

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U24100DL2015PLC276753

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAHCR2335P

(ii) (a) Name of the company

RAMAGUNDAM FERTILIZERS A

(b) Registered office address

Scope Complex
7, Institutional Area, Lodhi Road
New Delhi
South Delhi
Delhi
110002

(c) *e-mail ID of the company

info@rfcl.co.in

(d) *Telephone number with STD code

01202553600

(e) Website

www.rfcl.co.in

(iii) Date of Incorporation

17/02/2015

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(b) CIN of the Registrar and Transfer Agent

U72400MH2004PLC147094

Pre-fill

Name of the Registrar and Transfer Agent

NSDL DATABASE MANAGEMENT LIMITED

Registered office address of the Registrar and Transfer Agents

4TH FLOOR TRADE WORLD A WINGKAMLA MILLS COMPOUND
LOWER PAREL (W)

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 28/09/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	2,000,000,000	1,890,250,000	1,890,250,000	1,890,250,000
Total amount of equity shares (in Rupees)	20,000,000,000	18,902,500,000	18,902,500,000	18,902,500,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	2,000,000,000	1,890,250,000	1,890,250,000	1,890,250,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	20,000,000,000	18,902,500,000	18,902,500,000	18,902,500,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	1,836,371,018	1,836,371,002	18,363,710,180	18,363,710,180	
Increase during the year	0	53,878,998	53,878,998	538,789,980	538,789,980	
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	44,950,132	44,950,132	449,501,320	449,501,320	
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	8,928,866	8,928,866	89,288,660	89,288,660	

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <div></div>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <div></div>						
At the end of the year	0	1,890,250,0	1890250000	18,902,500,	18,902,500	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <div></div>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <div></div>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE05B201011

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

45,657,947,892

(ii) Net worth of the Company

10,243,908,293

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,190,861,200	63	0	
10.	Others	0	0	0	
	Total	1,190,861,200	63	0	0

Total number of shareholders (promoters)

3

(b) * SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	207,926,400	11	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	270,304,320	14.3	0	
10.	Others Foreign Investor	221,158,080	11.7	0	

	Total	699,388,800	37	0	0
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Total number of shareholders (other than promoters)

5

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

8

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	5	5
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	5	0	5	0	0
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	3	0	3	0	0
(ii) Independent	0	1	0	1	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	0	9	0	9	0	0

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Shri Hira Nand	09476034	Director	0	
Shri Alok Verma	07579789	Director	0	
Shri Kamal Kishore Cha	08234672	Director	0	04/05/2023
Shri Jayesh Ranjan	00003692	Director	0	
Shri Ashok Kumar Kalra	08698203	Director	0	
Dr. Kanika Tandon Bhal	06944916	Director	0	
Shri Rajiv Agarwal	09748894	Additional director	0	
Shri Padamsing Pradips	09747446	Additional director	0	
Shri Rajan Kanwar	09772867	Additional director	0	22/06/2023
Shri Alok Singhal	AJYPS1047A	CEO	0	
Shri Yogesh Kumar	AJQPK2194N	CFO	0	
PRATIBHA AGGARWA	AEAPA8538D	Company Secretar	0	

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

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Shri Nirlep Singh Rai	08725698	Director	31/08/2022	Ceased as Chairman and Director wi
Dr. Kanika Tandon Bhal	06944916	Director	13/04/2021	Appointed by Shareholders for a sec
Smt. Geeta Mishra	09354822	Additional director	01/08/2022	Appointed w.e.f. 01/08/2023
Shri Niranjan Lal Sharm	07965269	Director	28/07/2022	Ceased with effect from 28/07/2022
Smt. Geeta Mishra	09354822	Director	29/08/2022	Regularised at AGM held on 29/8/22
Shri Hira Nand	09476034	Director	29/08/2022	Regularised at AGM held on 29/8/22
Shri Hira Nand	09476034	Director	01/09/2022	Appointed as Chairman w.e.f 1/09/20
Shri Anil Motsara	09714734	Additional director	01/09/2022	Appointed as Additional Director w.e.
Shri Sanjeev Kumar Hai	07223761	Director	30/09/2022	Ceased w.e.f 30/9/2022
Shri Rajiv Agarwal	09748894	Additional director	01/10/2022	appointed w.e.f 1/10/2022
Smt. Geeta Mishra	09354822	Director	12/10/2022	Ceased w.e.f. 12/10/2022
Shri Padamsing Patil	09747446	Additional director	17/10/2022	appointed w.e.f 17/10/2022
Shri Anil Motsara	09714734	Additional director	27/12/2022	Ceased w.e.f. 27/12/2022
Shri Rajan Kanwar	09772867	Additional director	09/01/2023	appointed w.e.f 9/1/2023 and Ceased
Shri Atul Kumar Jain	ABBPJ3312L	CEO	31/10/2022	Ceased w.e.f. 31/10/2022
Shri Inder Chawla	AACPC1855H	CFO	31/10/2022	Ceased w.e.f. 31/10/2022
Shri Alok Singhal	AJYPS1047A	CEO	01/11/2022	appointed w.e.f 01/11/2022
Shri Yogesh Kumar	AJQPK2194N	CFO	01/11/2022	appointed w.e.f 01/11/2022

