

<p>कोल इण्डिया लिमिटेड कंपनी सचिवालय 3 तल्ला, कोर-2, प्रेमिसेस-04-एमआर, प्लॉट-ए एफ-III, एक्शन एरिया-1A, न्यूटाउन, रजरहट, कोलकाता-700156, फोन-<b>0332324555</b>, ईमेल: <a href="mailto:complianceofficer.cil@coalindia.in">complianceofficer.cil@coalindia.in</a> वेबसाइट: <a href="http://www.coalindia.in">www.coalindia.in</a> सी आई एन - <a href="http://L23109WB1973GOI028844">L23109WB1973GOI028844</a></p>	 एक महारत्न कंपनी <b>A Maharatna Company</b>	<p style="text-align: right;"><b>Coal India Limited Company Secretariat</b></p> <p style="text-align: right;">Regd. Office: 3rd floor, Core-2 Premises no-04-MAR, Plot no-AF-III, Action Area-1A, Newtown, Rajarhat, Kolkata-700156 PHONE; 033-2324-5555, E-MAIL: <a href="mailto:complianceofficer.cil@coalindia.in">complianceofficer.cil@coalindia.in</a> WEBSITE: <a href="http://www.coalindia.in">www.coalindia.in</a> CIN- <a href="http://L23109WB1973GOI028844">L23109WB1973GOI028844</a></p>
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Ref.No. CIL:XI(D):4157/4156:2024:

Dated: 04.08.2025

To,  
Listing Department,  
Bombay Stock Exchange Limited,  
Mumbai – 400001  
Scrip Code 533278

To,  
Listing Department,  
National Stock Exchange of India Limited,  
Bandra (E), Mumbai – 400051.  
Ref: ISIN – INE522F01014

**Sub: Notice of AGM, Integrated Annual Report including BRSR for FY 2024-25 of Coal India Limited and Record date for final dividend payment**

Dear Sir,

1. Pursuant to Regulation 34(1) of the SEBI (LoDR) Regulations 2015, we are enclosing Notice of AGM, Integrated Annual Report for FY 2024-25. CIL AGM is scheduled to be held on **Thursday, 28<sup>th</sup> August' 2025 at 11.00 AM, IST through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”)**.

2. The Integrated Annual Report for the Financial Year 2024-25, which are required to be attached thereto has been sent in electronic mode to all the Members of the Company whose email address is registered with the Company / Company’s Registrar and Transfer Agent M/s Alankit Assignments Limited / Depository Participant(s). The said Annual Report is also available on the website of the Company, viz. [www.coalindia.in](http://www.coalindia.in) and e-voting agency viz. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

3. The manner of (i) registering / updating - email address / bank account details, (ii) casting vote through e-voting and (iii) attending the AGM through VC / OAVM has been set out in the Notice of the AGM.

4. Board of Directors of Coal India Limited at their meeting held on 7th May 2025 inter-alia, has recommended the payment of **Final Dividend @ 5.15/-** per equity share having face value of Rs. 10/- each for the FY 2024-25 subject to the approval of the shareholders at the 51<sup>st</sup> AGM of Coal India Limited. The dividend, as declared by the Board will be paid to shareholders holding equity shares of the Company, either in electronic or in physical form as on **Thursday, 21<sup>st</sup> Aug 2025, i.e, Record Date**.

In compliance with applicable tax regulations and with a view to improving efficiency, security, and ease of document submission, we wish to inform all the shareholders that going forward, all documents and declarations pertaining to tax on dividend — including but not limited to Forms 15G/15H, Certified copies of PAN and Tax-Residency Certificates and documents under Rule 37BA — shall be submitted through our designated web portal. The web portal has been designed to ensure secure transmission of all sensitive information and to provide a convenient and user-friendly interface for uploading the required documents by the shareholders.

<p>कोल इण्डिया लिमिटेड कंपनी सचिवालय 3 तल्ला, कोर-2, प्रेमिसेस-04-एमआर, प्लॉट-ए एफ-III, एक्शन एरिया-1A, न्यूटाउन, रजरहट, कोलकाता-700156, फोन-0332324555, ईमेल: <a href="mailto:complianceofficer.cil@coalindia.in">complianceofficer.cil@coalindia.in</a> वेबसाइट: <a href="http://www.coalindia.in">www.coalindia.in</a> सी आई एन - L23109WB1973GOI028844</p>	 एक महारत्न कंपनी A Maharatna Company	<p style="text-align: right;"><b>Coal India Limited</b> <b>Company Secretariat</b> Regd. Office: 3rd floor, Core-2 Premises no-04-MAR, Plot no-AF-III, Action Area-1A, Newtown, Rajarhat, Kolkata-700156 PHONE; 033-2324-5555, E-MAIL: <a href="mailto:complianceofficer.cil@coalindia.in">complianceofficer.cil@coalindia.in</a> WEBSITE: <a href="http://www.coalindia.in">www.coalindia.in</a> CIN - L23109WB1973GOI028844</p>
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The Tax Portal may be assessed at <https://taxportal.coalindia.in>. The Tax Portal shall remain open from **Wednesday, 27th Aug'2025 till Wednesday, 3rd Sept'2025**.

However, as an interim measure, in case you experience any technical issues or are unable to access the portal for any reason, you may submit these documents by email at [\[cil.taxdoc@coalindia.in\]](mailto:cil.taxdoc@coalindia.in) during the above-mentioned period. It is requested to kindly complete the submission of all tax-related documents on or before Wednesday, 3rd Sept'2025 to facilitate timely processing and avoid higher tax deduction at source on dividend payouts. No communication on the tax determination/deduction other than by ways other than as mentioned above and/or post the cut-off date shall be entertained. The Company reserves the right to reject the documents in case of any discrepancy or if the documents are found to be incomplete.

5. The dividend, if approved at the AGM will be paid within 30 days of the approval in the AGM. The Company has fixed **Thursday, 21st August'25 as the "Record Date"** for the purpose of determining the Members eligible to receive Final Dividend for the Financial Year 2024-25. The dividend, if approved at the AGM will be paid within 30 days of the approval in the AGM.

6. The Company has fixed **Thursday, 21st August'25 as the "Cut-off Date"** for the purpose of determining the Members eligible to vote on the resolutions set out in the Notice of the AGM or to attend the AGM

This is for your information and records please.

Yours faithfully,

BIJAY  
PRAKASH  
H DUBEY

Digitally signed  
by BIJAY  
PRAKASH DUBEY  
Date: 2025.08.04  
10:52:52 +05'30'

(B P Dubey/बी पी दूबे)

Company Secretary/कंपनी सचिव  
& Compliance Officer/कम्प्लायंस ऑफिसर

**Encl: As above**



## 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

Email-complianceofficer.cil@coalindia.in, Website: [www.coalindia.in](http://www.coalindia.in)

# NOTICE

NOTICE is hereby given to the members of Coal India Limited that the 51<sup>st</sup> Annual General Meeting of the Company will be held **on Thursday 28<sup>th</sup> August' 2025 at 11.00 AM, 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, 2025, including the Audited Balance Sheet as on March 31, 2025, 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, 2025, including the Audited Balance Sheet as on March 31, 2025 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 1<sup>st</sup> and 2<sup>nd</sup> Interim dividend paid @ ₹ 15.75/- per share (157.50%) and ₹ 5.60/- per share (56.00%) respectively on equity shares for the financial year 2024-25 and to declare the final dividend @ ₹ 5.15/- per share (51.50%) on equity shares for the financial year 2024-25.
  3. To appoint a director in place of Dr. Vinay Ranjan [DIN-03636743], Director (HR) 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 himself for reappointment.
  4. To authorize Board of Directors to fix the remuneration of the Statutory Auditors for FY 2025-26 as appointed by Comptroller and Auditor General of India (C&AG)

### Special Business:-Ordinary Resolution

**ITEM No. 5:** 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 ₹ 5,00,000/-, 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. Bandyopadhyaya Bhaumik & Co. Cost Auditor (Registration Number-000041) 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 FY 2025-26 be and is hereby ratified."

**"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 Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with Circulars issued thereunder from time to time and Section 204 and other applicable provisions of the Companies Act, 2013, if any read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("the Act"), M/s T Chatterjee & Associates, Practising Company Secretaries (Firm Registration Number P2007WB067100) be and is hereby appointed as Secretarial Auditor of the Company for one term of 5 consecutive years, from April 1, 2025 to March 31, 2030 ('the Term'), on such terms & conditions, including remuneration as may be determined by the Board of Directors (hereinafter referred to as the 'Board' which expression shall include any Committee thereof or person(s) authorized by the Board).

**RESOLVED FURTHER THAT** approval of the Members is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates or reports which the Secretarial Auditor may be eligible to

provide or issue under the applicable laws at a remuneration to be determined by the Board.

**“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.7:-** 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 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, Smt Rupinder Brar (DIN-08584254), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 1<sup>st</sup> January’ 2025 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 her candidature for the office of the Director, be and is hereby appointed as an Official Part time Director of the Company w.e.f. 1<sup>st</sup> January’ 2025 and until further orders, in terms of Ministry of Coal letter No. 21/3/2011-BA/Estt- dated 1<sup>st</sup> Jan’ 25. She is liable to retire by rotation.”

**“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. 8:** 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 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 Achyut Ghatak [DIN: 08923591], who was appointed by the Board of Directors as an Additional Director of the Company with effect from 23<sup>rd</sup> January’ 2025 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 Wholtime Director to function as Director(Technical), CIL of the Company w.e.f 23<sup>rd</sup> January’ 2025 and until further orders, in terms of Ministry of Coal letter No. 21/23/2023- ESTABLISHMENT-(B) dated 23<sup>rd</sup> January 2025. He is liable to retire by rotation.”

**“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: -Special Resolution

**ITEM No. 9:** To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 as amended from time to time and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of any other guidelines issued by relevant authorities, Shri Bhojarajan Rajeshchander, [DIN: 02065422], who was appointed by the Board of Directors as an Additional Director in the capacity of an Independent Director with effect from 28<sup>th</sup> March, 2025 and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of Companies Act, 2013, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, as amended 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 an Independent Director for a period of one year with effect from 28<sup>th</sup> March, 2025 or until further orders, in terms of Ministry of Coal letter no. 21/21/2022-Estt dated 28<sup>th</sup> March’ 2025. He is not liable to retire by rotation.

