Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[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]

All fields marked in * are mandatory

I REGISTRATION AND OTHER DETAILS

Refer instruction kit for filing the form



Form language

English Hindi

i *Corporate Identity Number (CIN)

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

U24120OR2015PLC019575

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

Original

Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	TALCHER FERTILIZERS LIMITED	TALCHER FERTILIZERS LIMITED
Registered office address	Plot 2/H, Kalpana Area, BJB Nagar, Khurda,NA,Bhubneswar,Khordha,Orissa,India,75 1014	Plot 2/H, Kalpana Area, BJB Nagar, Khurda,NA,Bhubneswar,Khordha,Orissa,India,75 1014
Latitude details	20254522	20254522
Longitude details	85843082	85843082

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Photograph of Registered Office TFL Plot 2H, Kalpana Area, BJB Nag Compressed.pdf

(b) *Permanent Account Number (PAN) of the company

ΔΔ*****7Δ

(c) *e-mail ID of the company

*****cy@tflonline.co.in

(d) *Telephone number with STD code

90*****26

(e) Website				wwv	v.tflonline.co.in
*Date of Incorporatio	n (DD/MN	I/YYYY)		13/1	1/2015
		e financial year end date) any/One Person Company)		Publ	ic company
		as on the financial year end date; Company limited by guarantee/Unlim		Com	pany limited by shares
(Indian Non-Gover	nment com	nny (as on the financial year end dooany/Union Government Company/S npany/Subsidiary of Foreign Compan	tate Government Compai		an Non-Government company
*Whether company i	s having sh	nare capital (as on the financial ye	ear end date)	Yes	S O No
(a) Whether shares listed on recognized Stock Exchange(s)				○ Ye	s • No
(b) Details of stock	exchanges	where shares are listed			
				Code	
S. No.	Stock Ex	change Name		Couc	
i Number of Registrar CIN of the Registrar a Transfer Agent	and Trans	-	Registered office ac the Registrar and Ti Agents	1 Idress of	SEBI registration number of Registrar and Transfer Agent
i Number of Registrar CIN of the Registrar a	and Trans	fer Agent Name of the Registrar and	the Registrar and Ti	1 Idress of cansfer 3, One 5, Senapati hadevi, 200 ai,Mahara	of Registrar and Transfer
i Number of Registrar CIN of the Registrar a Transfer Agent	and Trans	fer Agent Name of the Registrar and Transfer Agent NSDL DATABASE MANAGEMENT LIMITED	the Registrar and Ti Agents 4th Floor, Tower International Center Bapat Marg, Prab Mumbai - 40 013,Mumbai,Mumb	1 Idress of cansfer 3, One 5, Senapati hadevi, 200 ai,Mahara	of Registrar and Transfer Agent
i Number of Registrar CIN of the Registrar a Transfer Agent U72400MH2004PL0	and Trans and C147094	fer Agent Name of the Registrar and Transfer Agent NSDL DATABASE MANAGEMENT LIMITED	the Registrar and Ti Agents 4th Floor, Tower International Center Bapat Marg, Prab Mumbai - 40 013,Mumbai,Mumb	Idress of ransfer 3, One 7, Senapati hadevi, 00 ai, Mahara 0013	of Registrar and Transfer Agent
i Number of Registrar CIN of the Registrar a Transfer Agent U72400MH2004PL0 * (a) Whether Annua	and Trans and C147094 I General N	fer Agent Name of the Registrar and Transfer Agent NSDL DATABASE MANAGEMENT LIMITED Meeting (AGM) held M/YYYY)	the Registrar and Ti Agents 4th Floor, Tower International Center Bapat Marg, Prab Mumbai - 40 013,Mumbai,Mumb	1 Idress of ransfer 3, One 7, Senapati hadevi, 200 ai, Mahara 2013	of Registrar and Transfer Agent No
i Number of Registrar CIN of the Registrar a Transfer Agent U72400MH2004PL0 * (a) Whether Annua (b) If yes, date of AG	and Trans and C147094 I General N GM (DD/MI)	fer Agent Name of the Registrar and Transfer Agent NSDL DATABASE MANAGEMENT LIMITED Meeting (AGM) held M/YYYY)	the Registrar and Ti Agents 4th Floor, Tower International Center Bapat Marg, Prab Mumbai - 40 013,Mumbai,Mumb	1 Idress of ransfer 3, One 7, Senapati hadevi, 200 ai, Mahara 2013	of Registrar and Transfer Agent S No 19/2025

