

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 NA
New Delhi
South Delhi
Delhi
110003

(c) *e-mail ID of the company

IN*****CO.IN

(d) *Telephone number with STD code

01*****00

(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, Tower 3, One International Center Senapati Bapat
Marg, Prabhadevi, Mumbai - 400 013 Delisle Road

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

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

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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

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

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	1,890,250,000	1890250000	18,902,500,000	18,902,500,000	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <div>0</div>				0	0	
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>0</div>				0	0	
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

(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"/>
--	----------------------

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
---	----------------------	---	----------------------

Ledger Folio of Transferor	<input type="text"/>
----------------------------	----------------------

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

Ledger Folio of Transferee	<input type="text"/>
----------------------------	----------------------

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

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

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

49,140,173,942

(ii) Net worth of the Company

13,527,208,305

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
--	--------------	-------------	----	---	---

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)
DR. ULAGANATHAN S	07274628	Director	0	
SHRI JAYESH RANJA	00003692	Director	0	
DR. KANIKA TANDON	06944916	Director	0	
SHRI HIRA NAND	09476034	Director	0	
SHRI RAJIV AGARWA	09748894	Director	0	
SHRI PADAMSING PR	09747446	Director	0	22/04/2024
SHRI SHYAM SUNDEI	10156634	Director	0	
SHRI RAJEEV GUPTA	09839662	Additional director	0	
SHRI ANDERS PETEF	10402253	Additional director	0	
SHRI ALOK SINGHAL	AJYPS1047A	CEO	0	
SHRI YOGESH KUMA	AJQPK2194N	CFO	0	
MS. PRATIBHA AGGA	AEAPA8538D	Company Secretar	0	30/04/2024

(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 Kamal Kishore (08234672	Director	04/05/2023	Ceased w.e.f. 04/05/2023
Shri Shyam Sunder .	10156634	Additional director	11/05/2023	Appointed w.e.f. 11/05/2023
Shri Rajan Kanwar	09772867	Additional director	22/06/2023	Ceased w.e.f. 22/06/2023
Dr. Ulaganathan Sar	07274628	Additional director	26/06/2023	Appointed as Additional Direct
Shri Alok Verma	07579789	Director	21/09/2023	Ceased w.e.f. 21/09/2023
Shri Rajiv Agarwal	09748894	Director	28/09/2023	Regularised at AGM held on 2
Shri Padamsing Pati	09747446	Director	28/09/2023	Regularised at AGM held on 2
Shri Shyam Sunder .	10156634	Director	28/09/2023	Regularised at AGM held on 2
Dr. Ulaganathan Sar	07274628	Director	28/09/2023	Regularised at AGM held on 2
Shri Ashok Kumar K	08698203	Director	30/09/2023	Ceased w.e.f 30/09/2023
Shri Rajeev Gupta	09839662	Additional director	27/10/2023	Appointed w.e.f. 27/10/2023
Shri Anders Peter Fr	10402253	Additional director	14/12/2023	Appointed w.e.f. 14/12/2023
Shri Hira Nand	09476034	Director	26/06/2023	Ceased as Chairman w.e.f. 26

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

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

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	28/09/2023	8	8	100

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/04/2023	9	8	88.89
2	17/05/2023	9	7	77.78
3	01/08/2023	9	9	100
4	01/09/2023	9	9	100
5	27/10/2023	8	8	100
6	22/12/2023	9	9	100
7	30/01/2024	9	8	88.89

C. COMMITTEE MEETINGS

Number of meetings held

13

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	12/06/2023	4	4	100
2	Audit, Account	27/04/2023	3	3	100
3	Audit, Account	17/05/2023	3	3	100
4	Audit, Account	01/08/2023	3	3	100
5	Audit, Account	01/09/2023	3	3	100
6	Audit, Account	27/10/2023	3	3	100
7	Audit, Account	30/01/2024	3	3	100
8	Risk Managem	01/08/2023	4	4	100
9	Risk Managem	12/01/2024	3	2	66.67
10	Risk Managem	28/03/2024	3	3	100

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	26/09/2024
								(Y/N/NA)
1	DR. ULAGAN	5	5	100	0	0	0	Yes
2	SHRI JAYESH	7	6	85.71	1	1	100	Yes
3	DR. KANIKA T	7	6	85.71	0	0	0	No
4	SHRI HIRA N	7	7	100	10	10	100	Yes
5	SHRI RAJIV A	7	7	100	9	9	100	Yes
6	SHRI PADAM	7	7	100	10	9	90	Not Applicable
7	SHRI SHYAM	6	6	100	3	2	66.67	No
8	SHRI RAJEEV	3	3	100	1	1	100	Yes
9	SHRI ANDER	2	2	100	0	0	0	No

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Alok Singhal	CEO	7,323,937	0	0	0	0
2	Shri Yogesh Kumar	CFO	4,620,354	0	0	0	0
3	Ms. Pratibha Aggan	CS	2,734,030	0	0	423,355	0
	Total		14,678,321	0	0	423,355	15,101,676

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
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dr. Kanika Tandon	Independent Dir	0	0	0	120,000	0
	Total		0	0	0	120,000	120,000

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

Shama Jain

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

8648

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

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

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

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

To be digitally signed by

Director

HIRA
NAND

Digitally signed by
HIRA NAND
Date: 2024.11.20
12:48:39 +05'30'

DIN of the director

To be digitally signed by

PRATHAMA
PALLABITA
MISRA

Digitally signed by
PRATHAMA
PALLABITA MISRA
Date: 2024.11.20
12:47:59 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number Certificate of practice number **Attachments**

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

List of attachments

List of Shareholders 31032024.pdf
Annexure_Committee details.pdf
RFCL_MGT-8 2023-24.pdf