**“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: -Special Resolution

**ITEM No. 10:** To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 as amended from time to time and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of any other guidelines issued by relevant authorities, Shri Punambhai Kalabhai Makwana, [DIN: 09385881], who was appointed by the Board of Directors as an Additional Director in the capacity of an Independent Director with effect from 28<sup>th</sup> March, 2025 and who holds office up to the date of this annual general meeting in terms of Section 161(1) of Companies Act, 2013, who has submitted a declaration that he meets the criteria for

independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, as amended 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 an Independent Director for a period of one year with effect from 28<sup>th</sup> March, 2025 or until further orders, in terms of Ministry of Coal letter no. 21/21/2022-Estt dated 28<sup>th</sup> March’ 2025. He is not liable to retire by rotation.

**“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: -Special Resolution

**ITEM No. 11:** To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 as amended from time to time and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of any other guidelines issued by relevant authorities, Shri Kamesh Kant Acharya, [DIN: 09386642], who was appointed by the Board of Directors as an Additional Director in the capacity of an Independent Director with effect from 28<sup>th</sup> March, 2025 and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of Companies Act, 2013, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, as amended 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 an Independent Director for a period of one year with effect from 28<sup>th</sup> March, 2025 or until further orders, in terms of Ministry of Coal letter no. 21/21/2022-Estt dated 28<sup>th</sup> March’ 2025. He is not liable to retire by rotation.

**“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: -Special Resolution

**ITEM No. 12:** To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 as amended from

time to time and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of any other guidelines issued by relevant authorities, Smt Mamta Palariya [DIN-07749007], who was appointed by the Board of Directors as an Additional Director in the capacity of an Independent Director with effect from 28<sup>th</sup> March, 2025 and who holds office up to the date of this annual general meeting in terms of Section 161(1) of Companies Act, 2013, who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, as amended 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 her candidature for the office of the Director, be and is hereby appointed as an Independent Director for a period of one year with effect from 28<sup>th</sup> March, 2025 or until further orders, in terms of Ministry of Coal letter no. 21/21/2022-Estt dated 28<sup>th</sup> March’ 2025. She is not liable to retire by rotation.

**“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: -Special Resolution

**ITEM No. 13:-** To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 as amended from time to time and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of any other guidelines issued by relevant authorities Shri Satyabrata Panda [DIN- 02736534], who was appointed by the Board of Directors as an Additional Director in the capacity of an Independent Director with effect from 30<sup>th</sup> April’ 2025 and who holds office up to the date of the this Annual General Meeting in terms of Section 161(1) of Companies Act, 2013, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, as amended 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 an Independent Director for a period of one year with effect from 30<sup>th</sup> April’ 2025 or until further orders, in terms of Ministry of Coal letter no. 21/21/2022-Estt(B) dated 30<sup>th</sup> April’ 2025. He is not liable to retire by rotation.

“**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.14:-** 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 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 Ashish Chatterjee (DIN-07688473), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 24th July’ 2025 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 an Official Part time Director of the Company w.e.f. 24th July’ 2025 and until further orders, in terms of Ministry of Coal letter No. 21/3/2011-ESTT (B)- dated 24th July’ 25. He is liable to retire by rotation.”

“**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-15-** Material Related Party Transactions with Hindustan Urvarak Rasayan Limited (HURL) for FY 2025-26.

To consider, and if thought fit, to pass the following resolutions as Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), other applicable laws, and amendments, modifications or related party transactions and on dealing with related party transactions of the Company, as may be applicable, consent of the members be and is hereby accorded to the Board of Directors (hereinafter referred to as “Board”, which term shall include any duly authorized Committee constituted / empowered by the Board, from time to time, to exercise its powers conferred by this resolution), for continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / transactions or as a fresh and independent transaction(s) or otherwise, whether entered into individually or taken together with previous transactions with Hindustan Urvarak Rasayan Limited, a Joint Venture Company of Coal India Limited, during financial year 2025-26, notwithstanding the fact that all related party transactions during the year 2025-26, may exceed ₹1000 crore or such other threshold limits as may be specified in SEBI

(Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable statute from time to time and subsequent material modifications, if any, with Hindustan Urvarak Rasayan Limited (HURL) relating to sale of any goods/ materials and/ or rendering of services and/ or purchase of any goods/ materials and/ or availing of services and/ or making capital contribution and/ or providing loan and/ or guarantee and/ or transfer of other resources/ services/ obligations.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of its powers to any Committee of Directors and/or Director(s) and/or official(s) of the Company or to any other person(s) so authorized by it and to do all such acts, deeds, matters and things, the Board may in its absolute discretion deem necessary, including but not limited to finalizing the terms and conditions, methods and modes, finalizing and executing necessary documents, including contracts, schemes, agreements and such other papers, documents as may be required, filing of any relevant documents and making representations, seeking all necessary approvals from relevant authorities, to give effect to aforesaid resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts, whatsoever that may arise without being required to seek further consent or approval of the members to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

### Special Business: -Ordinary Resolution

**Item no-16-** Material Related Party Transactions with Hindustan Urvarak Rasayan Limited for FY 2026-27.

To consider, and if thought fit, to pass the following resolutions as Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), other applicable laws, and amendments, modifications or related party transactions and on dealing with related party transactions of the Company, as may be applicable, consent of the members be and is hereby accorded to the Board of Directors (hereinafter referred to as “Board”, which term shall include any duly authorized Committee constituted / empowered by the Board, from time to time, to exercise its powers conferred by this resolution), for continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / transactions or as a fresh and independent transaction(s) or otherwise, whether entered into individually or taken together with previous transactions with Hindustan Urvarak Rasayan Limited, a Joint Venture Company of Coal India Limited, during financial year 2026-27, notwithstanding the fact that all related party transactions during the year 2026-27, may exceed ₹1000 crore or such other threshold limits as may be specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable statute from time to time and subsequent material modifications, if any, with Hindustan Urvarak Rasayan Limited(HURL) relating to sale of any goods/ materials and/ or rendering of services and/ or purchase of any goods/ materials and/ or availing of services and/ or making

capital contribution and/ or providing loan and/ or guarantee and/ or transfer of other resources/ services/ obligations.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of its powers to any Committee of Directors and/or Director(s) and/or official(s) of the Company or to any other person(s) so authorized by it and to do all such acts, deeds, matters and things, the Board may in its absolute discretion deem necessary, including but not limited to finalizing the terms and conditions, methods and modes, finalizing and executing necessary documents, including contracts, schemes, agreements and such other papers, documents as may be required, filing of any relevant documents and making representations, seeking all necessary approvals from relevant authorities, to give effect to aforesaid resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts, whatsoever that may arise without being required to seek further consent or approval of the members to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

### Special Business: -Ordinary Resolution

**Item no-17-** Material Related Party Transactions with Talcher Fertilizers Limited (TFL) for FY 2025-26.

To consider, and if thought fit, to pass the following resolutions as Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), other applicable laws, and amendments, modifications or related party transactions and on dealing with related party transactions of the Company, as may be applicable, consent of the members be and is hereby accorded to the Board of Directors (hereinafter referred to as “Board”, which term shall include any duly authorized Committee constituted / empowered by the Board, from time to time, to exercise its powers conferred by this resolution), for continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / transactions or as a fresh and independent transaction(s) or otherwise, whether entered into individually or taken together with previous transactions with Talcher Fertilizers Limited(TFL), a Joint Venture Company of Coal India Limited, during financial year 2025-26, notwithstanding the fact that all related party transactions during the year 2025- 26, may exceed ₹1000 crore or such other threshold limits as may be specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable statute from time to time and subsequent material modifications, if any, with Talcher Fertilizers Limited(TFL) relating to sale of any goods/ materials and/ or rendering of services and/ or purchase of any

goods/ materials and/ or availing of services and/ or making capital contribution and/ or providing loan and/ or guarantee and/ or transfer of other resources/ services/ obligations.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of its powers to any Committee of Directors and/or Director(s) and/or official(s) of the Company or to any other person(s) so authorized by it and to do all such acts, deeds, matters and things, the Board may in its absolute discretion deem necessary, including but not limited to finalizing the terms and conditions, methods and modes, finalizing and executing necessary documents, including contracts, schemes, agreements and such other papers, documents as may be required, filing of any relevant documents and making representations, seeking all necessary approvals from relevant authorities, to give effect to aforesaid resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts, whatsoever that may arise without being required to seek further consent or approval of the members to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

### Special Business: -Ordinary Resolution

**Item no-18-** Material Related Party Transactions with Talcher Fertilizers Limited (TFL) for FY 2026-27.

To consider, and if thought fit, to pass the following resolutions as Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), other applicable laws, and amendments, modifications or related party transactions and on dealing with related party transactions of the Company, as may be applicable, consent of the members be and is hereby accorded to the Board of Directors (hereinafter referred to as “Board”, which term shall include any duly authorized Committee constituted / empowered by the Board, from time to time, to exercise its powers conferred by this resolution), for continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / transactions or as a fresh and independent transaction(s) or otherwise, whether entered into individually or taken together with previous transactions with Talcher Fertilizers Limited(TFL), a Joint Venture Company of Coal India Limited, during financial year 2026-27, notwithstanding the fact that all related party transactions during the year 2026-27, may exceed ₹1000 crore or such other threshold limits as may be specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable statute from time to time and subsequent material modifications, if any, with Talcher Fertilizers Limited(TFL) relating to sale of any goods/

materials and/ or rendering of services and/ or purchase of any goods/ materials and/ or availing of services and/ or making capital contribution and/ or providing loan and/ or guarantee and/ or transfer of other resources/ services/ obligations.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of its powers to any Committee of Directors and/or Director(s) and/or official(s) of the Company or to any other person(s) so authorized by it and to do all such acts, deeds, matters and things, the Board may in its absolute discretion deem necessary, including but not limited to finalizing the terms and conditions, methods

and modes, finalizing and executing necessary documents, including contracts, schemes, agreements and such other papers, documents as may be required, filing of any relevant documents and making representations, seeking all necessary approvals from relevant authorities, to give effect to aforesaid resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts, whatsoever that may arise without being required to seek further consent or approval of the members to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

By order of the Board of Directors  
For Coal India Limited

Sd/-  
**(B.P DUBEY)**  
Company Secretary & Compliance officer

Date: 31-07-2025

**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](mailto:Email-complianceofficer.cil@coalindia.in)  
Website: [www.coalindia.in](http://www.coalindia.in)

**NOTES:-**

1. **Ministry of Corporate Affairs (“MCA”) vide its circular no 09/2024 dated 19<sup>th</sup> Sep’ 2024 read with circular issued earlier on the subject (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 3<sup>rd</sup> Oct’ 2024 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 company’s registered office shall be deemed 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; hence, the Proxy Form and Attendance Slip are not annexed to this Notice. Members attending the AGM through VC / OAVM shall be counted for quorum under Section 103 of the Act.**
3. The Company is providing a 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 at its meeting held on 7<sup>th</sup> May’ 2025, if declared at the Annual General Meeting, will be paid within 30 days of approval in the AGM as per Companies Act 2013 to the Members or their mandates whose names appear in the Company’s Register of Members on 21<sup>st</sup> August’ 2025. (Record date)
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 [pcs.saurabhbasu@gmail.com](mailto:pcs.saurabhbasu@gmail.com), Scrutinizer through your registered email address with a copy marked to [evoting@nsdl.co.in](mailto: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 the "e-Voting" tab in their login.
10. Non-Resident Indian Members are requested to inform M/s Alankit Assignments Limited, immediately of:
  - a. Change in their residential status on return to India for permanent settlement
  - b. 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 our company at its meeting held on 25<sup>th</sup> Oct’ 2024 and 27<sup>th</sup> Jan’25 respectively had declared 1<sup>st</sup> Interim dividend @ ₹ 15.75 per share (157.50%) and 2<sup>nd</sup> Interim Dividend @ ₹ 5.60 per share (56.00%) on the paid-up equity share capital of the company which was paid in November’ 2024 and February’ 2025 respectively. Members who have not received or have not encashed their dividend warrants may approach M/s Alankit Assignments Limited, Registrar & Share Transfer Agent of the Company for obtaining dividend warrants.