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	29/08/2022	8	8	100
Extra-Ordinary General Meeting	26/12/2022	8	8	100

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	19/05/2022	9	7	77.78
2	02/08/2022	9	8	88.89
3	31/10/2022	9	8	88.89
4	20/12/2022	9	8	88.89
5	23/01/2023	9	8	88.89
6	31/01/2023	9	8	88.89

C. COMMITTEE MEETINGS

Number of meetings held

14

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Corporate Soc	07/06/2022	4	4	100
2	Corporate Soc	25/11/2022	4	3	75
3	Audit, Account	26/04/2022	3	3	100
4	Audit, Account	19/05/2022	3	3	100
5	Audit, Account	02/08/2022	3	3	100
6	Audit, Account	31/10/2022	3	3	100
7	Audit, Account	19/12/2022	3	3	100
8	Audit, Account	30/01/2023	3	3	100
9	Risk Management	30/06/2022	4	2	50

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
10	Risk Manager	29/03/2023	4	3	75

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	28/09/2023
								(Y/N/NA)
1	Shri Hira Nand	6	6	100	11	11	100	Yes
2	Shri Alok Vern	6	3	50	6	0	0	Not Applicable
3	Shri Kamal Kis	6	5	83.33	4	3	75	Not Applicable
4	Shri Jayesh R	6	4	66.67	2	2	100	No
5	Shri Ashok Ku	6	6	100	5	5	100	No
6	Dr. Kanika Tai	6	5	83.33	0	0	0	No
7	Shri Rajiv Aga	4	4	100	4	4	100	Yes
8	Shri Padamsir	4	4	100	5	4	80	Yes
9	Shri Rajan Ka	2	2	100	0	0	0	Not Applicable

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Atul Kumar Jain	CEO	2,332,372				0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Alok Singhal	CEO	2,358,928				0
3	Inder Chawla	CFO	3,955,719				0
4	Yogesh Kumar	CFO	1,427,804				0
5	Pratibha Aggarwal	Company secret	2,632,295			771,367	0
	Total		12,707,118	0	0	771,367	13,478,485

Number of other directors whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dr. Kanika Tandon	Independent Dir	0	0	0	90,000	0
	Total		0	0	0	90,000	90,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Parveen Rastogi

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

26582

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 15.3.4 dated 22/11/2016

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

HIRA
NAND
Digitally signed by HIRA NAND
Date: 2023.11.07
16:12:27 +05'30'

DIN of the director

09476034

To be digitally signed by

PRATIBHA
AGGARWAL
Digitally signed by PRATIBHA AGGARWAL
Date: 2023.11.07
16:13:45 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

8874

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach**Attach****Attach****Attach****List of attachments**

List of Shareholders_2023.pdf
Annex To MGT 7 HR Committee details.pdf
MGT 8 Ramagundam_2022 23.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



रामगुण्डम फर्टिलाइजर्स एण्ड केमिकल्स लिमिटेड RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED

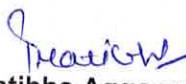
(A Joint Venture Company of NFL, EIL & FCIL)

रामगुण्डम फर्टिलाइजर्स एण्ड केमिकल्स लिमिटेड

List of Shareholders of Ramagundam Fertilizers and Chemicals Limited (As on 31st March, 2023)

