**
**(Rupees in lakhs)**

<b>Particulars</b>	<b>Year ended 31st March 2025</b>	<b>Year ended 31st March 2024</b>
<b>Cash flow from operating activities</b>		
<b>Profit before tax</b>	55,258.52	44,096.10
Adjustment for :		
Interest income	(2,179.33)	(1,748.35)
Amortisation of deferred government grant	(173.14)	(173.61)
Interest Income on Security Deposits measured at amortised cost	(71.10)	(53.49)
Interest expense (transaction cost) IND AS	288.77	323.97
Depreciation and amortisation	29,785.16	29,535.91
Interest and finance charges on lease - IND-AS	25.28	35.67
Other finance cost	44,097.98	48,108.35
Loss on account of disposal/retirement of PPE	276.61	62.11
Provision for Doubtful Advances & Debts	536.67	-
Provision for Un-utilised GST input credit	6,271.47	-
<b>Operating profit before working capital changes</b>	<b>1,34,116.89</b>	<b>1,20,186.66</b>
<b>Adjustment for:</b>		
(Increase)/Decrease in other financial assets	2,372.62	632.52
Increase/(Decrease) in Trade payables	(13,620.98)	(97,958.22)
(Increase)/Decrease in other assets	(1,153.36)	(4,151.92)
(Increase)/Decrease in trade receivables	(30,370.89)	(21,875.96)
(Increase)/Decrease in inventory	(86.14)	661.70
Increase/(Decrease) in provisions	364.85	350.43
Increase/(Decrease) in other financial liabilities	(1,830.93)	(5,046.73)
Increase/(Decrease) in other liabilities	(513.76)	(111.79)
<b>Net cash from / (used in) operating activities before tax</b>	<b>89,278.30</b>	<b>(7,313.31)</b>
Income taxes (paid) / refund	(68.49)	547.42
<b>Net cash from / (used in) operating activities (A)</b>	<b>89,209.81</b>	<b>(6,765.89)</b>
<b>Cash flow from investing activities</b>		
Capital expenditure on PPE, Capital work in progress (Including capital advances)	(5,357.05)	(3,279.34)
Interest income	2,102.67	1,515.32
(Increase)/Decrease in Fixed Deposits	(8,640.13)	(5,424.99)
<b>Net cash from / (used in) investing activities (B)</b>	<b>(11,894.51)</b>	<b>(7,189.01)</b>
<b>Cash flow from financing activities</b>		
Proceeds from long term borrowings	19,997.63	29,419.00
Repayment of long term borrowings	(54,746.64)	(53,817.34)
Proceeds/(Payments) of short term borrowings	5,999.70	74,325.20
Net (Payment)/Acquisition of lease liabilities	(176.42)	(158.51)
Finance cost	(49,164.55)	(47,495.98)
<b>Net cash from / (used in) financing activities (C)</b>	<b>(78,090.28)</b>	<b>2,272.37</b>
<b>Net increase / (decrease) in cash and cash equivalents (A + B + C)</b>	<b>(774.98)</b>	<b>(11,682.53)</b>
Cash and cash equivalents (available for use) at the beginning of the year	10,093.80	21,776.33
<b>Cash and cash equivalents (available for use) at the end of the year</b>	<b>9,318.82</b>	<b>10,093.80</b>
<b>Cash and cash equivalents (available for use) as per above comprise of the following:</b>		
Balances with banks		
- In current accounts	329.07	410.25
- Term Deposits having original maturity up to three months {including interest accrued Rs. 41.06 lakhs (PY Rs. 41.35 lakhs)}	8,989.75	9,683.55
<b>Total</b>	<b>9,318.82</b>	<b>10,093.80</b>



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**

**Statement of cash flows for the year ended 31st March, 2025**

**Notes:**

- i) Cash and cash equivalents in the balance sheet comprise cash at banks, cash on hand, other short-term and highly liquid investments with an original maturity of three months or less, that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value.
- ii) Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities:

**For the year ended 31st March, 2025**

**(Rupees in lakhs)**

Particulars	Non-current borrowings *	Lease Liabilities	Current borrowings
Opening balance as on 1st April, 2024	4,05,827.66	178.43	74,325.20
Cash inflow/(outflow) during the year	(34,749.01)	(176.42)	5,999.70
Non cash changes due to:			
- Ind AS Adjustment under lease		366.33	
- Transaction cost on borrowings	288.77		
Closing balance as on 31st March, 2025	3,71,367.42	368.34	80,324.90

**For the year ended 31st March, 2024**

**(Rupees in lakhs)**

Particulars	Non-current borrowings *	Lease Liabilities	Current borrowings
Opening balance as on 1st April, 2023	4,29,936.67	301.27	-
Cash inflow/(outflow) during the year	(24,398.34)	(158.51)	74,325.20
Non cash changes due to:			
- Ind AS Adjustment under lease		35.67	
- Transaction cost on borrowings	289.33		
Closing balance as on 31st March, 2024	4,05,827.66	178.43	74,325.20

\* includes current maturities of non-current borrowings

Material accounting policy information

1

Critical estimates and judgements

2

The accompanying note number 1 to 58 form an integral part of these financial statements.

For and on behalf of the Board of Directors

  
Prathama Pallabita Misra  
Company Secretary  
PAN : AKRPM2560J

  
Yogesh Kumar  
CFO  
PAN : AJQPK2194N

  
Alok Singhal  
CEO  
PAN : AJYPS1047A

  
Hira Nand  
Director  
DIN: 09476034

  
Rajiv Agarwal  
Director  
DIN: 09748894

As per our report of even date attached  
For S.K.Mehta & Co.  
Chartered Accountants  
Firm Reg No. 000478N

  
Rohit Mehta  
Partner  
Membership No. 091382



Place: Noida

Date : 23.05.2025



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to the financial statements for the year ended March 31, 2025**  
**Company Information and Material Accounting Policy Information**

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**1. Company Information**

Ramagundam Fertilizers and Chemicals Limited is a Public Company Limited by shares, incorporated and domiciled in India. The Company is a joint venture promoted by National Fertilizers Limited, Engineers India Limited and Fertilizers Corporation of India Limited and is formed for setting up new Ammonia-Urea complex at Ramagundam, Telangana, India. The Company is engaged in the manufacturing and sale of ammonia and urea.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 23<sup>rd</sup> May, 2025.

**1.1: Material accounting policies**

This note provides a list of the material accounting policies adopted in the preparation of the financial statements. These policies have been consistently applied to all the periods presented, unless otherwise stated.

**(a) Basis of preparation**

*i. Compliance with Indian Accounting Standards*

The financial statements prepared on accrual basis, as going concern comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act.

*ii. Historical cost convention*

The financial statements have been prepared on a historical cost basis, except for the following:

- Certain financial Assets and liabilities and contingent consideration that are measured at fair value,
- Defined benefits plans – plan Assets are measured at fair value

**(b) Segment reporting**

Company neither engaged in nor operated in economic environment requiring evaluation of the nature and financial effect thereof on business activities. Company is operating in a single segment of urea and ammonia manufacturing hence; segment reporting is not applicable.

**(c) Functional and presentation currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian Rupee (INR), which is Company's functional and presentation currency. All financial information presented in INR has been rounded to the nearest lakh (up to two decimals), except when indicated otherwise.



#### **(d) Property, plant and equipment**

All items of property, plant and equipment are stated at cost less accumulated depreciation/ amortization. Cost comprises purchase price including import duties and non – refundable purchase taxes after deducting trade discounts and rebates, any cost directly attributable to bring the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management and present value of initial estimate of cost of dismantling, removal and restoration.

Cost adjustments, if any, are made to the asset's carrying amount on final closure of the respective contracts & inventory reconciliations with contractors.

When part of an item of Property, plant & equipment that are significant in value and have different useful lives as compared to the main assets, they are recognized separately.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for, as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred.

Items of spare parts, stand by equipment and servicing equipment which meet the definition of Property, plant & equipment are capitalized. Other spare parts are carried as inventory and recognized in the statement of profit and loss on consumption.

#### **(e) Capital work in progress**

- Expenditure incurred during the construction period and directly attributable to the construction activity are capitalized as capital work in progress and allocated to the Property, plant & equipment at the time of Capitalization of related asset.
- Income pertaining to construction period such as interest earned on short term deposits attributable to the subordinate debt and advance provided to the project contractors and urea sale during trial run is adjusted against the Expenditure During Construction.
- Claims including price variations are accounted for on acceptance.
- Price reduction is accounted for on settlement of final bill and is deducted from cost.
- Where final settlement of bills and applicability of price reduction with contractors is yet to be affected, capitalization/ capital work in progress is done on provisional basis with price reduction on provisional basis subject to necessary adjustment in the year of final settlement.





**(f) Depreciation methods, estimated useful lives and residual value**

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives, which is aligned to useful life specified under Schedule II of Companies Act, 2013 except in following categories of assets, different useful life from that prescribed in the schedule II of the Companies Act, 2013 is adopted by the Company which is ascertained on the basis of technical evaluation / assessment:

Asset Type	Useful Life in Years
Capital Spares	2 to 10
Catalyst, White Chemicals	2 to 5
Refractory	8
Roads - Other than RCC/Non-Carpeted Roads/Bitumen	10
Batteries, UPS & Illumination,	10
EOT Cranes, Hoists, Instrumentation, Reformers, Analyzers, DCS System, AAQMS, Control Valves	15
Exchangers, Pumps, Compressors	20
Columns, Vessels, Package Items, Tanks, Reactors etc.	25
Electrical Equipment/Captive Power Plant	25

For Plant and Machinery, Railway Sidings, Computer and Data Processing Units, residual value of five percent, rupee one in respect of other items of Property, plant & equipment is considered except Nil value for assets where Company has no ownership rights.

Buildings constructed over leasehold land are fully depreciated at the estimated useful life, as specified under schedule II of the Companies Act, 2013 except for which useful life is different from Schedule II is adopted by the Company & tabulated below -

Asset Type	Useful Life in Years
Old Buildings	10
Old Refurbished Buildings	15
Other Plant buildings	30

The above said useful lives/residual values are supported by Technical Advice.

Depreciation on Property, plant & equipment whose actual cost does not exceed Rupees Five Thousand, are provided at the rate of 100% and the residual of Rupee one is retained.

The Assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

An item of property, plant and equipment is de-recognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on de-recognition of the asset (calculated as the difference between the net disposal proceeds/nominal value and the carrying amount of the asset) is included in the Statement of profit and loss in the year the asset is derecognized.



### (g) Intangible Assets and Intangible Assets Under Development

- i. All items of intangible assets are stated at cost less accumulated amortization and impairment losses. Cost comprises purchase price including import duties and non – refundable purchase taxes after deducting trade discounts and rebates, any cost directly attributable for preparing the assets for its intended use.
- ii. *Amortization methods and periods*

Software, which is not integral part of the related hardware, is treated as intangible Assets and amortized on straight-line method over a period of five years or its license period whichever is less.

License fee relating to production process and process designed is amortized on straight line basis over the life of underlying plant / facility.

The Assets' residual useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.
- iii. Intangible Assets under development - Expenditure incurred which are eligible for capitalizations under intangible Assets are carried as intangible Assets under development till ready for their intended use.

### (h) Leases

#### **The Company as a lessee**

The Company's lease asset classes primarily consist of leases for land, vehicle and office premises. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain Lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU Assets and lease liabilities includes these options when it is reasonably certain that they will be exercised/ option to terminate the lease will not be exercised.

The right-of-use Assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the





commencement date of the lease plus any initial direct costs less any lease incentives and estimated restoration costs of the underlying asset where applicable. They are subsequently measured at cost less accumulated depreciation/ amortization and impairment losses and adjusted for any reassessment of Lease Liabilities.

Right-of-use Assets are depreciated/ amortized from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rate of the Company. Lease liabilities are remeasured to reflect any re-assessment, lease modification, or revised in-substance fixed lease payments, with a corresponding adjustment to the related right of use asset.

Lease payments are allocated between principal and finance cost. The finance cost is charged to statement of Profit and Loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Lease liabilities and ROU Assets are separately presented in the Balance Sheet and lease payments are classified as financing cash flows.

#### **The Company as a lessor**

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognized as expense over the lease term on the same basis as lease income. The respective leased Assets are included in the balance sheet based on their nature.

#### **(i) Financial Assets**

##### ***(I) Classification***

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss), and
- those measured at amortized cost.

The classification depends on the entity's business model for managing the financial Assets and the contractual terms of the cash flows.



For Assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. The Company reclassifies debt investments when and only when its business model for managing those Assets changes.

For investments in equity instruments, company decides to classify the same either at the Fair Value through other comprehensive Income (FVTOCI) or Fair Value through profit or loss (FVTPL). The company makes such election on an instrument-by-instrument basis. The classification is made on the initial recognition and is irrevocable. In case company decides to classify equity instrument at FVTOCI, then fair value change on the instruments, excluding dividends, are recognized in the OCI, Equity instruments included within FVTPL category are measured at fair value with all changes are recognized in the statement of profit and loss. Dividend on such instruments is presented under other income.

## ***(ii) Measurement***

**At initial recognition**, the Company measures a financial asset at its fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition of financial assets, which are not valued at fair value through profit or loss, are added to the fair value on initial recognition. Transaction costs of financial Assets carried at fair value through profit or loss are expensed in Statement of profit and loss.

**Subsequent measurement** of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments

- **Amortized cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial Assets is included in finance income using the effective interest rate method.
- **Fair value through other comprehensive income (FVTOCI):** Assets that are held for collection of contractual cash flows and for selling the financial Assets, where the Assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVTOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses, which are recognized in Profit and Loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss. Interest income from these financial Assets is included in other income using the effective interest rate method.
- **Fair value through profit or loss (FVTPL):** Assets that do not meet the criteria for amortized cost or FVTOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through





profit or loss and is not part of a hedging relationship is recognized in profit or loss and presented net in the statement of Profit and Loss within other income in the period in which it arises. Interest income from these financial Assets is included in other income.

### ***(iii) Impairment of financial Assets***

The Company assesses on a forward-looking basis the expected credit losses associated with its Assets carried at amortized cost and FVTOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 39 details how the Company determines whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS-109 Financial Instruments, which requires lifetime expected credit losses to be recognized from initial recognition of the receivables.

### ***(iv) De-recognition of financial Assets***

A financial asset is derecognized only when:

- the Company has transferred the rights to receive cash flows from the financial asset or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

## **(j) Financial liabilities**

### **Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss and financial liabilities at amortized cost, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of liabilities subsequently measured at amortized cost net of directly attributable transaction cost. The Company's financial liabilities include trade and other payables, borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

### **Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:



- i. **Financial liabilities at amortized cost:** After initial measurement, such financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in the statement of profit and loss. This category generally applies to borrowings, trade payables and other contractual liabilities.
- ii. **Financial liabilities at fair value through profit or loss (FVTPL):** Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk is recognized in OCI. These gains/losses are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity on disposal. All other changes in fair value of such liability are recognized in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit and loss.

#### **De-recognition**

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

#### **(k) Inventories - Raw materials and Stores, Work in Progress, Packaging Material and Finished Goods**

Raw materials, Packaging Materials and Stores and Spares are stated at the lower of weighted average cost and Net Realizable Value. Cost of raw materials comprises cost of purchases. Cost of work-in-progress and Finished Goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity.





Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net Realizable Value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Material under inspection is valued at cost. Finished and semi-finished goods are valued at lower of weighted average cost and net realizable value based on the applicable Concession/Sale Price.

Diminution in the value of obsolete, unserviceable, surplus and non- moving items of stores and spares is ascertained on review and provided for.

#### **(l) Income tax**

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax Assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on taxable income on the basis of the Tax Laws enacted or substantively enacted at the end of the reporting period.

Deferred Income Tax is provided in full, using the balance sheet method, on temporary differences arising between the tax bases of Assets and liabilities and their carrying amounts in the financial statements. Deferred tax is determined using tax rates and laws, that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realized or the deferred tax liability is settled.

Deferred Tax Assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Current and Deferred Tax is recognized in Statement of Profit and Loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

#### **(m) Foreign currency transactions & translations**

Transactions in foreign currencies are initially recorded at the functional currency spot exchange rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies outstanding at reporting date are translated at the functional currency spot rates of exchange prevailing on that date. Exchange differences arising on settlement or translation of monetary items are recognized in the statement of profit and loss in the year in which it arises.

Non-monetary items denominated in foreign currency which are measured in terms of historical cost are recorded using the exchange rate at the date of the transaction.



## **(n) Revenue Recognition**

### **Sale of Goods**

Revenue is recognized net of returns, trade allowances, rebates etc. when performance obligation is satisfied by transferring control of goods or services (i.e., an asset) to a customer and it is probable to collect the consideration.

### **Interest income**

Interest income from debt instruments is recognized using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument, but does not consider the expected credit losses.

### **Dividends**

Dividends are recognized in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company and the amount of the dividend can be measured reliably.

## **(o) Subsidy**

- Price subsidy for urea sold by RFCL is recognized based on New Investment Policy (NIP-2012) notified by the Government of India under which subsidy rates are determined based on annual pooled gas rate of delivered gas price of all fertilizers plants under pool mechanism. The subsidy recognition is subject to revision on finalization of annual gas pool rate by Fertilizer Industry Coordination Committee (FICC), an office of Government of India which regulates such subsidy and changes are recognized in the year in which revised rates are notified by FICC. Any increase or decrease in subsidy receivable due to revision in subsidy rate for previous years will be recognized in the year in which revised rates are notified by FICC.
- Freight Subsidy is measured based on distances covered and principle/ notifications and latest available road transport rates received from FICC and the bills are raised for approved distances and rates based on such notification. The freight subsidy rates and distances are being approved by the Government of India and any increase or decrease in freight subsidy receivable for previous years will be recognized in the year in which revised rates and distances are notified by Government of India.

