



COAL INDIA LIMITED

A MAHARATNA COMPANY



COAL INDIA LIMITED

A Maharatna Company

CIN: L23109WB1973GOI028844

Registered office-Coal Bhawan, Premises No.-04 MAR, Plot No.-AF-III,

Action Area-1A, New town, Rajarhat, Kolkata-700156

Tel No.-033-23245555, Fax No.-033-23246510

Email-complianceofficer.cil@coalindia.in, Website: www.coalindia.in

NOTICE

Dated: 5th August, 2022

***Revised Notice of Forty-Eight Annual General Meeting of Coal India Limited**

REVISED NOTICE is hereby given to the members of Coal India Limited that Forty-Eight Annual General Meeting of the Company will be held on **Tuesday, 30th August'2022 at 11.00 A.M IST through Video conferencing (VC)/Other Audio Visual Means (OAVM)** to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2022 including the Audited Balance Sheet as on March 31, 2022 and the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors, Statutory Auditor and Comptroller and Auditor General of India thereon.
 - b. the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2022 including the Audited Balance Sheet as on March 31, 2022 and the Statement of Profit & Loss for the year ended on that date and the Reports of Statutory Auditor and Comptroller and Auditor General of India thereon.
2. To confirm 1st and 2nd Interim dividend paid @ ₹ 9/- per share and ₹ 5/- per share respectively on equity shares for the Financial Year 2021-22 and to declare final dividend @ ₹ 3/- per share (30%) on equity shares for the financial year 2021-22.
3. To appoint a director in place of Smt. Nirupama Kotru [DIN- 09204338] who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and Article 39(j) of Articles of Association of the Company and being eligible, offers herself for reappointment.

Special Business : Ordinary Resolution

ITEM No. 4

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any other statutory modification(s) or re-enactment thereof for the time being in force) the remuneration of ₹ 4,00,000/-, out of pocket expenditures at actuals restricted to 50% of Audit fees and applicable taxes as set out in the explanatory statement to this Resolution and payable to M/s. Shome & Banerjee, Cost Auditor (Registration Number '000001) who were appointed as Cost Auditor by the Board of Directors of the Company to conduct the audit of the cost records of CIL (Standalone) for the financial year ended 31st March, 2022 be and is hereby ratified."

Special Business:- Special Resolution

ITEM No. 5

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to Section 14 of the Companies Act, 2013 (including any amendments thereto or re-enactment thereof) (the "Act") subject to such other approvals, permission and consents as may be required, the following clauses of Articles of Association of the Company be and are hereby amended as under-

Clause 39(b): -

"The number of Directors of the Company which shall be not less than 3 and not more than such numbers as decided by the Board of Directors



from time-to-time. These Directors may be either whole time Functional Directors or Part Time Directors. The Directors are not required to hold any qualification shares. Composition of the Board shall be in accordance with the provisions of Section 149 of the Act and other applicable laws. Provided that where there are temporary gaps in meeting the requirements of applicable law pertaining to composition of Board of Directors, the remaining Directors shall (a) be entitled to transact the business for the purpose of attaining the required composition of the Board; and (b) be entitled to carry out such business as may be required in the best interest of the Company in the meantime."

Clause 39(c): -

"Subject to the provisions of Section 149, 152 and 161 of the Act and Applicable Laws, the President shall have the power to appoint an Additional Director provided the number of the Directors and Additional Directors together shall not at any time exceed the maximum strength of the Board as fixed by the Board from time-to-time.

However, such person shall be eligible for appointment by the Company as a Director at the next annual general meeting of the Company or within a time period of three months from the date of such appointment, whichever is earlier, with the approval of shareholders and subject to the provisions of the Act."

"**RESOLVED FURTHER THAT** the Company Secretary be and is hereby authorized to file necessary forms with MCA as per applicable provisions of Companies Act, 2013 read with Rules thereunder."

Special Business - Ordinary Resolution

ITEM No 6

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of any other guidelines issued by relevant authorities, Shri Debasish Nanda [DIN: 09015566], who was appointed by the Board of Directors as an Additional Director to function as Director(Business Development) of the Company with effect from 11th July' 2022 and who holds office upto the date of this Annual General Meeting in terms of Section 161(1) of Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of the Director, be and is hereby appointed as a Whole time Director to function as Director(Business Development) of the Company w.e.f 11th July' 2022 till date of his superannuation or until further orders, in terms of Ministry of Coal letter no 21/28/2021-ESTABLISHMENT dated 8th July' 2022. He is liable to retire by rotation.

Special Business: - Special Resolution

ITEM No. 7

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to Section 13 of the Companies Act, 2013 (including any amendments thereto or re-enactment thereof) (the "Act") subject to such other approvals, permission and consents as may be required, the following amendments to Memorandum of Association of the Company be and are hereby inserted as under-

Clause III (A)- Main objects to be pursued by the company after its incorporation

Insertion after clause no 12 in III(A)

"13. Aluminium Business Value Chain

To carry on all kinds of business in India or abroad relating to primary and secondary aluminum products, bauxite, alumina, downstream aluminum products, any other product in the aluminium value chain or any product in which aluminium or aluminium by-products or aluminium waste is used and carry on activities including but not limited to producing, buying, selling, trading, importing, exporting, dealing processing, mining, accumulating, acquiring, sourcing, leasing, distributing, transferring, preserving, mixing, financing, supplying contracting, consuming, manufacturing, conducting, research and development of any or all of the products in the aluminium value chain.