Sr. No.	Name	Address	Demat ID/ Client ID	No. of Equity Shares	Paid -up value (₹ 10/- per Equity Share, fully paid-up) Amount in ₹
1.	National Fertilizers Limited	A-11, Sector 24, Noida, Gautam Budh Nagar, Ghaziabad, Noida Uttar Pradesh - 201301 Regd. Office: Scope Complex, Core-III, 7 Institutional Area, Lodhi Road, New Delhi-110003	IN303655- 10165710	49,14,62,400	10
2.	Engineers India Limited	Engineers India House, 1, Bhikaji Cama Place, New Delhi-110066	IN301330- 22390507	49,14,62,400	10
3.	Fertilizer Corporation of India Limited	PDIL Bhawan, 5 th Floor, A- 14 Sector 1, Noida - 201301 Regd. Office: Scope Complex, Core-III, 7 Institutional Area, Lodhi Road, New Delhi-110003	IN301330- 22401936	20,79,36,400	10
4.	State Government of Telangana	D-Block 2 nd Floor, Room No 347, Telangana Secretariat, Hyderabad Telangana, 500022	IN300394- 19974812	20,79,26,400	10
5.	GAIL (India) Limited	16, Bhikaji Cama Place, R K Puram, New Delhi - 110066	IN301127- 16679295	27,03,04,320	10
6.	HT Ramagundam A/S	Haldor Topsoes Alle 1 2800 Kgs. Lyngby, Denmark	IN305099- 30019633	7,37,19,360	10
7.	The Investment Fund for Developing Countries (IFU)	Fredericiagade 27, DK- 1310, Copenhagen K, Denmark	IN300513- 23581569	7,37,19,360	10
8.	Danish Agribusiness Fund I K/S (DAF)	Fredericiagade 27, DK- 1310, Copenhagen K, Denmark	IN300513- 23581350	7,37,19,360	10
Total				189,02,50,000	

For Ramagundam Fertilizers and Chemicals Limited


Pratibha Aggarwal
(Company Secretary)
M. No.: F8874



Corporate Office : 4th Floor, Wing-A, Kribhco Bhawan, Sector-1, Noida, Uttar Pradesh, Pin Code-201301
Registered Office : Scope Complex, Core No. III, 7, Institutional Area, Lodhi Road, New Delhi-110003
Tel.: 0120 2553 600 , Website : www.rfcl.co.in, CIN : U24100DL2015PLC276753

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

C. COMMITTEE MEETINGS

S. No	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
11	HR Committee	12/05/2022	4	3	75
12	HR Committee	7/06/2022	4	3	75
13	HR Committee	1/07/2022	4	2	50
14	HR Committee	25/11/2022	4	3	75

For Ramagundam Fertilizers and Chemicals Limited


Pratibha Aggarwal
(Company Secretary)
M. No.: F8874





Parveen Rastogi & Co.

Company Secretaries

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED** ("the Company") having CIN: **U24100DL2015PLC276753**, as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31st March, 2023**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with the provisions of the Act & Rules made there under in respect of:
 1. Its status under the Act;
 2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
 4. Calling/convening/holding meeting of Board of Directors or its committees, if any and the meeting of members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. Closure of Register of Members/Security holders, as the case may be;



Head off. : Flat No.3, Sood Building, Teil Mill Marg, Ram Nagar, Paharganj, New Delhi-110055
Branch Off.: CS-54 & 55, 1st Floor, Ansal Plaza, Vaishali, Ghaziabad-201010
: Shop No. 5-6, Satyam Plaza, Plot No-4, Block-B & E, Dilshad Garden, North East Delhi-110093
(O) : 0120-4323445, Mobile : 98112-13445, E-mail : rastogifcs3@hotmail.com, rastogifcs3@gmail.com
Web. : csparveenrastogi.com

6. No Advances/loans given to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. Contracts/arrangements with related parties as specified in Section 188 of the Act;
8. Issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issues of security certificates in all instances, if any; The Company has allotted equity shares during the year.
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act, if any;
10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with the Section 125 of the Act, if any;
11. Signing of audited Financial Statement as per the provisions of Section 134 of the Act and report of Board is as per sub - sections (3), (4) and (5) thereof;
12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. The Board of the Company is duly constituted.
13. Appointment/ reappointment/ filling up casual vacancies of auditors as per section 139 of the Act;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act, if any, were duly taken under provisions of the Companies Act, 2013;
15. Acceptance/ renewal/ repayment of deposits, if any, in compliance under provisions of the Companies Act, 2013;
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. No Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;



- 18.** Alteration of the provisions of the Memorandum and/or Articles of Association of the Company; if any, in compliance of under provisions of Companies Act, 2013. The Company has amended its Articles of Association of the Company to enable issuance of Shares to State Govt. of Telangana on preferential basis after obtaining approval of Board of Directors at its 66th meeting held on 20th December, 2022 and approval of Shareholders at 8th Extra-Ordinary General Meeting held on 26th December, 2022

For Parveen Rastogi & Co.



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Parveen Kumar Rastogi
(Company Secretaries)
Membership No.:4764
C.P. No.: 26582

Date: 07/11/2023
Place: New Delhi

UDIN: F004764E001691361