

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

U24120OR2015PLC019575

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAFCT8667A

(ii) (a) Name of the company

TALCHER FERTILIZERS LIMITED

(b) Registered office address

Plot 2/H,
Kalpana Area, BJB Nagar, Khurda
Bhubneswar
Khordha
Orissa
751014

(c) *e-mail ID of the company

mviswanathan2.cil@coalindia.i

(d) *Telephone number with STD code

03323246526

(e) Website

www.tflonline.co.in

(iii) Date of Incorporation

13/11/2015

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

NSDL DATABASE MANAGEMENT LIMITED

Registered office address of the Registrar and Transfer Agents

4TH FLOOR TRADE WORLD A WINGKAMLA MILLS COMPOUND
LOWER PAREL (W)

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1					

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

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	4,200,000,000	1,606,446,272	1,606,446,272	1,606,446,272
Total amount of equity shares (in Rupees)	42,000,000,000	16,064,462,720	16,064,462,720	16,064,462,720

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	4,200,000,000	1,606,446,272	1,606,446,272	1,606,446,272
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	42,000,000,000	16,064,462,720	16,064,462,720	16,064,462,720

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	16,349,569	462,169,852	478519421	4,785,194,2	4,785,194,2	
Increase during the year	0	1,144,276,4	1144276419	11,442,764,	11,442,764,	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	1,127,926,8	1127926851	11,279,268,	11,279,268,	
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	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		16,349,568	16349568	163,495,680	163,495,680	
PHYSICAL TO DEMAT						
Decrease during the year	16,349,568	0	16349568	163,495,680	163,495,680	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	16,349,568		16349568	163,495,680	163,495,680	
PHYSICAL TO DEMAT						
At the end of the year	1	1,606,446,216	1606446272	16,064,462,160	16,064,462,160	
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						
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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE06EL01015

(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)	07/08/2020		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	IN30011811783685		
Transferor's Name	DEY	MUKUNDA LAL	CHANDAN KUMAR
	Surname	middle name	first name
Ledger Folio of Transferee	IN30011811783923		

Transferee's Name	<input type="text" value="DAYAL"/>	<input type="text"/>	<input type="text" value="BINAY"/>
	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

0

(ii) Net worth of the Company

15,912,893,000

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	3	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	1,606,446,269	100	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)	0	0	0	
10.	Others	0	0	0	
	Total	1,606,446,272	100	0	0

Total number of shareholders (promoters)

7

(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	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)	0	0	0	
10.	Others	0	0	0	

	Total	0	0	0	0
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Total number of shareholders (other than promoters)

0

**Total number of shareholders (Promoters+Public/
Other than promoters)**

7

**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	7	7
Members (other than promoters)	0	0
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	0	0	0	0	0
B. Non-Promoter	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	7	3	4	0	100
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	7	3	4	0	100
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	0	7	3	4	0	100

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

9

(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)
BINAY DAYAL	07367625	Nominee director	1	
MILIND MADHUKAR DI	08715250	Director	0	
MANOJ R MESHRAM	08195079	Nominee director	0	30/06/2021
NIRANJAN LAL SHARM	07965269	Nominee director	0	
AVIJIT GOSWAMI	08756560	Whole-time directo	0	
SANJAY ARRORA	08787083	Whole-time directo	0	
SACHCHIDANAND YAI	08758377	Managing Director	0	
AVIJIT GOSWAMI	ACBPG3949B	CFO	0	
RUPESH JAGANNATH	AFBPT5030M	Company Secretar	0	10/04/2021

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

6

Name	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)
Santosh V Gawade	08638641	Whole-time directo	11/06/2020	Appointment
Santosh V Gawade	08638641	Whole-time directo	16/07/2020	Cessation
SUDHIR DATTATRAYA	07933191	Nominee director	11/06/2020	Cessation
A. K. Samantaray	07090691	Nominee director	11/06/2020	Cessation
Ashu Shinghal	08268176	Nominee director	11/06/2020	Cessation
PARTHA JANA	ABQPJ7242J	CEO	11/06/2020	Cessation

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	23/12/2020	7	7	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
1	10/06/2020	7	6	85.71
2	15/07/2020	7	7	100
3	07/08/2020	7	7	100
4	24/09/2020	7	7	100
5	23/12/2020	7	7	100
6	28/01/2020	7	5	71.43
7	26/02/2021	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

