

**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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
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

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
1	Mr	AKSHAY PODDAR		00008686	Non-Executive - Non Independent Director	Chairperson related to Promoter		20-07-1976
2	Mr	NITIN MANGUESH KANTAK		08029847	Executive Director	Not Applicable		13-12-1959
3	Mr	DODDABALLAPUR ACHUTARAO PRASANNA		00253371	Non-Executive - Independent Director	Not Applicable	Shareholder Director	03-10-1948
4	Mr	MARCO PHILIPPUS ARDESHIR WADIA		00244357	Non-Executive - Independent Director	Not Applicable	Shareholder Director	31-01-1956
5	Mr	NARAYANAN SURESH KRISHNAN		00021965	Non-Executive - Non Independent Director	Not Applicable		03-06-1964
6	Mrs	KIRAN DHINGRA		00425602	Non-Executive - Independent Director	Not Applicable	Shareholder Director	12-01-1953

**I. Composition of Board of Directors**

**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

**I. Composition of Board of Directors**

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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
1	NA		29-09-2015				5	0	3	1		
2	NA		01-01-2022	03-11-2022			2	0	2	0		
3	Yes	16-09-2021	06-05-2016	06-05-2021		91.26	1	1	3	1		
4	NA		13-05-2022	13-05-2022		19.19	3	3	2	1		
5	NA		25-03-2023				2	0	1	0		
6	NA		10-07-2023	10-07-2023		5.22	4	4	5	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 ARDESHIR WADIA	Non-Executive - Independent Director	Chairperson	13-05-2022		
2	00253371	DODDABALLAPUR ACHUTARAO PRASANNA	Non-Executive - Independent Director	Member	06-05-2016		
3	00425602	KIRAN DHINGRA	Non-Executive - Independent Director	Member	10-07-2023		

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 ACHUTARAO PRASANNA	Non-Executive - Independent Director	Chairperson	06-05-2016		Textual Information(1)
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		

**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 ACHUTARAO PRASANNA	Non-Executive - Independent Director	Chairperson	06-05-2016		
2	08029847	NITIN MANGUESH KANTAK	Executive Director	Member	03-11-2022		
3	00425602	KIRAN DHINGRA	Non-Executive - Independent Director	Member	10-07-2023		



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	00253371	DODDABALLAPUR ACHUTARAO PRASANNA	Non-Executive - Independent Director	Member	06-05-2016		
2	08029847	NITIN MANGUESH KANTAK	Executive Director	Member	03-11-2022		
3	00425602	KIRAN DHINGRA	Non-Executive - Independent Director	Chairperson	10-07-2023		

<b>Other Committee</b>						
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	07-08-2023				Yes	6	6	3
2		20-10-2023	73		Yes	6	5	3
3		30-10-2023	9		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	07-08-2023				Yes	3	3	3	0
2	Audit Committee	30-10-2023	83			Yes	3	3	3	0
3	Audit Committee	19-12-2023	49			Yes	3	3	3	0
4	Risk Management Committee	11-12-2023				Yes	3	3	2	1
5	Nomination and remuneration committee	20-10-2023				Yes	3	3	2	0

**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	Vighneshwar G Bhat
2	Designation	Company Secretary and Compliance Officer

**Details of Cyber security incidence**

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

**Signatory Details**

Name of signatory	Vighneshwar G Bhat
Designation of person	Company Secretary and Compliance Officer
Place	Bengaluru
Date	11-01-2024