## **(p) Provisions, Contingent Liabilities and Contingent Assets**

Provisions (other than employee benefits) are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of Management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. If the effect of time value of money is material, provision is discounted using pre-tax rate





that reflect current market assessments of the time value of money and the risk specific to the liability. The increase in the provision due to the passage of time is recognized as interest expenses.

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Contingent liabilities are disclosed on the basis of judgment of the Management/independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current Management estimate.

Contingent Assets are possible Assets that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent Assets are disclosed in the financial statements when inflow of economic benefits is probable on the basis of judgment of Management. These are assessed continually to ensure that developments are appropriately reflected in the financial statements.

#### **(q) Government Grants**

Government Grants are recognized at their fair value where there is a reasonable assurance that the grant will be received and all attached conditions will be complied with by the Company.

Government Grants relating to income are deferred and recognized in the statement of profit & loss over the period necessary to match them with the cost that they are intended to compensate and presented within revenue from operations / other income.

Government Grants relating to the Capital Assets are included in non-current liabilities as deferred income and are credited to Statement of Profit and Loss on a straight-line basis over the expected lives of the related Assets and presented within other income.

#### **(r) Contributed equity**

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

#### **(s) Borrowing costs**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset incurred during the period of time that is required to complete and prepare the asset for its intended use or sale are capitalized. Qualifying Assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the statement of Profit and Loss Account in the period in which they are incurred.



#### **(t) Employee benefits**

##### ***a) Short-term obligations***

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the financial reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as employee benefits payable (under other financial liability) in the Balance Sheet.

##### ***b) Other long-term employee benefits obligations***

The Company provides following long-term benefits:

- *Leave Encashment (Earned Leave/Sick Leave/Half Pay Leave).*

The liability for Leave encashment is measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the financial reporting period using the projected unit credit method as calculated by Actuary. The benefits are discounted using the market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligation.

Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognized in Statement of Profit and Loss.

- *Social Security Benefit*

The liability for Social Security Benefit is measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the financial reporting period using the projected unit credit method as calculated by Actuary. The benefits are discounted using the market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligation.

Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognized in Statement of Profit and Loss.

##### ***c) Post-employment obligations***

The Company operates the following post-employment schemes:

- i. Defined benefit plans such as Gratuity and Post Retirement Settlement Benefits.
- ii. Defined Contribution Plan such as Provident Fund and Pension

#### **Defined Benefit Obligations**

The defined benefit obligation is calculated annually by Actuaries using the Projected Unit Credit Method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of





the reporting period on Government Bonds that have terms approximating to the terms of the related obligation.

The liability recognized in the Balance Sheet in respect of Defined Benefit Obligations is the present value of the defined benefit obligation at the end of the reporting period less the Fair Value of Plan Assets, if any.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan Assets. This cost is included in employee benefit expense in the statement of Profit and Loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized directly in other comprehensive income.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in Statement of profit and loss as past service cost.

#### **Defined Contribution Plan**

##### **Provident Fund**

The Company pays Provident Fund contribution to Regional Provident Fund. The Company has no further payment obligation once the contributions have been paid. The contribution is accounted for as Defined Contribution Plan and is recognized as employee benefits expense on accrual basis.

##### **Pension**

Company has defined contribution scheme, where obligation of the company is to contribute 7 % of Basis Pay and DA of eligible employees to National Pension Scheme. The contribution paid / payable is recognized as expense on accrual basis.

#### **(u) Claims**

Pending settlement, claims made on underwriters / others as assessed by the Company are accounted for when there is probability of ultimate collection.

#### **(v) Impairment of Non- Financial Assets**

Non- Financial Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's or cash generating unit fair value less costs of disposal and value in use. For the purposes of assessing impairment, Assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other Assets or groups of Assets (cash-generating units). Non-financial Assets that suffered an impairment are reviewed for possible reversal of the Impairment at the end of each reporting period.



**(w) Material prior period errors**

Material prior period errors are corrected retrospectively by restating the comparative amounts for the prior periods presented in which the error occurred. If the error occurred before the earliest period presented, the opening balances of Assets, liabilities and equity for the earliest period presented, are restated.





**Note 2: Critical estimates and judgements**

The preparation of Financial Statements requires the use of accounting estimates, which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items, which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgements are:

- Estimated useful life of Property Plant and Equipment and Intangible Assets – Note 1.1 (f) and 1.1 (g)
- Recognition of deferred tax Assets – Note 1.1 (l)
- Post-Employment Benefits Note 1.1 (t)
- Realization of government grant from state government of Telangana Note 1.1 (q).
- Lease term- Note 1.1 (h)
- Subsidy – Note 1.1 (o)

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.



RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED  
Notes to Financial Statements for the year ended 31st March 2025

3 Property, plant and equipment #

Property, plant and equipment #										(Rupees in lakhs)
	Building- on lease hold land	Plant and Machinery	Railway Siding	EDP Equipments	Furniture & Fixtures	Electrical Installations	Office Equipments	Other Equipments	Vehicles	Total
<b>As at 31st March 2025</b>										
<i>Gross carrying amount</i>										
Opening gross carrying amount *	67,868.69	4,58,998.37	4,736.23	310.77	422.74	8,398.52	376.43	16,160.02	-	5,57,271.77
Additions	38.40	3,187.77	-	121.28	79.15	10.80	28.93	917.45	9.30	4,393.08
Deductions/adjustments **	(594.31)	425.36	(177.63)	2.75	6.12	26.56	6.13	48.47	-	(256.55)
Disposals/retirement	-	(87.59)	-	(2.32)	(0.71)	(3.41)	(1.21)	(735.12)	-	(830.36)
<b>Closing gross carrying amount</b>	<b>67,312.78</b>	<b>4,62,523.91</b>	<b>4,558.60</b>	<b>432.48</b>	<b>507.30</b>	<b>8,432.47</b>	<b>410.28</b>	<b>16,390.82</b>	<b>9.30</b>	<b>5,60,577.94</b>
<i>Accumulated depreciation</i>										
Balance as at the beginning of the year	9,864.46	64,549.09	908.62	250.16	159.49	3,305.03	318.24	9,680.89	-	89,035.98
Deductions/adjustments **	-	-	-	-	-	-	-	-	-	-
Depreciation during the year	3,052.21	21,755.39	285.63	45.41	45.85	679.03	26.91	3,261.84	0.47	29,152.74
Disposals/retirement	-	(14.61)	-	(2.20)	(0.60)	(1.54)	(1.21)	(533.58)	-	(553.74)
<b>Closing accumulated depreciation</b>	<b>12,916.67</b>	<b>86,289.87</b>	<b>1,194.25</b>	<b>293.37</b>	<b>204.74</b>	<b>3,982.52</b>	<b>343.94</b>	<b>12,409.15</b>	<b>0.47</b>	<b>1,17,634.98</b>
<b>Net carrying amount</b>	<b>54,396.11</b>	<b>3,76,234.04</b>	<b>3,364.35</b>	<b>139.11</b>	<b>302.56</b>	<b>4,449.95</b>	<b>66.34</b>	<b>3,981.67</b>	<b>8.83</b>	<b>4,42,942.96</b>
<b>As at 31st March 2024</b>										
<i>Gross carrying amount</i>										
Opening gross carrying amount *	68,936.74	4,60,647.34	4,735.11	278.21	361.53	8,408.72	404.62	16,279.98	-	5,60,052.25
Additions	133.82	2,996.27	-	36.87	34.39	51.68	36.91	2.86	-	3,292.80
Deductions/adjustments **	(1,201.87)	(4,621.88)	1.12	-	31.40	(3.33)	(31.40)	(96.00)	-	(5,921.96)
Disposals/retirement	-	(23.36)	-	(4.31)	(4.58)	(58.55)	(33.70)	(26.82)	-	(151.32)
<b>Closing gross carrying amount</b>	<b>67,868.69</b>	<b>4,58,998.37</b>	<b>4,736.23</b>	<b>310.77</b>	<b>422.74</b>	<b>8,398.52</b>	<b>376.43</b>	<b>16,160.02</b>	<b>-</b>	<b>5,57,271.77</b>
<i>Accumulated depreciation</i>										
Balance as at the beginning of the year	6,734.91	43,601.09	608.09	206.12	126.02	2,599.15	306.88	6,574.09	-	60,756.35
Deductions/adjustments **	(22.89)	(566.29)	-	-	-	-	-	(40.77)	-	(629.95)
Depreciation during the year	3,152.44	21,517.04	300.53	48.14	36.43	747.72	36.40	3,158.02	-	28,996.72
Disposals/retirement	-	(2.75)	-	(4.10)	(2.96)	(41.84)	(25.04)	(10.45)	-	(87.14)
<b>Closing accumulated depreciation</b>	<b>9,864.46</b>	<b>64,549.09</b>	<b>908.62</b>	<b>250.16</b>	<b>159.49</b>	<b>3,305.03</b>	<b>318.24</b>	<b>9,680.89</b>	<b>-</b>	<b>89,035.98</b>
<b>Net carrying amount</b>	<b>58,004.23</b>	<b>3,94,449.28</b>	<b>3,827.61</b>	<b>60.61</b>	<b>263.25</b>	<b>5,093.49</b>	<b>58.19</b>	<b>6,479.13</b>	<b>-</b>	<b>4,68,235.79</b>

\* Company had requested to State Government of Telangana (SGOT) to provide water and power connectivity and to recover its cost from the fiscal incentives for which the Company is eligible post commercial production. The above facilities had been provided by the SGOT during FY 2019-20. These assets are lying outside the plant boundaries and the Company does not have ownership of these assets.

SGOT is yet to finalize and inform cost of these assets to RFCL, therefore cost of these assets has been internally estimated for Rs. 10,571.91 lakhs, pending intimation of actual cost.

\*\* RFCL capitalized its plant in financial year 2020-21, pending finalization of contracts and inventory reconciliation with contractors. Later on, based on final inventory reconciliations and finalization of contracts, necessary adjustments are made in the gross block, along with reallocation of indirect construction expenses. The depreciation over it is recorded on balance useful life. This also includes other cost adjustment in Gross Block of Rs. 421.17 lakhs (Previous Year, this includes amount of Rs. 6621.93 lakhs transferred to Intangible Assets to correct the classification of license fees as Intangible Assets.)

# Refer note 19 & 23 for information on property, plant and equipment hypothecated as security by the company.

# Refer note no 44 for disclosure of contractual commitments for the acquisition of property, plant and equipment





**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**
**Notes to Financial Statements for the year ended 31st March 2025**
**4 Right-of-use assets**

	(Rupees in lakhs)				
	Land - FCIL*	Office premises	Vehicle	Land -Railway	Total
<b>As at 31st March 2025</b>					
Gross carrying amount					
As at 1st April 2024	20,569.20	319.32	35.40	309.32	21,233.24
Additions	-	341.05	-	-	341.05
Deductions/adjustments	-	(319.32)	-	-	(319.32)
<b>Closing gross carrying amount</b>	<b>20,569.20</b>	<b>341.05</b>	<b>35.40</b>	<b>309.32</b>	<b>21,254.97</b>
Accumulated amortization					
As at 1st April 2024	1,485.98	292.51	28.34	180.37	1,987.20
Amortization during the year	210.77	112.07	6.45	35.61	364.90
Deductions/adjustments	-	(319.32)	-	-	(319.32)
<b>Closing accumulated amortization</b>	<b>1,696.75</b>	<b>85.26</b>	<b>34.79</b>	<b>215.98</b>	<b>2,032.78</b>
<b>Net carrying amount</b>	<b>18,872.45</b>	<b>255.79</b>	<b>0.61</b>	<b>93.34</b>	<b>19,222.19</b>
<b>As at 31st March 2024</b>					
Gross carrying amount					
As at 1st April 2023	20,569.20	319.32	35.40	309.32	21,233.24
Additions	-	-	-	-	-
Deductions/adjustments	-	-	-	-	-
<b>Closing gross carrying amount</b>	<b>20,569.20</b>	<b>319.32</b>	<b>35.40</b>	<b>309.32</b>	<b>21,233.24</b>
Accumulated amortization					
As at 1st April 2023	1,274.60	185.88	19.47	144.76	1,624.71
Amortization during the year	211.38	106.63	8.87	35.61	362.49
Deductions/adjustments	-	-	-	-	-
<b>Closing accumulated amortization</b>	<b>1,485.98</b>	<b>292.51</b>	<b>28.34</b>	<b>180.37</b>	<b>1,987.20</b>
<b>Net carrying amount</b>	<b>19,083.22</b>	<b>26.81</b>	<b>7.06</b>	<b>128.95</b>	<b>19,246.04</b>

\* The Company entered into Concession Agreement with Fertilizer Corporation of India Limited (FCIL) on 23rd March, 2016 towards award of right and concession to the Company in regard to facility Area (lease hold land admeasuring approximately 1284 acre) for financing, designing, engineering, procurement, construction, development, operation and maintenance of the project. As per Concession Agreement, the concession period is of 99 years & effective date is 25th September,2015. In terms of the Shareholders Agreement (SHA), FCIL is issued equity shares equal to 11% of equity portion of the capital expenditure of the project towards above consideration.

Value of leasehold land of FCIL is arrived based on residual method i.e. by adjusting value of assets likely to be used in the project. The Company has taken the valuation report from the valuer where the other useable assets were capitalized at the time of plant capitalization and further non-useable assets were not considered for the purpose of capitalization. For allocation of effective costs in various assets, Company has adopted residual method, whereby usable assets have been valued from registered valuer at Rs. 968.73 lakhs for arriving at cost of leasehold land. Leasehold land also includes cost of registration of lease deed amounting to Rs. 745.29 lakhs.



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**

**Notes to Financial Statements for the year ended 31st March 2025**

**(Rupees in lakhs)**

**5 Capital work-in-progress (CWIP)**

	Plant and machinery	Electrical Installations	Total
<b>As at 1st April 2024</b>	50.25	66.05	116.30
Add: Additions during the year	64.67	243.88	308.55
Less: Capitalised during the year	-	-	-
<b>As at 31st March 2025</b>	<b>114.92</b>	<b>309.93</b>	<b>424.85</b>
<b>As at 1st April 2023</b>	695.38	-	695.38
Add: Additions during the year	50.25	66.05	116.30
Less: Capitalised during the year	(695.38)	-	(695.38)
<b>As at 31st March 2024</b>	<b>50.25</b>	<b>66.05</b>	<b>116.30</b>

**A) Capital work-in-progress (CWIP) Ageing Schedule as at 31 March, 2025**

**(Rupees in lakhs)**

CWIP	Amount in CWIP for a period of				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in Progress	308.55	116.30	-	-	424.85
Projects temporarily suspended	-	-	-	-	-

**Capital work-in-progress (CWIP) Ageing Schedule as at 31 March, 2024**

**(Rupees in lakhs)**

CWIP	Amount in CWIP for a period of				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in Progress	116.30	-	-	-	116.30
Projects temporarily suspended	-	-	-	-	-

**B) There are no cases of CWIP where completion is overdue or exceeded its cost compared to original plan in current year and previous year**





RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED  
Notes to Financial Statements for the year ended 31st March 2025

6 Intangible assets

(Rupees in lakhs)

	Computer Software	Website	License Fee	Total
<b>As at 31st March 2025</b>				
Gross carrying amount				
As at 1st April 2024	34.90	3.37	6,621.93	6,660.20
Additions	13.22	-	-	13.22
Deductions/adjustments	-	-	-	-
Disposals	-	-	-	-
<b>Closing gross carrying amount</b>	<b>48.12</b>	<b>3.37</b>	<b>6,621.93</b>	<b>6,673.42</b>
Accumulated amortization				
As at 1st April 2024	31.42	3.37	802.09	836.88
Amortization	2.82	-	264.70	267.52
Deductions/adjustments	-	-	-	-
Disposals	-	-	-	-
<b>Closing accumulated amortization</b>	<b>34.24</b>	<b>3.37</b>	<b>1,066.79</b>	<b>1,104.40</b>
<b>Net carrying amount</b>	<b>13.88</b>	<b>-</b>	<b>5,555.14</b>	<b>5,569.02</b>
<b>As at 31st March 2024</b>				
Gross carrying amount				
As at 1st April 2023	34.90	3.37	-	38.27
Additions	-	-	-	-
Deductions/adjustments *	-	-	6,621.93	6,621.93
Disposals	-	-	-	-
<b>Closing gross carrying amount</b>	<b>34.90</b>	<b>3.37</b>	<b>6,621.93</b>	<b>6,660.20</b>
Accumulated amortization				
As at 1st April 2023	27.26	2.97	-	30.23
Amortization	4.16	0.40	172.14	176.70
Deductions/adjustments*	-	-	629.95	629.95
Disposals	-	-	-	-
<b>Closing accumulated amortization</b>	<b>31.42</b>	<b>3.37</b>	<b>802.09</b>	<b>836.88</b>
<b>Net carrying amount</b>	<b>3.48</b>	<b>0.00</b>	<b>5,819.84</b>	<b>5,823.32</b>

\* Represents amount transferred from Property, plant and equipment (PPE) to correct the classification of License fees as intangible assets in the previous year



7 Intangible assets under development

		(Rupees in lakhs)	
		31-Mar-25	31-Mar-24
Software (ERP)		855.18	672.08
<b>Total</b>		<b>855.18</b>	<b>672.08</b>

A) Intangible Assets Under Development Ageing Schedule as at 31 March, 2025

(Rupees in lakhs)

Intangible assets under development	Amount in Intangible assets under development for a period of				
	Less than 1 Year	1 - 2 Years	2-3 Years	More than 3 Years	Total
Software (ERP)	183.10	1.50	-	670.58	855.18

Intangible Assets Under Development Ageing Schedule as at 31 March, 2024

(Rupees in lakhs)

Intangible assets under development	Amount in Intangible assets under development for a period of				
	Less than 1 Year	1 - 2 Years	2-3 Years	More than 3 Years	Total
Software (ERP)	1.50	-	148.73	521.85	672.08

B) Intangible Assets Under Development : Cases of Intangible asset under development where project completion date is overdue as compared to Original plan as on 31.03.2025

(Rupees in lakhs)