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					

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		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	BINAY DAYAL	7	7	100	0	0	0	Yes
2	MILIND MADH	7	7	100	0	0	0	Yes

3	MANOJ R ME	7	6	85.71	0	0	0	Not Applicable
4	NIRANJAN LA	7	6	85.71	0	0	0	No
5	AVIJIT GOSW	6	6	100	0	0	0	Yes
6	SANJAY ARR	5	5	100	0	0	0	No
7	SACHCHIDAN	6	6	100	0	0	0	Yes

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SACHCHIDANAND	MANAGING DIF	6,840,000				6,840,000
2	AVIJIT GOSWAMI	DIRECTOR FIN	4,515,000				4,515,000
3	SANJAY ARRORA	DIRECTOR OPE	2,948,000				2,948,000
4	SANTOSH V GAWI	DIRECTOR OPEF	350,000				350,000
	Total		14,653,000				14,653,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PARTHA JANA	CEO	1,558,000				1,558,000
2	AVIJIT GOSWAMI	CFO	829,000				829,000
	Total		2,387,000	0			2,387,000

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

Anushka Damani

Whether associate or fellow

Associate Fellow

Certificate of practice number

23920

I/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. ... dated

(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:

1. 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.
2. 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

AVIJIT
GOSWAMI

DIN of the director

08756560

To be digitally signed by

MAHADEVAN
VISWANATHAN
N

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

List of Shareholder.pdf
ROC Odisha AGM extension notification.pdf
TFL_MGT-8_2021_signed.pdf
Gmail - UDIN generation.pdf

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

COMPANY SECRETARIES

FORM NO. MGT-8

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

To
TALCHER FERTILIZERS LIMITED
Plot 2/H, Kalpana Area
BJB Nagar, Khurda
Khordha
Bhubaneswar - 751014
Odisha

We have examined the registers, records and books and papers of **Talcher Fertilizers Limited** (hereinafter referred to as "the Company"), **CIN: U24120OR2015PLC019575**, as required to be maintained under the Companies Act, 2013 (hereinafter referred to as "the Act") and the rules made thereunder for the financial year ended on 31st March, 2021. In our opinion and to the best of our understanding and according to the information provided to us by the Company, its officers and agents and according to the examinations carried out by us and explanations furnished to us by the Company and its officers and agents, we certify that:

- A.** The Annual Return of the company, as in the prescribed Form No. MGT - 7, states the facts as at the close of the aforesaid financial year, correctly and adequately.
- B.** During the aforesaid financial year, the Company has generally complied with the provisions of the Act & Rules made thereunder and applicable for the time being, in respect of the following, subject to the reporting made thereunder:
 1. its status under the Act i.e., Unlisted Public Limited Company;
 2. maintenance of registers/ records & making entries therein within the time prescribed therefore;
 3. filing of forms and returns as stated in the Annual Return, with the Registrar of Companies within permissible time. The Company was not required to file any form with Regional Director, Tribunal, Court, Central Government or any other Authority;
 4. (a) calling/ convening/ holding meetings of Board of Directors and the meetings of the members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/Registers maintained for the purpose and the same have been signed;
(b) During the period under review the Company has not constituted any Committee of Board of Directors;

Office Address: 34/A, Darpanarayan Tagore St., Kolkata-700 006; Mobile: 9038232635,
9875553935;