(f) I	Extended due date of AGM a	after grant of ext	ension (D	D/MM/YYYY)					
(g)	Specify the reasons for not	holding the same	9						
PRIN	CIPAL BUSINESS ACTIVITIES	OF THE COMPA	NY						
*Nu	mber of business activities					С)		
S. No.	Main Activity group code	Description of Activity group	Main	Business Act Code	ivity	Descript Business	ion of Activity	% of turnove the company	
						ļ			
PΔR'	TICULARS OF HOLDING, SUE	SSIDIARY AND AS	SSOCIATE	COMPANIES (INCLUDII	NG IOINT VE	NTURES)		
ı Aıı	TICOLANS OF TIOLDING, SOL	SIDIANI AND A	330CIATE	COM ANES	III CEODII	to Jones Vi	in ones,		
i *No	o. of Companies for which in	formation is to b	e given			С)		
S.	CIN /FCRN			egistration	Name		Holding/		% of
No.			numbe	r	compa	int Vent		ry/Associate/Jo ure	share: held
			I						
'SHA	RE CAPITAL, DEBENTURES A	AND OTHER SECU	JRITIES O	F THE COMPAN	ΙΥ				
; CU V	ARE CAPITAL								
_) Equity share capital								
Par	ticulars	Authorised Ca	pital	Issued capita	al	Subscribed	capital	Paid Up capital	
Tota	al number of equity shares	42000000	00.00	270644687	76.00	2706446	876.00	2706446876	.00
Tota	al amount of equity	420000000		270644687	60.00	27064468	9760.00	27064468760	

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity shares of Rs.10/- each				
Number of equity shares	420000000	2706446876	2706446876	2706446876
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	42000000000.00	27064468760.00	27064468760	27064468760

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

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

Particulars		Number of share	2 S	Total Nominal Amount	Total Paid-up amount	Total premium
	Physical DEMAT		Total			
(i) Equity shares						
At the beginning of the year	0 2416447478 2416447478.		2416447478.0 0	24164474780	24164474780	
Increase during the year	0.00	289999398.00	289999398.00	2899993980.0 0	2899993980.0 0	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	289999398	289999398.00	2899993980	2899993980	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify						
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify			0			
At the end of the year	0.00	2706446876.0 0	2706446876.0 0	27064468760. 00	27064468760. 00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars		Number of shar	es	Total Nominal Amount	·		
Increase during the year	0.00	0.00	0.00	0.00	0.00	0	
i Issues of shares	0	0	0.00	0	0		
ii Re-issue of forfeited shares	0	0	0.00	0	0		
iii Others, specify							
			0				
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0	
i Redemption of shares	0	0	0.00	0	0		
ii Shares forfeited	0	0	0.00	0	0		
iii Reduction of share capital	0	0	0.00	0	0		
iv Others, specify			0				
At the end of the year	0.00	0.00	0.00	0.00	0.00		
ISIN of the equity shares of the compa	iny			INE06EL010	015		
ii Details of stock split/consolidation dur	ing the year (for	each class of sha	ares)	0			
Class of sha	ires						
Before split / Consolidation	Number of s	hares					
	Face value po	er share					
After split / consolidation	Number of s	hares					
	Face value p	er share					
iii Details of shares/Debentures Transfer since the incorporation of the compar		ate of last financ	ial year (or in the	e case of the first	return at any tin	ne	
✓ Nil							
Number of transfers							