Intangible assets under development	To be completed in				
	Less than 1 Year	1 - 2 Years	2-3 Years	More than 3 Years	Total
Software (ERP)	855.18	-	-	-	855.18

Intangible Assets Under Development : Cases of Intangible asset under development where project completion date is overdue as compared to Original plan as on 31.03.2024

(Rupees in lakhs)

Intangible assets under development	To be completed in				
	Less than 1 Year	1 - 2 Years	2-3 Years	More than 3 Years	Total
Software (ERP)	672.08	-	-	-	672.08

Refer note no 44 for disclosure of contractual commitments for the acquisition of Intangible Assets





**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

(Rupees in lakhs)

8 <u>Other financial assets</u>	31-Mar-25		31-Mar-24	
	Current	Non-current	Current	Non-current
Unsecured considered good unless otherwise stated				
A. Security deposits	-	970.56	-	992.99
B. Amount recoverable from gas pool	5,683.27	-	3,182.02	-
C. Bank deposits having remaining maturity of more than twelve months from reporting date {including interest accrued Rs. 3.91 lakhs (P.Y. Rs. 26.69 lakhs)} under lien for letter of credit (LC) & Bank Guarantee(BG) Nil (PY Rs. 1,728.60 lakh) and earmarked for debt service arrangement Rs. 5,718.91 (PY Nil).	-	5,718.91	-	1,728.60
D. Government grant receivable #	5,113.56	-	4,852.67	-
E. Insurance claim recoverable	-	-	4,882.56	-
F. Others Recoverables				
a. Considered Good	1,114.24	-	1,651.29	-
b. Considered Doubtful	307.28	-	-	-
(Less): Provision for Doubtful Recoverable *	(307.28)	-	-	-
<b>Total</b>	<b>11,911.07</b>	<b>6,689.47</b>	<b>14,568.54</b>	<b>2,721.59</b>

# Company has paid stamp duty of Rs. 3,109.71 lakhs in financial year 2018-19. During the financial year 2021-22, the Company has paid stamp duty of Rs. 304.33 lakhs for registration of Indenture of Mortgage created in favour of project lenders for additional rupee term loan. As a part of incentive, the Government of Telangana vide letter No 1158/1E Sugar & IFR/2015-01, dated 11th February, 2016 has extended fiscal incentives and as per above scheme, company is eligible to claim 100% reimbursement of Stamp duty paid for registration of leasehold land and mortgage after commencement of commercial production. Accordingly, the grant receivable has been recognised at amount receivable from State Government of Telangana. Claims submitted by the company for Rs. 3414.04 lakhs was processed for Rs. 1331.98 lakhs by the department with exclusion of certain land area utilized for plant construction. Representation has been made by the company with the department to consider the total land area for payment of claim. During the current year, request has been made by the management of the company with the Hon'ble Governor of Telangana to personally intervene in the approval process of long pending claims. The Governor Secretariat has forwarded the representation with a request to resolve the issue to the Chief Secretary to Govt of Telangana. Management is confident that company claim will be processed in full by the SGOT and accordingly no adjustment is required in this regard.

Under the above mentioned incentive scheme, Company is also eligible to claim power subsidy of Rs. 1 per unit against consumption of purchased power units. Hence an amount of Rs. 1,699.52 lakhs (PY Rs. 1,438.63 lakhs) is also recoverable from SGOT as power subsidy.

\* Provision of Rs. 307.28 lakh is made against recoverable balance from Ministry of Railways (MoR) and Ministry of Road, Transport and Highways (MoRTH) on account of expenses incurred by the company on plant dedication ceremony conducted in Telangana during FY 2022-23. Such total ceremonial expenditure was to be shared 50% by RFCL and 25% each by MoR and MoRTH as per the directions of Department of Fertilizers. No amount is received by the company in this regard till date despite various follow ups and communications made by the Company with the respective Ministries. As a matter of prudence, during the year, provision for doubtful receivable is made in the accounts.



RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED  
Notes to Financial Statements for the year ended 31st March 2025

9 **Deferred Tax Assets (Net)**

(Rupees in lakhs)

Particulars	31-Mar-25		31-Mar-24	
	Taxable Amount	Tax Amount	Taxable Amount	Tax Amount
<b>Deferred Tax Assets</b>				
Preliminary expenses	18.67	4.70	37.34	9.40
Share issue expenses	66.13	16.64	132.27	33.29
Provision for employee benefit expenses	1,429.22	359.72	1,038.44	261.36
Provision for doubtful debts/advances disallowed under IT Act	6,808.14	1,713.47	-	-
Unabsorbed depreciation & carry forward losses under Income Tax Act	1,66,254.36	41,842.90	2,10,280.06	52,923.29
<b>Total deferred tax assets (A)</b>	<b>1,74,576.52</b>	<b>43,937.43</b>	<b>2,11,488.11</b>	<b>53,227.34</b>
<b>Deferred Tax Liabilities</b>				
Difference in book depreciation and tax depreciation (B)	1,56,515.11	39,391.73	1,38,510.95	34,860.44
<b>Net deferred tax assets (A - B)</b>	<b>18,061.41</b>	<b>4,545.70</b>	<b>72,977.16</b>	<b>18,366.90</b>

**Notes:**

i. Based on expected production and revenue, Management is of opinion that RFCL will be able to set off present losses with expected future profits and accordingly deferred tax assets are recognised.

ii. During the year, net decrease in deferred tax assets has been recognised as

	For the year ended 31-Mar-25	(Rupees in lakhs) For the year ended 31-Mar-24
1 Recognised in Statement of profit & loss	13,827.73	11,282.71
2 Recognised in OCI	(6.53)	6.59
<b>Total</b>	<b>13,821.20</b>	<b>11,289.30</b>

**Reconciliation between the effective tax rate and the applicable tax rate is as below:**

	For the year ended 31-Mar-25	For the year ended 31-Mar-24
	%	%
Applicable Tax Rate	25.17	25.17
Tax Impact of non deductible Expenses	0.11	0.12
Tax Adjustments for Earlier years	(0.26)	0.30
Effective Tax Rate	25.02	25.59





**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**
**Notes to Financial Statements for the year ended 31st March 2025**

		(Rupees in lakhs)	
		31-Mar-25	31-Mar-24
<b>10 Non-current tax assets</b>			
<b>Particulars</b>			
Opening balance		244.02	791.44
Tax deducted/collected during the year		312.51	244.02
Income tax refund received		(244.02)	(791.44)
<b>Total</b>		<b>312.51</b>	<b>244.02</b>
<b>11 Other non-current assets</b>			
		31-Mar-25	31-Mar-24
Unsecured considered good unless otherwise stated			
Capital advances			
i) Against Bank Guarantee/Dispatch documents		-	30.94
ii) Others capital advances			
a. Considered Good		307.55	561.12
b. Considered Doubtful		10.38	-
PPE/Capital Goods under inspection		989.79	-
Prepaid Expenses		254.15	328.74
GST Input Credit			
a. Considered Good		495.85	5,092.38
b. Considered Doubtful		6,271.47	-
GST TDS Credit		51.21	42.71
Others		30.48	25.08
(Less): <u>Provision</u>			
Provision for Un-utilised GST Input Credit *		(6,271.47)	-
Provision for Doubtful Advance		(10.38)	-
<b>Total</b>		<b>2,129.03</b>	<b>6,080.97</b>

\* Company is having accumulated GST credits of Rs. 6,767.32 lakhs as on 31/3/2025. Considering the present duty structure as applicable to the company and revenue model of the company, there is accumulation of GST credits on year-to-year basis as at present, quantum of input credits paid on Goods /Services is substantially higher than GST liability on goods sold by the Company. At present, there is no reasonable certainty that such unutilized GST credits will be utilized/ adjusted in near future. During the year as matter of prudence, provision against unutilized GST input is made in the accounts for Rs. 6,271.47 lakhs after considering the amount of refund claim of Rs 495.85 lakhs which company is eligible under inverted duty structure.

	31-Mar-25	31-Mar-24
<b>12 Inventories #</b>		
Stock in Process	172.14	174.54
Intermediate Goods (Ammonia)	1,411.75	1270.47
Finished goods*	8,001.60	9,070.70
Stores and spares ^	8,658.74	7,670.58
Packing materials	74.67	46.47
<b>Total</b>	<b>18,318.90</b>	<b>18,232.76</b>
^ Includes material under inspection	768.58	619.61

^ Also includes Stores and spares (having nature of general stores / bulk material) of Rs. 3,654.89 lakhs (Previous Year Rs 3,865.68 lakhs) received from EPCM consultant, being balance project goods.

\* Includes Outward Material in Transit (Finished Goods) for Rs. 6,081.21 lakhs (PY Rs. 7,362.88 lakhs)

# Refer note 19 & 23 for information on inventories hypothecated as security by the company.

Inventories have been valued as per material accounting policy no. - Note 14



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**
**Notes to Financial Statements for the year ended 31st March 2025**

		(Rupees in lakhs)	
		31-Mar-25	31-Mar-24
<b>13 Trade receivables</b>			
<b>Unsecured - Considered Good Unless Otherwise Stated</b>			
<b>Considered Good</b>			
Subsidy from Govt. of India		1,14,991.49	94,938.06
Others		17,374.06	7,275.61
<b>Considered Doubtful</b>			
Subsidy from Govt. of India		219.01	-
(Less): Provision for Doubtful Receivables		(219.01)	-
<b>Total</b>		<b>1,32,365.55</b>	<b>1,02,213.67</b>

Pending sale of Urea totaling 2.11 lakh MT through point of sales (POS) device to beneficiaries as on 31.03.2025, subsidy of Rs. 79,029.09 lakhs which has accrued on sale to dealers but shall become due for payment under DBT upon sale through POS device and same has been recognized in the current period (PY quantities 2.69 lakh MT and subsidy Rs. 1,01,554.88 lakhs). Further, provision @ 20% of subsidy recoverable is being made for POS stock quantity held for more than 12 months.

**Trade Receivables Ageing Schedule**
**As at 31st March, 2025**
**(Rupees in lakhs)**

Particulars	Unbilled	Not Due	Outstanding for following periods from the date of transaction with due date of payment					
			Less than 6 months	6 months - 1 Year	1-2 Years	2 - 3 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables - considered good	48,579.72	-	83,785.83	-	-	-	-	1,32,365.55
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	219.01	-	-	-	-	-	-	219.01
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-	-
(Less): Provisional for doubtful receivable	(219.01)							(219.01)
<b>Total</b>	<b>48,579.72</b>	<b>-</b>	<b>83,785.83</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,32,365.55</b>

**Trade Receivables Ageing Schedule**
**As at 31st March, 2024**
**(Rupees in lakhs)**

Particulars	Unbilled	Not Due	Outstanding for following periods from the date of transaction with due date of payment					
			Less than 6 months	6 months - 1 Year	1-2 Years	2 - 3 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables - considered good	93,736.79	-	8,476.88	-	-	-	-	1,02,213.67
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-	-
<b>Total</b>	<b>93,736.79</b>	<b>-</b>	<b>8,476.88</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,02,213.67</b>





RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED

Notes to Financial Statements for the year ended 31st March 2025

		(Rupees in lakhs)	
		31-Mar-25	31-Mar-24
14	<b>Cash and cash equivalents</b>		
	Balances with banks		
	- In current accounts	329.07	410.25
	- Term Deposits having original maturity up to three months {including interest accrued Rs. 41.06 lakhs (PY Rs. 41.35 lakhs)}	8,989.75	9,683.55
	<b>Total</b>	<b>9,318.82</b>	<b>10,093.80</b>
15	<b>Bank balances other than cash and cash equivalents</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
	- Term Deposits having original maturity over the three months and maturing within one year from the reporting date {including interest accrued Rs. 886.08 lakhs (P.Y. Rs. 715.54 lakh)}.	24101.25*	19303.67*
	<b>Total</b>	<b>24,101.25</b>	<b>19,303.67</b>
* Includes FDR are under lien for bank guarantees & letters of credit amounting Rs. 11,104.36 (PY Rs. 8,994.80 lakh) and earmarked FD for debt service arrangement Rs. 12,436.25 lakh (PY Rs. 10,308.87 lakh)			
16	<b>Other current assets</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
	<b>Unsecured, considered good</b>		
	Prepaid Expenses	833.80	1,152.23
	Advance to Suppliers	5.27	1.01
	Advance to Employees	20.80	2.03
	Advance to Contractors	33.69	47.58
	Other Recoverables	581.94	733.54
	<b>Total</b>	<b>1,475.50</b>	<b>1,936.39</b>



RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED  
Notes to Financial Statements for the year ended 31st March 2025

		(Rupees in lakhs)	
17	Equity share capital	Number of shares	Amount
	Authorised equity share capital (Par value per share - Rs. 10)		
	As at 31st March 2024	2,00,00,00,000	2,00,000.00
	Increase during the year	-	-
	As at 31st March 2025	2,00,00,00,000	2,00,000.00
	As at 31st March, 2023	2,00,00,00,000	2,00,000.00
	Increase during the year	-	-
	As at 31st March 2024	2,00,00,00,000	2,00,000.00
	(i) Movements in equity share capital	Number of shares	Amount
a.	Issued equity share capital (Par value per share - Rs. 10)		
	As at 31st March 2024	1,89,02,50,000	1,89,025.00
	Add: Shares Issued during the year	-	-
	As at 31st March 2025	1,89,02,50,000	1,89,025.00
	As at 31st March, 2023	1,89,02,50,000	1,89,025.00
	Add: Shares Issued during the year	-	-
	As at 31st March 2024	1,89,02,50,000	1,89,025.00
b.	Subscribed equity share capital (Par value per share - Rs. 10)	Number of shares	Amount
	As at 31st March 2024	1,89,02,50,000	1,89,025.00
	Add: Shares subscribed during the year	-	-
	As at 31st March 2025	1,89,02,50,000	1,89,025.00
	As at 31st March, 2023	1,89,02,50,000	1,89,025.00
	Add: Shares subscribed during the year	-	-
	As at 31st March 2024	1,89,02,50,000	1,89,025.00
c.	Paid-up equity share capital (Par value per share - Rs. 10)	Number of shares	Amount
	As at 31st March 2024	1,89,02,50,000	1,89,025.00
	Add: Shares allotted during the period	-	-
	As at 31st March 2025	1,89,02,50,000	1,89,025.00
	As at 31st March, 2023	1,89,02,50,000	1,89,025.00
	Add: Shares allotted during the year	-	-
	As at 31st March 2024	1,89,02,50,000	1,89,025.00
	(ii) Aggregate No of shares issued for consideration other than cash	31-Mar-25	31-Mar-24
		Number of Shares	Number of Shares
	Shares issued as consideration for concession rights in the land and value of the useable assets	20,79,26,400	20,79,26,400
		20,79,26,400	20,79,26,400

(iii) Terms and rights attached to equity shares

The Company has one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held and entitle to dividends. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution to creditors and all preferential amounts, in proportion to their shareholding.





**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**
**Notes to Financial Statements for the year ended 31st March 2025**
**(iv) Details of shareholders holding more than 5% shares in the company**

		<b>31-Mar-25</b>	
		<b>Number of shares</b>	<b>% holding</b>
National Fertilizers Limited		49,14,62,400	26.00%
Engineers India Limited		49,14,62,400	26.00%
The Fertilizer Corporation of India Limited		20,79,36,400	11.00%
State Government of Telangana		20,79,26,400	11.00%
GAIL (India) Limited		27,03,04,320	14.30%
		<b>31-Mar-24</b>	
		<b>Number of shares</b>	<b>% holding</b>
National Fertilizers Limited		49,14,62,400	26.00%
Engineers India Limited		49,14,62,400	26.00%
The Fertilizer Corporation of India Limited		20,79,36,400	11.00%
State Government of Telangana		20,79,26,400	11.00%
GAIL (India) Limited		27,03,04,320	14.30%

**(v) Shareholding of Promoters**

<b>Shares held by promoters at the end of the year (2024-25)</b>				<b>% change during the year</b>
<b>S. No.</b>	<b>Promoter's Name</b>	<b>No. of Shares</b>	<b>% of total shares</b>	
1	National Fertilizers Limited	49,14,62,400	26.00%	0.00%
2	Engineers India Limited	49,14,62,400	26.00%	0.00%
3	Fertilizer Corporation of India Limited	20,79,36,400	11.00%	0.00%

<b>Shares held by promoters at the end of the year (2023-24)</b>				<b>% change during the year</b>
<b>S. No.</b>	<b>Promoter's Name</b>	<b>No. of Shares</b>	<b>% of total shares</b>	
1	National Fertilizers Limited	49,14,62,400	26.00%	0.00%
2	Engineers India Limited	49,14,62,400	26.00%	0.00%
3	Fertilizer Corporation of India Limited	20,79,36,400	11.00%	0.00%

The Company entered into Concession Agreement with FCIL on 23rd March 2016 towards award of rights and concession to the Company in regard to Facility area (Lease hold land admeasuring approximately 1284 acre) for financing, designing, engineering, procurement, construction, development, operation and maintenance of the project.

In terms of the Shareholders Agreement (SHA), FCIL is to be issued equity shares equal to 11% of equity portion of the capital expenditure of the project. During the Financial year 2020-21 project cost estimate was revised to Rs. 633,816 lakhs to be funded through equity of Rs 189,025 Lakhs and accordingly total equity issuance to FCIL based on revised project cost is Rs. 20,792.64 lakhs.

(vi) There are no cases of shares bought back and shares allotted as fully paid up by way of bonus shares during the preceding five financial years.

**18 Other Equity**
**Reserves and surplus**
**Retained earnings**
**Opening balance**

Add: Changes in Accounting Policy or Prior Period Errors (Refer Note 51)

**Restated Opening Balance**
**Profit for the year**
**Other comprehensive income (Net of tax)**
**Closing balance**

Retained earnings represents losses incurred till date including other comprehensive income.