E-mail ID-csanushka2020@gmail.com

COMPANY SECRETARIES

- (c) There were no resolutions passed through Postal Ballot during the period under review.
5. the Company was not required to close its Register of Members;
 6. the Company has not made any advances or loans to its directors and / or persons or firms or companies referred to in section 185 of the Act;
 7. the Company has not entered into any Contract or arrangement with related parties as specified in section 188 of the Act except those entered on Arm's Length Basis and in Ordinary Course of Business;
 8. **(a) the Company has issued and allotted 1,12,79,26,851 equity shares of Rs.10/- each aggregating to Rs.11,27,92,68,510/- on rights basis to its Joint Venture Partners in two tranches, except that the equity shares offered for subscription to the rights issue to Fertilizer Corporation of India Limited (FCIL) were not allotted, pending execution of the Lease Agreement as stated in para 4.3(f) of the Joint Venture Agreement;**
(b) the Company received a request for transfer of a single equity share held in physical form, during the period under review. The same has been duly transferred with effect from 07th August, 2021;
(c) the Company has not bought back any securities or redeemed any preference shares or debentures or altered or reduced the share capital or converted any shares or securities, hence not required to issue security certificate(s).;
 9. there were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
 10. there was no dividend declared during the year. The Company was not required to transfer any amount to the Investor Education and Protection Fund (IEPF) in accordance with Section 125 of the Act;
 11. signing of audited financial statement as per the provisions of Section 134 of the Act and report of Directors is as per sub-sections (3), (4) and (5) thereof;
 12. **constitution/ appointment/ re-appointments/ retirement/ filling-up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and remuneration paid to them, except the following:**
(a) pursuant to the provisions of Section 138 of the Act, the Company has not appointed an Internal Auditor for the period under review;
(b) pursuant to the second proviso of Section 149 (1) of the Act, the Company has not appointed a Woman Director and Independent Directors on its Board for the period under review.
 13. Statutory Auditor was appointed for a term of one year from 01st April, 2020 to 31st March, 2021 by Comptroller and Auditor-General of India as per the provisions of Section 139 of the Act;
 14. the Company was not required to seek approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

COMPANY SECRETARIES

15. the Company has not accepted, renewed and repaid any deposits during the aforesaid financial year;
16. the Company has not borrowed any amount from its Directors, Members, Public financial institution, bank and others. The company has not created/modified/satisfied charges.
17. the Company has not granted any loans, made investments or given guarantees or provided securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act during the aforesaid financial year;
18. the Company has not altered the provisions of the Memorandum of Association or Articles of Association of the Company.

Place: Kolkata
Date: 27th November, 2021

**For Anushka Damani & Associates
Company Secretaries**

**ANUSHKA
DAMANI**

Digitally signed by ANUSHKA DAMANI
DN: c=IN, o=Personal,
2.5.4.20=24d1e9c5782f56fc0b3c1b291ac4da
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serialNumber=d600e58f8d2dfa91c7cf9da69
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e, cn=ANUSHKA DAMANI, l=KOLKATA,
pseudonym=86f7011ae87d449592ef43e538
8766f7
Date: 2021.11.27 11:58:31 +05'30'

**Anushka Damani
Proprietor**

**ACS No.- 63849
CP No.- 23920**



CS Anushka <csanushka2020@gmail.com>

UDIN generation

donotreply@icsi.edu <donotreply@icsi.edu>
To: CSANUSHKA2020@gmail.com

Thu, Nov 25, 2021 at 12:12 AM

UDIN GENERATED SUCCESSFULLY

Membership Number	A63849
UDIN Number	A063849C001535594
Name of the Company	TALCHER FERTILIZERS LIMITED
CIN Number	U24120OR2015PLC019575
Financial Year	2021-22
Document Type(Certificates)	Annual Return – MGT-8
Document Description	Certification of Annual Return in Form MGT-8 under Section 92(2) of the Companies Act, 2013 and Rule 11(2) of the Companies (Management and Administration) Rules 2014
Date of signing documents	27/11/2021

TACHER FERTILIZERS LIMITED

LIST OF SHAREHOLDERS AS ON 31ST MARCH, 2021

Sr. No.	Name of the shareholder	Folio No. / DP ID Client ID	Number of Equity Shares held of Rs. 10/- each
1.	Rashtriya Chemicals and Fertilizers Limited	IN303270 10889662	535480423
2.	Coal India Limited	IN300118 11754648	535480423
3.	GAIL (India) Limited	IN301127 16679295	535480423
4.	The Fertilizer Corporation of India Limited	IN301330 22401936	5,000
5.	Shri Dakenedi Madhukar Rao	6	1
6.	Shri Binay Dayal	IN300118 11783923	1
7.	Shri Santosh V. Gawade	IN301330 40247400	1
8.	Total		1,60,64,46,272

For Talcher Fertilizers Limited

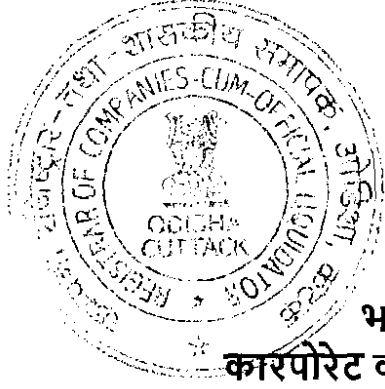
Mike
29/11/21
(M Viswanathan)

