

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Rashtriya Chemicals and Fertilizers Limited**  
 2. Quarter ending - **31-Dec-2019**

**i. Composition Of Board Of Director**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chair person /Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Shrinivas Chandrashekhar Mudgerikar	03498837	ADDPM9488J	C & ED	MD	01-Oct-2019				17 - Dec - 1965	NA		1	0	1	0	SC,NRC	

Mr.	Sudhir D. Panadare	07933191	AATPP5919N	ED		18-Dec-2017	18-Dec-2017			07 - May - 1961	NA		1	0	0	0	RMC	
Mr.	Umesh Dongre	08039073	ABDPD4840P	ED		09-Feb-2018	09-Feb-2018			13 - Nov - 1961	NA		1	0	1	0	SC,RMC	
Mr.	K. U. Thankachen	06946476	AACP T5408M	ED		11-Dec-2018	11-Dec-2018			15 - Jul - 1962	NA		2	0	0	0	RMC	
Ms.	Alka Tiwari	03502306	AAKPT4240R	NED,ND		06-Mar-2017	06-Mar-2017			06 - Sep - 1965	NA		3	0	1	0	AC,NRC	
Ms.	Gurveen Sidhu	08121526	ACVPC7925R	NED,ND		18-May-2018	18-May-2018			04 - Jan - 1968	NA		2	0	0	0		
Mr.	Suryanarayana Simhadri	01951750	ANYPS8613E	ID		08-Mar-2017	08-Mar-2017	36		24 - Aug - 1966	NA		1	1	0	1	AC,RMC,NRC	
Mr.	Anil Kumar Singh	08382601	AADPS7078R	ID		07-Mar-2019	07-Mar-2019	10		02 - Apr -	NA		1	1	1	0	AC,RMC,NRC	

										19 52									
Mr.	Shambhu Kumar	0736 8172	AVYP K9149 B	ID		07- Mar- 2019	07- Mar- 2019		10	04 - M ay - 19 72	NA		1	1	1	1	AC,SC, RMC		

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

**ii. Composition of Committees**

**a. Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Suryanarayana Simhadri	ID	Chairperson	25-Apr-2017	
2	Anil Kumar Singh	ID	Member	16-Jul-2019	
3	Shambhu Kumar	ID	Member	16-Jul-2019	
4	Alka Tiwari	NED,ND	Member	25-Apr-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Shambhu Kumar	ID	Chairperson	16-Jul-2019	
2	Shriniwas Chandrashekhar Mudgerikar	C & ED	Member	13-Nov-2019	
3	Umesh Dongre	ED	Member	09-Feb-2018	

Company Remarks	
Whether Permanent chairperson appointed	

**c. Risk Management Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Shambhu Kumar	ID	Member	18-Mar-2019	
2	Umesh Dongre	ED	Chairperson	18-Mar-2019	
3	Suryanarayana Simhadri	ID	Member	18-Mar-2019	
4	K. U. Thankachen	ED	Member	18-Mar-2019	
5	Sudhir D. Panadare	ED	Member	18-Mar-2019	
6	Anil Kumar Singh	ID	Member	18-Mar-2019	

Company Remarks	
Whether Permanent chairperson appointed	

**d. Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Anil Kumar Singh	ID	Chairperson	16-Jul-2019	
2	Suryanarayana Simhadri	ID	Member	10-Nov-2017	
3	Alka Tiwari	NED,ND	Member	09-Feb-2018	
4	Shriniwas Chandrashekhar Mudgerikar	C & ED	Member	13-Nov-2019	

Company Remarks	
Whether Permanent chairperson appointed	

**iii. Meeting of Board of Directors**

<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors present</b>
16-Jul-2019	13-Nov-2019	Yes	9	3
01-Aug-2019		Yes		
08-Aug-2019		Yes		
24-Sep-2019		Yes		

Company Remarks	
Maximum gap between any two consecutive (in number of days)	49

iv. **Meeting of Committees**

<b>Name of the Committee</b>	<b>Date(s) of meeting during of the committee in the previous quarter</b>	<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (Yes/No)</b>	<b>Number of Directors present</b>	<b>Number of independent directors present</b>
Audit Committee	08-Aug-2019	13-Nov-2019	Yes	4	3
Nomination & Remuneration Committee	16-Jul-2019	18-Oct-2019	Yes	3	2
Stakeholders Relationship Committee	08-Aug-2019	13-Nov-2019	Yes	2	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	96

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **No**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**

- d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

**The strength of the Board of Directors was 9 as on 31st December, 2019, comprising of 4 Executive Directors (Including Chairman), 2 Non-Executive Directors and 3 Independent Directors. RCF is not able to comply with the requirement of 50% Independent Directors on its Board being Government Company under the administrative control of the Ministry of Chemicals and Fertilizers, the Directors are appointed by the Government. Company has been continuously following up with the Government for appointment of Independent Directors and it is given to understand that the Government is in the process of appointing requisite number of Independent Directors including one-woman director.**

**Name : Jai Bhagwan Sharma**  
**Designation : Company Secretary & Compliance Officer**

**13<sup>th</sup> January, 2020**