To own, plan, create, promote, organize, execute, finance, develop, run, manage, advise, assist, aid, collaborate for an efficient development and maintenance of thermal power plant in India or abroad to generate power to sell or captive consumption.

14. Renewable Energy Business Value Chain

To carry on all kinds of business in India or abroad relating to components, equipment or direct/indirect materials for all forms of clean or renewable energy and carry on activities including but not limited to producing, buying, selling, trading importing, exporting, dealing processing, mining, accumulating acquiring, sourcing leasing, distributing, transferring, preserving, mixing, financing, supplying, contracting, consuming,



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manufacturing, conducting research and development relating to components, equipment or direct/indirect materials for all forms of clean or renewable energy.

15. Critical Minerals Business Value Chain

To carry on all kinds of business in India or abroad relating to critical minerals including but not limited to Lithium, Nickel, Cobalt, Vanadium, Copper, Manganese and carry on activities including but not limited to producing, buying, selling, trading, importing, exporting, dealing, processing, mining, exploring, accumulating, acquiring, sourcing, leasing, distributing, transferring, preserving, mixing, financing, supplying, contracting, consuming, manufacturing, conducting research and development relating to any critical mineral and products of all kinds and specification in which critical minerals are used.

16. Advance Chemistry Cells and Energy Storage Devices Manufacturing Chain

To carry on all kinds of business in India or abroad and activities including but not limited to producing, buying, selling, trading, importing, exporting, dealing, processing, mining, accumulating, acquiring, sourcing, leasing, distributing, transferring, preserving, mixing, financing, supplying, contracting, consuming, manufacturing, assembling, conducting research and development relating to all types advance chemistry cells, batteries, energy storage devices, conversion and generation devices, appliances, gadgets, equipments and products, including power packs, power supplies; generators, chargers and sub-assemblies, components, parts and accessories thereof.

17. Hydrogen Business Value Chain

To carry on all kinds of business in India or abroad and activities including but not limited to producing, buying, selling, trading, importing, exporting, dealing, processing, mining, accumulating, acquiring, sourcing, leasing, distributing, transferring, preserving, mixing, financing, supplying, contracting, consuming, manufacturing, conducting research and development relating to deploying of carbon capture utilization and storage technology and hydrogen production, handling, storage and distribution.

Clause III (B)- Objects incidental or ancillary to the attainment of the main objects:

Insertion after clause no 31 in III(B)

32. To promote, organize or carry on the business of consultancy services in any field of activity in which company is engaged in."

"RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to file necessary forms with MCA as per applicable provisions of Companies Act, 2013 read with Rules thereunder."

By order of the Board of Directors

For Coal India Limited

Sd/-

(M. VISWANATHAN)

Company Secretary & Compliance Officer

Date : 5th August, 2022

Registered Office:

CIN: L23109WB1973GOI028844

Coal Bhawan, Premises No-04 MAR,

Plot No-AF-III, Action Area-1A,

New town, Rajarhat, Kolkata-700156

Email-complianceofficer.cil@coalindia.in

Website: www.coalindia.in

* Item No. 7 has been included to original notice dated 26th July, 2022.



NOTES :

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its circular dated 5th May'2022 read with circular dated 5th May'2020, 13th Jan'21, 14th Dec'21 and 8th Dec'21 (collectively referred to as "MCA Circulars") had permitted holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. Further, the Securities and Exchange Board of India ("SEBI") vide its Circular dated 13th May' 2022 had also granted certain relaxations. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC / OAVM. The registered office of the company shall be deemed to be the venue for the AGM.
2. Since this AGM is being held pursuant to MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Members attending the AGM through VC / OAVM shall be counted for the purpose of quorum under Section 103 of the Act.
3. The Company is providing facility for voting by electronic means (e-voting) and the business set out in the notice will be transacted through such voting. Information and instructions relating to e-voting are given in this notice in Note no. 23
4. The Final dividend on equity shares, as recommended by the Board of Directors, if declared at the Annual General Meeting, will be paid 'on and from' 7th Sept. 2022 to the Members or their mandates whose names appear in the Company's Register of Members on 12th Aug.'2022.
5. Members are advised to submit their Electronic Clearing System (ECS) mandates, to enable the Company to make remittance by means of ECS. Those holding shares in physical form may obtain and send ECS mandate form to M/s Alankit Assignments Limited, Registrar & Share Transfer Agent (RTA) of the Company. Those holding shares in Electronic Form may obtain and send ECS mandate form directly to their Depository Participant (DP). Those who have already furnished ECS Mandate Form to the Company/ RTA /DP with complete details need not send it again.
6. Members holding shares in electronic mode may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or M/s Alankit Assignments Ltd cannot act on any request received directly from members holding shares in electronic mode for any change of bank particulars or bank mandates. Such changes are to be made only to the Depository Participants (DPs) by the members.
7. Members may avail the facility of nomination in terms of Section 72 of the Companies Act, 2013 by nominating any person to whom their shares in the Company shall vest on occurrence of events stated in Form-SH-13. Form-SH-13 is to be submitted in duplicate to M/s Alankit Assignments Limited, RTA of the Company. In case of shares held in dematerialized form, the nomination has to be lodged with the respective Depository Participant.
8. Members are requested to notify immediately any change of address and Bank Account:
 - i. to their DP in respect of shares held in dematerialized form, and
 - ii. to the Company at its Registered Office or to its RTA, M/s Alankit Assignments Ltd. in respect of their physical shares, if any, quoting their folio number.
9. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to aditijhunjhunwala23@gmail.com, Scrutinizer through your registered email address with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
10. Non-Resident Indian Members are requested to inform M/s Alankit Assignments Limited, immediately of:
 - i) Change in their residential status on return to India for permanent settlement
 - ii) Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC code and address of the bank with pin code number, if not furnished earlier.
11. The Board of Directors of your company in its 434th & 437th meeting held on 29th Nov' 21 and 14th Feb' 22 respectively had declared 1st Interim dividend @ 90% (₹ 9/- per share) and 2nd Interim Dividend @ 50% (₹ 5/- per share) on the paid-up equity share capital of the company which was paid on and from 21st Dec' 21 and 11th Mar' 22 respectively. Members who have not received or not encashed their dividend warrants may approach M/s Alankit Assignments Limited, Registrar & Share Transfer Agent of the Company for obtaining Demand Draft.

