

General information about company

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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
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																		Textual Information(1)							
Whether the listed entity has a Regular Chairperson								Yes	No	Disqualification of Directors under section 164 of the Companies Act, 2013															
Whether Chairperson is related to MD or CEO								No																	
Sr	Title (Mr / Ms)	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 not provided
1	Mr	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		
2	Mr	SHUBHABRATA SAHA		03036747	Executive Director	Not Applicable	MD	22-12-1967	No				Active	NA		16-09-2021		03-11-2022		0	0	0	0		
3	Mr	NITIN MANGUESH KANTAK		08029847	Executive Director	Not Applicable	CEO	13-12-1959	No				Active	NA		01-01-2022				2	0	2	0		
4	Mr	D A 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			80	1	1	3	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

Sr	Title (Mr / Ms)	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
5	Mrs	RITA MENON		00064714	Non-Executive - Independent Director	Not Applicable	Shareholder Director	25-12-1951	No				Active	NA		29-07-2017	29-07-2020		65	2	2	4	1		
6	Mr	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		8	3	3	2	1		
7	Mr	SABALEEL NANDY		08677564	Non-Executive - Non Independent Director	Not Applicable		01-02-1976	No				Active	NA		03-11-2022				1	0	0	0		

Text Block

Textual Information(1)

Mr. Nitin M Kantak was appointed as a Non-Executive - Non Independent Director w.e.f 01.01.2022 and appointed as a Whole-time Director (Executive Director) w.e.f. 03.11.2022.

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 ARDESHIR WADIA	Non-Executive - Independent Director	Chairperson	13-05-2022		
2	00064714	RITA MENON	Non-Executive - Independent Director	Member	14-05-2019		
3	00253371	D A PRASANNA	Non-Executive - 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	D A PRASANNA	Non-Executive - Independent Director	Chairperson	06-05-2016		
2	00008686	AKSHAY PODDAR	Non-Executive - Non Independent Director	Member	29-09-2020		
3	00244357	MARCO PHILIPPUS ARDESHIR WADIA	Non-Executive - Independent Director	Member	13-05-2022		

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	D A PRASANNA	Non-Executive - Independent Director	Chairperson	06-05-2016		Textual Information(1)
2	00064714	RITA MENON	Non-Executive - Independent Director	Member	14-05-2019		
3	03036747	SHUBHABRATA SAHA	Executive Director	Member	16-09-2021	03-11-2022	
4	08029847	NITIN MANGUESH KANTAK	Executive Director	Member	03-11-2022		

Sr Text Block

Textual Information(1)

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

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	03036747	SHUBHABRATA SAHA	Executive Director	Chairperson	01-01-2022	03-11-2022	
2	08029847	NITIN MANGUESH KANTAK	Executive Director	Chairperson	03-11-2022		
3	00253371	D A PRASANNA	Non-Executive - Independent Director	Member	22-03-2017		
4	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	D A PRASANNA	Non-Executive - Independent Director	Member	06-05-2016		
3	03036747	SHUBHABRATA SAHA	Executive Director	Member	16-09-2021	03-11-2022	
4	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	07-07-2022				Yes	6	6	3
2	01-08-2022		24		Yes	6	6	3
3		03-11-2022	93		Yes	6	6	3

Annexure 1

IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory								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)
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			
1	Audit Committee	07-07-2022				Yes	3	3	3	0
2	Audit Committee	01-08-2022	24			Yes	3	3	3	0
3	Audit Committee	03-11-2022	93			Yes	3	3	3	0
4	Nomination and remuneration committee	07-07-2022				Yes	3	3	2	0
5	Nomination and remuneration committee	03-11-2022	118			Yes	3	3	2	0
6	Risk Management Committee	07-07-2022				Yes	2	2	1	1

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	Risk Management Committee	21-12-2022	166			Yes	2	2	1	1

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (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

Signatory Details

Name of signatory	Vijayamahantesh Khannur
Designation of person	Company Secretary and Compliance Officer
Place	Bengaluru
Date	13-01-2023