

| <b>General information about company</b>                       |   |
|--|---|
| Scrip code   | 530011                                    |
| NSE Symbol   | MANGCHEFER                                |
| MSEI Symbol  | NOTLISTED                                 |
| ISIN   | INE558B01017                              |
| Name of the entity   | MANGALORE CHEMICALS & FERTILIZERS LIMITED |
| Date of start of financial year                                | 01-04-2023                                |
| Date of end of financial year                                  | 31-03-2024                                |
| Reporting Quarter  | Quarterly                                 |
| Date of Report   | 30-06-2023                                |
| Risk management committee                                      | Applicable                                |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 listed entities                  |

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

| Disclosure of notes on composition of board of directors explanatory |     |          |  |                                 |                         |               |  |                                |                              |                             |                |   |                                    |                             |                        |                   |                                |  |   |   |  |                             |      |
|--|-----|----------|--|---------------------------------|-------------------------|---------------|--|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|------|
| Whether the listed entity has a Regular Chairperson                  |     |          |  |                                 |                         |               | Yes  |                                |                              |                             |                |   |                                    |                             |                        |                   |                                |  |   |   |  |                             |      |
| Whether Chairperson is related to MD or CEO                          |     |          |  |                                 |                         |               | No   |                                |                              |                             |                |   |                                    |                             |                        |                   |                                |  |   |   |  |                             |      |
|  |     |          |  |                                 |                         |               | Disqualification of Directors under section 164 of the Companies Act, 2013 |                                |                              |                             |                |   |                                    |                             |                        |                   |                                |  |   |   |  |                             |      |
| Name of the Director   | PAN | DIN      | Category 1 of directors                  | Category 2 of directors         | Category 3 of directors | Date of Birth | Whether the director is disqualified?                                      | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | N pr |
| AKSHAY PODDAR  |     | 00008686 | Non-Executive - Non Independent Director | Chairperson related to Promoter |                         | 20-07-1976    | No   |                                |                              |                             | Active         | NA  |                                    | 29-09-2015                  |                        |                   | 5                              | 0  | 3   | 1   |  |                             |      |
| NITIN MANGUESH KANTAK  |     | 08029847 | Executive Director                       | Not Applicable                  | CEO                     | 13-12-1959    | No   |                                |                              |                             | Active         | NA  |                                    | 01-01-2022                  | 03-11-2022             |                   | 2                              | 0  | 2   | 0   |  |                             |      |
| DODDABALLAPUR ACHUTARAO PRASANNA                                     |     | 00253371 | Non-Executive - Independent Director     | Not Applicable                  | Shareholder Director    | 03-10-1948    | No   |                                |                              |                             | Active         | Yes   | 16-09-2021                         | 06-05-2016                  | 06-05-2021             |                   | 85.26                          | 1  | 1   | 3   | 1  |                             |      |
| RITA MENON   |     | 00064714 | Non-Executive - Independent Director     | Not Applicable                  | Shareholder Director    | 25-12-1951    | No   |                                |                              |                             | Active         | NA  |                                    | 29-07-2017                  | 29-07-2020             |                   | 71.3                           | 3  | 3   | 4   | 1  |                             |      |

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

| Name of the Director           | PAN | DIN      | Category 1 of directors                  | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
|--------------------------------|-----|----------|--|-------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| MARCO PHILIPPUS ARDESHIR WADIA |     | 00244357 | Non-Executive - Independent Director     | Not Applicable          | Shareholder Director    | 31-01-1956    | No                                    |                                |                              |                             | Active         | NA  |                                    | 13-05-2022                  | 13-05-2022             |                   | 13.19                          | 3  | 3   | 2   | 1  |                             |                             |
| NARAYANAN SURESH KRISHNAN      |     | 00021965 | Non-Executive - Non Independent Director | Not Applicable          |                         | 03-06-1964    | No                                    |                                |                              |                             | Active         | NA  |                                    | 25-03-2023                  |                        |                   |                                | 2  | 0   | 1   | 0  |                             |                             |