The Ministry of Corporate Affairs had notified provisions relating to unclaimed dividend under Section 124 of Companies Act 2013, Transfer of unpaid Dividend amount to Investor Education and Protection Fund under Section 125 of the Companies Act, 2013 and Investor Education and Protection Fund [Accounting, Audit, Transfer and Refund] Rules 2017. As per these Rules, dividend, which are not encashed/ claimed by the shareholder for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund Authority (IEPF). The Rules also mandates the companies to transfer the shares of shareholders whose dividends remain unpaid/



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unclaimed for a period of seven consecutive years to the Demat account of IEPF Authority. Hence, the company urges all the shareholders to encash/claim their respective dividend during the prescribed period. Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on the website of the Company (www.coalindia.in), as also on the website of Ministry of Corporate Affairs (www.mca.gov.in).

As per Section 125 of the Companies Act, 2013 and Investor Education and Protection Fund [Accounting, Audit, Transfer and Refund] Rules 2017, the Company had transferred ₹ 71,16,705/- of Interim Dividend 2014-15 to IEPF Authority on 01.03.2022. The details are also available on CIL website. The Company had sent reminders to those members to claim their unclaimed dividends before transfer of such dividend(s) to IEPF as per IEPF Rules 2017. Details of the unclaimed dividend are also uploaded as per the requirements, on the Company's website www.coalindia.in. Members, who have not claimed their dividend pertaining to Interim Dividend 2015-16 and other dividends declared by the company thereafter, are advised to write to the Company immediately to claim dividends declared by the Company.

Pursuant to the provisions of IEPF Rules, all shares in respect of which dividend has not been claimed for seven consecutive years shall be transferred by the Company to the designated Demat Account of the IEPF Authority ('IEPF Account') within a period of thirty days of such shares becoming due to be transferred to the IEPF Account. Accordingly, the Company had transferred 17,406 equity shares of Rs 10/- each pertaining to 343 shareholders to the IEPF Account on which Interim dividend 2014-15 remained unclaimed for seven consecutive years as per the prescribed procedure.

Further, all the shareholders who have not claimed their dividends in the last seven consecutive years from Interim Dividend of 2015-16 are requested to claim the same at the earliest. In case valid claim is not received by the company within the scheduled date, the Company will proceed to transfer the respective shares to the IEPF Account in terms of the IEPF Rules. In this regard, the Company has individually informed the shareholders concerned and also published notice in the newspapers as per the IEPF Rules. The details of such shareholders and shares due for transfer are uploaded on the "Investors Section" of the website of the Company viz. www.coalindia.in

Due dates for transfer to IEPF account of unclaimed dividends declared by the company till date are as under:

Particulars	Declared on	Due date of transfer
Interim Dividend 2015-16	05.03.2016	04.04.2023
1st Interim Dividend 2016-17	06.03.2017	05.04.2024
2nd Interim Dividend 2016-17	26.03.2017	25.04.2024
Interim Dividend 2017-18	10.03.2018	09.04.2025
1st Interim Dividend 2018-19	20.12.2018	19.01.2026
2nd Interim Dividend 2018-19	14.03.2019	13.04.2026
Interim Dividend 2019-20	12.03.2020	11.04.2027
1st Interim Dividend 2020-21	11.11.2020	10.12.2027
2nd Interim Dividend 2020-21	05.03.2021	04.04.2028
Final Dividend 2020-21	15.09.2021	14.10.2028
1st Interim Dividend 2021-22	29.11.2021	28.12.2028
2nd Interim Dividend 2021-22	14.02.2022	13.03.2029

12. Pursuant to Section 143(5) of the Companies Act, 2013, the Auditors of a Government Company are to be appointed or re-appointed by the Comptroller and Auditor General of India (C & AG) under Section 139(5) of Companies Act 2013 and in terms of sub-section(1) of Section 142 of the Companies Act, 2013. Their remuneration has to be fixed by the Company in the Annual General Meeting or in such manner as the Company in General Meeting may determine. The Members of your Company in its 27th Annual General Meeting held on 29th September, 2001 had authorised the Board of Directors to fix the remuneration of Statutory Auditors.
13. The Register of Directors, Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members electronically at the AGM.
14. The Register of Contracts or Arrangements, in which Directors are interested, maintained under section 189 of Companies Act, 2013, will be available for inspection by the members electronically at the AGM.
15. All documents referred to in the accompanying notice are open for inspection at the AGM and such documents will also be available for inspection in physical or in electronic form at the Registered office of the Company and copies thereof shall also be available for inspection at the Registered office of the Company during normal business hours on working days from 11.00 AM to 1.00 PM from 8th Aug.'2022 to 18th Aug.'2022.
16. In compliance with the aforesaid MCA Circulars and SEBI Circulars, the Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website www.coalindia.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL <https://www.evoting.nsdl.com>.