tachments:						
1. Details of shares/Debentures Trans	sfers					
Debentures (Outstanding as at the end of f a) Non-convertible debentures	inancial year)					
Number of classes				0		
Classes of non-convertible debentures	Number of units		Nominal va per unit	lue		value tanding at the f the year)
Total						
Classes of non-convertible debentures	Outstanding as at the beginning of the year	Incre the y	ase during ear	Decrease during the	year	Outstanding as at the end of the year
Гotal						
Partly convertible debentures					I	
Number of classes				0		
Classes of partly convertible debentures	Number of units		Nominal va per unit	lue		value tanding at the f the year)
Total						
Classes of partly convertible debentures	Outstanding as at the beginning of the year		ease during year	Decrease during the	e year	Outstanding as at the end of the year
	the year					

Number of classes							0			
Classes of fully convertible debentures					1	per unit (d		(Out	Fotal value Outstanding at the end of the year)	
Total										
Classes of fully convertible debentures		Outstanding as a the beginning of the year				Decrease during the y	year	Outstanding as at the end of the year		
Total										
Summary of Indeb	tedness									
	tedness		anding as at eginning of the	Increase the year	during		rease ing the year		utstanding as at ne end of the year	
Particulars		the be			_				utstanding as at ne end of the year 0.00	
Particulars Non-convertible de	bentures	the be	eginning of the	the year	00		ing the year		e end of the year	
Particulars Non-convertible de	ebentures debentures	the be	eginning of the 0.00	the year	00		0.00		0.00	
Particulars Non-convertible de Partly convertible of	ebentures debentures	the be	0.00	0.0 0.0	00		0.00 0.00		0.00 0.00	
Particulars Non-convertible de Partly convertible of Fully convertible d	ebentures debentures ebentures	the be	0.00 0.00 0.00 0.00	0.0 0.0	00		0.00 0.00 0.00		0.00 0.00 0.00	
Summary of Indeb Particulars Non-convertible de Partly convertible de Fully convertible de Total Securities (other th Type of Securities	ebentures debentures ebentures	the be year	0.00 0.00 0.00 0.00	0.0 0.0 0.0	00 00 00 00 Nominal		0.00 0.00 0.00 0.00	th	0.00 0.00 0.00	

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

(c) Fully convertible debentures

i *Turnover	0

ii * Net worth of the Company

28029540000

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Ec	quity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1	Individual/Hindu Undivided Family					
	(i) Indian	3	0.00	0	0.00	
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00	
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00	
2	Government					
	(i) Central Government	0	0.00	0	0.00	
	(ii) State Government	0	0.00	0	0.00	
	(iii) Government companies	2706446873	100.00	0	0.00	
3	Insurance companies	0	0.00	0	0.00	
4	Banks	0	0.00	0	0.00	
5	Financial institutions	0	0.00	0	0.00	
6	Foreign institutional investors	0	0.00	0	0.00	
7	Mutual funds	0	0.00	0	0.00	
8	Venture capital	0	0.00	0	0.00	
9	Body corporate (not mentioned above)	0	0.00	0	0.00	

10	Others				
	Total	2706446876.00	100	0.00	0

Total number of shareholders (promoters)

7			

B Public/Other than promoters

S. No	Category	Equ	iity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1	Individual/Hindu Undivided Family					
	(i) Indian	0	0.00	0	0.00	
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00	
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00	
2	Government					
	(i) Central Government	0	0.00	0	0.00	
	(ii) State Government	0	0.00	0	0.00	
	(iii) Government companies	0	0.00	0	0.00	
3	Insurance companies	0	0.00	0	0.00	
4	Banks	0	0.00	0	0.00	
5	Financial institutions	0	0.00	0	0.00	
6	Foreign institutional investors	0	0.00	0	0.00	
7	Mutual funds	0	0.00	0	0.00	
8	Venture capital	0	0.00	0	0.00	
9	Body corporate (not mentioned above)	0	0.00	0	0.00	