| Audit Committee Details                               |            |                                     |   |                         |                     |                   |         |
|---|------------|-------------------------------------|---|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson |            |                                     |   |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members           | Category 1 of directors                 | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00244357   | MARCO PHILIPPUS<br>ARDESHIR WADIA   | Non-Executive -<br>Independent Director | Chairperson             | 13-05-2022          |                   |         |
| 2   | 00064714   | RITA MENON                          | Non-Executive -<br>Independent Director | Member                  | 14-05-2019          |                   |         |
| 3   | 00253371   | DODDABALLAPUR<br>ACHUTARAO PRASANNA | Non-Executive -<br>Independent Director | Member                  | 06-05-2016          |                   |         |

| Nomination and remuneration committee                                       |            |                                     |   |                         |                     |                   |                           |
|---|------------|-------------------------------------|---|-------------------------|---------------------|-------------------|---------------------------|
| Whether the Nomination and remuneration committee has a Regular Chairperson |            |                                     |   |                         | Yes                 |                   |                           |
| Sr  | DIN Number | Name of Committee members           | Category 1 of directors                     | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks                   |
| 1   | 00253371   | DODDABALLAPUR<br>ACHUTARAO PRASANNA | Non-Executive -<br>Independent Director     | Chairperson             | 06-05-2016          |                   | Textual<br>Information(1) |
| 2   | 00008686   | AKSHAY PODDAR                       | Non-Executive - Non<br>Independent Director | Member                  | 29-09-2020          |                   |                           |
| 3   | 00244357   | MARCO PHILIPPUS<br>ARDESHIR WADIA   | Non-Executive -<br>Independent Director     | Member                  | 13-05-2022          |                   |                           |

**Sr Text Block**

Textual Information(1)

Mr. Doddaballapur Achutarao Prasanna was appointed as a member of the committee on 06.05.2016 and designated as a Chairperson w.e.f. 14.05.2019

| Stakeholders Relationship Committee                                       |            |                                     |   |                         |                     |                   |         |
|---|------------|-------------------------------------|---|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson |            |                                     |   |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members           | Category 1 of directors                 | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00253371   | DODDABALLAPUR<br>ACHUTARAO PRASANNA | Non-Executive -<br>Independent Director | Chairperson             | 06-05-2016          |                   |         |
| 2   | 00064714   | RITA MENON                          | Non-Executive -<br>Independent Director | Member                  | 14-05-2019          |                   |         |
| 3   | 08029847   | NITIN MANGUESH KANTAK               | Executive Director                      | Member                  | 03-11-2022          |                   |         |

| Risk Management Committee                                       |            |                                  |                                      |                         |                     |                   |                        |
|---|------------|----------------------------------|--------------------------------------|-------------------------|---------------------|-------------------|------------------------|
| Whether the Risk Management Committee has a Regular Chairperson |            |                                  |                                      |                         | Yes                 |                   |                        |
| Sr  | DIN Number | Name of Committee members        | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks                |
| 1   | 08029847   | NITIN MANGUESH KANTAK            | Executive Director                   | Chairperson             | 03-11-2022          |                   |                        |
| 2   | 00253371   | DODDABALLAPUR ACHUTARAO PRASANNA | Non-Executive - Independent Director | Member                  | 22-03-2017          |                   |                        |
| 3   | 99999999   | T M MURALIDHARAN                 | Chief Financial Officer              | Member                  | 22-03-2017          |                   | Textual Information(1) |



**Sr Text Block**

Textual Information(1)

Mr. T M Muralidharan, Chief Financial Officer has been appointed as a member of the committee w.e.f. 22.03.2017

| Corporate Social Responsibility Committee                                       |            |                                  |                                      |                         |                     |                   |                        |
|---|------------|----------------------------------|--------------------------------------|-------------------------|---------------------|-------------------|------------------------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson |            |                                  |                                      |                         | Yes                 |                   |                        |
| Sr  | DIN Number | Name of Committee members        | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks                |
| 1   | 00064714   | RITA MENON                       | Non-Executive - Independent Director | Chairperson             | 29-07-2017          |                   | Textual Information(1) |
| 2   | 00253371   | DODDABALLAPUR ACHUTARAO PRASANNA | Non-Executive - Independent Director | Member                  | 06-05-2016          |                   |                        |
| 3   | 08029847   | NITIN MANGUESH KANTAK            | Executive Director                   | Member                  | 03-11-2022          |                   |                        |