17. In terms of Section 152 of the Companies Act, 2013 Smt. Nirupama Kotru [DIN-09204338]. Director retires by rotation at the general meeting and being eligible, offers herself for re-appointment. Details of Director seeking re-appointment as required to be provided pursuant to the provisions of (i) Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) para 1.2.5 of Secretarial Standard on General Meetings ("SS-2"), issued by The Institute of Company Secretaries of India are as under. The Director has furnished the requisite consent/declaration for her re-appointment.

Name of Director	Smt Nirupama Kotru
DIN	09204338
Date of Birth	28.01.1969
Nationality	Indian
Date of appointment on the Board	15.06.2021
Qualification	MA in Politics & International Relations and Public Policy & Sustainable Development.
List of Directorships held in other listed company	Hindustan Zinc Limited
Membership of other Committees in Hindustan Zinc Limited	Audit Committee
Membership of other Committees in Coal India Ltd	Audit Committee, Corporate Social Responsibility Committee, and Empowered Sub-committee for Evaluation, Appraisal & Approval of Projects.
Disclosure of relationship between Directors inter-se	Not Related
Expertise	Varied experience in different fields of administration as well as taxation.
Shareholding in Coal India Limited	NIL

Profile of Smt Nirupama Kotru is given under "Brief profile of Directors" in Annual Report 2021-22.

18. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company/ M/s Alankit Assignments Limited.
19. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of Special businesses is annexed herewith.
20. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to M/s Alankit Assignments Limited, for consolidation into a single folio. SEBI has stipulated that securities of listed companies can be transferred only in dematerialized form from 1st April'2019. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize the shares held by them in physical form. SEBI vide its circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated 14th Dec.'2021 has made mandatory furnishing of PAN, KYC details and nomination by holders of physical securities. Hence physical shareholders are requested to visit CIL website (www.coalindia.in) and fill up the required forms under "Investor tab/Shareholders FORMS" and send it to M/s Alankit Assignments Limited, 205-208 Anarkali Complex Jhandewalan Extension, New Delhi - 110 055
21. Tax Deductible at Source / Withholding tax: Pursuant to the requirement of Income Tax Act, 1961, ('the Act') the Company will be required to deduct taxes at the prescribed rates on the dividend paid to its shareholders. The deductible tax rate would vary depending on the residential status of the shareholder and documents submitted by shareholder to the Company/Tax Consultant for Dividend payment.

Resident Shareholder:

Particulars	Applicable Rate	Documents required (if any)
With PAN	10.00%	No deduction of taxes in the following cases: - If dividend income to a resident Individual shareholder during FY 2022-23 does not exceed ₹ 5,000/- - If shareholder is exempted from TDS provisions through any circular or notification and provides an attested copy of the PAN along with the documentary evidence in relation to the same Update/Verify the PAN, and the residential status as per Act, if not already done, with the depositories (in case equity shares are held in DEMAT mode) and with the Company's Registrar and Transfer Agents (RTA) - Alankit Assignments Ltd., Alankit House 4E/2, Jhandewalan Extension New Delhi-110055 (in case equity shares are held in physical mode).



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Without PAN/ Invalid PAN (Section 206AA of the Act) / Shareholders identified as 'specified persons' for the purpose of higher education of tax as per 'Compliance Check Facility' made available by the Income-tax department (Section 206AB of the Act)	20%	N.A.
Submitting Form 15G / Form 15H	NIL	Duly verified Form 15G (applicable to a resident individual) or 15H (applicable to an Individual who is aged 60 years and above and older) is to be furnished along with self-attested copy of PAN card. (This form can be submitted only in case the shareholder's tax on estimated total income for FY 2022-23 is Nil). The Forms can be downloaded from the link https://www.incometaxindia.gov.in/pages/downloads/most-used-forms.aspx
Submitting Order under Section 197 of the Act	Rate provided in the Order	Lower/NIL withholding tax certificate obtained from tax authority. Tax will be deducted at the rate specified in the said certificate, subject to furnishing of a self-attested copy of the same. The certificate should be valid for the FY 2022-23 and should cover the dividend income.
An Insurance Company as specified under Sec 194 of the Act	NIL	Self-declaration that it has full beneficial interest with respect to the shares owned by it along with Self attested copy of PAN card and copy of registration certification issued by the IRDAI.
Mutual Fund specified under clause (23D) of Section 10 of the Act	NIL	Self-declaration that they are specified as in Section 10 (23D) of the Act along with self-attested copy of PAN card and registration certificate.
Any person for or on behalf of New Pension System - Trust under clause (44) of Section 10 of the Act	NIL	Self-declaration that they are specified as in Section 10 (44) of the Act.
Alternative Investment Fund (AIF) established in India	NIL	Self-declaration that they are specified in Section 10 (23FBA) of the Act and established as Category I or Category II AIF under the SEBI regulations along with self-attested copy of PAN card and registration certificate issued by SEBI.