		<b>(Rupees in lakhs)</b>	
		<b>31-Mar-25</b>	<b>31-Mar-24</b>
		(57,219.71)	(86,585.92)
		-	(3,466.79)
		(57,219.71)	(90,052.71)
		41,430.79	32,813.39
		(19.40)	19.61
		<b>(15,808.32)</b>	<b>(57,219.71)</b>



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

		(Rupees in lakhs)	
		31-Mar-25	31-Mar-24
<b>Financial liabilities</b>			
19	<b>Borrowings</b>		
	<b>Secured</b>		
	Term Loans (Refer -I)		
	From Banks		
	Rupee term loans	3,23,574.85	3,61,916.88
	(Net of unamortized transaction cost of Rs. 1,809.50 lakhs P.Y. Rs. 2,058.92 lakhs)		
	<b>Unsecured</b>		
	Term Loans (Refer -II)		
	From Banks		
	Rupee term loans	47,792.57	43,910.78
	(Net of unamortized transaction cost of Rs. 42.27 lakhs P.Y. Rs. 81.62 lakhs)		
	<b>Total</b>	<b>3,71,367.42</b>	<b>4,05,827.66</b>
	<b>Out of above :</b>		
	Current maturity of long term borrowings	54,499.41	54,226.85
	Non current borrowings	3,16,868.01	3,51,600.81

I.

a. Rupee Term loan of Rs. 394,071 Lakhs has been tied up with Consortium of Banks with SBI as lead bank as detailed below:

	Bank Name	Loan (Rs. In Lakhs)	Interest Rate *
1	State Bank of India (SBI)	1,70,000.00	1 Year MCLR + 0.44%
2	Union Bank of India (UBI)	1,50,000.00	1 Year MCLR + 0.15%
3	Bank of Baroda (BOB) - erstwhile Vijaya Bank	25,000.00	1 Year MCLR + 0.20%
4	Bank of India (BOI)	16,357.00	1 Year MCLR + 0.30%
5	Bank of Baroda (BOB) - erstwhile Dena Bank	16,357.00	1 Year MCLR + 0.10%
6	Punjab National Bank (PNB) - erstwhile Oriental Bank of Commerce	16,357.00	MCLR+0.10%
	<b>Total</b>	<b>3,94,071.00</b>	

\* Chargeable interest rate is linked to yearly MCLR with reset on 1st April every year. During current financial year weighted average rate of interest was 9.05% p.a. (P.Y. 8.85% p.a.)

b. Additional rupee Term loan of Rs. 50,720 Lakhs has been tied up with Consortium of Banks with SBI as lead bank as detailed below:

	Bank Name	Loan (Rs. In Lakhs)	Interest Rate *
1	State Bank of India (SBI)	22,138.00	SBI 1 Year MCLR + 0.70%
2	Union Bank of India (UBI)	24,919.00	SBI 1 Year MCLR + 0.70%
3	Punjab National Bank (PNB) - erstwhile Oriental Bank of Commerce	1,533.00	SBI 1 Year MCLR + 0.70%
4	Bank of India (BOI)	2,130.00	SBI 1 Year MCLR + 0.70%
	<b>Total</b>	<b>50,720.00</b>	

\* Chargeable interest rate is linked to yearly MCLR with reset on 25th June every year. During current financial year weighted average rate of interest was 9.45% p.a. (P.Y. 9.20% p.a.)

c. Terms of repayment for Rupee term loan and Additional Rupee term loan

Based on revised repayment schedule as agreed by lenders, Term loan is repayable in 42 quarterly instalments which started from 31st March' 2022, repayment schedule as given below based on rupee term loan tied up-

Financial Year	No of Quarter	Repayment %	Repayment Amount (Rs. In Lakhs)
31-Mar-22	1	2.00%	8,895.71
31-Mar-23	4	8.00%	35,583.08
31-Mar-24	4	8.13%	36,139.09
31-Mar-25	4	8.63%	38,363.10
31-Mar-26	4	9.06%	40,309.81
31-Mar-27	4	9.38%	41,699.16
31-Mar-28	4	9.88%	43,923.11
31-Mar-29	4	10.25%	45,591.08
31-Mar-30	4	10.31%	45,869.30
31-Mar-31	4	10.63%	47,259.04
31-Mar-32	4	11.00%	48,927.01
31-Mar-33	1	2.75%	12,231.51
<b>Total</b>	<b>42</b>	<b>100.00%</b>	<b>4,44,791.00</b>

**Note** - Company has paid principal amount of Rs. 425.67 lakhs till date (PY Rs. 197.32 lakhs) in excess of schedule repayments due on account of excess demand raised by banker which will be adjusted subsequently.





**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

- d. **Security** - Term loan is secured by -  
(a) a first charge on all the Borrower's Fixed Assets (immovable and movable) except the land underlying the Project Site, both present and future (except current assets where the Working Capital Lenders will have the first charge);  
(b) a first pari passu charge on the land underlying the Project to the extent permitted under the Concession Agreement;  
(c) assignment of all Material Project Contracts to the extent assignable;  
(d) a first pari passu charge on the Trust and Retention Account, (except on Debt Service Reserve Account);  
(e) a first pari passu charge on Debt Service Reserve Account; and  
(f) a second charge on current assets, intangibles, goodwill, uncalled capital of the Borrower, both present and future

II.

- a. For availing unsecured loan of Rs. 50,000 lakhs from Punjab National Bank (PNB), Letter of Comfort supported by Board Resolution has been provided by Joint Venture Partners i.e. National Fertilizers Limited and Engineers India Limited.

**b. Terms of repayment of Unsecured loan from Punjab National Bank (PNB) & Canara Bank**

	Schedule Date of Payment	Repayment %	Repayment Amount (Rs. in Lakhs)	Bank Name	Interest Rate *
b (i)	31-Dec-22	20%	10,000.00	PNB	PNB MCLR (1 Year) + 0.30%
	31-Mar-23	15%	7,500.00	PNB	PNB MCLR (1 Year) + 0.30%
	31-May-23	15%	7,500.00	PNB	PNB MCLR (1 Year) + 0.30%
	31-Mar-24	20%	10,000.00	PNB	PNB MCLR (1 Year) + 0.30%
	30-Jun-24	15%	7,500.00	PNB	PNB MCLR (1 Year) + 0.30%
	31-Aug-24	15%	7,500.00	PNB	PNB MCLR (1 Year) + 0.30%
	<b>Total</b>	<b>100%</b>	<b>50,000.00</b>		
b (ii)	30-Jun-24	2.00%	580.00	Canara Bank	Canara MCLR (1 Year) + 0.50%
	30-Dec-24	2.00%	580.00	Canara Bank	Canara MCLR (1 Year) + 0.50%
	30-Jun-25	20.50%	5,945.00	Canara Bank	Canara MCLR (1 Year) + 0.50%
	30-Dec-25	22.50%	6,525.00	Canara Bank	Canara MCLR (1 Year) + 0.50%
	30-Jun-26	26.50%	7,685.00	Canara Bank	Canara MCLR (1 Year) + 0.50%
	30-Dec-26	26.50%	7,685.00	Canara Bank	Canara MCLR (1 Year) + 0.50%
	<b>Total</b>	<b>100%</b>	<b>29,000.00</b>		
b (iii)	15-Dec-25	10.00%	2,000.00	PNB	PNB MCLR (1 Year) + 0.35%
	15-Jun-26	10.00%	2,000.00	PNB	PNB MCLR (1 Year) + 0.35%
	15-Dec-26	10.00%	2,000.00	PNB	PNB MCLR (1 Year) + 0.35%
	15-Jun-27	10.00%	2,000.00	PNB	PNB MCLR (1 Year) + 0.35%
	15-Dec-27	12.50%	2,500.00	PNB	PNB MCLR (1 Year) + 0.35%
	15-Jun-28	12.50%	2,500.00	PNB	PNB MCLR (1 Year) + 0.35%
	15-Dec-28	35.00%	7,000.00	PNB	PNB MCLR (1 Year) + 0.35%
	<b>Total</b>	<b>100%</b>	<b>20,000.00</b>		

\* Chargeable interest rate is linked to yearly MCLR with reset every year as per the disbursement date of loan. During current financial year weighted average rate of interest was 9.49% p.a. (P.Y. 9.05% p.a.)

III.

Amount of proceeds unutilised from the term loan raised by the company in FY 2022-23 is Rs. 8,730.75 lakhs (PY Rs. 9,351.34 lakhs) and the same are kept in term deposits with banks amounting Rs. 8,726 lakhs (PY Rs. 9,300 lakhs) & in current account with banks amounting Rs. 4.75 lakhs (PY Rs. 51.34 lakhs)

IV.

During the year there was delay in repayment of Installment of Term Loan for which details are given hereunder:

(Rupees in lakhs)

Nature of borrowing including debt securities	Name of lender	Amount not paid on due date	Whether Principal or Interest	Due date of payment	Amount paid and Actual Date of payment	No. of days delay
Term Loan	Punjab National Bank	Rs. 7,493.15	Principal portion	31.08.2024	Rs. 2,500 (On 03.09.2024)	3 days
					Rs. 1,500 (On 11.09.2024)	11 days
					Rs. 3,493.15 (On 12.09.2024)	12 days



		(Rupees in lakhs)	
		31-Mar-25	31-Mar-24
<b>20 Lease liabilities</b>			
Lease liabilities for right of use assets		368.34	178.43
<b>Total</b>		<b>368.34</b>	<b>178.43</b>
<b>Out of above :</b>			
<b>Current</b>		150.90	74.53
<b>Non Current</b>		217.44	103.90
<b>Total</b>		<b>368.34</b>	<b>178.43</b>
<b>21 Provisions</b>			
Provision for employee benefits			
Gratuity		442.15	329.00
Earned Leave		527.32	391.38
Half Pay Leave		165.92	117.09
Post Retirement Settlement Benefits		4.45	3.17
Social Security Scheme		289.38	197.80
<b>Total</b>		<b>1,429.22</b>	<b>1,038.44</b>
<b>Out of above :</b>			
<b>Current</b>		55.08	42.83
<b>Non Current</b>		1,374.14	995.61
<b>Total</b>		<b>1,429.22</b>	<b>1,038.44</b>
<b>22 Other non current liabilities</b>			
Government grants		1,761.97	1,935.10
<b>Total</b>		<b>1,761.97</b>	<b>1,935.10</b>
<b>out of above :</b>			
<b>Current</b>		173.13	173.13
<b>Non current</b>		1588.84	1761.97
<b>23 Borrowings</b>			
<b>A. Current Borrowings</b>			
<b>Secured #</b>			
Cash credit from banks		29,026.90	27,813.38
Working capital demand loan from banks		50,298.00	46,511.82
		<b>79,324.90</b>	<b>74,325.20</b>
<b>Unsecured Loan</b>			
Short term loan from bank		1,000.00	-
		<b>80,324.90</b>	<b>74,325.20</b>
<b>B. Current maturities of long term borrowings</b>			
Secured		40,060.33	38,073.81
Unsecured		14,439.08	16,153.04
		<b>54,499.41</b>	<b>54,226.85</b>
<b>Total</b>		<b>1,34,824.31</b>	<b>1,28,552.05</b>
# As per restated facility agreement signed with State Bank of India and Union Bank of India, Company has sanctioned limit of Rs. 1,25,000 lakhs fund based facility and Rs. 60,000 lakhs non-fund based facility. Further there is a sub limit amounting Rs. 5,000 lakhs from stated fund based to non-fund based facility.			
Security - Cash credit from banks and Working Capital Demand Loan is secured by -			
(a) pari-passu first charge on entire current assets of the company (present and future);			
(b) pari-passu second charge on the entire fixed assets (except land underlying the project site) with working capital (WC) lenders;			
(c) a first charge on the Trust and Retention Account (except on Debt Service Reserve Account (DSRA)) on pari passu basis along with other working capital and long term lenders.			
Company has taken DSRA BG facility for one year amounting Rs. 17,500 lakhs from IndusInd Bank with forty percent cash margin to meet debt service obligation under Rupee Term Loan.			
<b>24 Trade Payables</b>			
<b>For goods &amp; services</b>			
Total outstanding dues of micro and small enterprises		87.83	238.49
Total outstanding dues of creditors other than micro and small enterprises		36,248.55	49,718.87
<b>Total</b>		<b>36,336.38</b>	<b>49,957.36</b>





**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**
**Notes to Financial Statements for the year ended 31st March 2025**
**Trade Payable Ageing Schedule**
**As at 31st March, 2025**
**(Rupees in lakhs)**

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) MSME	-	87.83	-	-	-	-	87.83
(ii) Others	15,771.68	16,851.41	2,926.06	364.53	115.08	219.79	36,248.55
(iii) Disputed Dues - MSME	-	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>15,771.68</b>	<b>16,939.24</b>	<b>2,926.06</b>	<b>364.53</b>	<b>115.08</b>	<b>219.79</b>	<b>36,336.38</b>

**As at 31st March, 2024**
**(Rupees in lakhs)**

Particulars	Unbilled	Not Due	Outstanding for following periods with no due date of payment				Total
			Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) MSME	-	234.17	0.37	3.95	-	-	238.49
(ii) Others	18,019.63	15,812.48	15,231.27	233.33	386.07	36.09	49,718.87
(iii) Disputed Dues - MSME	-	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>18,019.63</b>	<b>16,046.65</b>	<b>15,231.64</b>	<b>237.28</b>	<b>386.07</b>	<b>36.09</b>	<b>49,957.36</b>

Information in respect of micro and small enterprises as at 31 March 2025 as required by Schedule III to the Companies Act, 2013 and Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act):

**(Rupees in lakhs)**

Particulars	31-Mar-25	31-Mar-24
Principal amount remaining unpaid	87.83	238.49
Interest due thereon **	-	-
Amount of Interest paid by the Company in terms of Section 16 of MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during the year.	-	-
Amount of Interest due and payable for the period of delay making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act.	0.21	0.37
Amount of Interest accrued and remaining unpaid	8.76	8.55
Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act.	-	-

\*\* The interest is provided as per statutory provisions. The delayed payment is due to non compliance of contractual obligations by supplier/contractor.

**25 Other financial liabilities**
**(Rupees in lakhs)**
**31-Mar-25 31-Mar-24**

Creditors for capital goods/services *	13,798.36	15,234.65
Employees payable	404.54	751.86
Deposits /Retention money from contractors and others	727.82	775.14
Interest accrued on loans	58.40	61.52
Interest payable to gas supplier	-	5,063.45
<b>Total</b>	<b>14,989.12</b>	<b>21,886.62</b>

\* This also includes Rs. 10,571.91 lakhs (PY Rs. 10,571.91 lakhs) due to State Government of Telangana (SGOT) for water and power connectivity, provided by the SGOT during financial year 2019-20 and are being used by the Company. These have been capitalized as part of the plant and machinery at internally estimated cost of Rs. 10,571.91 lakhs.

**26 Other current liabilities**
**31-Mar-25 31-Mar-24**

Statutory dues	378.32	892.10
Government grants	173.13	173.13
Others	9.65	9.64
<b>Total</b>	<b>561.10</b>	<b>1,074.87</b>



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

	(Rupees in lakhs)	
	31-Mar-25	31-Mar-24
<b>27 Revenue from operations</b>		
Sale of finished goods - Urea (Net of Credit Notes and Excluding GST)	63,429.51	58,670.29
Sale of Ammonia (Excluding GST) #	-	172.59
<b>Total (A)</b>	<b>63,429.51</b>	<b>58,842.88</b>
<b>Subsidy from Government of India (Urea):</b>		
Price subsidy*	4,49,898.20	4,20,955.08
Freight Subsidy**	12,727.82	11,603.78
<b>Total Subsidy (B) \$</b>	<b>4,62,626.02</b>	<b>4,32,558.86</b>
<b>Revenue from Operations (A + B)</b>	<b>5,26,055.53</b>	<b>4,91,401.74</b>
\$ Subsidy includes Past Period Subsidy and differential amount for the earlier years notified during the current year	-	0.34

- Sales of goods to Customers are made at fixed rates
- There are no pending performance obligation for sales made by the Company and accordingly no revenue is to be recognised in the future.
- The Company classifies the right to consideration on sale of goods as trade receivables.

\*The procedure for release of subsidy entails 100% payment of subsidy under Direct Benefit Transfer (DBT) scheme on the basis of actual sale by the retailers to the beneficiaries on weekly basis through POS machines. Pursuant to above procedure, pending sale of urea through POS machines to beneficiaries, subsidy of Rs. 79,029.09 lakhs (P.Y. Rs. 1,01,554.88 lakhs) has been accrued on sale to dealers and shall become due for payment upon sale through POS machines, has been recognized.

Pending annual pool rate to be notified by Fertilizer Industry Coordination Committee (FICC) for the financial year 2024-25, the subsidy for the urea sold during the year is recognised based on monthly weighted average of delivered gas cost during the year, as per subsidy eligibility as per New Investment Policy (NIP-2012). The recognised subsidy for financial year 2024-25 is subject to finalization of annual pool rate of financial year 2024-25 by FICC.

\*\* Freight subsidy amount is recognised based on latest freight reimbursement rates i.e. for financial year 2020-21 as declared by Ministry of Fertilizers. This amount is subject to revision on issuance of freight subsidy rates/distance notification.

# Includes Rs. Nil (PY Rs. 134.11 lakhs) reversal of excess provision made for profit sharing on ammonia sales payable to Govt. of India on earlier year sales

	31-Mar-25	31-Mar-24
<b>28 Other income</b>		
Interest income - on financial assets measured at amortised cost	2,167.62	1720.12
Interest Income on Security Deposits measured at amortised cost	71.10	53.49
Interest income on Income tax refund	11.71	28.23
Interest income on unwinding of security deposit	2.00	1.96
Recognised from Government grant	173.14	173.61
Recovery of rent*	112.32	94.05
Income from Scrap sale	1.56	148.70
Other Miscellaneous Income	264.09	54.01
<b>Incentive from State Government of Telangana:</b>		
Power Subsidy**	260.89	484.43
<b>Total</b>	<b>3,064.43</b>	<b>2,758.60</b>

\* Net of compression cost of Rs. 2,101.09 lakhs (P.Y. Rs. 2,590.93 lakhs) excluding GST on accrual basis to M/s GSPL India Transco Limited (GITL) and the same amount is recoverable from M/s GAIL (India) Limited on actual reimbursement basis.

