जय भगवान शर्मा
कार्यपालक निदेशक
(विधी 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.

RASHTRIYA CHEMICALS AND FERTILIZERS LIMITED
(A Government of India Undertaking)
Let us grow together
"Priyadarshini",
Eastern Express Highway,
Sion, Mumbai - 400 022.

CIN - L24110MH1978GOI020185

दूरध्वनी / **Tel.**: (Off.): (022) 2404 5024 ● ई-मेल / **Email** : jbsharma@rcfltd.com ● वेबसाईट / **Website** : www.rcfltd.com

RCF/CS/Stock Exchanges /2026 **September 26,2026**

The Corporate Relations Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001.	The Listing Department National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra Kurla Complex, Bandra(East), Mumbai- 400 051.
Script Code: 524230 / 975890/ 976867 977150	**Script Code: RCF EQISIN: INE027A08028/ INE027A08036/INE027A08044**

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations ("SEBI LODR")

Pursuant to Regulation 30 of the SEBI LODR, we wish to inform that the shareholders of the Company at the 48th Annual General Meeting held on September 25, 2026 have approved the following by way of Special Resolutions: -

1. Amendment of the Main Objects Clause and adoption of the Memorandum of Association of the Company in accordance with the provisions of the Companies Act, 2013.

2. 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 Department of Fertilizers, Government of India and Department of Investment and Public Asset Management (DIPAM).

The amended MOA of the company in enclosed as **Annexure 1**.

This is for kind your information and record.

Yours faithfully,
For Rashtriya Chemicals and Fertilizers Limited

J. B. Sharma
Executive Director
Legal & Company Secretary

Encl: a./a.

MEMORANDUM

OF

ASSOCIATION

OF

RASHTRIYA CHEMICALS AND FERTILIZERS LIMITED

(A Government of India Undertaking)

****THE COMPANIES ACT, 2013**

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

RASHTRIYA CHEMICALS AND FERTILIZERS LIMITED
(INCORPORATED UNDER THE COMPANIES ACT, 1956)

I. The name of the Company is **RASHTRIYA CHEMICALS AND FERTILIZERS LIMITED.**

II. The Registered Office of the Company will be situated in the State of MAHARASHTRA.

III. The Objects for which the Company is established are :

(A) The Main Objects to be pursued by the Company on its incorporation :

1. To carry on in India or in any part of the world all kinds of business relating to fertilizers, heavy chemicals, heavy water and their by-products, all organic and inorganic chemical Compounds and products of any nature or kind whatsoever, including by-products, derivatives and mixtures there-of and in particular to carry on the business of manufacturing, storing, packing, distributing, transporting, converting, maintaining and rendering assistance and services of all and every kind or any description, buying, selling, exchanging, altering, improving and dealing in fertilizers, including artificial chemicals, heavy chemicals, heavy water and their by-products, organic and inorganic chemical compounds, cement, coke and their by-products and products of any nature or kind whatsoever of every description whether required for civil, commercial or military defense purposes and requirements or otherwise.

2. To carry on the business of chemical, mechanical, civil and electrical engineering in all their branches in India or in any part of the world.

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.

4. 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.

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.

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.

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.

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.

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, 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;

(B) Matters which are necessary for furtherance of the objects specified in clause III(A) are

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.

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.

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.

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.

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.

16. To acquire, establish, construct, provide and maintain and administer factories, townships, estates railway sidings, buildings, yards, wells, water reservoirs, channels, pumping installations, purification plants, pipelines, landing grounds, hangers, garages, storage sheds and accommodation of all description connected with the business of the Company.

17. To acquire, build, provide and maintain wells, tubewells, reservoirs, canals, embankments, aqueducts, dams, barrages, infilteration, galleries and like contrivances for the purpose of securing adequate supply of water required in any way in connection with the business of the Company or as incidental thereto.

18. To manufacture, buy, sell, exchange, install, work, alter, improve, manipulate, prepare for market, import or export and otherwise deal in all kinds of plant and machinery, wagons, rolling stock, apparatus, tools, utensils, substances, materials and things necessary or convenient for carrying on any of the business which the Company is authorized to carry on or which is usually dealt in by persons engaged in such business.

19. To carry on in India and elsewhere the business of colliery proprietors, miners, contractors, merchants, importers and farmers, in all their respective branches to attain the main objects.