Non-Resident Shareholder:

Particulars	Applicable Rate	Documents required (if any)
Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)	20% (plus applicable surcharge and cess)	Update/Verify the PAN and legal entity status as per the Act, if not already done, with the depositories (in case equity shares are held in DEMAT mode) or with the Company's Registrar and Transfer Agents Alankit Assignments Ltd 4E/2, Jhandewalan Extension New Delhi-110055 (in case equity shares are held in physical mode). Provide self-declaration whether the investment in shares has been made under the general FDI route or under the FPI route.
Other Non-resident shareholders	20% (plus applicable surcharge and cess)	Update/Verify the PAN, legal entity status and the residential status as per the Act, if not already done, with the depositories (in case of shares held in DEMAT mode) and with the Company's Registrar and Transfer Agents - Alankit Assignments Ltd 4E/2, Jhandewalan Extension New Delhi-110055 (in case of shares held in physical mode).
Lower rate prescribed under the tax treaty which applies to the non-resident shareholder (other than investments made under FPI route)	Tax Treaty Rate**	In order to apply the Tax Treaty rate, all the following documents would be required: 1. Self-Attested copy of Indian Tax Identification number (PAN). 2. Self-Attested copy of the Tax Residency Certificate (TRC) valid as on the record date obtained from the tax authorities of the country of which the shareholder is a resident. 3. Self-declaration in Form 10F duly filled and signed. The declaration format can be downloaded from the following link https://www.incometaxindia.gov.in/forms/income-tax%20rules/103120000000007197.pdf 4. Self-declaration from Non-resident, primarily covering the following: • Non-resident is eligible to claim the benefit of respective tax treaty; • Non-resident receiving the dividend income is the beneficial owner of such income;



Particulars	Applicable Rate	Documents required (if any)
		- Dividend income is not attributable/effectively connected to any Permanent Establishment (PE) or Fixed Base in India; - Non-resident complies with any other condition prescribed in the relevant Tax Treaty and provisions under the Multilateral Instrument ('MLI'); - Non-resident does not have a place of effective management in India. **Application of the beneficial rate of tax treaty for TDS is at the discretion of the company and shall depend upon completeness of the documentation and review of the same by the Company.
Non-Resident Shareholders who are tax residents of Notified Jurisdictional Area as defined under Section 94A(1) of the Act	30%	-
Sovereign Wealth Fund, Pension Funds, Other bodies notified under section 10(23FE) of the Act	NIL	Self-declaration substantiating the fulfillment of conditions prescribed under section 10(23FE) of the Act.
Submitting Order u/s 197 (i.e. lower or NIL withholding tax certificate)	Rate provided in the Order	Lower/NIL withholding tax certificate obtained from tax authority. Tax will be deducted at the rate specified in the said certificate, subject to furnishing a self-attested copy of the same. The certificate should be valid for the FY 2022-23 and should cover the dividend income.
Without PAN/ Invalid PAN (Section 206AA of the Act)	20% (plus applicable surcharge and cess)	NA
Shareholders identified as 'specified persons' for the purpose of higher deduction of tax as per 'Compliance Check Facility' made available by the Income-tax department (Section 206AB of the Act)	40% (plus applicable surcharge and cess)	NA

** The Company is not obligated to apply the beneficial Tax Treaty rates at the time of tax deduction/withholding on dividend amounts. Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the Non-Resident shareholder and review to the satisfaction of the Company. Further, the company shall not consider impact of Most Favored Nation Clause, if any, present in the Tax Treaty of the shareholder, while determining the withholding amount.

Notes:

- In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details / documents, you would still have the option of claiming refund of the excess tax paid at the time of filing your income tax return. No claim shall lie against the Company for such taxes deducted.
To verify the tax deduction, the shareholders can also check their Form 26AS / Annual Information Statement (AIS) from their e-filing account at <https://incometaxindiaefiling.gov.in>.
- The documents as applicable, are required to be sent to "The Company Secretary, Coal Bhawan, Core-2, 3rd floor, Premises No.04, MAR, Plot No.AF-III, Action Area IA, New Town, Rajarhat, Kolkata-700156" along with a signed request letter on or before the record date in order to enable the Company to determine the appropriate TDS rates. It is advisable to send the documents at the earliest so as to enable the Company to collate the documents to determine the appropriate TDS rates. The certified copy of documents along with a request letter should be sent from your registered email to the company email id at comsecy.cil@coalindia.in and cil.taxdoc@coalindia.in.
- No communication relating to tax determination/deduction received after the record date i.e. **12th August' 2022** or in any email ids other than those mentioned above shall be entertained for purpose of calculation of TDS for payment of the Final Dividend.
- In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details / documents, you would still have the option of claiming refund of the excess tax paid at the time of filing your income tax return. No claim shall lie against the Company for such taxes deducted.
- We also request you to submit / update your bank account details with your Depository Participant, in case you are holding shares in the electronic form. In case your shareholding is in the physical form, you will have to submit a scanned copy of a covering letter, duly signed by the first shareholder, along with a cancelled cheque leaf with your name and bank account details and a copy of your PAN card, duly self-attested, to Alankit Assignments Ltd at 4E/2, Jhandewalan Extension New Delhi-110055. This will facilitate receipt of dividend directly into your bank account. In case the cancelled cheque leaf does not bear your name, please attach a copy of the bank pass-book statement, duly self-attested. We also request you to register/update your email IDs and mobile numbers with Depositories / RTA at Alankit Assignments Ltd. 4E/2, Jhandewalan Extension New Delhi-110055.