10 Other	s								
Total			0.00		0		0.00		0
otal number	of shareholders (othe	er than pro	omoters)				0		
otal number	of shareholders (Pror	noters + P	Public/Other tha	an promote	ers)		7.00		
reakup of tota	al number of shareho	lders (Pro	moters + Other	than prom	noters)				
Sl.No	Category								
1	Individual - Fe	male			(ס			
2	Individual - Ma	ale			3	3			
3 Individual - Transger			er		()			
	4 Other than individua			ials 4					
4	Other than ind	lividuals			4	4			
4	Other than ind	lividuals			7.0				
			s) holding shar	es of the c	7.0				
	Total sign institutional inve		s) holding shar		7.0 ompany Country	of	Number of shares he		% of shares
etails of Fore	Total sign institutional inve				7.0 ompany	of			
etails of Fore	Total sign institutional inve				7.0 ompany Country	of			
Name of the	Total rign institutional inverses Address PROMOTERS, MEME	estors' (FII	Date of Incor	rporation	7.0 ompany Country Incorpo	of			
Name of the	Total eign institutional inve	estors' (FII BERS, DEB ner than p	Date of Incor	rporation ERS penture ho	7.0 ompany Country Incorpo	of ration			
Name of the FII NUMBER OF etails of Prom	Total rign institutional inverses Address PROMOTERS, MEME	estors' (FII BERS, DEB ner than p	Date of Incor	rporation ERS Denture ho	7.0 ompany Country Incorpo	of ration	shares he	Id	
Name of the FII NUMBER OF Promoters	Total rign institutional inverses Address PROMOTERS, MEME	estors' (FII BERS, DEB ner than p	Date of Incor	rporation ERS penture holo	7.0 ompany Country Incorpo	of ration	shares he	,	

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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A Composition of Board of Directors

Category		umber of directors at the eginning 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	3	4	3	3	0	0	
B Non-Promoter	0	0	0	0	0.00	0.00	
i Non-Independent	0	0	0	0	0	0	
ii Independent	0	0	0	0	0	0	
C Nominee Directors representing	0	0	0	0	0.00	0.00	
i. Banks and FIs	0	0	0	0	0	0	
ii Investing institutions	0	0	0	0	0	0	
iii Government	0	0	0	0	0	0	
iv Small share holders	0	0	0	0	0	0	
v Others					0	0	
Total	3	4	3	3	0.00	0.00	

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

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
DEEPAK GUPTA	09503339	Director	0	
NARESH ARYA	10627329	Director	0	
SESHADRI GOPALAN	09802970	Nominee Director	1	
LAKSHMI PRABHA AMBATI	AIDPA0203A	CFO	0	
RAHUL KUMAR TIWARI	AMOPT1500A	Company Secretary	0	

VIVEK KRISHNAKUMAR SRIVASTAVA	10131772	Managing Director	0	
LAKSHMI PRABHA AMBATI	09637525	Director	0	
SHYAMAL ROY	10304405	Nominee Director	0	

B (ii)	*Particulars o	f change in	director(s) a	and Key m	anagerial p	personnel durir	ng the year
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8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
NARESH ARYA	10627329	Director	22/05/2024	Appointment
PEEYUSH KUMAR	07201444	Director	26/02/2025	Cessation
PADAMSING PRADIPSING PATIL	09747446	Nominee Director	04/04/2024	Cessation
ABANI KANTA SAMANTARAY	07090691	Additional Director	30/06/2024	Cessation
GEETA MISHRA	09354822	Additional Director	14/05/2024	Cessation
RAHUL KUMAR TIWARI	AMOPT1500A	Company Secretary	01/07/2024	Appointment
MAHADEVAN VISWANATHAN	ABIPV8906F	Company Secretary	30/06/2024	Cessation
GEETA MISHRA	09354822	Additional Director	23/04/2024	Appointment

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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	30/09/2024	7	7	100