20. To carry on the business of carriers of goods manufactured by or purchased by or belonging to the Company by land, sea and air.

21. To purchase, take on lease under license of concession or otherwise, lands, buildings, works, mines, mineral deposits, mining rights, Plantations, forests and any rights and privileges or interests therein and to explore, work, exercise, develop and to return to account the same.

22. To search for and to purchase or otherwise acquire from any Government State or authority any licences, concessions, grants, decrees, rights, powers and privileges whatsoever which may seem to the Company capable of being turned to account and to work, develop, carry out, exercise and turn to account the same.

23. To construct, execute, carry out, improve, work, develop, administer, manage or control in India and elsewhere, works and conveniences of all kinds which expression in this Memorandum includes railways, tramways, ropeways, docks, harbours, piers, wharves, canals, reservoirs, embankments, irrigations, reclamation, improvement, sewerage, drainage, sanitary, water, gas, electric light, telephonic, telegraphic and power supply works and hotels, warehouses, markets and buildings, private and public and all other works or conveniences whatsoever.

24. To apply for, tender, purchase or otherwise acquire any contract and concessions for or in relation to the construction, execution, carrying out improvement, management, administration or control of works and conveniences and to undertake, execute, carry out, dispose of or otherwise turn to account the same.

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.

26. To establish, provide, maintain and conduct or otherwise subsidise research laboratories, design cells and experimental workshops for scientific and technical research, design work and experiments to undertake and carry on scientific and technical research, experiments and tests of all kinds, to promote studies and researches both scientific and technical investigations and inventions by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing or contributing to the remuneration of scientific or technical professors or teachers and by providing or contributing to the award of scholarships, prizes, grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any business which the Company is authorized to carry on and to enter into any arrangements with Government or any other party in India or elsewhere for the aforesaid purpose.

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 Company, in accordance with applicable laws and regulations.

28. To acquire or take over with or without consideration and subject to the provisions of the Act to carry on the business of managers, and agents by themselves or in partnership with other companies or partnerships or concerns whose objects may be similar, in part or in whole, to those of this Company.

29. To amalgamate or enter into partnership or any joint purpose or profit-sharing arrangement with and to cooperate in any way with or assist or subsidise any company firm or person.

30. To enter into any contract or arrangement for the more efficient conduct of the business of the company or any part thereof and to sublet any contracts from time to time.

31. To acquire and undertake the whole or any part of the business, property and liabilities of any person, firm or company carrying on any business which the Company is authorized to carry on or possessed of property suitable for the purposes of this Company.

32. To enter into partnership or into any arrangement for sharing or pooling of profits, amalgamation, union of interests, co-operation, joint venture, reciprocal concession, or otherwise or amalgamate with any person or company carrying on or engage in or about to carry on or engage in any business or transaction which this company is authorized to carry on or engage or in any business, undertaking or transaction which may seem capable of being carried on or conducted so as directly or indirectly to benefit this Company.

33. To pay for any properties, rights or privileges acquired by the Company, either in shares in this Company or partly in shares and partly in cash or otherwise.

34. To promote and undertake the formation of any institution or company for the purpose of acquiring all or any of the property and liabilities of this company or for any other purpose which may seem directly or indirectly calculated to benefit this Company or from any subsidiary company or companies, to carry on any business which may seem capable of being carried on conveniently with the business or objects of the Company and to acquire any interest in any industry or undertaking.

35. To lend money or mortgage of immovable property or on hypothecation or pledge of movable property or without security to such persons and on such terms as may seem expedient and in particular to customers of and persons having dealings with the Company.

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.

37. To guarantee payment of money unsecured or secured, to guarantee or become sureties for the performance of any contracts or obligations.

38. To make, draw, accept, endorse, execute and issue Cheques, promissory notes, Bills of Exchange, Bills of lading, Debentures and other negotiable or transferable instruments.

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.

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.

41. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any special or other funds whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures or redeemable preference shares or for special dividends or equalising dividends or for any other purpose whatsoever and to transfer any such fund or part thereof to any of the other funds herein mentioned.

42. To apply for membership or become a member of any company, association, society or body corporate having any objects similar to or identical with those of the Company or likely directly or indirectly to promote the interests of the Company.