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For further clarification or query on tax related issues, please send your mail to comsecy.cil@coalindia.in and cil.taxdoc@coalindia.in. Please intimate your contact no. and PAN in the mail so that we can get back to you in case of any issues.

22. Members are requested to address all correspondences, other than tax on dividend matters to our Registrar and Share Transfer Agents on any one of the below mentioned addresses:

Registered Office	Kolkata Address
M/s Alankit Assignments Limited 205-208 Anarkali Complex Jhandewalan Extension, New Delhi - 110 055 Phone No: 011-4254-1234 / 2354-1234 Fax No: 011-4154-3474 E-mail id: rta@alankit.com Website: www.alankit.com Toll free no- 1860-121-2155 Website-www.alankit.com	M/s Alankit Assignments Limited 3B Ground Floor, Lal Bazar Street Kolkata 700 001 E-mail id: rta@alankit.com Ph. no.: 033-4401-4100/4200 Toll-free-1860-121-2155

For tax on dividend related correspondences, members are requested to communicate on the following address and email ids: -

The Company Secretary,

Coal Bhawan, Core-2, 3rd floor, Premises No.04, MAR, Plot No.AF-III, Action Area IA, New Town, Rajarhat, Kolkata-700156

Email- comsecy.cil@coalindia.in

cil.taxdoc@coalindia.in

23. STEPS FOR REMOTE E-VOTING:-

The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021 and May 5, 2022 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as Electronic voting on the date of the AGM will be provided by NSDL.

In line with the Ministry of Corporate Affairs (MCA) above mentioned circulars, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.coalindia.in/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and it is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 26th August'2022 at 9:00 A.M. (IST) and ends 29th August'2022 at 5:00 P.M. (IST) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. 23rd August'2022 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd August'2022.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	- Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	- Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. - After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. - If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration - Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants.	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.



Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

- B) **Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- Password details for shareholders other than Individual shareholders are given below:
 - If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
- If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - "Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on "Login" button.
- After you click on the "Login" button, Home page of e-Voting will open.



Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to aditijhunjhunwala23@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. 23rd August'2022 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. **1800 1020 990 and 1800 22 44 30**. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 23rd August'2022 may follow steps mentioned in the Notice of the AGM under Step 1: "Access to NSDL e-Voting system" (Above).
3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Amit Vishal, AVP, NSDL and /or Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to (Company email id).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote on such resolutions through e-Voting system during the AGM.



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- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH

VC/OAVM ARE AS UNDER:

- Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join Meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker as well as may send their queries in advance by mentioning their name, demat account number/folio number, email id, mobile number at **Complianceofficer.cil@coalindia.in latest by 17.00 Hrs (IST) on Thursday, 18th Aug.'2022.**
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with video/ camera along with good internet speed.
- The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
- Members who need assistance before or during the AGM, can contact Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.co.in or call 1800 1020 990 / 1800 22 44 30.

Process for registration of email id for obtaining Annual Report and user id/password for e-voting and updation of bank:-

Physical Holding	Send a request to the Registrar and Transfer Agents of the Company, M/s Alankit Assignments Limited at complianceofficer.cil@coalindia.in/rta@alankit.com/lalitap@alankit.com providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) for registering email address. Following additional details need to be provided in case of updating Bank Account Details: - Name and Branch of the Bank in which you wish to receive the dividend, - the Bank Account type, - Bank Account Number allotted by their banks after implementation of Core Banking Solutions 9 digit MICR Code Number, and 11 digit IFSC Code - a scanned copy of the cancelled Cheque bearing the name of the first shareholder.
Demat Holding	Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP.

Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

General Instruction:-

- In case of any query, members are requested to contact:
 Name: Ms. Pallavi Mhatre,
 Designation: - Senior Manager, NSDL,
 E-mail id evoting@nsdl.co.in
 Address: Trade World, "A" Wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai 400 013
 Contact details: 022 - 24994545 or toll free no. 1800222990.



- b) CS Aditi Jhunjunwala of M/s. Aditi Jhunjunwala & Associates, Practicing Company Secretary, 219 C R Avenue Kolkata- 700006, email-id- aditijhunjunwala23@gmail.com has been appointed as Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner.
- c) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on 23rd Aug.'2022
- d) The scrutinizer shall, immediately after the conclusion of the voting through electronic voting at General Meeting, unblock and count the votes cast during the meeting vide electronic voting, and the votes cast through remote e-voting and make, not later than two working days from conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favor or against, to Chairman and in his absence to any Director of CIL.
- e) The results of voting along with details of the number of votes cast for and against the Resolution, invalid votes will be declared within two working days from the conclusion of the AGM. The results declared along with Scrutinizer's Report shall be placed on the company's website www.coalindia.in and on the website of NSDL - www.evoting.nsdl.com. Further, the results shall be displayed on the Notice Board of the Company at its Registered Office. It shall also be communicated to BSE & NSE.