\*\* As part of incentive, the Government of Telangana vide letter No 1158/IE Sugar & IFR/2015-01, dated 11th February, 2016 has extended fiscal incentives and company is eligible to claim Rs. 1 per unit for the units consumed for 5 years.





**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**
**Notes to Financial Statements for the year ended 31st March 2025**

		(Rupees in lakhs)	
		31-Mar-25	31-Mar-24
29	<b>Cost of materials consumed *</b>		
	<b>Natural Gas (A)</b>		
	Inventory at the beginning of the year	-	-
	Purchases	2,31,991.32	2,28,191.90
		2,31,991.32	2,28,191.90
	Less: Inventory at the end of the year	-	-
	Cost of raw material consumed	2,31,991.32	2,28,191.90
	<b>Packing material (B)</b>	4,707.68	4,264.72
	<b>Stores and spares (C)</b>	2,154.13	2,473.90
	<b>Cost of material consumed (A+B+C)</b>	<b>2,38,853.13</b>	<b>2,34,930.52</b>
* Net of compression cost of Rs. 2,101.09 lakhs (P.Y. Rs. 2,590.93 lakhs) excluding GST on accrual basis to M/s GSPL India Transco Limited (GITL) and the same amount is recoverable from M/s GAIL (India) Limited on actual reimbursement basis.			
30	<b>Change in inventories of finished goods and stock in process</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
	<b>Opening inventories</b>		
	Stock in Process	174.54	234.72
	Intermediate Goods (Ammonia)	1,270.47	2,747.81
	Finished goods	9,070.70	8,425.41
		10,515.71	11,407.94
	<b>Closing inventories</b>		
	Stock in Process	172.14	174.54
	Intermediate Goods (Ammonia)	1,411.75	1,270.47
	Finished goods	8,001.60	9,070.70
		9,585.49	10,515.71
	<b>Net (increase) / Decrease in inventories</b>	<b>930.22</b>	<b>892.23</b>
31	<b>Employee benefits expense</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
	Salaries and wages	4,413.77	3,961.09
	Contribution to provident and other funds	321.87	269.87
	Gratuity Expenses	126.40	100.83
	Social security benefit expense	91.58	197.80
	<b>Total</b>	<b>4,953.62</b>	<b>4,529.59</b>
32	<b>Power &amp; fuel *</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
	Purchased power	2,996.63	4,442.53
	Natural Gas	1,14,120.82	97,970.53
	<b>Total</b>	<b>1,17,117.45</b>	<b>1,02,413.06</b>
* Excluding cost of gas and purchased power amounting to Rs. 774.40 lakhs (P.Y. - Rs. 682.85 lakhs) consumed for environment protection expenses.			
33	<b>Repairs and maintenance</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
	Plant and Machinery	1,311.00	1,263.03
	Buildings	348.12	138.63
	Others	60.19	38.39
	<b>Total</b>	<b>1,719.31</b>	<b>1,440.05</b>



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

(Rupees in lakhs)

<b>34 Finance costs</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
Interest and finance charges on Secured Term Loans	31,711.61	35,047.69
Interest on Cash Credit	1,420.58	1,237.74
Interest on Working Capital Demand Loans	3,817.67	2,980.24
Interest on Unsecured Term Loans	4,073.98	2,868.97
Interest and finance charges on lease - IND-AS	25.28	35.67
Other interest *	3,074.14	5,973.71
Other finance cost - IND-AS	288.77	323.97
<b>Total</b>	<b>44,412.03</b>	<b>48,467.99</b>
* Other Interest includes interest payable to GAIL for delayed payments.		
<b>35 Depreciation and amortization expenses</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
Depreciation on property, plant and equipment	29,152.74	28,996.72
Amortisation on right of use assets	364.90	362.49
Amortisation of intangible assets	267.52	176.70
<b>Total</b>	<b>29,785.16</b>	<b>29,535.91</b>
<b>36 Other expenses</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
Rent	0.54	0.54
Rates and taxes	141.02	126.73
Insurance	2,229.48	2,340.49
Auditors' remuneration:		
- Audit fee	4.55	4.10
- Other certification fee	4.32	4.67
- Reimbursement of expenses	0.62	-
Printing and stationery	5.73	13.06
Advertisement	92.35	94.34
Telephone and postage	46.21	37.10
Bank charges	688.44	379.49
PF administration charges	16.63	13.57
Professional / consultancy fees	260.19	334.14
Legal fees	74.29	6.96
Reimbursement to EIL/NFL for employees on deputation/secondment	1,040.27	1,520.12
Manpower charges (Outsourced)	974.62	1,024.60
Recruitment and training expenses	143.00	41.01
Tour & travelling	184.39	124.13
Water charges	203.18	170.49
Marketing expenses	5,445.34	4,645.73
Exchange rate variation (Net)	5.56	3.67
Directors sitting fees	2.00	1.20
Loss on disposal/retirement of Property, plant and equipment *	276.61	62.11
Write off - Stores and Spares	219.90	245.03
Environment Protection Expenses	1,026.93	1,002.67
Corporate Social Responsibility (CSR) Expenses \$	23.29	19.97
Miscellaneous expenses	847.49	1,373.60
Provision for :		
Doubtful Advances & Debts	536.67	-
Un-utilised GST input credit	6,271.47	-
<b>Total</b>	<b>20,765.09</b>	<b>13,589.52</b>

\* Actual loss on disposal will be recognised on sale of discarded assets

\$ As per the provisions of section 135 of Companies Act, 2013, company is under no obligation to incur CSR expenditure. CSR expenses incurred by the company is voluntary in nature.

<b>37 Tax expense</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
Current tax *	-	-
Deferred Tax	13,827.73	11,282.71
<b>Total</b>	<b>13,827.73</b>	<b>11,282.71</b>

\* Due to pending unadjusted income tax losses and unabsorbed depreciation carry forward for previous years, no income tax liability arises for current year.





**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

**38 Earnings per share**

	Unit	31-Mar-25	31-Mar-24
<b>a. Basic earnings per share</b>			
Basic earnings per share attributable to the equity holders of the Company	Rs. Per share	2.19	1.74
<b>b. Diluted earnings per share</b>			
Diluted earnings per share attributable to the equity holders of the Company	Rs. Per share	2.19	1.74
<b>c. Reconciliations of earnings used in calculating earnings per share</b>			
Basic earnings per share	Rs. Per share	2.19	1.74
Profit attributable to equity holders of the company used in calculating basic earnings per share	Rs. In lakhs	41,430.79	32,813.39
Diluted earnings per share	Rs. Per share	2.19	1.74
Profit attributable to equity holders of the company used in calculating diluted earnings per share	Rs. In lakhs	41,430.79	32,813.39
<b>d. Weighted average number of equity shares used as the denominator in calculating basic earnings per share</b>	No of shares	1,89,02,50,000	1,89,02,50,000
Adjustments for calculation of diluted earnings per share: Weighted average number of shares	No of shares	-	-
<b>Weighted average number of equity shares used as the denominator in calculating diluted earnings per share</b>	No of shares	1,89,02,50,000	1,89,02,50,000

**Notes:**

**(i) Basic Earning Per Share**

Basic earnings per share is calculated by dividing:

- the profit attributable to owners
- by the weighted average number of equity shares outstanding during the financial year

**(ii) Diluted earnings per share**

Diluted earnings per share is calculated by dividing:

- the profit attributable to owners
- by the weighted average number of equity shares considered for deriving basic earnings per equity share and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

**39 Financial risk management**

The Company's activities expose it to liquidity risk, market risk and credit risk.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk :-

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, Other bank balances, Trade receivables and security deposits at amortised cost.	Ageing analysis Credit ratings	Diversified in bank deposits, current account and security deposits provided for rental property and utility deposit
Liquidity risk	Retention money/deposits from contractors, Borrowings & others	Rolling cash flow forecasts	Availability of enough cash & cash equivalents, availability of committed credit line and borrowing facilities.
Market risk – foreign currency	Purchase/acquisition of capital goods	Prevailing foreign exchange movements	Management monitor foreign exchange fluctuation to manage risk relating to foreign exchange variance. Management has also approved creation of Foreign exchange risk management committee. This committee monitor foreign exchange fluctuation and requirement of hedging on monthly basis.
Market risk – interest rate	Long-term borrowings at variable interest rates	Sensitivity analysis	Management regularly monitors the prevailing market conditions to address the risk relating to interest rate.

**(A) Credit risk**

Credit risk refers to the risk of default on its obligations by the counter party resulting in financial loss. The exposure to the credit risk is primarily from Bank balances, cash and cash equivalents, trade receivables and security deposits. Credit risk is managed by ensuring appropriate approvals and monitoring the credit worthiness of the counter parties in normal course of business.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available, reasonable and supportive forward-looking information.





**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

**(B) Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash requirements.

**(i) Financing arrangement:**

The Company has access to undrawn rupee term loan of Rs. 40,000 lakh (P.Y. : Nil)

The Company has access to total working capital facility of Rs. 44,675.10 lakhs (P.Y. Rs. Rs. 50,517 lakhs)

Company is also exploring short term loans to meet working capital liabilities.

**(ii) Maturities of financial liabilities**

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances.

**Contractual maturities of financial liabilities:**

	(Rupees in lakhs)				
	upto 1 year	Between 1 to 2 years	Between 2 to 5 years	After 5 years	Total
<b>March 31, 2025</b>					
<b>Non-derivatives</b>					
Borrowings	1,34,824.31	60,805.58	1,48,633.32	1,07,429.11	4,51,692.32
Lease liabilities	150.90	158.15	59.29	-	368.34
Trade Payable	36,336.38	-	-	-	36,336.38
Other Financial Liability	14,989.12	-	-	-	14,989.12
<b>Total non-derivative liabilities</b>	<b>1,86,300.71</b>	<b>60,963.73</b>	<b>1,48,692.61</b>	<b>1,07,429.11</b>	<b>5,03,386.16</b>
<b>March 31, 2024</b>					
<b>Non-derivatives</b>					
Borrowings	1,28,552.05	52,499.41	1,45,823.74	1,53,277.66	4,80,152.86
Lease liabilities	74.53	30.37	73.53	-	178.43
Trade Payable	49,957.36	-	-	-	49,957.36
Other Financial Liability	21,886.62	-	-	-	21,886.62
<b>Total non-derivative liabilities</b>	<b>2,00,470.55</b>	<b>52,529.78</b>	<b>1,45,897.27</b>	<b>1,53,277.66</b>	<b>5,52,175.27</b>



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

**(C) Market Risks**

**i) Foreign Currency Risk**

The Company imported certain plant and machineries and other project items which are denominated in Euro / US dollars and exposed it to foreign currency risk. The Company monitors the foreign currency rates in the prevailing market to manage the risk relating to foreign exchange. The Company also has a hedging policy duly approved by the Board of Directors of the Company to hedge against the currency risk. The Company has not hedged any foreign currency risk as at the reporting dates, as per this policy and due date is not ascertainable. The Company's exposure to foreign currency risks at the end of the reporting period expressed, i.e. solely related to project construction in INR as follows:

	31-Mar-25	(Rupees in lakhs) 31-Mar-24
<i>Financial liabilities</i>	EURO	EURO
- Trade Payables	110.10	129.68

**Sensitivity Analysis**

W.r.t. financial liabilities of creditors for the project, change in exchange rate shall have an impact on profitability of the Company. Any increase or decrease in exchange rate would increase or decrease the profit as below:

**Impact on Profitability**

	31-Mar-25	(Rupees in lakhs) 31-Mar-24
	EURO	EURO
Exchange rate: Increase by 1%	1.10	1.30
Exchange rate decrease by 1%	(1.10)	(1.30)

**ii) Interest Rate Risk**

The Company's interest rate risk arises from long-term and short-term borrowings with variable interest rates which expose the Company to cash flow interest rate risk. The Company monitors the Interest rates in the market and accordingly decides on managing the interest rate risk. The exposure of the Company's borrowings to interest rates at the end of reporting period is as follows:

	31-Mar-25	(Rupees in lakhs) 31-Mar-24
Variable Rate borrowings (net of transactional cost)	4,51,692.32	4,80,152.86

**Sensitivity Analysis**

W.r.t. long term and short term borrowings for the Company, change in interest rates shall have an impact on profitability of the Company. Any increase or decrease in interest rates would increase or decrease the profit as below:

**Impact on Profitability**

	31-Mar-25	(Rupees in lakhs) 31-Mar-24
Interest rate: decrease by 10 basis points	(451.69)	(480.15)
Interest rate: Increase by 10 basis points	451.69	480.15





**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED****Notes to Financial Statements for the year ended 31st March 2025****40 Capital management****(a) Risk management**

The Company's objectives in managing capital is to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders and maintain optimal capital structure.

In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, issue new shares or sell assets to reduce debt.

The company monitors capital on the basis of the following gearing ratio:

Net debt (total borrowings including lease liabilities, cash and cash equivalents) divided by Total 'equity' (as shown in the balance sheet).

The company's strategy is to maintain Debt Equity ratio as agreed with bank. Present Debt Equity ratio is as follows:

	(Rupees in lakhs)	
	31-Mar-25	31-Mar-24
Net debt *	4,42,741.84	4,70,237.49
Total Equity	1,73,216.68	1,31,805.29
Net debt to equity ratio (in times)	2.56	3.57
* Net debt reconciliation -		
	31-Mar-25	31-Mar-24
Cash and cash equivalents	9,318.82	10,093.80
Borrowings	(4,51,692.32)	(4,80,152.86)
Lease liabilities	(368.34)	(178.43)
<b>Net Debt</b>	<b>(4,42,741.84)</b>	<b>(4,70,237.49)</b>

**(b) Disclosure regarding Loan Covenants**

Company has complied with all financial covenants as provided in loan agreements.



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

**41 Fair value measurements**

(Rupees in lakhs)

**Financial instruments by category**

	31-Mar-25		31-Mar-24	
	FVTPL	Amortised cost	FVTPL	Amortised cost
<b>Financial assets</b>				
Cash and cash equivalents	-	9,318.82	-	10,093.80
Bank balances other than cash and cash equivalents	-	24,101.25	-	19,303.67
Bank deposits with more than 12 months maturity	-	5,718.91	-	1,728.60
Security deposit	-	970.56	-	992.99
Trade receivable	-	1,32,365.55	-	1,02,213.67
Government grant receivable	3,414.04	1,699.52	3,414.04	1,438.63
Insurance claim recoverable	-	-	-	4,882.56
Other financial Assets	-	6,797.51	-	4,833.31
<b>Total</b>	<b>3,414.04</b>	<b>1,80,972.12</b>	<b>3,414.04</b>	<b>1,45,487.23</b>
<b>Financial liabilities</b>				
Borrowings	-	4,51,692.32	-	4,80,152.86
Lease Liabilities	-	368.34	-	178.43
Trade payables	-	36,336.38	-	49,957.36
Other financial liabilities	-	14,989.12	-	21,886.62
<b>Total</b>	<b>-</b>	<b>5,03,386.16</b>	<b>-</b>	<b>5,52,175.27</b>

**(i) Fair value of financial assets and liabilities measured at amortised cost**

	31-Mar-25		31-Mar-24	
	Carrying amount	Fair value	Carrying amount	Fair value
<b>Financial assets</b>				
Cash and cash equivalents	9,318.82	9,318.82	10,093.80	10,093.80
Bank balances other than cash and cash equivalents	24,101.25	24,101.25	19,303.67	19,303.67
Bank deposits with more than 12 months maturity	5,718.91	5,718.91	1,728.60	1,728.60
Security deposits	970.56	970.56	992.99	992.99
Trade receivable	1,32,365.55	1,32,365.55	1,02,213.67	1,02,213.67
Government grant receivable	1,699.52	1,699.52	1,438.63	1,438.63
Insurance claim recoverable	-	-	4,882.56	4,882.56
Other financial Assets	6,797.51	6,797.51	4,833.31	4,833.31
<b>Total</b>	<b>1,80,972.12</b>	<b>1,80,972.12</b>	<b>1,45,487.23</b>	<b>1,45,487.23</b>
<b>Financial Liabilities</b>				
Borrowings	4,51,692.32	4,51,692.32	4,80,152.86	4,80,152.86
Lease Liabilities	368.34	368.34	178.43	178.43
Trade payables	36,336.38	36,336.38	49,957.36	49,957.36
Other financial liabilities	14,989.12	14,989.12	21,886.62	21,886.62
<b>Total</b>	<b>5,03,386.16</b>	<b>5,03,386.16</b>	<b>5,52,175.27</b>	<b>5,52,175.27</b>

Management assessed that fair value of trade receivables, trade payables, payable for capital expenditure, cash and cash equivalents, other bank balances, short term borrowings, floating rate borrowings and other financial assets and liabilities approximate their carrying value.





# **RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**

## **Notes to Financial Statements for the year ended 31st March 2025**

### **(ii) Fair value hierarchy**

This section explains the judgements and estimates made in determining the fair values of the financial instruments that is (a) measured at amortised cost and (b) measured at fair value for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath table.