B BOARD MEETINGS

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S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Atte	endance
			Number of directors attended	% of attendance
1	23/04/2024	7	6	85.71
2	02/05/2024	7	6	85.71
3	13/05/2024	7	7	100
4	22/05/2024	7	6	85.71
5	27/06/2024	7	6	85.71
6	04/09/2024	7	6	85.71
7	24/09/2024	7	6	85.71
8	21/11/2024	7	6	85.71
9	07/12/2024	7	7	100
10	31/01/2025	7	7	100
11	27/02/2025	6	6	100
12	29/03/2025	6	6	100

C COMMITTEE MEETINGS

Number of meetings held

15

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Atten	dance
				Number of members attended	% of attendance
1	Audit Committee Meeting	03/04/2024	3	3	100
2	Audit Committee Meeting	29/04/2024	3	3	100
3	Audit Committee Meeting	09/05/2024	3	3	100

4	Audit Committee Meeting	18/07/2024	3	3	100
5	Audit Committee Meeting (Adjourned till 13/08/2024)	12/08/2024	3	3	100
6	Audit Committee Meeting (Adjourne Meeting was held and concluded on this date)	13/08/2024	3	3	100
7	Audit Committee Meeting	14/08/2024	3	3	100
8	Audit Committee Meeting	21/10/2024	3	3	100
9	Audit Committee Meeting	18/02/2025	3	3	100
10	Audit Committee Meeting	26/03/2025	3	3	100
11	Audit Committee Meeting	29/03/2025	3	3	100
12	NRC Meeting	11/05/2024	3	3	100
13	NRC Meeting	13/06/2024	3	3	100
14	NRC Meeting	20/09/2024	3	3	100
15	NRC Meeting	27/01/2025	3	3	100

D ATTENDANCE OF DIRECTORS

S. N o	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 attenda nce	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attend ance	26/09/2025 (Y/N/NA)
1	SHYAMAL ROY	12	12	100	4	4	100	Yes
2	NARESH ARYA	9	7	77	7	7	100	Yes
3	SESHADRI GOPALAN	12	12	100	10	10	100	Yes
4	LAKSHMI PRABHA AMBATI	12	12	100	10	10	100	Yes
5	DEEPAK GUPTA	12	12	100	0	0	0	Yes

h	VEK KRISHNAKUMAR RIVASTAVA	12	12	100	4 4	100	Yes
EMUN	IERATION OF DIRECTO	RS AND KEY MAN	NAGERIAL PERS	ONNEL			
	er of Managing Directo e remuneration details		rectors and/or N	Manager	3		
S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	V.K.Shrivastava	Managing Director	6663000	0	0	0	6663000.00
2	Lakshmi Prabha	Whole-time director	4047000	0	0	0	4047000.00
3	Shymal Roy	Whole-time director	10668000	0	0	0	10668000.00
	er of CEO, CFO and Cors to be entered	mpany secretary	21378000.00 whose remuner		0.00	0.00	21378000.00
details S.	er of CEO, CFO and Cor	mpany secretary Designation				0.00	Total amount
details S. No.	er of CEO, CFO and Cor s to be entered		whose remuner	ation	3 Stock Option/		Total
S. No.	er of CEO, CFO and Cor s to be entered Name	Designation	whose remuner Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
S. No.	er of CEO, CFO and Cors to be entered Name Lakshmi Prabha Mahadevan	CFO Company Secretary	Gross salary 4047000	Commission 0	Stock Option/ Sweat equity	Others 0	Total amount 4047000.00
S. No.	er of CEO, CFO and Cors to be entered Name Lakshmi Prabha Mahadevan Viswanathan	CFO Company Secretary Company	Gross salary 4047000 466000	Commission 0 0	Stock Option/ Sweat equity	Others 0	Total amount 4047000.00 466000.00
S. No. 1 2	er of CEO, CFO and Cors to be entered Name Lakshmi Prabha Mahadevan Viswanathan Rahul Kumar Tiwari	CFO Company Secretary Company Secretary	whose remuner Gross salary 4047000 466000 1375000 5888000.00	Commission 0 0 0 0 0	Stock Option/ Sweat equity 0 0	Others 0 0 0	Total amount 4047000.00 466000.00 1375000.00
S. No.	er of CEO, CFO and Cors to be entered Name Lakshmi Prabha Mahadevan Viswanathan Rahul Kumar Tiwari Total	CFO Company Secretary Company Secretary	whose remuner Gross salary 4047000 466000 1375000 5888000.00	Commission 0 0 0 0 0	Stock Option/ Sweat equity 0 0 0 0 0	Others 0 0 0	Total amount 4047000.00 466000.00 1375000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

