

जय भगवान शर्मा  
कार्यपालक निदेशक  
(विधि एवं कंपनी सचिव)

**Jai Bhagwan Sharma**  
Executive Director  
(Legal & Company Secretary)

राष्ट्रीय केमिकल्स एण्ड  
फर्टिलाइजर्स लिमिटेड  
(भारत सरकार का उपक्रम)  
सगळें सक्कळें कर्ण ओळ  
"प्रियदर्शिनी",  
ईस्टर्न एक्सप्रेस हाइवे,  
सायन, मुंबई-400 022.



**Rashtriya Chemicals and  
Fertilizers Limited**

(A Government of India Undertaking)  
*Let us grow together*  
"Priyadarshini",  
Eastern Express Highway,  
Sion, Mumbai - 400 022.

**CIN - L24110MH1978GOI020185**

दूरध्वनी / Tel.:(Off.): (022) 2404 5024 • ई-मेल / E-mail : jbsharma@rcfltd.com • वेबसाईट / Website : www.rcfltd.com

**RCF/CS/Stock Exchanges /2023**

**November 10, 2023**

The Corporate Relations Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001.	The Listing Department National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra Kurla Complex, Bandra(East), Mumbai- 400 051.
<b>Script Code: 524230 / 959872 / 973742</b>	<b>Script Code: RCF EQ</b> <b>ISIN: INE027A07012 / INE027A08010</b>

Dear Sir/Madam,

**Sub: Outcome of the Board Meeting in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 SEBI(LODR)**

Pursuant to Regulation 30, 33 and 52 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform that Board at its meeting held today i.e. November 10, 2023 has considered and approved the Un-audited Financial Result (Standalone and Consolidated) of the Company for the quarter ended and half year ended September 30, 2023 duly reviewed and recommended by the Audit Committee and approved by the Board of Directors along with the Limited Review Report issued by M/s Gokhale & Sathe, Statutory Auditors of the Company.

Further, additional Disclosures alongwith Financial Results are enclosed herewith: -

1. Pursuant to Regulation 23(9) of SEBI (LODR), please find enclosed disclosure of Related Party Transaction for half year ended September 30,2023 (**Annexure A**)
2. Pursuant to Regulation 52(7) & 52(7A) of SEBI (LODR), please find enclosed the Statement indicating no Deviation or Variation in the use of proceeds of issue of listed, Non-Convertible, Secured/Unsecured Debentures for the quarter ended September 30, 2023 (**Annexure B**)
- 3 Pursuant to Regulation 54(3) of SEBI (LODR), please find enclosed herewith Report in respect of Security Cover as per the prescribed format (**Annexure C**)

The meeting of Board of Directors commenced at 12:30 pm and concluded at 15:25pm.

This is for your kind information and record.

Yours faithfully,  
**For Rashtriya Chemicals and Fertilizers Limited**

**J. B. Sharma**  
Executive Director  
Legal & Company Secretary

Encl: a./a.

**RASHTRIYA CHEMICALS AND FERTILIZERS LIMITED**

**Disclosures of Related Party Transactions for the half year ended 30<sup>th</sup> September 2023 on a consolidated basis as per IND AS 24 are given below:**

**1. Transactions with Joint Controlled Entities****1.1. Relationship****JOINT CONTROLLED ENTITIES**

<b>Name of the Company</b>	<b>No of Shares</b>	<b>Country of Incorporation</b>	<b>% of Ownership interest as at 30.09.2023</b>
1) FACT-RCF BUILDING PRODUCTS LTD. (FRBL) *	35227000 of ₹10 each	India	50.00
2) URVARAK VIDESH LTD.(UVL) *	180002 of ₹ 10 each	India	33.33
3) TALCHER FERTILIZERS LIMITED (TFL) #	805480424 of ₹10 each	India	33.33

\* Consequent to full provision recognized towards the investments made in FRBL and UVL as per Indian GAAP, the carrying value as on the date of transition has been recognized as deemed cost of investment which is NIL as on IND AS transition date .i.e. 1<sup>st</sup> April 2015.

Further URVARAK VIDESH LTD. (UVL) has been declared as Dormant Company on 04.11.2015 by Registrar of Companies, New Delhi.

# the shareholding is subject to change depending on the final value of the assets transferred by FCIL to Talcher Fertilizer Ltd.

**1.2. Transactions during the half year ended with the above referred related parties:**

<b>Sr. No.</b>	<b>Particulars</b>	<b>₹ Crore</b>
		<b>For the period 01.04.2023 to 30.09.2023</b>
1	Investment in M/s Talcher Fertilizers Ltd	-
2	Share of Expenses receivable from TFL	2.07

## **Balance Outstanding**

₹ Crore

<b>Sr. No.</b>	<b>Particulars</b>	<b>As at 30.09.2023</b>
1	Advances including advance against pending equity allotment –FRBL *	37.87
2	Share of Expenses receivable from TFL	10.73

\*The same has been fully provided.-

## **2. Key Management Personnel**

### **a) Whole Time Directors & Company Secretary**

- (i) Shri S C Mudgerikar , Chairman & Managing Director
- (ii) Ms. Nazhat J. Shaikh , Director (Finance) and CFO
- (iii) Shri. Milind Deo, Director (Technical)( Upto 30.09.2023)
- (iv) Shri. Jai Bhagwan Sharma, Company Secretary

### **b) Independent Directors**

- (i) Smt Shashi Bala Bharti (Upto 22.06.2023)
- (ii) Shri. Chandra Bhushan Pandey
- (iii) Shri Gopinathan Nair Annilkumar

### **c) Government Nominee Directors**

- (i) Ms Aneeta Meshram
- (ii) Shri. Sanjay Rastogi

### **Details relating to parties referred above:**

#### **Remuneration:**

₹ Crore

<b>Particulars</b>	<b>For the period 01.04.2023 to 30.09.2023</b>
Shri. S C Mudgerikar	0.39
Ms. Nazhat J. Shaikh	0.28
Shri. Milind Deo, Director	0.73
Shri. Jai Bhagwan Sharma	0.27
<b>Total</b>	<b>1.67</b>

The above amount includes salaries and allowances, contribution to Provident fund, pension etc. and actual payments towards leave encashment, if any.

The remuneration to key management personnel includes retirement obligation.

There have been no outstanding loans and advances from the above referred parties as at year end.

**Sitting Fees in case of Independent Directors**

₹ Crore

<b>Particulars</b>	<b>For the period 01.04.2023 to 30.09.2023</b>
Ms Shashi Bala Bharti	0.02
Shri Chandra Bhushan Pandey	0.04
Shri Gopinathan Nair Annilkumar	0.04
<b>Total</b>	<b>0.10</b>