



COAL INDIA LIMITED  
MARKETING & SALES  
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REF: CIL/M&S/47252(new Pol)/ 261

Date :27.07.2020

To

The General Manger/HOD (M&S)  
BCCL/CCL/ECL/SECL/WCL/MCL/NCL &  
GM, NEC.

**Sub: Modalities regarding change in name/ control with respect to Scheme Document of Non Regulated Sector (NRS).**

Dear Sir,

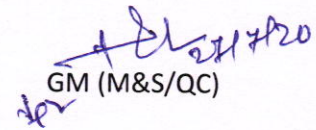
Modifications in Modalities regarding change in name/control of NRS FSAs was conveyed vide Letter no. CIL/M&S/47252/(New Pol)/127, dated 18.03.2020. To extend similar dispensation to the successful bidders prior to signing of FSA, relevant clauses of scheme Document of NRS have been modified/ deleted/ incorporated doing away with stipulation of taking prior approval in change of control cases and incorporating procedure for taking change of name on record. Comparative table of existing and modified clauses of scheme document is enclosed as Annex-X.

For Pending cases of change of name/ control of successful bidders, Coal Company shall issue a notice for compliance with conditions similar to Annexure C of above mentioned letter dtd. 18.03.2020. After issuance of such notice the compliance is to be done within three months from the succeeding month in which notice is issued or before signing of FSA, whichever is earlier, as per extant guidelines and practice in vogue. Procedure and timeline in such cases shall remain same as dealt in the modified clause relating to change of name.

Consequent to taking change of name on record, Coal Company shall inform Service Provider for effecting change in name of such registered bidder.

Yours faithfully,

Encl: as above.

  
GM (M&S/QC)

Copy to:

GM (Legal) CIL  
HOD (M&S/Operations), CIL  
HOD(M&S/Comml.), CIL  
TS to D(M), CIL.

<b>Comparative table of existing and proposed modified clauses</b>	
<b>Existing</b>	<b>Modified</b>
<b>Scheme Document - Non Regulated Sector linkage Auction – various tranches/ sub sectors</b>	
<p><b>5.2 Change in Control and transfer</b></p> <p><b>5.2.1 Change in Control or transfer subsequent to determination of Successful Bidder</b> Change in Control of the Successful Bidder and/ or any transfer of the Specified End Use Plant along with the rights in relation to the Allocated Quantity shall be permissible with prior approval of the relevant Subsidiary if:</p> <p>(a) such change in Control does not result in the Successful Bidder becoming noncompliant with any of the Eligibility Conditions or the transferee of the Specified End Use Plant along with the rights in relation to the Allocated Quantity continues to satisfy all of the Eligibility Conditions; and</p> <p>(b) such change in Control and/ or transfer occurs in accordance with Applicable Law and the conditions for transfer and/ or assignment contained in the Agreement.</p> <p><b>5.2.2 Change in Control prior to determination of Successful Bidder</b></p> <p><b>5.2.2.1</b> Upon submission of the documents and payments relating to the Conditions to Auction but prior to determination of the Successful Bidder, no change in Control of a Bidder Scheme Document for coking coal for steel sub-sector Page 27 of 65 shall be permitted without the prior approval of CIL.</p> <p><b>5.2.2.2</b> CIL shall grant such approval only if such change in Control does not result in the Bidder becoming non-compliant with any of the Eligibility Conditions.</p> <p><b>5.2.2.3</b> The Bidder acknowledges and agrees that in the event of a change in Control of a Bidder during the auction process until the determination of the Successful Bidder, the Bidder would be deemed to have knowledge of the same and shall be required to inform CIL forthwith along with all</p>	<p><b>5.2 Change of name</b></p> <p><b>5.2.1 Change in name subsequent to determination of Successful Bidder</b> Any Change of name of the Successful bidder, with or without change in control shall be taken on record provided that the nature of Specified End Use Plant and its location remains unaltered/ unchanged and new Successful bidder complies the eligibility conditions as per Scheme Document.</p> <p><u>Explanation</u> – For the purpose of Clause 5.2, change of name means any change in the names of the parties who are successful bidders.</p> <p><b>5.2.1 Procedure &amp; timeline</b></p> <p>a) Where change in name of Successful bidder is for a -</p> <p>(i) Company registered under the Companies Act, 2013,</p> <p>(ii) Company registered under the Companies Act, 2013, and the change of name of Successful bidder is consequent to sale of Specified End Use Plant to a Company registered under Companies Act, 2013,</p> <p>(iii) partnership firm or individual who is owner of sole proprietorship and consequent change of name is due to sale of Specified End Use Plant to a partnership firm or sole proprietorship or vice versa,</p> <p>(iv) Company registered under the Companies Act, 2013, and the change of name of Successful bidder is consequent to sale of Specified End Use Plant to a partnership firm or sole proprietorship or vice versa,</p> <p>(v) Company registered under the Companies Act, 2013 and the change of name is on account of inter alia amalgamation, merger,</p>