By order of the Board of Directors
For Coal India Limited

Sd/-

(M. VISWANATHAN)
Company Secretary & Compliance Officer

Date : 5th August, 2022

Registered Office:

CIN: L23109WB1973GOI028844

Coal Bhawan, Premises No-04 MAR,

Plot No-AF-III, Action Area-1A,

New town, Rajarhat, Kolkata-700156

Email-complianceofficer.cil@coalindia.in

Website: www.coalindia.in



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STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

The following Statement sets out all material facts relating to Special Business mentioned in the accompanying Notice:

Item No. 4:

Board approved the appointment and remuneration of the Cost Auditor to conduct the audit of the cost records of CIL (Standalone) for the financial year ended March 31, 2022 in its 431st meeting held on 17th Sep' 2021 as per the following details

Name of the Cost Auditor:- M/s. Shome & Banerjee

Audit Fees-

- (a) Cost Audit for 2021-22: ₹ 4,00,000.-
- (b) Out of pocket expenses will be reimbursed at actuals restricted to 50% of audit fees.
- (c) Applicable taxes shall be paid extra.

In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of Companies (Audit and Auditors) Rules, 2014, remuneration as approved by the Board payable to M/s. Shome & Banerjee, Cost Auditor has to be ratified by the shareholders of the Company. Accordingly, ratification of the shareholders is sought by passing an Ordinary Resolution as set out at Item No.4 of the Notice, of remuneration payable to M/s. Shome & Banerjee, Cost Auditor for the financial year ended March 31, 2022.

No director, key managerial personnel or their relatives, is interested or concerned financially or otherwise in the resolution. The Board recommends the resolution set forth in Item no 4 for the approval of the members.

Item No. 5:

Ministry of Corporate Affairs (MCA) had replaced Companies Act 1956 with Companies Act 2013. With the enactment of Companies Act 2013 and Rules and Regulations thereunder, the provisions of Companies Act 1956 were repealed in a phased manner. CIL had amended its Articles of Association (AOA) in conformity with Companies Act 2013, Rules and Regulations thereunder and Listing Regulations prevailing at that time with the approval of the Shareholders in the 40th AGM held on 10th September, 2014. Section 149 (1) of the Companies Act 2013 and Article 39(b) of the Articles of Association of Coal India Limited provides as under: -

"The number of Directors of the Company which shall be not less than 3 and not more than 15. These directors may be either whole time functional directors or part time directors. However, the Company may appoint more than 15 Directors after passing a Special Resolution. The Directors are not required to hold any qualification shares. Composition of the Board shall be in accordance with the provisions of Section 149 of the Act and other Applicable Laws. Provided that where there are temporary gaps in meeting the requirements of Applicable Law pertaining to composition of Board of Directors, the remaining Directors shall (a) be entitled to transact the business for the purpose of attaining the required composition of the Board; and (b) be entitled to carry out such business as may be required in the best interest of the Company in the meantime."

Ministry of Corporate Affairs (MCA) vide its notification no. GSR 463 (E) dated 5th June'2015 had exempted the provisions of Section 149 (1) of Companies Act 2013 for Government Companies. As such, if the Government Company wants to enhance the number of Directors beyond 15, Special Resolution from the shareholders is not required. However, clause 39(b) of Articles of Association of Coal India Limited contains that approval of the shareholder is to be obtained through a Special Resolution for enhancement of Directors beyond 15 as per the Companies Act 2013 prevailing prior to 5th June 2015. CIL Board in its 403rd meeting held on 23rd April '2020 had approved creation of the Board level post of Director (Business Development) in CIL & its Subsidiaries as per DPE guidelines, Companies Act 2013 and LODR Regulations 2015. This was approved by Shareholders in the 46th Annual General Meeting held on 23rd September'2020. PESB had recommended appointment of Shri Debasish Nanda as Director (Business Development) in Coal India Limited.

Regulations 17(b) of SEBI LODR Regulations 2015 stipulated that if Chairman of the Board of Directors is an Executive Director, at least 50% of the Board should consist of Independent Directors. Since Chairman, CIL is an Executive Director and after joining of Director (Business Development), the strength of Functional Directors and Government nominees in the Board would increase to 8 (6+2). As such, Coal India is required to have 8 Independent Directors to comply with the Regulation 17(b) of LODR 2015. Coal India being a Government Company can increase the number of Directors to 16 by availing the exemption notification issued by the Ministry of Corporate Affairs on 5th June'2015. However, clause 39(b) of the Articles of Association stipulated approval of the shareholders through special resolution is required for appointment of Directors beyond 15. In case of any difference between the Companies Act and the Articles of Association of the Company, the Act would prevail. Company can continue with the existing Articles of Association and obtain the approval of shareholders of the Company through Special Resolution for enhancing the number of Directors beyond 15 or amend the Articles of Association with the approval of the shareholders of the Company through Special Resolution to be in conformity with the prevailing Companies Act 2013 and Rules and Regulations thereunder and LODR Regulations 2015. In both cases, approval of the shareholders through Special Resolution is required.

CIL took legal opinion from M/s. A.K. Labh, Practicing Company Secretary who had also opined the same. Hence, it was decided to amend the clause 39(b) of Articles of Association of Coal India Limited to be in conformity with the existing Companies Act 2013, Rules and Regulations thereunder and LODR Regulations 2015. Consequent to the amendment in clause 39(b) of Articles of Association, clause 39(c) of Articles of Association is also to be amended to be in line with the Companies Act '2013 and Rules and Regulations thereunder and LODR Regulations 2015.