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/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](http://www.coalindia.in)) and also on the website of Ministry of Corporate Affairs ([www.mca.gov.in](http://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 ₹ 1,22,97,544/- of Interim Dividend 2017-18 to IEPF Authority on 9<sup>th</sup> April' 2025. 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 on the Company's website

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 2017-18	10.03.2018	09.04.2025
1 <sup>st</sup> Interim Dividend 2018-19	20.12.2018	19.01.2026
2 <sup>nd</sup> Interim Dividend 2018-19	14.03.2019	13.04.2026
Interim Dividend 2019-20	12.03.2020	11.04.2027
1 <sup>st</sup> Interim Dividend 2020-21	11.11.2020	10.12.2027
2 <sup>nd</sup> Interim Dividend 2020-21	05.03.2021	04.04.2028
Final Dividend 2020-21	15.09.2021	14.10.2028
1 <sup>st</sup> Interim Dividend 2021-22	29.11.2021	28.12.2028
2 <sup>nd</sup> Interim Dividend 2021-22	14.02.2022	13.03.2029
Final Dividend 2021-22	30.08.2022	29.09.2029
1 <sup>st</sup> Interim Dividend 2022-23	07.11.2022	06.12.2029
2 <sup>nd</sup> Interim Dividend 2022-23	31.01.2023	02.03.2030
Final Dividend 2022-23	23.08.2023	22.09.2030
1 <sup>st</sup> Interim Dividend 2023-24	10.11.2023	09.12.2030
2 <sup>nd</sup> Interim Dividend 2023-24	12.02.2024	11.03.2031
Final Dividend 2023-24	21.08.2024	20.09.2031
1 <sup>st</sup> Interim Dividend 2024-25	25.10.2024	24.11.2031
2 <sup>nd</sup> Interim Dividend 2024-25	27.01.2025	26.02.2032

[www.coalindia.in](http://www.coalindia.in). Members, who have not claimed their dividend pertaining to Interim Dividend 2018-19 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 10,990 equity shares of ₹ 10/- each pertaining to 209 Shareholders to the IEPF Account for the Interim dividend 2017-18 which remained unclaimed for seven consecutive years as per the prescribed procedure.

Further, all the shareholders who have not claimed their dividend in the last seven consecutive years from Interim Dividend 2018-19 and other dividends 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](http://www.coalindia.in)

- 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 pursuant to section 142 of Companies Act 2013.
- 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.
- 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.
- 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 11.00AM to 1.00 PM from 5<sup>th</sup> August' 2025 to 18<sup>th</sup> August' 2025.
- In compliance with the aforesaid MCA Circulars and SEBI Circulars, the Notice of the AGM along with the

Integrated Annual Report 2024-25 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 Integrated Annual Report 2024-25 will also be available on the Company's website [www.coalindia.in](http://www.coalindia.in), websites of the Stock Exchanges i.e. BSE and NSE at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of NSDL <https://www.evoting.nsdl.com>. For Members who have not registered their e-mail address, a letter containing exact web-link of the website i.e. <https://www.coalindia.in/performance/annual-reports/> where details pertaining to the entire Integrated Annual Report is hosted is being sent at the address registered in the records of RTA/Company/Depositories. The Company shall provide hard copy of the Integrated Annual Report for FY-2024-2025 to the Members, upon request.

- In terms of Section 152 of the Companies Act, 2013 Dr.Vinay Ranjan [DIN:03636743] Director(HR) retires by rotation at the general meeting and being eligible, offers himself 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 have furnished the requisite consent/declaration for his re-appointment

Name of Director	Dr. Vinay Ranjan
DIN	03636743
Date of Birth	08.12.1970
Nationality	Indian
Date of appointment on the Board	28.07.2021
Qualification	PHD INSEAD (Alumni), PG Diploma (PM&IR), BSc (Physics)
List of Directorships held in other listed company	NA
Membership of other Committees in other Listed Companies	NA
Membership of other Committees in Coal India Ltd	Stakeholders Relationship Committee, Risk Management Committee, CSR , Share Transfer Committee
Disclosure of relationship between Directors inter-se	Not Related
Expertise	Performance-focused people-oriented professional with extensive years of experience in entire gamut of HR, which includes large scale Lateral/ Campus hiring, Talent Management, Performance Management, Employer Branding, Compensation Management and Bench-marking, Change Management, Cultural Building, Employee Engagement, Employee Relations, HRIS, Employee Productivity and Learning & Development.
Shareholding in Coal India Limited	NIL

Profile of Dr Vinay Ranjan is given under "Brief profile of Directors" in Integrated Annual Report 2024-25.

18. The Securities and Exchange Board of India (SEBI) has mandated the submission of a Permanent Account Number(PAN) by every participant in the 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 according 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 1<sup>st</sup> April' 2019. In view of the above and to avail of various benefits of dematerialization, members are advised to dematerialize the shares held by them in physical form. SEBI vide its Master Circular No. SEBI/HO/MRD/MRD-PoD-2/P/CIR/2023/166 dated October 06, 2023 and Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024 read with circulars dated 14<sup>th</sup> May' 2024 and 10<sup>th</sup> June' 2024 has made mandatory furnishing of PAN, KYC details by holders of physical securities. Accordingly, CIL had sent letter to 1340 physical shareholders informing them to update their KYC.Hence,physical shareholders are requested to visit CIL website ([www.coalindia.in](http://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. In accordance with the provisions of the Income Tax Act, 1961 as amended by and read with the provisions of the Finance Act, 2020, with effect from 1st April 2020, dividend declared and paid by the Company shall be taxable in the hands of the shareholders. The Company shall therefore be required to deduct tax at source under section 194, 195 and 196D of Income Tax Act, 1961 ("the Act") depending upon the status and category of the Shareholders at the time of making the payment of the said Dividend.

This communication summarizes the applicable Tax Deduction at Source ("TDS") provisions, as per the Income Tax Act, 1961, for various categories of shareholders along with required documents provided in Table 1 and 2 below:

**Table 1: Resident Shareholders**

Category of shareholder	Tax deduction Rate	Exemption applicability/ Documentation requirement
<b>Any resident shareholder</b>	10%	No deduction of taxes in the following cases - <ul style="list-style-type: none"> <li>If dividend income paid or likely to be paid to a resident individual shareholder during FY 2025-26 does not exceed <b>INR 10,000/-</b>.</li> <li>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.</li> <li>Submitting declaration in Form No. 15G (applicable to individuals only in respect of dividend income) / Form 15H (applicable to an Individual who is 60 years and older), fulfilling all the required eligibility conditions. <b>While filling the form, the shareholder should ensure that the total amount of dividend expected to be received from Coal India Limited during the current Financial Year (inclusive of dividend received in previous tranches, if any) has to be mentioned to be considered as exempted from TDS.</b></li> <li>In case PAN is not furnished / found to be invalid, the rate of deduction of tax shall be 20% as per Section 206AA of the Act.</li> </ul>
<b>Mutual Funds</b>	NIL	Self-attested copy of registration certificate with SEBI and PAN card along with self-declaration that the mutual funds are notified mutual fund u/s 10(23D)(ii) of Income Tax Act, 1961.  In case the shares are held in the name of the mutual fund but the beneficial owners are someone else, the same must be informed within the stipulated time with suitable declaration. Further, a list of such beneficial owners as on the record date must also be submitted within the stipulated time.
<b>Insurance Companies: Public &amp; Other Insurance Companies</b>	NIL	Documentary evidence that the provisions of Section 194 of the Income Tax Act, 1961 are not applicable along with self-attested copy of PAN card. In case the shares are held in the name of insurance companies but the beneficial owners are someone else, the same must be informed within the stipulated time with suitable declaration. Further, a list of such beneficial owners as on the record date must also be submitted within the stipulated time.  Copy of registration certification issued by the IRDAI to be submitted.

Category of shareholder	Tax deduction Rate	Exemption applicability/ Documentation requirement
<b>Entities exempt under Section 10 of the Act</b>	NIL	If the income is exempt under the Act, the authorized signatory shall submit the declaration duly signed with stamp affixed for the purpose of claiming exemption from TDS along with self-attested copy of PAN card (entities as provided in Circular No.18 of 2017 dated 29 May 2017)
<b>Benefit under Rule 37BA</b>	Rates based on the status of the beneficial owners	In case where shares are held by Clearing Member/ intermediaries/ stock brokers and TDS is to be applied by the Company in the PAN of the beneficial shareholders, then intermediaries/ stock brokers and beneficial shareholders will have to provide a declaration within the stipulated time.  Any declaration submitted after the cut-off date will not be accepted.
<b>Corporation established by or under a Central Act which is, under any law for the time being in force, exempt from income-tax on its income.</b>	NIL	Documentary evidence that the Corporation is covered under section 196 of the Income Tax Act, 1961 along with self-attested copy of PAN card.
<b>Shareholder submitting Order under section 197 of the Act</b>	Rate provided in the order	Lower/NIL withholding tax certificate obtained from Income Tax authorities along with self-attested copy of PAN card. 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 2025-26 and should cover the dividend income.
<b>Alternative Investment fund (AIF)</b>	NIL	A declaration that the income is exempt under section 10(23FBA) of the Act and they are established as Category I or Category II AIF under the SEBI Regulations. Self-attested copy of registration documents and PAN card should be provided.
<b>Other resident shareholder without PAN / Invalid PAN /</b>	20%	Shareholders should update their PAN, if not already done, with depositories (in case shares are held in demat mode) and with the Company's Registrar & Share Transfer Agent - M/s Alankit Assignments Limited, at their email id: <a href="mailto:rta@alankit.com">rta@alankit.com</a> (in case the shares are held in physical mode).
<b>Minor</b>		In case of a shareholder seeking exemption from tax being deducted at source, he is required to file a declaration with the company in Form 15G.  Further, where the minor has a taxable income and tax has been withheld at source under any provisions of the Act, the whole or any part of such income becomes assessable in the hands of a person other than the deductee. The credit for the whole or any part of the tax deducted at source, as the case may be, shall be given to the other person and not to the deductee, provided that the deductee files a declaration with the deductor and the deductor reports the tax deduction in the name of the other person in the information relating to deduction of tax.  In this regard, the parent/guardian is required to submit a declaration with the company in accordance with Rule 37BA within the stipulated timelines to avail the withholding tax credit (TDS credit).

