

जय भगवान शर्मा  
कार्यपालक निदेशक  
(विधि एवं कंपनी सचिव)

**Jai Bhagwan Sharma**  
Executive Director  
(Legal & Company Secretary)

राष्ट्रीय केमिकल्स एण्ड  
फर्टिलाइजर्स लिमिटेड  
(भारत सरकार का उपक्रम)

साथ बढ़ें समृद्धि की ओर

“प्रियदर्शिनी”,  
ईस्टर्न एक्सप्रेस हाइवे,  
सायन, मुंबई 400 022.

**CIN - L24110MH1978GOI020185**

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**RASHTRIYA CHEMICALS  
AND FERTILIZERS LIMITED**

(A Government of India Undertaking)

*Let us grow together*

“Priyadarshini”,  
Eastern Express Highway,  
Sion, Mumbai - 400 022.

**RCF/CS/Stock Exchanges /2026**

**July 7, 2026**

The Corporate Relations Department <b>BSE Limited</b> Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	The Listing Department <b>National Stock Exchange of India Limited</b> Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra Kurla Complex, Bandra(East), Mumbai- 400 051
<b>Script Code: 524230 / 975890/ 976867 977150</b>	<b>Script Code: RCF EQISIN: INE027A08028/ INE027A08036/INE027A08044</b>

Dear Sir /Madam,

**Sub: Outcome of the Board Meeting in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 - (“ SEBI LODR”)**

This is to inform that Board at its meeting held today i.e., July 7,2026 has considered and approved the following:


1. Raising of funds by way of a Further Public Offering through a fresh issue of Equity Shares by the Company aggregating up to Rs. 1,500 Crore (Rupees One Thousand Five Hundred Crore only) subject to receipt of the approval of the shareholders of the Company, Department of Fertilizers, Government of India and Department of Investment and Public Asset Management (DIPAM).
2. Approval for amendment of Main Objects Clauses and adoption of the Memorandum of Association of the Company in accordance with the provisions of the Companies Act, 2013, subject to receipt of the approval of the shareholders of the Company and Department of Fertilizers, Government of India

Further, the brief details of new Memorandum of Association of the Company as required under Regulation 30 read with Part A of the Schedule III of SEBI LODR are annexed herewith as **Annexure – 1.**

The meeting of Board of Directors commenced at 11.30 am and concluded at 3.15 pm.

This is for your kind information and record.

Yours faithfully,  
**For Rashtriya Chemicals and Fertilizers Limited**

  
**(J. B. Sharma)**  
Executive Director  
(Legal & Company Secretary)

## ANNEXURE 1

### AMENDMENT OF MAIN OBJECTS CLAUSES AND ADOPTION OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS PER THE COMPANIES ACT, 2013

The following changes proposed to be incorporated in Memorandum of Association of the Company:

- A. The Clauses III(A) and III (B) of the Memorandum of Association (MoA) of the Company, be renamed as under:
1. "Clause III (A) – THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:"
  2. "Clause III (B) –MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:"
- B. All the three (3) clauses contained in existing Clause III (C) (Other Objects) shall be incorporated in Clause III(B) ('MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) are") and consequently changing the object numbering as may be appropriate.
- C. There are two (2) clauses in III(A) of the MoA which are proposed to increased to ten (10) , with two (2) new Clauses 4 and 6 being inserted and six (6) clauses presently under existing clauses III(B) of the MoA being classified under clause III(A) of the MoA with modifications. The clauses being re-classified 6, 11, 13, 18, 22 and 28 from Clause III(B) of the MoA to are modified and renumbered as Clause Nos. 3, 5, 10, 7, 8, & 9 respectively under Clause III(A) of MoA:

New Clause No. of MOA	Clause	Remarks
3	To plan, promote, acquire, establish, develop, construct, operate and maintain facilities for generation of steam power and power from renewable, conventional and non-conventional energy sources, including waste heat recovery systems, and to generate, accumulate, transmit, distribute, supply, transfer, purchase, sell and otherwise deal in electrical power and energy in accordance with applicable laws and regulations.	Modified existing clause no.6
1	To carry on the business of designing, constructing, installing, operating and maintaining sewage treatment plants (STP), effluent treatment plants (ETP), water purification, recycling and waste water management systems for domestic, industrial, municipal and commercial purposes, and to buy, sell, supply, distribute and otherwise deal in treated water, recycled water and by-products derived from such treatment processes, and to promote sustainable water management and environmental protection.	New Clause