**Sr Text Block**

Textual Information(1)

Mrs. Rita Menon was appointed as a member of the committee on 29.07.2017 and designated as a Chairperson w.e.f. 14.05.2019

| Other Committee |            |                           |                         |                         |                         |         |
|-----------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr              | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

| Disclosure of notes on meeting of board of directors explanatory |   |  |   |                              |  |   |   |   |
|--|---|--|---|------------------------------|--|---|---|---|
| Sr   | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| 1  | 12-01-2023  |  |   |                              | Yes  | 6   | 6   | 3   |
| 2  | 30-01-2023  |  |   |                              | Yes  | 6   | 6   | 3   |
| 3  | 25-03-2023  |  |   |                              | Yes  | 6   | 5   | 3   |
| 4  |   | 11-05-2023   | 46  |                              | Yes  | 6   | 6   | 3   |

**Annexure 1**

**IV. Meeting of Committees**

| Disclosure of notes on meeting of committees explanatory |                                       |   |   |                         |                               |  |  |  |   |  |
|--|---------------------------------------|---|---|-------------------------|-------------------------------|--|--|--|---|--|
| Sr   | Name of Committee                     | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 1  | Audit Committee                       | 30-01-2023  |   |                         |                               | Yes  | 3  | 3  | 3   | 0  |
| 2  | Audit Committee                       | 27-04-2023  | 86  |                         |                               | Yes  | 3  | 3  | 3   | 0  |
| 3  | Audit Committee                       | 11-05-2023  |   |                         |                               | Yes  | 3  | 3  | 3   | 0  |
| 4  | Nomination and remuneration committee | 25-03-2023  |   |                         |                               | Yes  | 3  | 3  | 2   | 0  |
| 5  | Nomination and remuneration committee | 11-05-2023  | 46  |                         |                               | Yes  | 3  | 3  | 2   | 0  |
| 6  | Nomination and remuneration committee | 28-06-2023  | 47  |                         |                               | Yes  | 3  | 3  | 2   | 0  |

**Annexure 1**

**IV. Meeting of Committees**

| Sr | Name of Committee                         | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
|----|---|---|---|-------------------------|-------------------------------|--|--|--|---|--|
| 7  | Corporate Social Responsibility Committee | 11-05-2023  |   |                         |                               | Yes  | 3  | 3  | 2   | 0  |
| 8  | Corporate Social Responsibility Committee | 28-06-2023  | 47  |                         |                               | Yes  | 3  | 3  | 2   | 0  |
| 9  | Risk Management Committee                 | 14-05-2023  |   |                         |                               | Yes  | 3  | 3  | 2   | 1  |

**Annexure 1**

**V. Related Party Transactions**

| Sr | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|--|----------------------------------|--|
| 1  | Whether prior approval of audit committee obtained   | Yes                              |  |
| 2  | Whether shareholder approval obtained for material RPT   | NA                               |  |
| 3  | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes                              |  |



**Annexure 1****VI. Affirmations**

| Sr | Subject   | Compliance status (Yes/No) |
|----|---|----------------------------|
| 1  | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015   | Yes                        |
| 2  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee   | Yes                        |
| 3  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                    | Yes                        |
| 4  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                    | Yes                        |
| 5  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) | Yes                        |
| 6  | 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                        |
| 7  | 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                        |
| 8  | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.  | Yes                        |

**Annexure 1**

| Sr | Subject           | Compliance status                        |
|----|-------------------|--|
| 1  | Name of signatory | Vijayamahantesh Khannur                  |
| 2  | Designation       | Company Secretary and Compliance Officer |

| <b>Signatory Details</b> |  |
|--------------------------|--|
| Name of signatory        | Vijayamahantesh Khannur                  |
| Designation of person    | Company Secretary and Compliance Officer |
| Place                    | Bengaluru                                |
| Date                     | 14-07-2023                               |