**Table 2: Non-resident Shareholders**

Category of shareholder	Section	Tax Deduction Rate	Exemption applicability/ Documentation requirement
<b>Any non-resident shareholder / Foreign Institutional Investors (FII) / Foreign Portfolio Investors (FPI)</b>	195/196D	20% (plus applicable surcharge and cess) or Tax Treaty rate whichever is lower	<p>Non-resident shareholders / FFI / FPI may opt for tax rate under Double Taxation Avoidance Agreement ("Tax Treaty"). The Tax Treaty rate shall be applied for tax deduction at source on submission of following documents to the Company:</p> <ul style="list-style-type: none"> <li>Copy of the PAN Card, if any, allotted by the Indian authorities.</li> <li>Self-attested copy of Tax Residency Certificate (TRC) valid as on the record date obtained from the tax authorities of the country of which the shareholder is resident.</li> <li>Electronically generated Form 10F from the link <a href="https://eportal.incometax.gov.in/">https://eportal.incometax.gov.in/</a></li> <li>Self-declaration from Non-residents, primarily covering the following: <ul style="list-style-type: none"> <li>Non-resident is eligible to claim the benefit of respective tax treaty.</li> <li>Non-resident receiving the dividend income is the beneficial owner of such income.</li> <li>Dividend income is not attributable/effectively connected to any Permanent Establishment (PE) or Fixed Base in India.</li> <li>Non-resident complies with any other condition prescribed in the relevant Tax Treaty and provisions under the Multilateral Instrument ('MLI');</li> <li>Non-resident does not have a place of effective management in India.</li> </ul> </li> </ul> <p>TDS under the Tax Treaties will only be considered as per the rates mentioned in the Dividend Article of respective Tax Treaty. No claims for concessional rate as per the Most Favoured Nation ('MFN') clause shall be claimed and/or allowed.</p> <p>TDS shall be deducted at 20% (plus applicable surcharge and cess) if any of the above-mentioned documents are not provided / found to be not valid.</p> <p>The Company is not obligated to automatically apply the Tax Treaty rates at the time of tax deduction/withholding on dividend amounts. Application of Tax Treaty rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by the non-resident shareholders.</p>
<b>Shareholders Submitting Order under section 197 of the Act</b>	197	Rate provided in the Order	<p>Lower/NIL withholding tax certificate obtained from Income Tax authorities, along with self-attested copy of PAN card. 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 2025-26 and should cover the dividend income.</p>

Category of shareholder	Section	Tax Deduction Rate	Exemption applicability/ Documentation requirement
<b>Non-Resident Shareholders who are tax residents of Notified Jurisdictional Area as defined under Section 94A(1) of the Act</b>	195	30% (plus applicable surcharge and cess)	-
<b>Sovereign Wealth Fund, Pension Funds, Other bodies notified under section 10(23FE) of the Act</b>	10(23FE)	Nil	Self-Declaration substantiating the fulfilment of conditions prescribed under Section 10(23FE) of the Act along with copy of certificate of registration/ incorporation.
<b>Declaration regarding opting out of Sec 115BAC</b>		Not Applicable	<p>From FY 2023-24, the Company is required to declare in the quarterly TDS Return in Form 27Q whether the shareholder is opting the old regime or new regime prescribed under section 115BAC while filing the return of income. In view of the same, the non-resident shareholders are required to give a declaration mentioning their Name, PAN, status of PAN and whether section 115BAC of the Income Tax Act, 1961 is opted or not.</p> <p>Note: Where no declaration is received, it will be assumed that the non - resident shareholder is opting out of section 115BAC.</p>

**Shareholders are also requested to take note of the following:-**

- For shareholders holding shares under multiple accounts under different status/category and single PAN, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.
- While filing Form 15G/15H, the following must be noted

**"Estimated Income for which this declaration is made"** - The total dividend income received from CIL during the current financial year including the present dividend.

**"Details of Income for which the declaration is filed"** -

- Identification number of relevant investment / account etc.- DP ID/Client ID
- Nature of Income - Dividend Income
- Section under which tax is deductible - Section 194
- Amount of Income - total dividend income received from CIL during the current financial year including the present dividend

- In compliance with applicable tax regulations and with a view to improving efficiency, security, and ease of document submission, we wish to inform all the shareholders that going forward, all documents and declarations pertaining to tax on dividend – including but not limited to Forms 15G/15H, Certified copies of PAN and Tax-Residency Certificates and documents under Rule 37BA – shall be submitted through our designated web portal. The web portal has been designed to ensure secure transmission of all sensitive information and to provide a convenient and user-friendly interface for uploading the required documents by the shareholders.**

**The Tax Portal may be assessed at <https://taxportal.coalindia.in>. The Tax Portal shall remain open from Wednesday, 27th Aug'2025 till Wednesday, 3rd Sept'2025**

**However, as an interim measure, in case you experience any technical issues or are unable to access the portal for any reason, you may submit these documents by email at [\[cil.taxdoc@coalindia.in\]](mailto:cil.taxdoc@coalindia.in) during the above-mentioned period.**

**It is requested to kindly complete the submission of all tax-related documents on or before Wednesday, 3rd Sept'2025 to facilitate timely processing and avoid higher tax deduction at source on dividend payouts.**

4. No communication on the tax determination/ deduction other than by ways other than as mentioned above and/or post the cut-off date shall be entertained. The Company reserves the right to reject the documents in case of any discrepancy or if the documents are found to be incomplete.
5. In case the tax on said Dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents, there would still be an option available to file the return of income and claim an appropriate refund, if eligible, but no claim shall lie against the Company for such taxes deducted.
6. In terms of Rule 37BA of the Income Tax Rules 1962, if dividend income on which tax has been deducted at source is assessable in the hands of a person other than the deductee, then such deductee should **upload / mail** the duly signed declaration with details of actual beneficiary as on the record date in excel sheet in the manner prescribed in the said Rules **on or before Wednesday, 3rd Sept'2025** for the purpose of payment of Dividend. Declarations filed/received after the said period shall not be considered.

#### SECTION 206AA OF THE ACT

Individual Shareholders are requested to ensure that their Aadhar number is linked with PAN, as per the timelines prescribed. In case of failure of linking Aadhar with PAN within the prescribed timelines, PAN shall be considered inoperative and in such scenario, tax shall be deducted at higher rate of 20% under section 206AA of the IT Act.

In case where Section 206AA (Non - PAN) is applicable i.e. the PAN of the shareholder is invalid/inoperative or invalid; tax will be deducted at higher of the three rates prescribed in the section.

As per Central Board of Direct Taxes vide Circular No. 11 of 2021 dated June 21, 2021, for determining TDS rate on Dividend, the Company will be using functionality of the Income-tax department to determine the applicability of Section 206AA of the Act.

While on the subject, it is also requested to submit / update the bank account details with respective Depository Participant, in case shares are being held in electronic form. In case the shareholding is in physical form, it is requested to submit a scanned copy of a covering letter, duly signed by the first shareholder, along with a cancelled cheque leaf with shareholder name and bank account details and a copy of PAN

card, duly self-attested, with our RTA, M/s Alankit Assignments Limited. This will facilitate the receipt of dividend directly into the bank accounts. In case the cancelled cheque leaf does not bear the name, it is requested to attach a copy of the bank pass-book statement, duly self-attested.

**We are pleased to inform our shareholders that, in our continuous efforts to enhance shareholder services, your TDS certificates relating to dividend payments are now available for download through our dedicated online Tax portal. The portal has been designed to provide a secure and user-friendly experience, enabling you to conveniently access your tax documents anytime, anywhere.**

**TDS certificates may be assessed and downloaded by logging in at <https://taxportal.coalindia.in>**

**It may be noted that henceforth TDS Certificates shall not be mailed separately. In case of any issues with downloading, shareholders may raise a request at [cil.taxdoc@coalindia.in](mailto:cil.taxdoc@coalindia.in) for the said purpose.**

Shareholders are also requested to register their email IDs and mobile numbers with the Company at [cil.taxdoc@coalindia.in](mailto:cil.taxdoc@coalindia.in) in or with M/s Alankit Assignments Limited at their email id: [rtal@alankit.com](mailto:rtal@alankit.com).

Further, all tax on dividend related correspondences may be directed to our email id [cil.taxdoc@coalindia.in](mailto:cil.taxdoc@coalindia.in). **Please mention DP ID/ Client ID, PAN & contact number in all such communications.**

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
<b>M/s. Alankit Assignment Limited</b>	<b>M/s Alankit Assignments Limited</b>
205-208 Anarkali Complex Jhandewalan Extension, New Delhi - 110 055	3B Ground Floor, Lal Bazar Street Kolkata 700 001
Phone No: 011-4254- 1234/2354-1234	E-mail id: <a href="mailto:rtal@alankit.com">rtal@alankit.com</a> Ph. no.: 033-4401- 4100/4200
Fax No: 011-4154-3474	Toll-free-1860-121-2155
E-mail id: <a href="mailto:rtal@alankit.com">rtal@alankit.com</a>	
Website: <a href="http://www.alankit.com">www.alankit.com</a>	
Toll free no-1860-121-2155	
Website: <a href="http://www.alankit.com">www.alankit.com</a>	

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, 3<sup>rd</sup> floor, Premises No.04, MAR, Plot No.AF-III, Action Area IA, New Town, Rajarhat, Kolkata-700156**  
Email- [cil.taxdoc@coalindia.in](mailto:cil.taxdoc@coalindia.in)

#### 23. STEPS FOR REMOTE E-VOTING: -

- Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through 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.