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New Clause No. of MOA	Clause	Remarks
5	To manufacture, formulate, process, import, export, buy, sell and otherwise deal in explosives, industrial explosives, ammunition, fireworks and allied explosive products and accessories for industrial, mining, commercial or other lawful purposes, subject to applicable laws, rules, regulations and licenses.	Modified existing Clause no.11
6	To carry on the business of manufacturing, formulating, processing, blending, mixing, importing, exporting, buying, selling, distributing and otherwise dealing in agro-based products, agro-chemicals, fertilizers, organic and innovative fertilizers, bio-fertilizers, agricultural inputs and allied products, including pesticides, insecticides, herbicides, fungicides, weedicides, rodenticides, seeds, plant nutrients, compost, manure, plant growth regulators, bio-stimulants, micronutrients, organic and bio-based crop protection products and other products and inputs used for improving crop yield, soil health and crop protection.	New Clause
7	To act as agents, distributors, representatives or State Trading Enterprises (STEs) for Governments, statutory authorities, manufacturers, traders and other persons, and to undertake agency, trading and representation business in relation to fertilizers, industrial chemicals, agro-chemicals, agro-based products, agricultural inputs, raw materials and all other products connected with or incidental to the business of the Company.	Modified existing clause no.18
8	To promote, establish, acquire, invest in, subscribe to or participate in businesses engaged in fertilizers, chemicals, organic and innovative fertilizers, agro-products, agro-chemicals, sustainable agriculture solutions, environmental engineering, renewable energy and other allied, ancillary or related activities which may be considered beneficial, convenient or conducive to the business or interests of the Company.	Modified existing Clause no.22
9	To apply for, obtain, purchase, acquire, register, hold, own, use, develop, improve, protect, prolong, renew, license, lease, sell, transfer, assign, grant rights in, commercially exploit or otherwise deal in, whether in India or elsewhere, any patents, patent rights, brevets d'invention, inventions, processes, formulae, trademarks, copyrights, technical know-how, intellectual property rights, licenses, protections, concessions and proprietary technologies relating to fertilizers, bio-fertilizers, organic and innovative fertilizers, chemicals, agro-chemicals, agricultural products and allied businesses, and to use, manufacture under, experiment upon, test, improve or seek to improve the same, and to grant licenses, permissions, rights or privileges in respect thereof to any person, company, body corporate,	Modified existing clause no.28

New Clause No. of MOA	Clause	Remarks
	Government or authority in India or abroad for royalty, fees, consideration or other commercial benefits.	
10	To acquire by purchase, lease, exchange, contract, concession, amalgamation, reconstruction, arrangement, rearrangement, licence or otherwise, absolutely or conditionally and solely or jointly with others, any and all real estate, lands, , options, grants, concessions, franchises, water and other rights, privileges, easements, estates, interests, properties, reserves, roads, canals, water courses, ferries, piers, aerodromes, buildings, warehouses, works, factories, mills, workshops, railway sidings, tramways, engines, machinery, apparatus, water rights, way leaves, trademarks, patents, designs and rights or privileges of every kind and description whatsoever which the Company may deem necessary, advantageous or appropriate in connection with the conduct of any business enumerated in this Memorandum of Association or any other business which the Company may lawfully engage in, and to make, construct, maintain, work, own, hold, operate, improve, alter, exploit, reorganize, manage, grant, hire, let, lease, sell, exchange or otherwise dispose of the whole or any part thereof;	Modified existing clause no.13

D. The existing sub-clauses of Clause III(B) of the Matters which are necessary for furtherance of the objects specified in clause III(A) be altered and substituted by inserting the following new Clause Nos. 11 to 14:

New Clause No. of MOA	Clause	Remarks
11	To establish, construct, acquire, operate and maintain warehouses, cold storages, godowns, logistics parks and other storage and distribution facilities for fertilizers, chemicals, raw materials, agricultural products and allied goods.	New Clause
12	To lend or advance money, with or without security and on such terms as may be considered appropriate, to any subsidiary company or joint venture company in which the Company has made investments, in accordance with applicable laws and regulations.	New Clause
13	To promote, incorporate, establish, acquire or participate in wholly owned subsidiaries, subsidiary companies, joint ventures or other entities engaged in the business of fertilizers, organic and innovative fertilizers or any other business considered desirable or beneficial for advancing the interests of the Company.	New Clause