CIL Board in its 442nd meeting held on 2nd June, 2022 has recommended to amend clause 39(b) and 39(c) of Articles of Association of Coal India Limited to be in conformity with the existing Companies Act 2013, Rules and Regulations thereunder and LODR Regulations 2015. It will also enhance the Corporate Governance standards of CIL as its AOA is as per the existing Companies Act '2013 and Rules and Regulations thereunder and LODR Regulations 2015.



The amendment in Articles of Association requires the approval of shareholders through Special Resolution.

No director, key managerial personnel or their relatives, is interested or concerned financially or otherwise in the resolution. The Board recommends the resolution set forth in Item no. 5 for the approval of the members.

Item No. 6:

The Board of Directors vide circular resolution no 1 dated 13th July'2022 had approved appointment of Shri Debasish Nanda [DIN: 09015566], as an Additional Director to function as Director(Business Development) with effect from 11th July' 2022 and passed the following resolution.

"RESOLVED THAT pursuant to Article- 39(c) of Articles of Association of the company, Section -161(1) of the Companies Act, 2013 and in terms of letter No. 21/28/2021-ESTABLISHMENT dated 8th July, 2022 from Ministry of Coal and subsequent Order No. CIL/C5A(IV)/D(BD)-CIL/B-519 dated 8th July' 2022 from CIL, Board hereby 'takes on record' appointment of Shri Debasish Nanda as an Additional Director on the Board of Coal India Limited from 11th July' 2022 and until further orders. He will hold office upto the date of next AGM or the last date on which AGM should have been held or upto three months from the date of his appointment whichever is earlier."

"FURTHER RESOLVED THAT Company Secretary be and is hereby authorised to take further necessary action in the matter including filing necessary forms, affixing digital signature and do all such acts and deeds that may be required to give effect to the above resolutions."

The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013 as amended, from a member proposing the candidature of Shri Debasish Nanda as a director, to be appointed as such under the provisions of Section 152 of the Companies Act, 2013. The Company has received from him (i) consent in writing to act as director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013 and that he is not debarred by SEBI or any other authority from being appointed or continuing as a Director of a company. The approval of members is sought for the appointment of Shri Debasish Nanda as a Director to function as Director(Business Development) of the Company from 11th July' 2022 till date of his superannuation or until further orders in terms of Ministry of Coal letter no 21/28/2021/ESTABLISHMENT dated 8th July' 2022. He is liable to retire by rotation.

Shri. Debasish Nanda has taken over as Director - Business Development of Coal India Ltd w.e.f 11th July' 2022. Prior to this, he was working as Executive Director (Gas) in Indian Oil Corporation. A graduate in mechanical engineering from UCE Burla, Sambalpur University, Shri. Nanda is a Post Graduate in production engineering from REC Rourkela and has to his credit a Masters in International Business from IIFT, New Delhi. Shri. Nanda joined Indian Oil Corporation in 1988 as a Management Trainee in the Marketing Division and spent 11 years in marketing of Servo lubricants. Thereafter, he moved to Business Development Group in 1999. He did a stint in Business Development activities comprising of expansion of lube business overseas, exports of POL, setting-up of Indian Oil's subsidiaries etc. before moving to Indian Oil's Gas Business in 2009. Shri. Nanda headed the 'Natural Gas' business of Indian Oil which had a turnover of over ₹ 20,000 crores. He developed many robust strategies for increasing the penetration of Indian Oil in the natural gas business. He has also handled various diverse positions for liaising with MoP&NG, PNGRB and other Industry bodies. He has chaired the US-India Energy Task Force, headed the work on pipeline RLNG exports to Bangladesh & Sri Lanka and was accorded status of aggregator of HP-HT domestic gas for urea plants.

No existing Director of Coal India Limited is related to Shri Debasish Nanda. He has also furnished a declaration that he is not debarred from holding the office of Director pursuant to SEBI order or order of any other statutory authority. His expertise includes exploration of newer avenues of business development. Shri, Debasish Nanda does not hold any directorship and member of Committees on the board of any other listed Company. He and his immediate relatives do not hold any shares of CIL.

No Director, Key managerial personnel or their relatives, except Shri. Debasish Nanda to whom the resolution relates, is interested or concerned financially or otherwise in the resolution. The Board recommends the resolution set forth in Item no 6 for the approval of the members."

Item No. 7:

The Board of Directors vide circular resolution no 2 dated 4th August' 2022 had approved amendment to the main 'objects clause' and 'objects incidental or Ancillary to the attainment of the main objects clause of Memorandum of Association of Coal India Limited for undertaking new line of business activities, including consultancy services pertaining to:-

1. Aluminium Business Value Chain
2. Renewable Energy Business Value Chain
3. Critical Minerals Business Value Chain
4. Advance Chemistry Cells and Energy Storage Devices Manufacturing Chain
5. Hydrogen Business Value Chain

CIL Board in its 415th Meeting held on 24th December'2020 had accorded in-principle approval to venture into Aluminium Value Chain (Mining-Refining-Smelting) and Solar Power Value Chain (Ingot-Wafer-Cell-Module and Generation).

CIL in the intervening period has considerably progressed on the following diversifications projects:

- a. In-principle approval of Govt. of Odisha was obtained for Implementation of Integrated Greenfield Aluminium Project at Odisha consisting of Bauxite Mining-Alumina Refinery-Smelter-CPP Complex through an SPV of CIL/MCL.