- 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 and May 05, 2020 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 voting on the date of the AGM will be provided by NSDL.
- In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.coalindia.in](http://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](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://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 23<sup>rd</sup> August 2025, at 09:00 A.M. and ends on 27<sup>th</sup> August' 2025, at 05:00 P.M. 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 record date (cut-off date) i.e. 21<sup>st</sup> August 2025, 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 21<sup>st</sup> August' 2025.**

**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 in given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 &amp; voting during the meeting.</p> <p>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</p> <p>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</p> <p>Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p>



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>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 &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned 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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**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.nsd.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 the "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).

**Physical User Reset Password?** (If you are holding shares in physical mode) option is available on [www.evoting.nsd.com](http://www.evoting.nsd.com).

If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) 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?

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.

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 Meeting".

Now you are ready for e-Voting as the Voting page opens.

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.

Upon confirmation, the message "Vote cast successfully" will be displayed.

You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### General Guidelines for shareholders

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 [pcs.saurabhbasu@gmail.com](mailto:pcs.saurabhbasu@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). 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.

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.nsd.com](http://www.evoting.nsd.com) to reset the password.

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.nsd.com](http://www.evoting.nsd.com) or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com)

### 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:

- 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 [complianceofficer.cil@coalindia.in](mailto:complianceofficer.cil@coalindia.in).
- 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 ([complianceofficer.cil@coalindia.in](mailto:complianceofficer.cil@coalindia.in)). If you are an Individual shareholders 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.**

- Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
- 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:-

The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

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 through e-Voting system in the AGM.

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 a link of "VC/OAVM" placed under "**Join meeting**" menu against the company name. You are requested to click on VC/OAVM link placed under Join 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 a better experience.
- Further Members will be required to allow Camera and use the 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.

- e. 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](mailto:complianceofficer.cil@coalindia.in) latest by 17.00 Hrs (IST) on 18<sup>th</sup> August' 2025.
- f. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- g. 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.
- h. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
- i. Members who need assistance before or during the AGM, can contact Ms.Pallavi Mhatre, Senior Manager, NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com) or call on.: 022 - 4886 7000

**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 <a href="mailto:complianceofficer.cil@coalindia.in">complianceofficer.cil@coalindia.in</a> / <a href="mailto:rta@alankit.com">rta@alankit.com</a> / <a href="mailto:lalitap@alankit.com">lalitap@alankit.com</a> 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: a) Name and Branch of the Bank in which you wish to receive the dividend, b) the Bank Account type, c) Bank Account Number allotted by their banks after implementation of Core Banking Solutions d) 9 digit MICR Code Number, and e) 11 digit IFSC Code f) 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](mailto: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:-**

- i. In case of any query, members are requested to contact:  
Name: Ms. Pallavi Mhatre,  
Designation: - Senior Manager, NSDL,  
E-mail id : [evoting@nsdl.com](mailto:evoting@nsdl.com)  
Address: 301, 3<sup>rd</sup> Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051  
Contact details: 022 4886 7000
- ii. CS Saurabh Basu of M/s S Basu & Associates, Practising Company Secretary, Kolkata email-id [pcs.saurabhbasu@gmail.com](mailto:pcs.saurabhbasu@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.
- iii. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on 21st August 2025.
- iv. 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.
- v. 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](http://www.coalindia.in) and on the website of NSDL - [www.evoting.nsdl.com](http://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/-  
**(B.P DUBEY)**  
Company  
Secretary & Compliance officer

Date: 31-07-2025

**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](mailto:Email-complianceofficer.cil@coalindia.in)  
Website: [www.coalindia.in](http://www.coalindia.in)

**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. 5:**

Board approved the appointment and remuneration of the Cost Auditor to conduct the audit of the cost records of CIL (Standalone) for the FY 2025-26 at its meeting held on 30<sup>th</sup> May' 2025 as per the following details:-

Name of the Cost Auditor: - M/s. Bandyopadhyaya Bhaumik & Co (Registration Number-000041)

**Audit Fees-**

- (a) Cost Audit for the FY2025-26: ₹ 5,00,000 /-
- (b) Travelling and Out-of-pocket expenses will be reimbursed at actuals restricted to 50% of total 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. Bandyopadhyaya Bhaumik & Co. 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.5 of the Notice, of remuneration payable to M/s. Bandyopadhyaya Bhaumik & Co, Cost Auditor for the FY 2025-26

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:-**

**Appointment of M/s. T Chatterjee & Associates, Practising Company Secretaries as Secretarial Auditor**

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any ("the Act"), the Audit Committee and the Board of Directors at their respective meetings held on 25<sup>th</sup> June 2025 & 26<sup>th</sup> June' 2025 respectively have approved subject to approval of Members, appointment of M/s. **T Chatterjee & Associates**, a Peer Reviewed Firm of Company Secretaries in Practice (Firm Registration Number: P2007WB067100) as Secretarial Auditors for one term of 5 (Five) consecutive years from April 1, 2025 till March 31, 2030.

**Credentials of the Secretarial Auditor:**

Mr. Tarun Chatterjee is the Founder Partner of M/s. T Chatterjee & Associates, Peer Reviewed Company Secretaries. The firm provides services in the field of NCLT proceedings, FEMA Compliances, Merger demerger arrangements, Secretarial Audit, Due Diligence etc. The firm has a team of skilled professionals and has significant experience with many PSUs, Banks and private sector companies.

M/s. T Chatterjee & Associates, have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified by the Institute of Companies Secretaries of India. They have further confirmed that they are not disqualified to be appointed as Secretarial Auditors in term of provisions of the Companies Act, 2013, the Companies Secretaries Act, 1980 and Rules and Regulations made thereunder and the SEBI Listing Regulations read with SEBI Circular dated December 31, 2024.

**Terms and conditions of appointment & remuneration:**

- a) Term of appointment: One term of 5 (Five) consecutive years commencing from April 1, 2025 upto March 31, 2030.
- b) Remuneration: ₹ 2,62,550/- inclusive of all applicable taxes/- (Rupees Two Lakhs Sixty Two Thousand Five Hundred Fifty only) for 5 Financial years from April 2025 upto March' 2030 and out-of-pocket expenses in connection with the Secretarial audit limited to 50% of the Audit fees and would be paid at actuals. The proposed fee is based on GEM Contract no [GEM/2025/B/62/7609](http://GEM/2025/B/62/7609)
- c) In addition to conducting Secretarial Audit for one term of consecutive five years, the Secretarial Auditor shall also issue such certificates for the above tenure as may be required under applicable laws from time to time at a remuneration to be determined by the Board.

**Basis of recommendations:**

The Audit Committee and the Board of Directors have approved & recommended the aforementioned proposal for approval of Members taking into account the eligibility and expertise of the firm in providing Secretarial audit related services.

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 6 for the approval of the members.

**Item No. 7:**

The Board of Directors had appointed Smt Rupinder Brar [DIN: 08584254], official Part-time Director (Govt. Nominee) 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. 21/3/2011-BA/Estt dated:

01.01.2025 from Ministry of Coal, approval is hereby accorded for the appointment of Ms. Rupinder Brar, Additional Secretary, MoC (DIN 08584254) as Additional Director (Part-time Official Director) vice Shri M. Nagaraju on the Board of Coal India Limited w.e.f. 1<sup>st</sup> January' 2025 and until further orders. She will hold office upto the date of next AGM or the last date on which AGM should have been held 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 resolution."

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 Smt Rupinder Brar, as a Director, to be appointed as such under the provisions of Section 152 of the Companies Act, 2013. The Company has received from her (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 she is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013 and that she is not debarred by SEBI or any other authority from being appointed or continuing as a Director of a company. Her appointment is recommended by Nomination and Remuneration Committee through Circular Resolution no. 1 of 2024-25 U/S 175 of the Companies Act' 2023 dated 2<sup>nd</sup> Jan' 25. The approval of members is further sought for the appointment of Smt Rupinder Brar [DIN: 08584254], as an Official Part time Director of the Company w.e.f. 1<sup>st</sup> January' 2025 and until further orders, in terms of Ministry of Coal letter No. 21/3/2011-ESTT(B)- dated 1<sup>st</sup> Jan'25. She is liable to retire by rotation.

**a. Brief Resume-** Smt Rupinder Brar is a 1990 batch officer of Indian Revenue Service (IRS). She holds a Masters degree in Public Administration from the Lee Kuan Yew School of Public Policy, National University Singapore and is an alumna of the Hindu College, Delhi. Ms Brar has also completed her Law Degree from Mumbai University. Prior to her appointment in the Ministry of Coal (MoC), she has served as Chief Commissioner of Income Tax in Mumbai and Delhi. As Commissioner of Income Tax she has worked in Mumbai, handling Large Corporate Tax Assessments including issues of Cross Border Taxation. She has been Member of the Dispute Resolution Panel looking in to Transfer Pricing and International Tax issues. She has also served in Ministry of Tourism as ADG Tourism from July 2019 to June 2022 and was the nominated Government director on the Board of Indian Tourism Development Corporation Limited (ITDC) and its subsidiary Delhi Tourism and Transportation Development Corporation Limited from October 2019 to June 2022. Currently she is also the Nominated Authority for the Ministry of Coal, handling the Coal Block auctions. She holds directorship in Central Coalfields Limited, a subsidiary of CIL as a Govt. nominee director.

**b. Nature of expertise in specific functional areas;** Taxation, CSR, Mining Industry and Vigilance.

**c. Disclosure of relationships between directors-** She is not related to any other Director of CIL.

**d.** Names of listed entities in which she also holds the directorship and the membership of committees of the board along with listed entities from which the person has resigned in the past three years

Sr. No.	Name of the Company	Category of the Directorship
1	NIL	NA

She has not resigned from any Listed Company in past three years.

**e) Shareholding of Non-executive directors** in the listed entity, including shareholders as a beneficial owner- Smt Rupinder Brar does not hold any share of Coal India Ltd.

No Director, Key managerial personnel or their relatives, except Smt Rupinder Brar 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 7 for the approval of the members.