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New Clause No. of MOA	Clause	Remarks
14	To open, maintain and operate current, fixed deposit, overdraft, cash credit and other banking accounts with banks, financial institutions or other authorized entities and to deposit, withdraw, transfer and otherwise deal with monies standing to the credit of such accounts.	New Clause

- E. The existing sub-clauses 3, 16, 19, 30, 33, 34 & 47 of Memorandum of Association be modified and suitably renumbered as new clause no. 15, 25, 27, 36, 39, 40 & 53 respectively at sub-clauses of Clause III(B) of the Matters which are necessary for furtherance of the objects specified in clause III(A) Consequent upon the aforesaid insertion, modification and renumbering of clauses, the numbering of the remaining sub-clauses under Clause III(B) shall stand revised accordingly wherever required.

New Clause No. of MOA	Clause	Remarks
15	To manufacture, store, maintain, sell including sale of scrap/assets etc. buy, barter, repair, alter and exchange, hire, let on hire, export, import and deal in all kinds of articles and things (including all kinds of conveyances and all component parts, fittings, tools, implements, accessories, materials and all articles and things used in connection therewith in any way whatsoever) which may be required for the purposes of any of the businesses of the Company or are commonly supplied or dealt with by persons engaged in any such business or which may seem capable or being profitably dealt with in connection with any of the businesses of the Company.	Modified existing Clause no.3
25	To establish, set up, maintain and operate training institutions and to design, conduct and manage training programmes for development of skilled and trained personnel required for the business of the Company, and where considered appropriate, to provide training and related services to other companies, organizations, authorities or Government bodies connected with or incidental to the business of the Company, in accordance with applicable laws and regulations.	Modified Existing Clause No.16
27	To subscribe for, purchase, acquire, hold, invest in, underwrite and dispose of shares, stocks, debentures, bonds or other securities or interests in any company, body corporate or undertaking in India or abroad having objects similar to, allied to or capable of being carried on in conjunction with the business of the Company, or where such investment may directly or indirectly benefit the business or interests of the	Modified Existing Clause No.19

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New Clause No. of MOA	Clause	Remarks
	Company, in accordance with applicable laws and regulations.	
36	To lease, license, let out, monetize, securitize or otherwise commercially exploit the movable or immovable properties and operational assets of the Company, including through Real Estate Investment Trusts (REITs), Infrastructure Investment Trusts (InvITs), trusts, special purpose vehicles or similar structures, in accordance with applicable laws and regulations.	Modified Existing Clause No.30
39	To invest and deal with surplus funds or moneys of the Company not immediately required for its business in such investments, securities, shares, deposits, properties or other assets, movable or immovable, and in such manner as may from time to time be determined, and to earn and realize interest, dividend, income, profit or other returns therefrom, including interest arising in the ordinary course of business or under applicable laws.	Modified Existing Clause No.33
40	To borrow, raise or secure the payment of money, or to receive money on deposit, at interest or otherwise, in such manner as the Company may deem fit, including by the issue of debentures, debenture stock, bonds or other securities, whether perpetual, redeemable, convertible or otherwise, and to secure the repayment of any such money by mortgage, charge, pledge, hypothecation or other security over the whole or any part of the property, assets, undertakings or revenues of the Company, present or future, including its uncalled capital, and to redeem, repay, purchase or otherwise discharge any such securities. Further, to manage foreign exchange and other financial risks through hedging instruments and related treasury products and to account for gains, losses and mark-to-market valuations in accordance with applicable laws, accounting standards and policies.	Modified Existing Clause No.34
53	To acquire or hold shares in any undertaking or company, to acquire the right to use or manufacture and to put up telegrams, telephones, phonograms, radio transmitting or receiving station or sets dianamo, accumulators and all apparatus in connection with the generation accumulation, distribution, supply and employment of electricity or any power that can be used as substitute. Therefore, including all cables, wires or appliances for connecting apparatus at a distance with other apparatus and including the formation of exchanges;	Modified Existing Clause No.47 (typographical error)