



रामगुन्दम फर्टिलाइजर्स एण्ड केमिकल्स लिमिटेड



FORM NO. MGT-7

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



सत्यमेव जयते

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

(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

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



रामानुजम फर्दिनाइमर्त एच कोमिक्लस लिमिटेड

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 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2024

(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	1,890,250,000	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 रफ़ल कर्प के लिए एक विशेष कार्यक्रम	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>				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></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			



रामागुण्डम फर्टिलाइजर्स एण्ड केमिकल्स लिमिटेड

एक छत्र संरक्षता की ओर

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

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	



रामाण्य कर्माकर एवं केमिकल् लिमिटेड	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

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

12

(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)
ULAGANATHAN SARA	07274628	Director	0	
JAYESH RANJAN	00003692	Director	0	
KANIKA TANDON BH	06944916	Director	0	
HIRA NAND	09476034	Director	0	
RAJIV AGARWAL	09748894	Director	0	
PADAMSING PRADIP	09747446	Director	0	22/04/2024
SHYAM SUNDER AGF	10156634	Director	0	
RAJEEV GUPTA	09839662	Additional director	0	
ANDERS PETER FRIG	10402253	Additional director	0	
ALOK SINGHAL	AJYPS1047A	CEO	0	
YOGESH KUMAR	AJQPK2194N	CFO	0	
PRATIBHA AGGARW	AEAPA8538D	Company Secretar	0	30/04/2024

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

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रामागुण्डम फर्टिलाइजर्स एण्ड केमिकल्स लिमिटेड



Name रामगुण्डम फर्टिलाइजर्स एण्ड केमिकल्स लिमिटेड	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
Shri Ulaganathan Sa (+)	07274628	Additional director	26/06/2023	Appointed as Additional Director (+)
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 28/09/2023 (+)
Shri Padamsing Pati (+)	09747446	Director	28/09/2023	Regularised at AGM held on 28/09/2023 (+)
Shri Shyam Sunder (+)	10156634	Director	28/09/2023	Regularised at AGM held on 28/09/2023 (+)
Shri Ulaganathan Sa (+)	07274628	Director	28/09/2023	Regularised at AGM held on 28/09/2023 (+)
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
Mr. Anders Peter Fri (+)	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. 26/06/2023 (+)

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 (Y/N/NA)
		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	
1	ULAGANATHA	5	5	100	0	0	0	
2	JAYESH RAN	7	6	85.71	1	1	100	
3	KANIKA TAND	7	6	85.71	0	0	0	
4	HIRA NAND	7	7	100	10	10	100	
5	RAJIV AGARV	7	7	100	9	9	100	
6	PADAMSING	7	7	100	10	9	90	
7	SHYAM SUND	6	6	100	3	2	66.67	
8	RAJEEV GUP	3	3	100	1	1	100	
9	ANDERS PET	2	2	100	0	0	0	

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	Alok Singhal	CEO	7,323,937	0	0	0	7,323,937
2	Yogesh Kumar	CFO	4,620,354	0	0	0	4,620,354
3	Pratibha Aggarwal	CS	2,734,030	0	0	423,355	3,157,385
	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
1	Dr. Kanika Tandon	Independent Dir	0	0	0	120,000	120,000
	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



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:

- 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.
- 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

DIN of the director

09476034

To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

15987

Certificate of practice number

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

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

**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	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

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

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

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

रामगुण्डम फर्टिलाइजर्स एण्ड केमिकल्स लिमिटेड