



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-033-23246526, Fax No-033-23246510

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

SECOND ADDENDUM TO THE NOTICE OF 42nd ANNUAL GENERAL MEETING

Second Addendum to the Notice ("Original Notice") of 42nd Annual General Meeting (AGM) of the Members of "Coal India Limited" to be held on Wednesday, the 21st September'2016 at 10.30 A.M. at Science City, Main Auditorium, JBS Haldane Avenue, Kolkata – 700046.

Whereas circumstances have arisen after publication of Original Notice dated 11th July' 2016 and Addendum dated 19th August' 2016 ('Addendum') to the Original Notice requiring certain additions/modifications to the Original Notice, therefore, Members are hereby notified as follows:

This second addendum shall be deemed to be a part of the Original Notice, and shall be read along with the Original Notice and the Addendum thereof. Further, Original Notice read with Addendum shall be deemed amended as provided herein:

1. Item no.11 of the Addendum to the Original Notice be deemed to be substituted by the following:

SPECIAL BUSINESSES:

ITEM NO: 11.

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 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder and provisions of any other guidelines issued by relevant authorities and any other applicable laws (including any statutory modification(s) or re-enactment thereof for the time being in force), **Shri Vivek Bharadwaj [DIN-02847409]** who was appointed by the Board of Directors as an Additional Director of the Company with effect from 30th August' 2016 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 w.e.f 30th August' 2016 and until further orders as an Official Part Time Director of the Company, liable to retirement by rotation, in terms of Ministry of Coal letter no-21/3/2011-ASO dated 30th August' 2016."

By Order of the Board of Directors,
For Coal India Limited.

Sd/-
(M. Viswanathan)
Company Secretary

Date:-13th September' 2016.

Registered Office:-

Coal Bhawan, Premises No.04 MAR,

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New Town, Rajarhat, Kolkata 700156.

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NOTES:-

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. A proxy shall not have the right to speak and shall not be entitled to vote except on a poll.
3. Proxies, if any, in order to be effective must be received at the Company's Registered Office, either in person or through post, not later than 48 hours before the time fixed for holding the meeting.
4. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person/shareholder.
5. Documents, if any, referred to in the second addendum notice may be inspected at the Registered Office of the Company on any working day during business hours between 11.00 A.M. to 01.00 P.M. upto the date of Meeting as well as at the Meeting.
6. The Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013, in respect of Special Business is enclosed.
7. The Company deems it appropriate to bring factual position to the notice of the Members of the Company by this second addendum to the Original Notice to enable the Shareholders to exercise their voting rights through e-voting facility or at the AGM on informed basis.
8. The second addendum to the Original Notice of AGM is available on the website of the Company [www.coalindia.in] and on the website of the M/s Alankit Assignments Ltd, RTA and M/s NSDL.

By Order of the Board of Directors,

For Coal India Limited.

Sd/-
(M. Viswanathan),
Company Secretary

Date:13th September' 2016
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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.11:

Ministry of Coal vide letter no-21/3/2011-ASO dated 30th August' 2016" has appointed Shri Vivek Bharadwaj on the board of the Company vice Shri R.P. Gupta. Shri R.P Gupta ceases to be a Director of the Company with effect from the above date and in view of the cessation, the appointment of Shri R.P. Gupta cannot be considered at the ensuing AGM.

Accordingly, Item no. 11 proposed through the Addendum dated 19th August' 2016 is sought to be substituted.

The Board of Directors, at its meeting held on 13th September'2016 had appointed Shri Vivek Bharadwaj [DIN-02847409]as an Additional Director of the Company with effect from 30th August' 2016, pursuant to Section 161 of the Companies Act, 2013. Hence, he will hold office upto the date of ensuing AGM.

The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member along with a deposit of Rs. 1,00,000/- proposing the candidature of Shri Vivek Bharadwaj for the office of Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013. The Company has received from Shri Vivek Bharadwaj (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, and (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.

Shri Vivek Bharadwaj is an IAS Officer of West Bengal Cadre of 1990 Batch. Shri Bharadwaj is an alumni of Mayo College and Demonstration School, Ajmer and is graduate in Economics from Shri Ram College of Commerce, Delhi University & MBA in Public Policy from University of Ljubjiana, Slovenia.

Shri Bharadwaj has wide experience spread across various administrative posts in the State of West Bengal including that of SDO Alipurduar; Additional Executive Officer, Malda Zilla Parishad; Additional District Magistrate, Darjeeling; District Magistrate & Collector, Nadia; Project Director, Kolkata Environmental Improvement Project (KEIP); Chief Executive Officer (CEO) of KMDA (Kolkata Metropolitan Development Authority) and Special Secretary, I.T. Department. He has also worked in various Ministries and Departments of Government of India including Deputy Secretary/Director, School Education (MHRD, GoI) where he formulated the flagship programme of the Government of India to support ICT in education, and as Deputy Secretary/Director, Higher Education (MHRD, GoI), he was instrumental in formulation of the draft policy for regulation of foreign Universities in India.

His valuable services were recognized with various honors and awards like 'The Skoch Award 2010' for providing computer-aided education to Scheduled Caste dominated schools in Bankura and Burdwan and the feat of being last 15 finalist in 'The Stockholm Challenge Award'.

He has authored various Books/Research Studies/Articles that include. 'A study on ICT usage in Indian Schools', Thesis on- Efficiency & Management practices of select public examining bodies in India - Benchmarking Boards and their performance, "Grading the Boards" published in the Times of India and various other articles on Urban Issues published on a regular basis by the Times of India, Kolkata. He was covered by the Economic Times in the feature "Top View". Shri Bharadwaj is a frequent Speaker in Conferences on Infrastructure, I.T. and Education.

As the order was received from the Ministry of Coal proposing the appointment of Shri Vivek Bharadwaj as part-time Director on the Board of the Company subsequent to the circulation of the Notice of the forthcoming Annual General Meeting and also subsequent to circulation of the Addendum dated 19th August' 2016 to the Members, this second addendum is being circulated to the Members and the Members are requested to consider, and if thought fit, to pass, with or without modification(s), the proposed resolution as an Ordinary Resolution.

The Board of Directors considered that in view of the background and experience of **Shri Vivek Bharadwaj**, it would be in the interest of the company to appoint him as a Part time Director of the Company from 30th August' 2016 and until further orders, from Gol. No Director, Key managerial personnel or their relatives, except **Shri Vivek Bharadwaj** to whom the resolution relates, is interested or concerned financially or otherwise in the resolution. Accordingly, the Board recommends the resolution set forth in Item no. 11 for the approval of the members.

By Order of the Board of Directors,

For Coal India Limited.

Sd/-
(M. Viswanathan),
Company Secretary

Date:13th September' 2016
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