#### Item No. 8:

The Board of Directors had appointed Shri Achyut Ghatak (DIN-08923591), Director(Technical) 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 Ministry of Coal letter No. 21/23/2023-ESTABLISHMENT-(B) dated 23.01.2025 and subsequent Order No. CIL/C5A(ii)/D(T)-CIL/AG/B-58 dated 23.01.2025 from CIL, approval is hereby accorded for appointment of Shri Achyut Ghatak, Director (Technical), CIL as an Additional Director on the Board of Coal India Limited w.e.f. the date of his assumption of charge of the post i.e. 23.01.2025 till the date of his superannuation i.e. 31.03.2028 or until further orders, whichever is earlier. He will hold office upto the date of next AGM or the last date on which AGM should have been held 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 resolution."

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 Achyut Ghatak, 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. His appointment is recommended by Nomination and Remuneration Committee through Circular Resolution no. 2 of 2024-25 U/S 175 of the Companies Act' 2023 dated 24<sup>th</sup> Jan' 25. The approval of members is further sought for the appointment of Shri Achyut Ghatak [DIN: 08923591], Director (Technical) of the Company w.e.f. 23<sup>rd</sup> Jan' 25 or till date of his superannuation or until further orders in terms of Ministry of Coal letter no No.21/23/2023- ESTABLISHMENT-(B) dated 23.01.2025. He is liable to retire by rotation.

**a. Brief Resume-** Shri Achyut Ghatak, Director(Tech) obtained his Degree in Mining Engineering in 1989 from Govt College of Engineering & Tech, Raipur & obtained his first class Mine Managers Certificate of Competency in 1993. He started his career as a Junior Executive Trainee in 1989 at Western Coalfields Limited, a wholly owned subsidiary of CIL and served there for 19 long years mostly in mechanized underground mines. After Aug, 2008, he served at CIL HQ Kolkata in the important departments of Project Monitoring & Corporate Planning. Shri Ghatak played a key role in following areas:

- 1) Use of MS-Project for first time in CIL for monitoring & implementation of coal mining projects
- 2) Preparing the roadmap for 1 Bt plan of CIL
- 3) Formulating & Implementing the underground vision plan of CIL.
- 4) Formulation of vision 2047 of CIL & assisting preparation of MoC's vision 2047 document.
- 5) Instrumental in starting NaCCER Phase I, the new R&D Center at CMPDIL.
- 6) Key Person in formulation of CMPDIL @ 2047

In his official capacity, he has visited various countries and has vast experience in underground mining and operational planning which shall greatly benefit CIL. Prior to joining CIL as Director (Technical), Shri Ghatak was working as Director (RD&T) in CMPDI, a mining consultancy subsidiary of CIL w.e.f.01.10.2023.

**b. Nature of expertise in specific functional areas:-** Mining, Project implementation and Operational Planning.

**c. Disclosure of relationships between directors-** He is not related to any other Director of CIL.

**d.** Names of listed entities in which he also holds the directorship and the membership of committees of the board along with listed entities from which the person has resigned in the past three years

Sr. No.	Name of the Company	Category of the Directorship
1	NIL	NA

He has not resigned from any Listed Company in past three years.

No Director, Key managerial personnel or their relatives, except Shri Achyut Ghatak 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 8 for the approval of the members.

#### Item No.9:

The Board of Directors had appointed Shri Bhojarajan Rajeshchander, [DIN: 02065422] as non-official Independent Director on the Board of Coal India Limited for a period of one year with effect from 28<sup>th</sup> March 2025 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. 21/21/2022-Estt dated 28<sup>th</sup> March'2025 from Ministry of Coal, approval is hereby accorded for the re-appointment/appointment of the following as Additional Director on the Board of Coal India Limited for a period of one year w.e.f.28<sup>th</sup> March' 2025 or until further orders:-

- I. Shri Bhojarajan Rajesh Chander (DIN- 02065422),
- II. Shri Kamesh Kant Acharya (DIN- 09386642),
- III. Shri Punambhai Kalabhai Makwana (DIN- 09385881) and
- IV. Smt Mamta Palariya (DIN-07749007)

They will hold office upto the date of next AGM or the last date on which AGM should have been held 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 resolution."

The Company has received a notice in writing under Section 160 of the Companies Act, 2013 as amended from a member proposing the candidature of Shri Bhojarajan Rajeshchander as a director, to be appointed as such under the provisions of Section 149 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. He has also given the Declaration of Independence. His appointment is recommended by Nomination and

Remuneration Committee through Circular Resolution no. 3 of 2024-25 dated 29<sup>th</sup> March' 2025 U/S 175 of the Companies Act 2013. The resolution seeks the approval of members for the appointment of Shri Bhojarajan Rajeshchander as an Independent Director of the Company from 28<sup>th</sup> March, 2025 and until further orders in terms of Ministry of Coal letter no. 21/21/2022- Estt dated 28<sup>th</sup> March' 2025.. He is not liable to retire by rotation.

- a. Brief Resume:** Shri B. Rajesh Chander [DIN: 02065422] has been re-appointed as an Independent Director on the Board of Coal India Limited w.e.f. 28<sup>th</sup> March' 2025. Prior to this he was serving as Independent Director in Coal India Limited board from 2<sup>nd</sup> November' 2021 till 1<sup>st</sup> Nov' 2024. Shri Rajesh Chander is an Engineering graduate from Sri Jaychamarajendra College of Engineering, Mysore. Shri Rajesh Chander has served as Chairman of Coimbatore Tea Traders Association during the period 2015 to 2017. He had also served as Managing Partner at Hittakkal Estate Tea Factory from 1998 to 2020. He had also held the post of Trustee/Secretary at Isha Foundation during the period 2008 to 2020. He is also professionally involved in tea and coffee planting business. He is also Vice-chairman of Tea Board of India. He was also a member of Board of Governor of Lawrence School, Lovedale (under Ministry of Education). He does not hold any shares of Coal India Ltd.
- b. Nature of expertise in specific functional areas-** Management, Administration, CSR.
- c. Disclosure of relationships between directors-** He is not related to any other Director of CIL.
- d)** Names of listed entities in which he also holds the directorship and the membership of committees of the board along with listed entities from which the person has resigned in the past three years

Sr. No.	Name of the Company	Category of the Directorship
1	NIL	NA

He has not resigned from any Listed Company in past three years.

- e) Shareholding of Non-executive directors** in the listed entity, including shareholders as a beneficial owner- Shri B. Rajesh Chander does not hold any share of Coal India Ltd.
- f) In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.

As recommended by the Nomination and Remuneration Committee and approved by the Board, the following are the skills/expertise/competence required for the role and Shri B. Rajesh Chander meets the said requirements

Executive Leadership
Governance Experience
Financial Acumen
Sectoral/ Domain knowledge
Human Resource Management
Project Formulation and Management
Strategy/ Risk management
Occupational Health, Safety & Environment

No Director, Key managerial personnel or their relatives, except Shri B. Rajesh Chander to whom the resolution relates, is interested or concerned financially or otherwise in the resolution. No remuneration other than sitting fees is being paid to him for attending Board/ Committee Meetings. The Board of Directors considered that in view of the background and experience of Shri B. Rajesh Chander, it would be in the interest of the company to appoint him as an Independent Director of the Company from 28<sup>th</sup> March, 2025 till 27<sup>th</sup> March, 2026 or until further orders from MoC. The Board recommends the special resolution set forth in Item no. 9 for the approval of the members.

#### Item No. 10:

The Board of Directors had appointed Shri Punambhai Kalabhai Makwana, [DIN: 09385881] as non-official Independent Director on the Board of Coal India Limited for a period of one year with effect from 28<sup>th</sup> March 2025 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. 21/21/2022- Estt dated 28<sup>th</sup> March'2025 from Ministry of Coal, approval is hereby accorded for the re-appointment/appointment of the following as Additional Director on the Board of Coal India Limited for a period of one year w.e.f. 28<sup>th</sup> March' 2025 or until further orders:-

- I. Shri Bhojarajan Rajesh Chander (DIN- 02065422),
- II. Shri Kamesh Kant Acharya (DIN- 09386642),
- III. Shri Punambhai Kalabhai Makwana (DIN- 09385881) and
- IV. Smt Mamta Palariya (DIN-07749007)

They will hold office upto the date of next AGM or the last date on which AGM should have been held 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 resolution."

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 Punambhai Kalabhai Makwana as a director, to be appointed as such under the provisions of Section 149 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. He has also given the Declaration of Independence. His appointment is recommended by Nomination and Remuneration Committee through Circular Resolution no. 3 of 2024-25 dated 29<sup>th</sup> March' 2025 U/S 175 of the Companies Act 2013. The resolution seeks the approval of members for the appointment of Shri Punambhai Kalabhai Makwana as an Independent Director of the Company from 28<sup>th</sup> March, 2025 and until further orders in terms of Ministry of Coal letter no. 21/21/2022- Estt dated 28<sup>th</sup> March' 2025. He is not liable to retire by rotation.

- a. Brief Resume:** Shri Punambhai Kalabhai Makwana [DIN: 09385881] has been re-appointed as an Independent Director on the Board of Coal India Limited w.e.f. 28<sup>th</sup> March'2025. Prior to this he was serving as Independent Director in Coal India Limited board from 2<sup>nd</sup> November' 2021 till 1<sup>st</sup> Nov' 2024. He is a Bachelor in Science from 1978. At present he is an Industrialist and Agriculturist. He has been Executive Member of National Scheduled Caste Morcho, B.J.P, President of Gujarat Senva and Ravat Vikas Sangh and Executive Member of B.J.P Gujarat State. He was M.L.A of Dasada Vidhansabha (Gujarat) from 2012 to 2017, Parliament Secretary of Govt. of Gujarat from 2015 to 2017, Secretary of B.J.P Gujarat Pradesh from 2002 to 2004, Chairman of Gujarat Ati Pachhat Jati Vikas Board from 2010-2012, President of G.I.D. Eng. Association, Gandhinagar from 2005 to 2007, Member of High Power Committee, Govt. of Gujarat 1985, President of B.J.P. Scheduled Caste Morcho Gandhinagar (Gujarat) from 1990 to 1994. He was Director in Gujarat State Handloom Dev. Corporation from 1998 to 2002 and Director in Gujarat State Nasabandhi Board from 1982 to 1988. He does not hold any shares of Coal India Ltd.

- b. Nature of expertise in specific functional areas-** CSR, Social Services
- c) Disclosure of relationships between directors-** He is not related to any other Director of CIL.
- d)** Names of listed entities in which he also holds the directorship and the membership of committees of the board along with listed entities from which the person has resigned in the past three years

Sr. No.	Name of the Company	Category of the Directorship
1	NIL	NA

He has not resigned from any Listed Company in past three years.

- e) Shareholding of Non-executive directors** in the listed entity, including shareholders as a beneficial owner- Shri Punambhai Kalabhai Makwana does not hold any share of Coal India Ltd.