43. To obtain order or Act of Legislature in India or other places, or order, Act or authority from the authorities of any country, State or Dominion for enabling the Company to obtain all powers and authorities necessary or expedient to carry out or extend any of the objects of the Company or for any other purpose which may seem expedient and to oppose any proceedings on applications which may seem calculated directly or indirectly to prejudice the Company’s interests.

44. To enter into any arrangements with the Government of India or any Local or State Government in India or with the Government of any other State, country or Dominion or with any authorities, local or otherwise or with any other persons,

firms, Associations and Corporations that may seem conducive to the Company's objects or any of them and to obtain from them any rights, powers and Privileges, licences grants and concessions which the Company may think fit desirable to obtain and to carry out exercise and comply with any such arrangements, rights, privileges and concessions.

45. To adopt such means of making known the business of the Company or of any company in which this Company is interested as may seem expedient and in particular by advertising in the press, radio, television and cinemas, by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals, by establishing competitions, and granting prizes, rewards, premia and donations, by laying out field demonstrations and organizing such other promotional activities as may be deemed necessary.

46. To provide for the welfare of employees or ex-employees of the Company and the wives and the families or the dependents or connections of such persons by building or contributing to the building of houses, dwellings or chawls or by grants of money, pensions, allowances, bonuses or payments or by creating and from time to time subscribing or contributing to Provident Fund and other associations, institutions funds or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company may think fit and to subscribe or otherwise to assist or to donate money to charitable, benevolent, religious, scientific, national, public or other institutions or objects or purposes.

47. To distribute any of the properties of the Company among the members in specie or kind in the event of winding up of the Company so that no distribution amounting to reduction of capital be made except with sanction (if any) for the time being required by law.

48. To remunerate any person, firm or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any of the shares in the Company's capital or any debentures or debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.

49. To support, subscribe and contribute to any charitable or public purpose or to any scheme in connection with the resettlement and rehabilitation of persons displaced on account of acquisition of land for the purpose of the Company and to any institution, society and association of persons which may be for the benefit of the Company and in which the Company may be interested in connection with its business or in attainment of its objects;

50. To do all or any of the above things and all such other things as are incidental or may be thought conducive to the attainment of the above objects or any of them and as principals, agents, contractors, trustees or otherwise and either alone or in conjunction with others.

51. To buy, sell, manufacture and deal in goods, stores, consumable stores, chattels and effects of all kinds, both in wholesale and in retail as may be required for the implementation of the main objects of the Company

52. To carry on business of electrical supply company and to do all things incidental to such business.

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; ~~or and~~

54. To construct, maintain, letdown, carryout, work, sell, let on hire and deal, in telephonic and kinds of works, machinery apparatus, conveniences and in particular any cables, wires, lines, stations, exchanges, reservoirs, accumulators, motors and engines.

IV The liability of the Members is limited

V *The authorised share capital of the Company is Rs.800 crores (Rupees Eight Hundred Crores only] divided into 80,00,00,000 [Eighty Crores only] Equity share of Rs.10/- [Rupees Ten only] each.

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* *Substituted vide Resolution of Shareholders in their Extra Ordinary General Meeting held on 10th January 1984*

** *Amended object clauses and adopted the Memorandum of Association in accordance with the provisions of the Companies Act, 2013 by way of Special Resolution, passed by the shareholders at the 48th Annual General Meeting of the Company held on September 25,2026.*

We the several persons, whose names and address are subscribed, are desirous of being formed into a Company in pursuance of these Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite to our respective names:

S. No	Name of subscriber	Description, Occupation & Address	No of shares	Signature of Subscriber	Name, description, address occupation and Signature of the witness
1	S.M.Kelkar	On behalf of the President of India through Shri S.M.Kelkar, Jt.Secy, Ministry of Chemicals and Fertilizers, New Delhi	3 (Three)	S.M.Kelkar	K.P.Srivastava Deputy Secretary Ministry of Chemicals and Fertilizers New Delhi.
2.	Ramaswamy R.Iyer	On behalf of the President of India through Shri Ramaswamy R.Iyer, Joint Secretary & Financial Advisor, Ministry of Chemicals and Fertilizers, New Delhi	2 (Two)	Ramaswamy R.Iyer	
TOTAL No. of Shares 5 (Five)					

Dated : 4th March, 1978