### **(a) Assets and liabilities which are measured at amortised cost for which fair values are disclosed**

(Rupees in lakhs)

31-Mar-25	Notes	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>					
Cash and cash equivalents	14	-	-	9,318.82	9,318.82
Bank balances other than cash and cash equivalents	15	-	-	24,101.25	24,101.25
Bank deposits with more than 12 months maturity	8	-	-	5,718.91	5,718.91
Security deposits	8	-	-	970.56	970.56
Trade receivable	13	-	-	1,32,365.55	1,32,365.55
Government grant receivable	8	-	-	1,699.52	1,699.52
Other financial assets	8	-	-	6,797.51	6,797.51
<b>Total</b>		-	-	1,80,972.12	1,80,972.12
<b>Financial Liabilities</b>					
Borrowings	19 & 23	-	-	4,51,692.32	4,51,692.32
Lease Liabilities	20	-	-	368.34	368.34
Trade payables	24	-	-	36,336.38	36,336.38
Other financial liabilities	25	-	-	14,989.12	14,989.12
<b>Total</b>		-	-	5,03,386.16	5,03,386.16
<b>31-Mar-24</b>					
<b>Financial assets</b>					
Cash and cash equivalents	14	-	-	10,093.80	10,093.80
Bank balances other than cash and cash equivalents	15	-	-	19,303.67	19,303.67
Bank deposits with more than 12 months maturity	8	-	-	1,728.60	1,728.60
Security deposits	8	-	-	992.99	992.99
Trade receivable	13	-	-	1,02,213.67	1,02,213.67
Government grant receivable	8	-	-	1,438.63	1,438.63
Insurance claim recoverable	8	-	-	4,882.56	4,882.56
Other financial assets	8	-	-	4,833.31	4,833.31
<b>Total</b>		-	-	1,45,487.23	1,45,487.23
<b>Financial Liabilities</b>					
Borrowings	19 & 23	-	-	4,80,152.86	4,80,152.86
Lease Liabilities	20	-	-	178.43	178.43
Trade payables	24	-	-	49,957.36	49,957.36
Other financial liabilities	25	-	-	21,886.62	21,886.62
<b>Total</b>		-	-	5,52,175.27	5,52,175.27



**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices.

**Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

There have been no transfers between level 1, level 2 and level 3.

**(iii) Valuation technique used to determine fair value**

Management assessed that fair value of trade receivables, trade payables, payable for capital expenditure, cash and cash equivalents, other bank balances, short term borrowings, floating rate borrowings and other financial assets and liabilities approximate their carrying value.

The fair values for borrowings were calculated based on the future cash flows discounted using a current borrowing rate.





RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED

Notes to Financial Statements for the year ended 31st March 2025

42 Disclosures as per IND AS 24 "Related party disclosures"

A) Nature of Relationship

Promoter Venturers

- |   | Name of the Related Party                          |
|---|----------------------------------------------------|
| 1 | National Fertilizers Limited (NFL)                 |
| 2 | Engineers India Limited (EIL)                      |
| 3 | The Fertilizer Corporation of India Limited (FCIL) |

B) Nature of Relationship

Investors

- |     | Name of the Related Party                |
|-----|------------------------------------------|
| 1   | State Government of Telangana (SGOT)     |
| 2   | GAIL (India) Limited (GAIL)              |
| 3   | HTAS - Consortium                        |
| 3.a | HT Ramagundam A/s                        |
| 3.b | Danish Agribusiness Fund IK/S            |
| 3.c | Investment Fund For Developing Countries |

C) Nature of Relationship

Director

- |    | Name of the Related Party                                                             |
|----|---------------------------------------------------------------------------------------|
| 1  | Dr. Ulaganathan Saravanan<br>Chairman and Non-Executive Director w.e.f. 26.06.2023    |
| 2  | Sh. Jayesh Ranjan<br>Non-Executive Director                                           |
| 3  | Dr. Kanika Tandon Bhal<br>Independent Director                                        |
| 4  | Sh. Hira Nand<br>Non-Executive Director<br>Chairman w.e.f. 01.09.2022 upto 23.06.2023 |
| 5  | Shri Rajiv Agarwal<br>Non-Executive Director                                          |
| 6  | Shri Shyam Sunder Agrawal<br>Non-Executive Director w.e.f. 11.05.2023                 |
| 7  | Mr. Anders Peter Frigaard<br>Non-Executive Director w.e.f. 14.12.2023                 |
| 8  | Shri Naresh Arya<br>Non-Executive Director w.e.f. 19.05.2024                          |
| 9  | Shri Subhas Balakumar<br>Non-Executive Director w.e.f. 10.12.2024                     |
| 10 | Sh. Kamal Kishore Chatiwal<br>Non-Executive Director upto 04.05.2023                  |
| 11 | Shri Rajan Kanwar<br>Non-Executive Director upto 22.06.2023                           |
| 12 | Sh. Alok Verma<br>Non-Executive Director upto 21.09.2023                              |
| 13 | Shri Ashok Kumar Kalra<br>Non-Executive Director upto 30.09.2023                      |
| 14 | Shri Padamsing Patil<br>Non-Executive Director upto 22.04.2024                        |
| 15 | Smt. Geeta Mishra<br>Non-Executive Director from 24.04.2024 upto 15.05.2024           |
| 16 | Shri Rajeev Gupta<br>Non-Executive Director w.e.f. 27.10.2023 upto 01.10.2024         |

Key Management Personnel

- |   |                                                                     |
|---|---------------------------------------------------------------------|
| 1 | Shri Alok Singhal                                                   |
| 2 | Shri Yogesh Kumar                                                   |
| 3 | Ms. Prathama Pallabita Misra<br>Company Secretary w.e.f. 19.07.2024 |
| 4 | Ms. Pratibha Aggarwal<br>Company Secretary upto 30.04.2024          |



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**
**Notes to Financial Statements for the year ended 31st March 2025**
**D) Transactions with Related parties:**
**i) Transactions with Promoters Venturers and Balance Payable/Recoverable**
**(Rupees in lakhs)**

S. No	Particulars	Promoter Venturers					
		31-Mar-25			31-Mar-24		
		NFL	EIL	FCIL	NFL	EIL	FCIL
Promoters Venturers							
1	Sale of urea	63,429.51	-	-	58,670.29	-	-
2	Sale of ammonia	-	-	-	38.48	-	-
3	Other Expenses including salary of CEO and CFO	9,040.23	332.86	-	8,384.05	340.07	-
4	Lease rent income*	-	-	0.00	-	-	0.00
5	Amount payable	184.35	21.44	-	1,173.77	398.58	-
6	Amount recoverable	17,374.06	-	-	7,275.61	-	-

\*As per lease agreement with FCIL, annual lease rent is Rs.1/- for office space provided to FCIL at Ramagundam.

NFL and EIL have also provided LOC (Letter of Comfort) to RFCL against it's unsecured loan of Rs. 50,000 lakhs availed from Punjab National Bank which is fully paid during the current year.

**ii) Transactions with Investors and Balance Payable/Recoverable**
**(Rupees in lakhs)**

S. No		Particulars	Investors					
			31-Mar-25			31-Mar-24		
			SGOT	GAIL	HTAS - Consortium	SGOT	GAIL	HTAS - Consortium
Investors								
1	Gas Purchase	-	3,61,812.19	-	-	3,36,498.89	-	
2	Compressor & land license charges	-	2,101.09	-	-	2,590.93	-	
3	Interest Paid/Payable	-	3,073.81	-	-	5,967.16	-	
4	Amount payable	10,571.91	29,997.29	-	10,571.91	49,660.61	-	
5	Amount recoverable	5,113.56	-	-	4,852.67	-	-	

**iii) Transactions with Key Management Personnel & Directors**
**(Rupees in lakhs)**

S. No	Particulars		31-Mar-25	31-Mar-24
Key Management Personnel			Remuneration	
1	Sh. Alok Singhal	CEO	80.93	73.24
2	Sh. Yogesh Kumar	CFO	51.69	46.20
3	Ms. Pratibha Aggarwal *	CS	-	
3.a	Salary and contribution to provident fund		2.40	27.34
3.b	Post employment benefits		5.37	1.23
3.c	Long-term employee benefits		1.49	3.00
4	Ms. Prathama Pallabita Misra *	CS	-	
4.a	Salary and contribution to provident fund		18.23	-
4.b	Post employment benefits		0.46	-
4.c	Long-term employee benefits		1.62	-

\* Remuneration is upto / from period as mentioned in list of KMP (Note 42 c)

**(Rupees in lakhs)**

		(Rupees in lakhs)	
S. No	Particulars	31-Mar-25	31-Mar-24
Independent director		Director sitting fees	
1	Smt. Kanika Tandon Bhal	2.00	1.20





**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

**43 Disclosures as per IND-AS-19 "Employee Benefits"**

**43.1 General description of defined benefit schemes:**

<b>Gratuity</b>	Payable on separation/death @15 days pay for each completed year of service subject to maximum of Rs. 20 lakh (the ceiling of gratuity shall increase by 25% whenever Industrial DA (IDA) rises by 50%) to eligible employees. RFCL is considering eligibility for gratuity payment to employees after continuous service for a period of 4 years and 240 days.
<b>Settlement Allowance (SA)</b>	Settlement allowance for settlement at home town for employees and dependents.

**43.2 Defined Contributions:**

**Provident Fund:** The Provident Fund contributions are made by the Company to Employee Provident Fund Organisation as per regulations. The obligation of the Company is limited to the amount contributed and it has neither contractual nor any constructive obligation. The Expenses recognised during the year towards defined contribution plan is Rs. 321.87 lakhs (P.Y. Rs 269.87 lakhs).

**Pension:** As per the scheme, Company contributes 7% of Basic Pay + DA of eligible employees to National Pension Scheme (NPS). The Expenses recognised during the year towards defined contribution plan is Rs. 187.54 lakhs (P.Y. Rs 495.80 lakhs - This expense relates to the contribution for the period from the date of joining of employees to 31st March, 2024 as per scheme approved by Board of Directors).

**43.3 Risk associated with defined benefits schemes**

Interest risk (discount rate risk)	A Increase in the Govt. bond interest rate (discount rate) will decrease the plan liability
Mortality risk	The present value of the defined benefit plan liability is calculated by using Indian Assured Lives Mortality (2012-14) ultimate table. A change in mortality rate will have a bearing on the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

**43.4 Other Disclosures/reconciliation, in respect of defined benefit obligation are as under:**  
(Rupees in lakhs)

	Gratuity (unfunded)		SA (unfunded)	
	24-25	23-24	24-25	23-24
(i) Reconciliation of present value of defined benefit obligations (Unfunded):				
1 Present value of projected benefits at beginning of the year	329.00	259.97	3.17	2.55
2 Service Cost	102.55	81.67	1.10	0.79
3 Past Service Cost	-	-	-	-
4 Interest Cost	23.85	19.16	0.23	0.19
5 Amount Received	-	14.62	-	-
6 Actuarial (Gains) / Losses	25.98	(25.84)	(0.05)	(0.36)
7 Benefits Paid	(39.23)	(20.58)	-	-
8 Present Value of projected benefit obligations as close of the year (1 to 7)	442.15	329.00	4.45	3.17
9 Fair Value of Plan assets at close of the year	-	-	-	-
10 Net liability recognised in Balance Sheet at close of the year (8-9)	442.15	329.00	4.45	3.17



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

(Rupees in lakhs)

(ii) **Expenses recognised in the statement of profit & loss:**

S.No.	Particulars	Gratuity (unfunded)		SA (unfunded)	
		24-25	23-24	24-25	23-24
1	Service Cost	102.55	81.67	1.10	0.79
2	Past service cost	-	-	-	-
3	Interest cost	23.85	19.16	0.23	0.19
4	Actuarial (Gains) / Losses	25.98	(25.84)	(0.05)	(0.36)
5	Expected return on plan assets	-	-	-	-
6	Total expenses	152.38	74.99	1.28	0.62
6.a	charged to P&L Account	126.40	100.83	1.33	0.98
6.b	charged to OCI	25.98	(25.84)	(0.05)	(0.36)

**43.5 Other long term employee benefit plans**

**A. Leave**

The Company provides benefit of earned leave (EL) and half-pay leave (HPL) to the employees which accrue annually at 33 days and 20 days respectively. Earned leave (EL) is en-cashable while in service. Half-pay leaves (HPL) are en-cashable at the time of retirement and death subject to the condition that the encashment of EL and HPL together does not exceed 300 days. The scheme is unfunded and liability for the same is recognised on the basis of actuarial valuation. During the year, provision amounting to Rs. 278.81 lakhs has been made on the basis of actuarial valuation at the year end and debited to statement of profit and loss (PY Rs. 131.77 lakhs).

**B. Other Employee Benefits**

Provision for Social security scheme amounting to Rs. 91.58 lakhs (PY Rs. 197.80 lakhs) for the year have been made on the basis of actuarial valuation at the year end and debited to the statement of profit and loss.

**43.6 Actuarial assumptions:**

	31-Mar-25	31-Mar-24
1 Method used	Projected Unit Credit	Projected Unit Credit
2 Discount rate (per annum)	7.04	7.25
3 Mortality rate	100% Indian assured Lives mortality (2012-14)	100% Indian assured Lives mortality (2012-14)
4 Withdrawal Rates (per annum) upto 30/44 and above 44 years	Executives and Non Executives 3%/2%/1% depending upon age.	Executives and Non Executives 3%/2%/1% depending upon age.
5 Salary escalation taking into account inflation rate, seniority, promotion and other relevant factors	6.00%	6.00%

**43.7 Sensitivity analysis of the defined benefit obligations**

**Effect of half percent change in the discount rate on employees benefit scheme**

(Rupees in lakhs)

Particulars	0.5% decrease in discounting rate		0.5% increase in discounting rate	
	31-Mar-25	31-Mar-24	31-Mar-25	31-Mar-24
Gratuity	40.64	30.84	(36.38)	(27.53)
SA	0.34	0.30	(0.37)	(0.32)

**Effect of half percent change in the salary escalation on employees benefit scheme**

(Rupees in lakhs)

Particulars	0.5% decrease in salary escalation rate		0.5% increase in salary escalation rate	
	31-Mar-25	31-Mar-24	31-Mar-25	31-Mar-24
Gratuity	(36.88)	(27.96)	40.39	31.07
SA	(0.37)	(0.31)	0.35	0.30





**44 Capital commitments**

Capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows:

	(Rupees in lakhs)	
	31-Mar-25	31-Mar-24
Estimated amount of contracts remaining to be executed on capital accounts and not provided for (net of advances).	1,735.40	1,872.25
<b>Total</b>	<b>1,735.40</b>	<b>1,872.25</b>

**45 Contingent liabilities not acknowledged as debts**

a. Claims against the company not acknowledged as debts  
Claims by the contractors under capital works

31-Mar-25	31-Mar-24
13,501.67	12,950.03

**46 Contingent Assets**

As a part of incentive, the State Government of Telangana (SGOT) vide letter No. 1158/1E Sugar & IFR/2015-01, dated 11th February, 2016 has extended fiscal incentives to the Company and the Company is eligible to receive 100% of VAT/CST after start of commercial production for a period of seven years i.e. Rs. 22,300 lakhs approximately. Due to the introduction of GST Act w.e.f. 01.07.2017 and the liability towards GST is Nil for RFCL as it falls in the Inverted Duty Structure Mechanism, Company has requested to provide interest subsidy instead of VAT/CST reimbursement. Till change in nomenclature & payment release methodology by State Govt. of Telangana, Company has not accounted for this expected incentive in its books of account.

47 Prepaid expenditure up to Rupee One Lakh in each case not being considered material and is included under the expenditure of the current year.

48 In terms of Environment Management Plan (EMP) submitted to Ministry of Environment at pre-project stage, company provided a plan to incur Rs 877 lakhs recurring cost per annum for implementation of EMP under various activities.

During the year, company has incurred a cost of Rs. 1026.93 lakhs (Previous year Rs. 1002.67 lakhs) including cost of Rs. 774.40 lakhs (Previous Year Rs. 682.85 lakhs) towards steam and power consumption cost allocated based on engineering practices required for air & water treatment to meet the environment compliances. In the opinion of management supported by the independent expert agency's view, these activities are covered under EMP. Expert agency also confirms that other recurring expenses incurred by the company are aligned with the heads under EMP.

Further management is of the opinion which is supported by independent expert agency's view that obligation to incur recurring cost on various activities is on overall basis which is being complied with and same is not based on individual activities as envisaged at pre-project stage in the EMP. In the opinion of the Management, company is compliant of the required environment norms. Further, the company is regular in submitting periodical reports to authorities and till date no observation / issue has been raised by the authorities in this regard. In view of above, management is of considered view that company is complying with recurring cost obligations as provided in EMP.

**49 Additional Regulatory Information**

- Company does not own any immovable property (other than properties where company is lessee) as at 31st March, 2025 & 31st March, 2024.
- The company does not hold any Investment Property in its books of accounts, so fair value of investment property is not applicable.
- During the year the company has not revalued any of its Property, plant and equipment and Right to Use Assets.
- During the year, the company has not revalued any of its Intangible assets.
- The company has not granted any loans or advances to promoters, directors, KMP's and the related parties that are repayable on demand or without specifying any terms or period of repayment.
- No proceedings have been initiated or pending against the company under the Benami Transactions (Prohibition) Act, 1988.
- The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- The Company has not advanced or loaned or invested any fund to any entity (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee/security or like to or on behalf of the ultimate beneficiaries. The Company has not received any fund from any party with the understanding that the Company shall whether, directly or indirectly lend or invest in other entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries or provide any guarantee/security or like to or on behalf of the ultimate beneficiaries.



- i. The quarterly returns / statement of current assets filed by the company with banks / financial institutions are in agreement with the books of accounts except as given below:

(Rupees in lakhs)

Quarter Ended	Name of Bank	Particulars of Securities Provided	Amount as per books of account *	Amount as reported in the quarterly return/statement	Amount of difference	Reason for material discrepancies
Jun, 2024	State Bank of India/ Union Bank of India	Trade Receivable (Including Subsidy, Inventories and Gas Pool recoverable)	1,92,772.78	1,92,244.20	(528.58)	On account of provisional figure taken based on unaudited accounts
Jun, 2024	State Bank of India/ Union Bank of India	Trade Payable	1,18,511.36	1,18,823.96	312.60	On account of provisional figure taken based on unaudited accounts
Sep, 2024	State Bank of India/ Union Bank of India	Trade Receivable (Including Subsidy), Inventories and Gas Pool recoverable	1,27,015.16	1,26,892.13	(123.03)	On account of provisional figure taken based on unaudited accounts
Sep, 2024	State Bank of India/ Union Bank of India	Trade Payable	53,102.67	53,124.22	21.55	On account of provisional figure taken based on unaudited accounts
Dec, 2024	State Bank of India/ Union Bank of India	Trade Receivable (Including Subsidy), Inventories and Gas Pool recoverable	1,20,456.03	1,20,576.88	120.85	On account of provisional figure taken based on unaudited accounts
Dec, 2024	State Bank of India/ Union Bank of India	Trade Payable	36,278.69	36,288.44	9.75	On account of provisional figure taken based on unaudited accounts
March, 2025	State Bank of India/ Union Bank of India	Trade Receivable (Including Subsidy), Inventories and Gas Pool recoverable	1,56,586.73	1,56,485.79	(100.94)	On account of provisional figure taken based on unaudited accounts
March, 2025	State Bank of India/ Union Bank of India	Trade Payable	36,336.38	36,337.99	1.61	On account of provisional figure taken based on unaudited accounts

\* Includes provisions and unbilled amount of subsidy for Urea and Freight.