i ivo, give reason	s/observations				
PENALTY AND P	UNISHMENT – DETAILS	THEREOF			
DIRECTORS/OFF	ALTIES / PUNISHMENT II ICERS	MPOSED ON COMPA	NY/ ✓ Nil		
Name of the	Name of the	Date of Order	Name of the Act and	Details of	Details of appeal
company/	court/ concerned	(DD/MM/YYYY)	section under which	penalty/	(if any) including
directors/ officers	Authority		penalised / punished	punishment	present status
DETAILS OF COM	IPOUNDING OF OFFENC	ES	√ Nil		
22.720 0. 00			<u> </u>		
Name of the	Name of the	Date of Order	Name of the Act and	Particulars of	Amount of
company/ directors/	court/ concerned Authority	(DD/MM/YYYY)	section under which offence committed	offence	compounding (in rupees)
officers			onence committeed		
II Details of Share	eholder / Debenture ho	lder			
Number of shareh	nolder/ debenture holde	ır		7	
	,	•			
V Attachments					
a) List of share ho	olders, debenture holde	rs		I	nareholder or
				Debenture h	nolders.xlsm
				TFL MGT 8.p	16

XV 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.

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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

TALCHER FERTILIZERS
LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

- B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, 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 and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund 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 subsections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the

provisions of section 186 of the Act; 18 alteration of the provisions of the Memorandum and/ or Articles of Ass	ociation of t	the Company;	
To be digitally signed by			
Name		ARUN KUMAR MAITRA	
Date (DD/MM/YYYY)		08/11/2025	
Place		KOLKATA	
Whether associate or fellow:			
AssociateFellow			
Certificate of practice number		1*4*0	
XVI Declaration under Rule 9(4) of the Companies (Management and Adr	ministration)	n) Rules, 2014	
*(a) DIN/PAN/Membership number of Designated Person		10131772	
*(b) Name of the Designated Person		VIVEK KRISHNAKUMAR SRIVASTAVA	
Declaration			_
I am authorised by the Board of Directors of the Company vide resolution	number* [81.4A dated*	
(DD/MM/YYYY) 30/03/2023 to sign this form and dec	clare that all	Il the requirements of Companies Act, 2013	
and the rules made thereunder in respect of the subject matter of this form with. I further declare that: 1 Whatever is stated in this form and in the attachments thereto is true, consubject matter of this form has been suppressed or concealed and is as per 2 All the required attachments have been completely and legibly attached	orrect and co	complete and no information material to the all records maintained by the company.	
*To be digitally signed by			
*Designation (Director /Liquidator/Interim Resolution Professional (IRP)/Resolution Professional (RP))		Director	
*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator		1*1*1*7*	

*To be digitally signed by	
Company Secretary Company secretary in practice	
*Whether associate or fellow:	
Associate	
Membership number	4*3*3
Certificate of practice number	
Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 v statement / certificate and punishment for false evidence respectively.	which provide for punishment for false
For office use only:	
eForm Service request number (SRN)	AB8876959
eForm filing date (DD/MM/YYYY)	08/11/2025
This eForm has been taken on file maintained by the Registrar of Companies through electric statement of correctness given by the company	onic mode and on the basis of