Company Secretary

Membership No. FCS 10594

Date: 29.11.2021

Place: Kolkata



भारत सरकार/Government of India

कारपोरेट कार्य मंत्रालय/Ministry of Corporate Affairs

कम्पनी रजिस्ट्रार -सह- शासकीय समापक कार्यालय, ओडिशा /Office of the
ROC-cum-OL, Odisha

द्वितीय एवं तृतीय तल, कारपोरेट भवन/2ND& 3rd Floor Corporate Bhawan
प्लॉट क्रमांक-9(पी), सेक्टर-1, सीडीए, कटक, ओडिशा-753014/Plot No. 9(P),
Sector-1, CDA, Cuttack, Odisha-753014

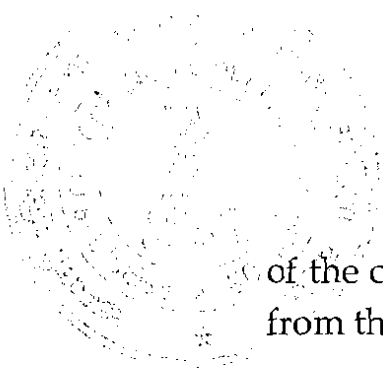
दूरभाष/Ph: 0671-2362661,2366958 ई मेल / E-Mail: roc.cuttack@mca.gov.in

No. ROC-OD/T/225/AGM/2021/10⁶⁵ Dated, the 23rd September, 2021

ORDER

Sub : Extension of time for holding of Annual General Meeting (AGM) for the financial year ended on 31.03.2021 in terms of third proviso to section 96(1) of Companies Act, 2013 (the Act).

1. Whereas sub-section (1) of section 96 of the companies Act, 2013 (the Act) provides, inter-alia, that every company, other than a One-person Company, shall in each year hold in addition to any other meetings, a general meeting as its Annual General Meeting (AGM) and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one AGM of a company and that of the next;
2. And whereas, the first proviso to sub-section (1) of section 96 of the Act provides that in case of the first AGM, it shall be held within a period of nine months from the date of closing of the first financial year



of the company and in any other case, within a period of six months, from the date of closing of the financial year.

3. And whereas, the third proviso to section 96(1) of the Act provides that the Registrar may, for any special reason, extend the time within which any Annual General Meeting, other than the first Annual General Meeting, shall be held, by a period not exceeding three months.
4. And whereas, various representations have been received from the Companies, Industry bodies and Professional Institutes pointing out that several companies are finding it difficult to hold their AGM for the financial year ended on 31.03.2021 due to the difficulties faced in view of the Covid-19 Pandemic.
5. And whereas, the representations have been considered and the undersigned is of the considered opinion that due to such unprecedented special reason, the time within which the AGM for the financial year ended on 31.03.2021 is required to be held as per provision of sub-section (1) of the section 96 ought to be extended in terms of the third proviso to section 96(1).
6. Now, therefore in terms of power vested with the undersigned under the third proviso to sub-section (1) of the section 96 of the Act, I hereby extend the time to hold the AGM, other than the first AGM for the financial year ended on 31.03.2021 for companies within the jurisdiction of this office, which are unable to hold their AGM for such period within the due date of holding the AGM by a period of **Two Months** from the due date by which the AGM ought to have been held in accordance with the provisions of sub-section (1) to section 96 of the Act, without requiring the companies to file applications for seeking such extension by filling the prescribed FORM No.GNL-1.

Explanation I: It is hereby clarified that the extension granted under this order shall also cover the:

- i. Pending applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which are yet to be approved.
- ii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which were rejected.
- iii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period less than **Two Months**.

Explanation II: It is also clarified that the extension granted under this order shall not cover the applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period of more than Two Months

Pelli
29/09/2021
(A. K. SETHI)
ROC -cum- OL, ODISHA

अनंत कुमार सेठी/ANANTA KUMAR SETHI
कम्पनी रजिस्ट्रार-तथा-शासकीय सहायक
ओडिशा, कटक
Registrar of Companies-cum-
Official Liquidator
Odisha, Cuttack