- j. The company has not been declared as a wilful defaulter by any bank or financial institution or any other lender.
- k. As per available information, there are no transactions with respect to struck off companies as mentioned under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- l. There are no cases of any charges or satisfaction yet to be registered with Registrar of Companies (ROC) beyond the statutory time limits.
- m. The provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 are not applicable to the company as per Section 2(45) of the Companies Act, 2013.
- n. The Company has not traded or invested in Crypto currency or Virtual currency during the financial year, hence disclosure is not required.
- o. There were no scheme of Arrangements approved by the competent authority during the year in terms of sections 230 to 237 of the Companies Act, 2013





## 50 Disclosure as per Ind AS 116 'Leases'

### (A) Railway Land, Corporate Office and Vehicle

The Company leases mainly are in respect of rented premises, vehicles and railway land, which can be renewed further based on mutually agreed terms and conditions. These leases are capitalised at the present value of the total minimum lease payments to be paid over the lease term. Future lease rentals are recognised as 'Lease liabilities' at their present values. The Right-of-use assets are amortised considering the significant accounting policies of the Company.

(i) The following are the carrying amounts of lease liabilities recognised and the movements during the period:

Particulars	For the Year ended 31 March 2025 (Rs. In Lakh)	For the Year ended 31 March 2024 (Rs. In Lakh)
Opening Balance	178.43	301.27
- Additions in lease liabilities	341.05	-
- Interest cost during the year	25.28	35.67
- Payment of lease liabilities	(176.42)	(158.51)
Closing Balance	368.34	178.43
Current	150.90	74.53
Non Current	217.44	103.90

(ii) Maturity Analysis of the lease liabilities:

Contractual undiscounted cash flows	31st March 2025 (Rs. in Lakh)	31st March 2024 (Rs. in Lakh)
3 months or less	74.63	70.02
3-12 Months	94.21	4.92
1-2 Years	171.02	43.23
2-5 Years	61.61	75.63
More than 5 Years	-	-
Total	401.47	193.80

(iii) The following are the amounts recognised in the statement of profit & loss:

Particulars	For the Year ended 31 March 2025 (Rs. In Lakh)	For the Year ended 31 March 2024 (Rs. In Lakh)
Depreciation expense for right-of-use assets	364.90	362.49
Interest expense on lease liabilities	25.28	35.67
Expense relating to short-term leases	0.54	0.54

(iv) The following are the amounts disclosed in the cash flow statement:

Particulars	For the Year ended 31 March 2025 (Rs. In Lakh)	For the Year ended 31 March 2024 (Rs. In Lakh)
Cash Outflow from leases	(176.42)	(158.51)

### (B) Leases (As Lessor)-Operating Lease

These relate to land subleased for non fertilizers business to other entities.

The lease rental recognised as income in these statements as per the rentals started in the respective agreements:

Particulars	(Rs. In Lakh)	
	2024-25	2023-24
Lease rentals recognized as income during the year		
Fixed Rental	13.41	12.59

Maturity analysis of undiscounted lease payments to be received after the reporting date

Particulars	(Rs. In Lakh)	
	March 31, 2025	March 31, 2024
Less than one year	14.38	13.41
One to two years	14.92	14.38
Two to three year	15.89	14.92
Three to four years	12.75	15.89
Four to five years	9.08	12.75
More than five years	267.10	276.18
Total	334.12	347.53



**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**

**Notes to Financial Statements for the year ended 31st March 2025**

**51 Disclosure in respect of Indian Accounting Standard Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" and Ind AS 1 'Presentation of Financial Statements'.**

In accordance with Ind AS 8 'Accounting Principles, Changes in Accounting Estimates and Errors' and Ind AS 1 'Presentation of Financial Statements', the Company has retrospectively restated its Balance Sheet as at 31st March, 2024 and April 1, 2023 (beginning of the preceding period), for the reasons as stated in the note below. There are no changes in the Statement of Profit and Loss and Statement of Cash Flows for the year ended March 31, 2024. Reconciliation of financial statements line items which are retrospectively restated, is as under:

		(Rupees in lakhs)					
		As at 31 March 2024			As at 1 April 2023		
Particulars	Notes	As previously reported	Prior period adjustment (Refer Note Below)	As restated	As previously reported	Prior period adjustment (Refer Note Below)	As restated
<b>Assets</b>							
<b>Non-current assets</b>							
Property, plant and equipment	3	4,68,235.79	-	4,68,235.79	4,99,295.90	-	4,99,295.90
Right-of-use assets	4	19,246.04	-	19,246.04	19,608.53	-	19,608.53
Capital work-in-progress	5	116.30	-	116.30	695.38	-	695.38
Intangible assets	6	5,823.32	-	5,823.32	8.04	-	8.04
Intangible assets under development	7	672.08	-	672.08	690.15	-	690.15
Financial assets							
Other financial assets	8	2,721.59	-	2,721.59	13,074.16	-	13,074.16
Deferred Tax Assets (Net)	9	17,200.92	1,165.98	18,366.90	28,490.22	1,165.98	29,656.20
Non-current tax assets	10	244.02	-	244.02	791.44	-	791.44
Other non-current assets	11	6,080.97	-	6,080.97	3,152.95	-	3,152.95
<b>Total non-current assets</b>		<b>5,20,341.03</b>	<b>1,165.98</b>	<b>5,21,507.01</b>	<b>5,65,806.77</b>	<b>1,165.98</b>	<b>5,66,972.75</b>
<b>Current assets</b>							
Inventories	12	18,232.76	-	18,232.76	18,894.46	-	18,894.46
Financial assets							
Trade receivables	13	1,02,339.16	(125.49)	1,02,213.67	80,463.20	(125.49)	80,337.71
Cash and cash equivalents	14	10,093.80	-	10,093.80	21,776.33	-	21,776.33
Bank balances other than cash and cash equivalents	15	19,303.67	-	19,303.67	3,232.78	-	3,232.78
Other financial assets	8	19,075.82	(4,507.28)	14,568.54	19,715.15	(4,507.28)	15,207.87
Other current assets	16	1,936.39	-	1,936.39	826.69	-	826.69
<b>Total current assets</b>		<b>1,70,981.60</b>	<b>(4,632.77)</b>	<b>1,66,348.83</b>	<b>1,44,908.61</b>	<b>(4,632.77)</b>	<b>1,40,275.84</b>
<b>Total Assets</b>		<b>6,91,322.63</b>	<b>(3,466.79)</b>	<b>6,87,855.84</b>	<b>7,10,715.38</b>	<b>(3,466.79)</b>	<b>7,07,248.59</b>
<b>Equity and liabilities</b>							
<b>Equity</b>							
Equity share capital	17	1,89,025.00	-	1,89,025.00	1,89,025.00	-	1,89,025.00
Other equity	18	(53,752.92)	(3,466.79)	(57,219.71)	(86,585.92)	(3,466.79)	(90,052.71)
<b>Total equity</b>		<b>1,35,272.08</b>	<b>(3,466.79)</b>	<b>1,31,805.29</b>	<b>1,02,439.08</b>	<b>(3,466.79)</b>	<b>98,972.29</b>





**RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March 2025**

				(Rupees in lakhs)			
<b>Liabilities</b>							
<b>Non-current liabilities</b>							
Financial liabilities							
Borrowings	19	3,51,600.81	-	3,51,600.81	3,76,297.58	-	3,76,297.58
Lease liabilities	20	103.90	-	103.90	171.59	-	171.59
Provisions	21	995.61	-	995.61	687.81	-	687.81
Other non-current liabilities	22	1,761.97	-	1,761.97	1,935.11	-	1,935.11
<b>Total non-current liabilities</b>		<b>3,54,462.29</b>	<b>-</b>	<b>3,54,462.29</b>	<b>3,79,092.09</b>	<b>-</b>	<b>3,79,092.09</b>
<b>Current liabilities</b>							
Financial liabilities							
Borrowings	23	1,28,552.05	-	1,28,552.05	53,639.09	-	53,639.09
Lease liabilities	20	74.53	-	74.53	129.68	-	129.68
Trade Payables	24	-	-	-	-	-	-
Total outstanding dues of micro and small enterprises		238.49	-	238.49	801.44	-	801.44
Total outstanding dues of creditors other than micro and small enterprises		49,718.87	-	49,718.87	1,47,114.14	-	1,47,114.14
Other financial liabilities	25	21,886.62	-	21,886.62	26,286.33	-	26,286.33
Other current liabilities	26	1,074.87	-	1,074.87	1,187.13	-	1,187.13
Provisions	21	42.83	-	42.83	26.40	-	26.40
<b>Total current liabilities</b>		<b>2,01,588.26</b>	<b>-</b>	<b>2,01,588.26</b>	<b>2,29,184.21</b>	<b>-</b>	<b>2,29,184.21</b>
<b>Total liabilities</b>		<b>5,56,050.55</b>	<b>-</b>	<b>5,56,050.55</b>	<b>6,08,276.30</b>	<b>-</b>	<b>6,08,276.30</b>
<b>Total equity and liabilities</b>		<b>6,91,322.63</b>	<b>(3,466.79)</b>	<b>6,87,855.84</b>	<b>7,10,715.38</b>	<b>(3,466.79)</b>	<b>7,07,248.59</b>

**Note :**

Ramagundam Fertilizers and Chemicals Limited (RFCL) is covered under the New Investment Policy – 2012 urea policy for subsidy determination purpose. RFCL is also governed under the gas pool mechanism administered by FICC (Fertilizer Industry Coordination Committee) and maintained by GAIL (India) Ltd. Every fertilizer company covered under the gas pool mechanism, submits their monthly gas cost along with gas invoices to FICC. Based on the monthly gas cost data submitted by fertilizer companies to FICC, GAIL (India) Ltd. in consultation with FICC declared a uniform monthly gas pool rate (per MMBTU) for every fertilizer company. Once the monthly gas pool rate is declared, every fertilizer company adjusts their gas cost as per the pool rate by paying/receiving the amount in the gas pool fund maintained by GAIL (India) Ltd. Based on the monthly gas pool data submitted to FICC, an annual gas pool rate for a particular financial year is also declared by GAIL (India) Ltd. in consultation with FICC, once the annual gas pool rate is declared, every fertilizer company again adjusts their gas cost based on the annual gas pool rate by paying/receiving the amount in the gas pool fund maintained by GAIL (India) Ltd.

While filing the monthly gas pool data during FY 2022-23 in the month of Jan. 2023, RFCL inadvertently missed to enter the gas quantity of a particular gas invoice due to which RFCL's gas cost per MMBTU was got inflated and as result RFCL has got excess credit note to the tune of Rs. 4507.28 lakh in the FY 2022-23. During the FY 2024-25, while reviewing annual gas pool rate for FY 2022-23, this error was discovered.

RFCL has coordinated with FICC and rectified the inadvertent error in January 2025 for FY 2022-23. Based on the revised data submitted by RFCL, GAIL (India) Ltd. in consultation with FICC has issued a debit note to RFCL for FY 2022-23 for Rs 4507.28 lakh and such cost is being debited to opening reserves and as result balance recoverable from gas pool is got reduced by the same amount. Consequent to above, subsidy income for FY 2022-23 is got revised and subsidy income excess recognized for Rs. 125.49 lakh is being reversed during the year and debited to opening reserve and as a result, trade receivable are restated to that extent. Since the error was related to period prior to 31/3/2023, opening reserve as of 1/4/2023 is debited for Rs. 3466.79 lakh (Net of Deferred Tax Rs 1165.98 lakh). Since the error was detected during FY 2024-25 RFCL has restated its financial statements as on 31.03.2024 and 01.04.2023 and the detailed impact of the adjustments are shown above in the financial statements.



52 **Analytical Ratios**

Particulars	Numerator	Denominator	Mar-25	Mar-24	% Variance	Reason for Variance more than 25%
1. Current Ratio (no. of times)	Current Assets	Current Liabilities	1.06	0.83	28.04%	On account of higher current assets and lower current liabilities
2. Debt - Equity Ratio	Total Debt (Long term borrowings + Short term borrowings )	Total Equity	2.61	3.64	-28.42%	On account of lower debt and increased equity
3. Debt Service Coverage Ratio (no. of times)	Profit after tax + Interest + Depreciation & Ammotization + Loss/Gain on sale of PPE	(Finance costs + lease payments +Scheduled principal repayments of non current borrowings)	1.17	1.08	7.80%	
4. Return on Equity Ratio (%)	Profit for the year	Average shareholder's equity	27.17%	28.44%	-4.47%	
5. Inventory Turnover Ratio (no. of times)	Revenue from Operations	Average Inventory	28.78	26.47	8.74%	
6. Trade Receivables Turnover Ratio (no. of times)	Revenue from Operations	Average Trade Receivable	4.49	5.38	-16.69%	
7. Trade Payables Turnover Ratio (no. of times)	Total Purchases + Power & Fuel + Freight and handling + Repairs & maintenance + Other expenses	Average Trade Payable	8.98	3.71	142.39%	Ratio increased mainly due to reduction in average trade payables
8. Net Capital Turnover Ratio (no. of times)	Revenue from Operations	Working Capital+current maturities of non current borrowings	8.08	25.88	-68.76%	Ratio decreased mainly due to increase in working capital
9. Net Profit Ratio (%)	Profit for the year	Revenue from Operations	7.88%	6.68%	17.94%	
10. Return on Capital Employed (%)	Earning before interest and taxes (EBIT)	Capital Employed (Tangible Net Worth+Total Debt+Deferred Tax Liabilities-Deferred Tax Assets)	16.07%	15.59%	3.03%	
11. Return on investment (%)	Investment income	Cost of Investment	NA	NA	NA	

53 **Segment Reporting**

Company primarily operates only in one reportable segment (manufacturing and sale of urea) as per Ind AS 108 and opearions of the company are primarily conducted within India. Hence, segment reporting under Ind AS 108 (Operating Segments) is not applicable to the company.

54 **Impairment of assets**

In accordance with Ind AS-36, the carrying amount of Property, Plant & Equipment have been reviewed at year-end for indication of impairment loss, if any, by considering assets of entire one plant as Cash Generating Unit. As there is no indication of impairment, no loss has been recognized during the year.





55 **Corporate Social Responsibility (CSR)**

As per section 135 (5) of Companies Act, 2013, RFCL is required to spend 2% of average net profits of preceeding 3 financial years on CSR. Presently, CSR provision is not applicable due to losses incurred in preceding years. However, company has incurred an expenditure of Rs. 23.29 lakh (PY Rs. 19.97 lakh) on CSR activities as approved by CSR committee.

56 **Disclosure as per Ind AS 1 'Presentation of financial statements'**

During the year, certain wording changes are made in the material accounting policies for improved disclosures. There is no impact on the financial statements due to these changes.

57 **Recent accounting pronouncements:**

A. Below is a summary of the new standards and key amendments that are effective for the first time for periods commencing on or after 1 April 2024 (i.e. years ended 31 March 2025):

Lease liability in sale and leaseback – Amendments to Ind AS 116 - On 9 September 2024, the MCA notified the narrow-scope amendments to the requirements for sale and leaseback transactions in Ind AS 116 which explain how an entity accounts for a sale and leaseback after the date of the transaction. The amendments specify that, in measuring the lease liability subsequent to the sale and leaseback, the seller-lessee determines 'lease payments' and 'revised lease payments' in a way that does not result in the seller-lessee recognising any amount of the gain or loss that relates to the right of use that it retains. This could particularly impact sale and leaseback transactions where the lease payments include variable payments that do not depend on an index or a rate.

Insurance Contracts - Ind AS 117 - The MCA notified the new accounting standard Ind AS 117, 'Insurance Contracts', on 12 August 2024 replacing Ind AS 104, 'Insurance Contracts'. The new standard requires an entity to apply Ind AS 117 for annual reporting periods beginning on or after 1 April 2024.


B. Standard issued but not effective

On 7th May, 2025, the MCA has notified amendment to IND AS 21 to help entities to determine whether a currency is exchangeable into another currency and which spot exchange rate to use when it is not.

These amendments are not having any impact on the financial statement of the company.

58 Previous year figures have been regrouped / rearranged to make them comparative with current financial year.

  
Prathama Pallabita Misra  
Company Secretary  
PAN : AKRPM2560J

  
Yogesh Kumar  
CFO  
PAN : AJQPK2194N

  
Alok Singhal  
CEO  
PAN : AJYPS1047A

  
Hira Nand  
Director  
DIN: 09476034

  
Rajiv Agarwal  
Director  
DIN: 09748894

As per our report of even date attached  
For S.K.Mehta & Co.  
Chartered Accountants  
Firm Reg No. 000478N

  
Rohit Mehta  
Partner  
Membership No. 091382



Place: Noida  
Date : 23.05.2025



**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED FOR THE YEAR ENDED 31 MARCH 2025**

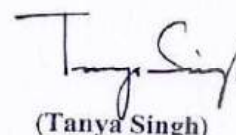
The preparation of financial statements of **Ramagundam Fertilizers and Chemicals Limited** for the year ended 31 March 2025 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 is the responsibility of the management of the company. The statutory auditors appointed by the Comptroller and Auditor General of India under section 139(5) of the Act are responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide **Audit Report dated 23<sup>rd</sup> May 2025**.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of **Ramagundam Fertilizers and Chemicals Limited** for the year ended 31 March 2025 under section 143(6) (a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report under section 143(6)(b) of the Act.