- f) In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.

As recommended by the Nomination and Remuneration Committee and approved by the Board, the following are the skills/expertise/competence required for the role and met by Shri Punambhai Kalabhai Makwana:

Executive Leadership
Governance Experience
Marketing Knowledge
Human Resource Management
Project Formulation and Management
Occupational Health, Safety & Environment

No Director, Key managerial personnel or their relatives except Shri Punambhai Kalabhai Makwana to whom the resolution relates is interested or concerned financially or otherwise in the resolution. No remuneration other than sitting fees is being paid to him for attending Board/ Committee Meetings. The Board of Directors considered that in view of the background and experience of Shri Punambhai Kalabhai Makwana, it would be in the interest of the company to appoint him as an Independent Director of the Company from 28<sup>th</sup> March, 2025 till 27<sup>th</sup> March, 2026 or until further orders from MoC. The Board recommends the special resolution set forth in Item no. 10 for the approval of the members.

#### Item No. 11:

The Board of Directors had appointed Shri Kamesh Kant Acharya, [DIN: 09386642], as non-official Independent Director on the Board of Coal India Limited for a period of one year with effect from 28<sup>th</sup> March 2025 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. 21/21/2022- Estt dated 28<sup>th</sup> March'2025 from Ministry of Coal, approval is hereby accorded for the re-appointment/appointment of the following as Additional Director on the Board of Coal India Limited for a period of one year w.e.f. 28<sup>th</sup> March' 2025 or until further orders:-

- I. Shri Bhojarajan Rajesh Chander (DIN- 02065422),
- II. Shri Kamesh Kant Acharya (DIN- 09386642),
- III. Shri Punambhai Kalabhai Makwana (DIN- 09385881) and
- IV. Smt Mamta Palariya (DIN-07749007)

They will hold office upto the date of next AGM or the last date on which AGM should have been held 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 resolution."

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 Kamesh Kant Acharya as a director, to be appointed as such under the provisions of Section 149 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. He has also given the Declaration of Independence. His appointment is recommended by Nomination and Remuneration Committee through Circular Resolution no. 3 of 2024-25 dated 29<sup>th</sup> March' 2025 U/S 175 of the Companies Act 2013. The resolution seeks the approval of members for the appointment of Shri Kamesh Kant Acharya as an Independent Director of the Company from 28<sup>th</sup> March, 2025 and until further orders in terms of Ministry of Coal letter no- no. 21/21/2022- Estt dated 28<sup>th</sup> March' 2025. He is not liable to retire by rotation.

**a. Brief Resume:** CA Kamesh Kant Acharya [DIN- 09386642] has been re-appointed as Independent Director on the Board of Coal India Limited w.e.f. 28<sup>th</sup> March' 2025. Prior to this he was serving as Independent Director in Coal India Limited board from 3<sup>rd</sup> November' 2021 till 1<sup>st</sup> Nov' 2024. CA. Kamesh Kant Acharya is a fellow member (FCA) of "The Institute of Chartered Accountants of India". He is also a Law Graduate (LL.B.) from Law Faculty, Delhi University. He has vast experience of more than 25 years in different spheres of profession including Statutory Audits, Tax Audits, Tax Planning, Advisory, Project Financing, Corporate Finance, funds restructuring and representation before Tax and other government departments. He has rich experience in serving several sectors including Banking, Real Estate, Distillery, Manufacturing, Processing, Transport, Health and Education. He is well versed with the working of Banks including RBI, SBI with Public and Private limited companies, Cooperatives and Non-government organisations etc. He remained associated with a number of Chartered Accountants firms including Acharya Goel & Associates. At present he is senior partner at ASKM & Associates having offices at New Delhi and Dehradun (Uttarakhand). He was the member of 'Taxation committee' and 'Professional Development Committee' and hold other key positions at "The Institute of Chartered Accountants of India". He also associated with "The Institute of Company Secretaries of India". He is an active social Activist and motivational speaker associated with many socio-cultural, charitable, welfare organisations and market-trade associations. Further, he is a UGC Nominee in Finance Committee of Rajasthan Vidyapeeth University, Rajasthan. He is also a member of Vigilance Committee, Department of Food Supplies and Consumer Affairs (Circle- 58), Government of NCT of Delhi. He does not hold any shares of Coal India Limited.

**b. Nature of expertise in specific functional areas-** Finance, Taxation, Corporate law

**c. Disclosure of relationships between directors-** He is not related to any other Director of CIL.

**d)** Names of listed entities in which he also holds the directorship and the membership of committees of the board along with listed entities from which the person has resigned in the past three years

Sr. No.	Name of the Company	Category of the Directorship
1	NIL	NA

He has not resigned from any Listed Company in past three years.

**e) Shareholding of Non-executive directors** in the listed entity, including shareholders as a beneficial owner- Shri Kamesh Kant Acharya does not hold any share of Coal India Ltd.

**f)** In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.

As recommended by the Nomination and Remuneration Committee and approved by the Board, the following are the skills/expertise/competence required for the role and Shri Kamesh Kant Acharya meets the said requirements

Executive Leadership
Governance Experience
Financial Acumen
Marketing Knowledge
Human Resource Management
Project Formulation and Management
Strategy/ Risk Management

No Director, Key managerial personnel or their relatives, except Shri Kamesh Kant Acharya to whom the resolution relates, is interested or concerned financially or otherwise in the resolution. No remuneration other than sitting fees is being paid to him for attending Board/ Committee Meetings. The Board of Directors considered that in view of the background and experience of Shri Kamesh Kant Acharya, it would be in the interest of the company to appoint him as an Independent Director of the Company from 28<sup>th</sup> March' 2025 till 27<sup>th</sup> March, 2026 or until further orders from MoC. The Board recommends the special resolution set forth in Item no. 11 for the approval of the members.

#### Item No. 12:

The Board of Directors had appointed Smt Mamta Palariya [DIN-07749007], as non-official Independent Director on the Board of Coal India Limited for a period of one year with effect from 28<sup>th</sup> March 2025 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. 21/21/2022- Estt dated 28<sup>th</sup> March' 2025 from Ministry of Coal, approval is hereby accorded for the re-appointment/appointment of the following as Additional Director on the Board of Coal India Limited for a period of one year w.e.f. 28<sup>th</sup> March' 2025 or until further orders:-

- I. Shri Bhojarajan Rajesh Chander (DIN- 02065422),
- II. Shri Kamesh Kant Acharya (DIN- 09386642),
- III. Shri Punambhai Kalabhai Makwana (DIN- 09385881) and
- IV. Smt Mamta Palariya (DIN-07749007)

They will hold office upto the date of next AGM or the last date on which AGM should have been held 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 resolution."

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 Smt Mamta Palariya as a director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013. The Company has received from her (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 she is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013. She has also given the Declaration of Independence. Her appointment is recommended by Nomination and Remuneration Committee through Circular Resolution no. 3 of 2024-25 dated 29<sup>th</sup> March' 2025 U/S 175 of the Companies Act 2013. The resolution seeks the approval of members for the appointment of Smt Mamta Palariya as an Independent Director of the Company from 28<sup>th</sup> March, 2025 and until further orders in terms of Ministry of Coal letter no- no. 21/21/2022- Estt dated 28<sup>th</sup> March' 2025. She is not liable to retire by rotation.

**a. Brief Resume:** Smt Mamta Palariya [DIN 07749007] has been appointed as an Independent Director on the Board of Coal India Limited w.e.f. 28<sup>th</sup> March' 2025. She holds master's degree, Bachelor degree and LLB from Kumaun University. She is an Advocate by profession and has been practising in Civil Court, Haldwani (Uttarakhand) since 1986. She was an Independent Director in Bharat Wagon and Engineering Company Ltd (2017-2020) and ITI Limited (2021-2024). She does not hold any shares of Coal India Limited.

**b. Nature of expertise in specific functional areas-** Law, CSR and Social Services.

**c. Disclosure of relationships between directors-** She is not related to any other Director of CIL.

**d)** Names of listed entities in which he also holds the directorship and the membership of committees of

the board along with listed entities from which the person has resigned in the past three years

Sr. No.	Name of the Company	Category of the Directorship
1	NIL	NA

She has not resigned from any Listed Company in past three years.

**e) Shareholding of Non-executive directors** in the listed entity, including shareholders as a beneficial owner- Smt Mamta Palariya does not hold any share of Coal India Ltd.

**f)** In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.

As recommended by the Nomination and Remuneration Committee and approved by the Board, the following are the skills/expertise/competence required for the role and Smt Mamta Palariya meets the said requirements

Executive Leadership
Governance Experience
Financial Acumen
Marketing Knowledge
Human Resource Management
Occupational Health, Safety & Environment

No Director, Key managerial personnel or their relatives, except Smt Mamta Palariya to whom the resolution relates, is interested or concerned financially or otherwise in the resolution. No remuneration other than sitting fees is being paid to her for attending Board/ Committee Meetings. The Board of Directors considered that in view of the background and experience of Smt Mamta Palariya, it would be in the interest of the company to appoint her as an Independent Director of the Company from 28<sup>th</sup> March' 2025 till 27<sup>th</sup> March, 2026 or until further orders from MoC. The Board recommends the special resolution set forth in Item no. 12 for the approval of the members.

#### Item No. 13:

The Board of Directors had appointed Shri Satyabrata Panda [DIN- 02736534], as non-official Independent Director on the Board of Coal India Limited for a period of one year with effect from 30<sup>th</sup> April 2025 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. 21/21/2022-Estt(B) dated 30<sup>th</sup> April' 2025 from Ministry of Coal, approval is hereby accorded for appointment of Shri Satyabrata Panda [DIN: 02736534] as an Additional Director on the Board of Coal India Limited for a period of one year w.e.f. 30<sup>th</sup> April' 2025 or until further orders. He will hold office up to the date of next AGM or the last date on which AGM should have been held 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 resolution."

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 Satyabrata Panda as a director, to be appointed as such under the provisions of Section 149 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. He has also given the Declaration of Independence. His appointment is recommended by Nomination and Remuneration Committee through Circular Resolution no. 1 of 2025-26 dated 30<sup>th</sup> April' 2025 U/S 175 of the Companies Act 2013. The resolution seeks the approval of members for the appointment of Shri Satyabrata Panda as an Independent Director of the Company from 30<sup>th</sup> April' 2025 and until further orders in terms of Ministry of Coal letter no-no. 21/21/2022- Estt(B) dated 30<sup>th</sup> April' 2025. He is not liable to retire by rotation.