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



रामागुण्डम फर्टिलाइजर्स एण्ड केमिकल्स लिमिटेड


रामागुण्डम फर्टिलाइजर्स एण्ड केमिकल्स लिमिटेड RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED

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

List of Shareholders of Ramagundam Fertilizers and Chemicals Limited (As on 31st March, 2024)

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	491,46,24,000
2	Engineers India Limited	Engineers India House, 1, Bhikaji Cama Place, New Delhi-110066	IN301330-22390507	49,14,62,400	491,46,24,000
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	207,93,64,000
4	State Government of Telangana	D-Block 2 nd Floor, Room No 347, Telangana Secretariat, Hyderabad Telangana, 500022	IN300394-19974812	20,79,26,400	207,92,64,000
5	GAIL (India) Limited	16, Bhikaji Cama Place, R K Puram, New Delhi - 110066	IN301127-16679295	27,03,04,320	270,30,43,200
6	HT Ramagundam A/S	Haldor Topsoes Alle 1 2800 Kgs. Lyngby, Denmark	IN305099-30019633	7,37,19,360	73,71,93,600
7	The Investment Fund for Developing Countries (IFU)	Fredericiagade 27, DK-1310, Copenhagen K, Denmark	IN300513-23581569	7,37,19,360	73,71,93,600
8	Danish Agribusiness Fund I K/S (DAF)	Fredericiagade 27, DK-1310, Copenhagen K, Denmark	IN300513-23581350	7,37,19,360	73,71,93,600
Total				189,02,50,000	1890,25,00,000

For Ramagundam Fertilizers and Chemicals Limited


Prathama Pallabita Misra
(Company Secretary)
M. No.: A15987



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	12/06/2023	4	4	100
12	HR Committee	21/06/2023	4	3	75
13	HR Committee	14/03/2024	3	2	66.67

For Ramagundam Fertilizers and Chemicals Limited

Prithvi
Prathama Pallabita Misra
(Company Secretary)
M. No.: A15987





SR & ASSOCIATES

Company Secretaries

D-5 Sector-10, Noida, Uttar Pradesh 201301

+91-9990339200, 0120-4160986

fidele.sra@gmail.com

FORM NO. MGT-8

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

We have examined the registers, records and books and papers of **Ramagundam Fertilizers and Chemicals Limited (CIN: U24100DL2015PLC276753)** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on March 31, 2024. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A.** The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B.** During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
1. Its status under the Act; as Public Company, Limited by Shares during the period under review.
 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 the prescribed time.
 4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minutes Book / registers maintained for the purpose and the same have been signed.
 5. The Company was not required to close the Register of Members.
 6. As per information given by the Company, the Company has not made any advances/loans to its directors and/or persons or firms or Companies referred in Section 185 of the Act during the financial year.
 7. The Company has not entered into any Contracts / arrangements with related parties as specified in Section 188 of the Act.
 8. There was no issue or allotment or transfer or transmission of shares, redemption of preference shares/debentures, alteration or reduction of share capital / conversion of shares / buy back of securities, issue of share certificates in all instances during the financial year.
 9. There was no transaction necessitating the Company to keep in abeyance any rights to dividend, right shares and bonus shares pending registration of transfer of shares during the financial year.



SR & ASSOCIATES

Company Secretaries

D-5 Sector-10, Noida, Uttar Pradesh 201301

+91-9990339200, 0120-4160986

fidele.sra@gmail.com

10. The Company has not declared any dividend during the financial year and was not required to transfer any amount of unpaid / unclaimed dividend / other amount to the Investor Education and Protection Fund in accordance with Section 125 of the Act during the financial year.
11. Signing of audited financial statement as per the provisions of Section 134 and other applicable provisions of Companies Act, 2013 and report of directors is as per sub-sections (3), (4) and (5) of Section 134 of the Act.
12. Constitution/ appointment/ re-appointments/ retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.
13. Appointment/ reappointment of auditors as per Section 139 of the Act.
14. The Company was not required to take any approval from the Central Government, Tribunal, Regional Director, Registrar, court or such other authorities under the various provisions of the Act during the financial year.
15. The Company has not accepted/renewed/repaid any deposits from the public during the financial year.
16. Borrowings from banks and modification of charge in that respect, wherever applicable and as per the information given by the Company, there were no borrowings from its Directors, Members, Public Financial Institutions and others and no charge was created / satisfied during the year.
17. As per information given by the Company, there were no loans or investment made or guarantees / securities given falling under the provisions of Section 186 of the Act during the financial year.
18. There was no Alteration of the Articles of Association and Memorandum of Association of the Company during the financial year.



Place: 16/11/2024

Date: Noida

**For SR and Associates
(Company Secretaries)**

Shama Jain

(Partner)

Membership No. F7791

COP No. : 8648

UDIN: F007791F002092797

This certificate is to be read with Annexure which forms an integral part of this certificate.



SR & ASSOCIATES

Company Secretaries

D-5 Sector-10, Noida, Uttar Pradesh 201301

+91-9990339200, 0120-4160986

fidele.sra@gmail.com

Annexure

To

Ramagundam Fertilizers and Chemicals Limited

Our certificate in Form MGT-8 on the Annual Return (MGT-7) as on the financial year ended on March 31, 2024 of even date is to be read along with this letter.

1. Maintenance of secretarial records 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 process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Form MGT-7. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. The compliance of the provisions of the Companies Act 2013, rules, regulations and standards is the responsibility of the Management. Our examination was limited to the verification of records on test basis.



Place: 16/11/2024

Date: Noida

**For SR and Associates
(Company Secretaries)**

Shama Jain

(Partner)

Membership No. F7791

COP No. : 8648

UDIN: F007791F002092797