**For and on the behalf of the  
Comptroller & Auditor General of India**

Place: New Delhi  
Date: 29.07.2025

  
(Tanya Singh)

**Principal Director of Audit Central Expenditure  
(Agriculture, Food & Water Resources)**



Date : 25.07.2025

**The Board of Directors**

Ramagundam Fertilizers and Chemicals Limited

Registered Office:

Scope Complex 7, Institutional Area,  
Lodhi Road, New Delhi- 110003

Corporate Office:

4th Floor, Kribhco Bhawan,  
Sector-1, Noida-201301

**Subject: Notice under Section 160 of the Companies Act, 2013 proposing my candidature as Director**

Dear Sir,

I, Subhas Balakumar, Son of Shri Subhas Muthiah, Resident of PMB 024, DLF The Primus, Sector-82A, Gurugram – 122004, Haryana, appointed by the Board of Ramagundam Fertilizers and Chemicals Limited (RFCL) as Additional Director (Non-Executive Director) with effect from 10<sup>th</sup> December, 2024, hereby propose my candidature for appointment as a Non-Executive Director of RFCL at the forthcoming 10<sup>th</sup> Annual General Meeting (AGM) of the members of RFCL.

I understand that in terms of amended provisions of the Companies Act, 2013, there is no requirement for depositing sum of Rs. 1,00,000/- if Board recommends appointment of a Director for approval by the Shareholders.

Accordingly, please consider inclusion of this business in the Notice convening the ensuing AGM.

Thanking you,  
Yours truly,

  
**Subhas Balakumar**  
DIN: 10411610

### NOTICE

**NOTICE** is hereby given that the 10<sup>th</sup> (Tenth) Annual General Meeting of the Members of Ramagundam Fertilizers and Chemicals Limited will be held on **Friday, the 26<sup>th</sup> day of September, 2025 at 3.30 PM through Video Conference (VC)/ Other Audio Visual Means (OAVM) facility at the National Fertilizers Limited at A-11, Sector-24, Noida-201301 i.e. the place where all the recordings of the proceedings at the Meeting would be made, to transact the following business: -**

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year from 01<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2025 and the Reports of Directors and Auditors thereon and comments of the Comptroller & Auditor General of India, in terms of Section 143(6) of the Companies Act, 2013 and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** audited Financial Statements for the Financial Year from 01<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2025 and the Reports of Directors and Auditors thereon and comments of the Comptroller & Auditor General of India, in terms of Section 143(6) of the Companies Act, 2013 thereon be and are hereby adopted."

2. To appoint a Director in place of Dr. Ulaganathan Saravanan (DIN 07274628), who retires by rotation and being eligible, offers himself for re- appointment and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** Dr. Ulaganathan Saravanan (DIN 07274628), who retires by rotation and is eligible for re- appointment, be and is hereby re-appointed as Director of the Company liable to retire by rotation."

3. To appoint a Director in place of Shri Shyam Sunder Agrawal (DIN 10156634), who retires by rotation and being eligible, offers himself for re- appointment and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** Shri Shyam Sunder Agrawal (DIN 10156634), who retires by rotation and is eligible for re- appointment, be and is hereby re-appointed as Director of the Company liable to retire by rotation."

4. To fix remuneration of Auditors for the financial year 2025-26 and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** the Board of Directors of the Company be and are hereby authorized to fix the remuneration, out of pocket expenses, travelling expenses, statutory taxes and other ancillary expenses of Auditors to be appointed by the Comptroller and Auditor General of India for the financial year 2025-26."



## SPECIAL BUSINESS:

5. To appoint Shri Subhas Balakumar(DIN- 10411610) as Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution, as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to provision of Section 161 of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable provisions, if any of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modifications or amendment thereto or re-enactment thereof for the time being in force) and in accordance with the Articles of Association of the Company, Shri Subhas Balakumar(DIN- 10411610)who was appointed as an Additional Director (Non- Executive part time) on the Board of the Company with effect from 10<sup>th</sup> December, 2024 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as Director, liable to retire by rotation."

6. To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2025-26, to consider and if thought fit, to pass, with or without modification(s), the following resolution, as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provision of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (cost records and audit) Rules 2014 (including any statutory modification or re-enactment thereof), the remuneration of Rs. 1,00,000 p.a.(Rupees One Lakh only) plus GST & re-imbursement of Travel expenses as per tender terms, payable to M/s Dhananjay V Joshi & Associates, Cost Accountants (Registration No 000030), who have been appointed by the Board as Cost Auditors of the Company to conduct audit of cost records of the Company for the financial year 2025-26, be and is hereby ratified.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary to give effect to this resolution."

Place : Noida

Date : 03-09-2025



By order of the Board



Chief Financial Officer  
Yogesh Kumar

Copy, pursuant to Sub Section (3) of Section 101, to:-

1. Every Member of Ramagundam Fertilizers and Chemicals Limited,
2. All the Directors of Ramagundam Fertilizers and Chemicals Limited
3. Auditors



## NOTES:-

1. 10<sup>th</sup> AGM of the Company would be convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023 and 09/2024 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars') and Clarification/Guidance issued by ICSI on applicability of Secretarial Standards on General Meetings (SS-2).
2. **PURSUANT TO GM CIRCULARS ISSUED BY THE MINISTRY OF CORPORATE AFFAIRS (MCA), THE FACILITY TO APPOINT PROXY TO ATTEND AND CAST VOTE FOR THE MEMBERS IS NOT AVAILABLE FOR THIS AGM. HOWEVER, THE BODY CORPORATES ARE ENTITLED TO APPOINT AUTHORISED REPRESENTATIVES TO ATTEND THE AGM THROUGH VC/OAVM AND PARTICIPATE THEREAT AND CAST THEIR VOTES.**
3. Pursuant to the MCA circulars, physical attendance of the Members at the AGM venue is not required. Hence, Members have to attend and participate in the ensuing AGM through VC/OAVM.
4. Those Shareholders whose email IDs are not registered/ updated, are requested to register/ update their email ID with the Company by sending a mail to [stuti@rfcl.co.in](mailto:stuti@rfcl.co.in)
5. The facility for joining the AGM shall be kept open atleast 15 minutes before the time scheduled to start the Meeting and shall not be closed till the expiry of 15 minutes after such scheduled time and the Members can join accordingly by following the procedure mentioned in the Notice.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. The Members will be allowed to pose questions during the course of the Meeting. The queries can also be given in advance at [stuti@rfcl.co.in](mailto:stuti@rfcl.co.in)
8. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to Special Business to be transacted at the AGM is annexed hereto and forms part of the Notice.
9. All documents referred to in the Notice calling the AGM and the Explanatory Statement are available for inspection through e-mode and shall be furnished through e-mail at the registered email address of the Shareholder, for inspection, as per specific request received at [stuti@rfcl.co.in](mailto:stuti@rfcl.co.in)
10. Pursuant to the provisions of Section 107 of the Companies Act, 2013 a resolution put to the vote of the meeting shall, unless a poll is demanded under Section 109, be decided on a show of hands as per the process mentioned in the GM circulars.
11. The Notice calling the AGM has been uploaded on the website of the Company at [www.rfcl.co.in](http://www.rfcl.co.in)



**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Members whose email IDs are already registered with the Company and who are desirous to attend the AGM through VC/OAVM can send their request at [stuti@rfcl.co.in](mailto:stuti@rfcl.co.in) by giving their name as registered in the records of the Company, DPID/Client ID or Folio Number and the Registered email ID. The invitation to join the AGM will be sent to the Members on their registered email IDs.
2. Members may attend the AGM, by following the invitation link sent to their registered email ID. Members will be able to locate Meeting ID/ Password/ and JOIN MEETING tab. By Clicking on JOIN MEETING they will be redirected to Meeting Room via browser or by running Temporary Application. In order to join the Meeting, follow the step and provide the required details (mentioned above – Meeting Id/Password/Email Address) and Join the Meeting. Members are encouraged to join the Meeting through Laptops for better experience.
3. In case of Android/Iphone connection, Participants will be required to download and Install the appropriate application as given in the mail to them. Application may be downloaded from Google Play Store/ App Store.
4. Further Members will be required to allow Camera and use Internet audio settings as and when asked while setting up the meeting on Mobile App.
5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi- Fi or LAN Connection to mitigate any kind of aforesaid glitches.
6. The helpline number for joining the Meeting through Electronic Mode will be provided in the Meeting Invitation.
7. A.) During the meeting held through VC or OAVM facility, where a poll on any item is required, the member shall cast their vote on the resolutions by sending emails through their email addresses which are registered with the Company to the email address: [stuti@rfcl.co.in](mailto:stuti@rfcl.co.in)  
B.) Where less than 50 members are present in a meeting, the Chairman may decide to conduct a vote by show of hands, unless a demand for poll is made by any member in accordance with Section 109 of the Act. Once such demand is made, the procedure provided in point no (A.) shall be followed.

**Item no.- 5 of the Notice calling Annual General Meeting**

Shri Subhas Balakumar aged 58 years, has been appointed by the Board as Additional Director (Non- Executive part time) with effect from 10<sup>th</sup> December, 2024, pursuant to nomination by Engineers India Limited (EIL).

The details regarding his qualification, expertise, date of first appointment on the Board, relationship with other KMPs and Director, Shareholding in the Company, Number of Meeting attended during the year, Membership/ Chairmanship of Committee of the Boards and other information are given in Annexure which forms part of the Notice.

He is not drawing remuneration or sitting fees from the Company. He does not hold any share in the Company.

The Company has received a notice in writing pursuant to provision of Section 160 of the Companies Act, 2013, signifying intention to propose the appointment of Shri Subhas Balakumar as Director on the Board of the Company.

Shri Subhas Balakumar is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

The Board of Directors of your Company recommends his appointment as a Director for approval by the shareholders of the Company.

None of the Director or key managerial personnel of the Company or their relatives except Shri Subhas Balakumar is interested or concerned in the resolution.

**Item no.- 6 of the Notice Calling Annual General Meeting**

In pursuance of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (cost records and audit) Rules 2014 (including any statutory modification or re-enactment thereof) (the Act), the Board of Directors of the Company has approved the appointment M/s Dhananjay V Joshi & Associates, Cost Accountants (Registration No. 000030) as the Cost Auditors of the Company to conduct audit of cost records of the Company for the Financial Year 2025-26 at a remuneration of Rs. 1,00,000. (Rupees One lakh) plus GST & re-imbursement of Travel expenses as per tender terms.

As per the provisions of the Act, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company in the General Meeting.


The Board of Directors of your Company recommends the Resolution as set out at Item no. 6 of the accompanying Notice to the members for their ratification of the remuneration payable to the Cost Auditor for the Financial Year 2025-26.

None of the Director or key managerial personnel of the Company or their relatives is interested or concerned in the resolution.

Place : Noida  
Date : 03.09.2025

By order of the Board



  
Chief Financial Officer  
Yogesh Kumar



## **ROUTE MAP AND PROMINENT LANDMARK OF AGM VENUE AND ATTENDANCE SLIP.**

Pursuant to General Circular Nos. General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023 and 09/2024 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars'), 10<sup>th</sup> AGM of the Company would be convened through VC/OAVM on **Friday, the 26<sup>th</sup> day of September, 2025 at 3.30 PM through Video Conference (VC)/ Other Audio Visual Means (OAVM) facility at the National Fertilizers Limited at A-11, Sector-24, Noida- 201301 i.e. the place where all the recordings of the proceedings at the Meeting would be made**, in compliance with applicable provisions of the Companies Act, 2013 read with MCA circulars and Clarification/Guidance issued by ICSI on applicability of Secretarial Standards on General Meetings (SS-2) and physical presence of the Members would not be required.



Name	Dr Ulaganathan Saravanan	Shri Shyam Sunder Agrawal	Shri Subhas Balakumar
Date of Birth & Age	15/01/1967 (58 years)	15/08/1966 (58 Years)	12/05/1967 (58 Years)
Date of First Appointment	26/6/2023	11/05/2023	10/12/2024
Qualification	Dr. U. Saravanan is a Chemical Engineer from Anna University and MBA from University of Madras. He has completed a graduate training on Process Design conducted by M/s UOP at Chicago, USA.	Shri Shyam Sunder Agrawal is a Electronics & Communication engineering graduate from Gwalior University 1987 Batch and completed his M.Tech. in Computer Science from Allahabad University.	Shri Subhas Balakumar is graduated in Civil Engineering from Government College of Engineering, Tirunelveli, Tamil Nadu in 1988.
Expertise in Specific functional area	<p>Dr. U. Saravanan is the C&amp;MD of National Fertilizers Limited (NFL) since 16<sup>th</sup> June 2023. Prior to this, he was serving as C&amp;MD of another fertilizer CPSE, Madras Fertilizers Limited (MFL).</p> <p>Dr. U. Saravanan has a wide experience spanning over 33 years covering both Oil Refinery and Fertilizer Industries. He is a senior member of American Institute of Chemical Engineer and a Life member of Indian Institute of Chemical Engineers.</p> <p>He has also worked in Project Team for pre-commissioning and commissioning activities of Petrochemical project at Rayong, Thailand under Toyo Engineering, Japan.</p> <p>He has been conferred with an honoris causa degree of Doctor of Philosophy in Financial Distress, Turnaround &amp; Social Engagements by the Maryland State University, USA.</p>	<p>He started his career with National Fertilizer Limited- Vijaipur in 1988 &amp; joined GAIL in 1990 &amp; worked in various work centres of GAIL such as Pata-Petrochemical Complex, Vijaipur-Gas Processing Unit and Pipeline Headquarters &amp; Usar plant. He has rich experience of 37 years in the field of O&amp;M and Construction of large-scale projects which includes Petrochemical complex, Gas processing units and cross-country natural gas pipelines.</p> <p>He has worked in various leadership positions that includes heading the Central region team which includes prestigious 6,000 kms of HVJ pipelines Network, 8 compressor stations &amp; 4 Gas processing units which is working efficiently to provide uninterrupted Gas supply to Major power plants, Fertilizer units, Chemical units, CGDs &amp; many Small-scale industries in the states of Gujarat, Madhya Pradesh, Rajasthan, Utter Pradesh, &amp; NCR region.</p> <p>Apart from this he is associated with other business areas of GAIL and is a core-team member for GAIL's Digital Transformation projects, Strategy 2030 implementation and help GAIL realize its Net-Zero commitments.</p>	<p>Shri. Subhas Balakumar, Director (Projects), EIL, brings in nearly 35 years of leadership and project execution expertise. A Civil Engineering graduate from Government College of Engineering, Tirunelveli (1988), he began his EIL career in 1991 with Digboi Refinery Modernisation Project in Assam.</p> <p>Shri. Balakumar has led many prestigious and complex projects across Refinery, Petrochemical, Pipeline, Power, Metallurgy, and Infrastructure sectors in India and abroad. His strategic vision and technical expertise have ensured timely, safe, and high-quality project execution.</p> <p>Under Shri. Balakumar's dynamic leadership, EIL has delivered several landmark projects, including the successful commissioning of major units at HPCL's Vizag Refinery Modernisation Project and achieved significant progress in HPCL Rajasthan Refinery at Barmer and IOCL's Panipat Expansion Project</p>





	<p>He was conferred with the 'CEO of the Year Award' during the Business Leader of the Year Awards function held in Mumbai on 17th February 2024.</p> <p>Prior to taking over as C&amp;MD of MFL, he was Director (Technical) of the company and also held additional charge as Director (Technical) of another fertilizer CPSE, FACT, Cochin for more than a year. He was also a board member of Indian Potash Limited, Fertilizers Association of India and Fortune Biotech and a member of state level committee on standardization constituted by Government of Tamil Nadu.</p> <p>As C&amp;MD, MFL, Dr. U Saravanan is credited for turning around the company into a profit making one. During his tenure as C&amp;MD in MFL the feed stock conversion from Naptha to RLNG was completed successfully and now Navratna status to NFL has been granted under his Chairmanship.</p>		<p>(P25). In the international arena, he spearheaded the execution of a 650,000 BPD Grassroot Refinery and Petrochemical Project in Nigeria (largest single Train Refinery in the World), and achieved key milestones in projects across Mongolia, Guyana, and Middle East, including Abu Dhabi operations.</p> <p>As Director (Projects), EIL, he drove operational excellence through streamlined processes, innovation and improved contract and construction management. As Executive Director (Projects), he led EIL's successful foray into niche infrastructure projects such as Data Centres, R&amp;D Complexes, Institutional Buildings, Airports, and High-Speed Rail Projects.</p> <p>He has pioneered next-gen project management by implementing AI/ML-enabled site monitoring for HSE activities at a major Indian Refinery, leading to innovation and digital transformation.</p> <p>A staunch advocate of Health, Safety, and Environment (HSE), Shri Balakumar has fostered a strong safety culture across EIL projects, earning multiple awards and industry recognition for his focus on compliance and risk mitigation.</p>
Number of Meetings of the Board held during the year	10/10	7/10	3/3



and number of Board meetings attended			
Relationship with any other Director, Manager and other KMP of the Company	NIL	NIL	NIL
Directorship held in other companies	1.National Fertilizers Limited 2.The Fertiliser Association of India 3.Projects and Development India Limited.	NIL	Engineers India Limited
Membership/ Chairmanship of Committees of other Boards	<b>National Fertilizers Limited</b> • Nomination and Remuneration Committee- Member • Stakeholders Relationship Committee- Member • Corporate Social Responsibility and Sustainable Development Committee- Member • Risk Management Committee - Member	NIL	Engineers India Limited • Audit Committee-Member • Risk Management Committee - Member • Human Resource Committee-Member
No. of Shares Held	NIL	NIL	NIL
Terms and conditions of appointment or reappointment including remuneration	As per provisions of JVA, SSSHA and Article of Association of the Company.	As per provisions of JVA, SSSHA and Article of Association of the Company.	As per provisions of JVA, SSSHA and Article of Association of the Company.