- a. Brief Resume:** Shri Satyabrata Panda [DIN- 02736534] has been appointed as an Independent Director w.e.f. 30.04.2025. Shri Panda is an M.A. in Economics from Utkal University. He is a Journalist by profession and editor at Economic Quarterly Journal in Odia Language Titled "Bhumi". Shri Panda is also a member of Board of Governors, IIT Bhubaneswar.
- b. Nature of expertise in specific functional areas-** Journalism, Social Services.
- c. Disclosure of relationships between directors-** He is not related to any other Director of CIL.
- d)** Names of listed entities in which he also holds the directorship and the membership of committees of the board along with listed entities from which the person has resigned in the past three years

Sr. No.	Name of the Company	Category of the Directorship
1	NIL	NA

He has not resigned from any Listed Company in past three years.

- e) Shareholding of Non-executive directors** in the listed entity, including shareholders as a beneficial owner- Shri Satyabrata Panda does not hold any share of Coal India Ltd.
- f)** In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.

As recommended by the Nomination and Remuneration Committee and approved by the Board, the following are the skills/expertise/competence required for the role and Shri Satyabrata Panda meets the said requirements

Executive Leadership
Governance Experience
Financial Acumen
Marketing Knowledge
Human Resource Management
Occupational Health, Safety & Environment

No Director, Key managerial personnel or their relatives, except Shri Satyabrata Panda to whom the resolution relates, is interested or concerned financially or otherwise in the resolution. No remuneration other than sitting fees is being paid to him for attending Board/ Committee Meetings. The Board of Directors considered that in view of the background and experience of Shri Satyabrata Panda, it would be in the interest of the company to appoint him as an Independent Director of the Company from 30<sup>th</sup> April' 2025 to 29<sup>th</sup> April' 2026 or until further orders from MoC. The Board recommends the special resolution set forth in Item no. 13 for the approval of the members.

#### Item No. 14:

The Board of Directors had appointed Shri Ashish Chatterjee (DIN-07688473), official Part-time Director (Govt. Nominee) 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. 21/3/2011-BA/ESTT (B) dated 24th July' 2025 from Ministry of Coal, approval is hereby accorded for appointment of Shri Ashish Chatterjee, AS & FA, MoC (DIN 07688473) as Additional Director (Part-time Official Director) vice Ms. Nirupama Kotru on the Board of Coal India Limited w.e.f. 24th July' 2025 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 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 Ashish Chatterjee, 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. His appointment is recommended by Nomination and Remuneration Committee through Circular Resolution no. 2 of 2025-26 U/S 175 of the Companies Act' 2013 dated 24th July' 25. The approval of members is further sought for the appointment of Shri Ashish Chatterjee [DIN: 07688473], as an Official Part time Director of the Company w.e.f. 24th July' 2025 and until further orders, in terms of

Ministry of Coal letter No. 21/3/2011-ESTT(B)- dated 24th July' 25. He is liable to retire by rotation.

- a. Brief Resume- Shri Ashish Chatterjee (DIN-07688473) has been appointed as Part time Official Director [Government Nominee Director] on the Board of Coal India Limited (CIL) w.e.f. 24th July' 2025. He is a senior civil servant belonging to the 1999 batch of the Indian Administrative Service (IAS), Tamil Nadu cadre. An alumnus of the Indian Institute of Technology with a Bachelor's degree in Chemical Engineering, he brings over 25 years of extensive administrative experience spanning both state and central government roles. In the State of Tamil Nadu, he has held key leadership positions, including serving as District Collector of Viluppuram, Kanchipuram, and Tiruvallur districts, where he was instrumental in driving governance and developmental initiatives at the grassroots level. Further, he has also worked in the field of Urban Development and City Governance in Corporation of Chennai. At the Central level, Shri Chatterjee has served in the Ministry of Commerce Industries and as Joint Secretary in the Ministry of Petroleum & Natural Gas, he played a pivotal role in policy formulation and sectoral oversight. He also served as Government Nominee Director on the Boards of GAIL (India) Ltd. contributing to strategic decision-making in the energy sector. In April 2025, Shri Ashish Chatterjee assumed the position of Additional Secretary & Financial Advisor in the Ministry of Steel, Government of India. Shri Chatterjee is presently serving as Government Nominee Director on the Boards of SAIL and NMDC.
- b. Nature of expertise in specific functional areas: Administration, Governance, Energy, Steel and Mining Industry.
- c. Disclosure of relationships between directors-He is not related to any other Director of CIL.
- d. Names of listed entities in which He also holds the directorship and the membership of committees of the board along with listed entities from which the person has resigned in the past three years

Sr. No.	Name of the Company	Category of the Directorship
1	NMDC Limited	Govt.Nominee Director
2	NMDC Steel Limited	Govt.Nominee Director
3	Steel Authority of India Limited	Govt.Nominee Director
4	Hindustan Zinc Limited	Govt.Nominee Director
5	Jharkhand National Mineral Development Corporation Limited	Govt.Nominee Director
6	NMDC-CMDC Limited	Govt.Nominee Director
7	Bharat Aluminium Company Limited	Govt.Nominee Director

He has not resigned from any Listed Company in past three years.

- e) Shareholding of Non-executive directors in the listed entity, including shareholders as a beneficial owner- Shri Ashish Chatterjee does not hold any share of Coal India Ltd.

No Director, Key managerial personnel or their relatives, except Shri Ashish Chatterjee 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 14 for the approval of the members.

#### Explanatory statement Item no- 15 to 18

#### Material Related Party Transactions with Related Parties

In terms of Regulation 23(4) of SEBI (LODR) 2015 approval of the Shareholders through ordinary resolution is required, if the transaction(s) to be entered into individually or taken together with the previous transaction(s) during a Financial Year with a related party, exceeds ₹ 1,000 crore or 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, even if such transaction is in ordinary course of business and at arms' length.

Pursuant to provisions of Section 188 of the Act, Related Party Transactions (RPT) such as sale, purchase or supply of any goods or materials; selling or otherwise disposing of, or buying, property of any kind; leasing of property of any kind; availing or rendering of any services; appointment of any agent for purchase or sale of goods, materials, services or property etc., which are not in ordinary course of business or not on arm's length basis and exceeding the specified limits of turnover/net-worth require consent of the members through Ordinary Resolution.

CIL undertakes transactions with Related Parties in the ordinary course of its business and on arms' length basis for furtherance of the business interest of the Company for which approval of Audit Committee is obtained in compliance with extant provisions of the Act & SEBI (LODR) 2015. The Company proposes to enter into material RPT with Related Parties as mentioned in Item nos. 15 to 18. The Audit Committee has reviewed the material RPT's and recommended the same for approval of the Board. The Board also reviewed the material RPT's and recommended the same for approval of the shareholders.

In the FY 2025-26 and 2026-27, it is expected that transaction with HURL & TFL may exceed ₹ 1000/- crore. The summary of information required under Regulation 23(4) of SEBI LODR read with SEBI Circular dated November 22, 2021 for RPT's which are likely to exceed ₹ 1,000 crore during FY 2025-26 & FY 2026-27 is provided at Annexure.

Approval of Members sought for the material related party transactions as given in Item Nos 15 to 18., shall be valid up to the date of next AGM.

None of the Directors, Key Managerial Personnel and/ or their relatives are interested or concerned, financially or otherwise in the resolution or may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company, if any, except as given below:

- Shri Mukesh Agrawal, Director(Finance), Coal India Limited is non- executive Chairman on the Board of HURL

The Members may note that as per the provisions of the SEBI Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transactions or not), shall not vote to approve the Resolutions as set out in Item Nos 15 to 18.

**Annexure**

SI No	Item no	Item no 15-16	Item no17-18
1	Name of the RP	Hindustan Urvarak Rasayan Limited (HURL)	Talcher Fertilizers Limited(TFL)
2	Nature of Relationship	Joint Venture Company (JVC) of Coal India Limited and CIL holds 33.33% equity share	Joint Venture Company (JVC) of Coal India Limited and CIL holds 39.87% equity share
3	Nature of business	Setting up and operating fertilizer plants at Sindri, Gorakhpur and Barauni	Production of Ammonia and Urea (yet to commence)
4	Type of RPT's	<ul style="list-style-type: none"> <li>Equity investment</li> <li>Reimbursement of expenditure</li> <li>Inter corporate Loans</li> <li>Arrangement for sale and distribution of goods.</li> <li>Corporate Guarantee</li> </ul>	<ul style="list-style-type: none"> <li>Equity investment</li> <li>Reimbursement of expenditure</li> <li>Inter corporate Loans</li> <li>Sale and distribution of goods</li> <li>Corporate Guarantee</li> </ul>
5	Material terms and conditions	<ul style="list-style-type: none"> <li>Equity investment as per Joint Venture Agreement and at face value</li> <li>Providing of inter-corporate Loan and Corporate Guarantee</li> <li>Reimbursement of salary of employees on deputation etc.</li> <li>Arrangement for sale and distribution of goods.</li> </ul>	<ul style="list-style-type: none"> <li>Equity investment as per Joint Venture Agreement and at face value</li> <li>Providing of inter-corporate Loan and Corporate Guarantee</li> <li>Reimbursement of salary of employees on deputation etc.</li> <li>Arrangement for sale and distribution of goods.</li> </ul>
6	Expected value of RPT for 2025-26	₹ 1,500 crore	₹ 6,000 crore
7	Expected value of RPT for 2026-27	₹ 1,500 crore	₹ 2,000 crore
8	Tenure of the RPT	Ongoing transactions (year on year),	Ongoing transactions (year on year),
9	Justification for RPT with the RP	CIL is required to make equity investment/ provide inter-corporate loan to meet the fund requirement of HURL for furtherance of business interest of the Company.	CIL is required to make equity investment/ provide inter-corporate loan to meet the fund requirement of TFL for furtherance of business interest of the Company.
10	Expected value of transaction with Related Party (FY 2025-26) represented by % of CIL's consolidated turnover of FY 2024-25 (₹ 1,43,369 crore)	1.05%	4.19%
11	Expected value of transaction with Related Party (FY 2026-27) represented by % of CIL's consolidated turnover of FY 2024-25 (₹ 1,43,369 crore)	1.05%	1.40%
12	Expected value of transaction with Related Party (FY 2026-27) represented by % of Related Party consolidated turnover of FY 2024-25	9.53%	Production yet to commence

By order of the Board of Directors  
For Coal India Limited

Sd/-  
(B.P DUBEY)  
Company Secretary & Compliance officer

Date: 31-07-2025

**Registered Office:**

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