



# COAL INDIA LIMITED

A MAHARATNA COMPANY



COAL INDIA LIMITED

A Maharatna Company

CIN: L23109WB1973GOI028844

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

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

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

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

## NOTICE

Dated: 25<sup>th</sup> August, 2020

### Notice of Forty-Sixth Annual General Meeting of Coal India Limited

NOTICE is hereby given to the members of Coal India Limited that the Forty-Sixth Annual General Meeting of the Company will be held on **Wednesday, the 23<sup>rd</sup> September 2020 at 10.30 A.M IST through Video conferencing (VC)/Other Audio Visual Means (OAVM)** to transact the following businesses:

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt:
  - a. the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2020 including the Audited Balance Sheet as at March 31, 2020 and 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, 2020 including the Audited Balance Sheet as at March 31, 2020 and Statement of Profit & Loss for the year ended on that date and the Report of Statutory Auditor and Comptroller and Auditor General of India thereon.
2. To confirm Interim dividend paid on equity shares for the Financial Year 2019-20 as final dividend for the year 2019-20.
3. To appoint a director in place of Shri Binay Dayal [DIN-07367625] 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.

#### **SPECIAL BUSINESS AND SPECIAL RESOLUTION:**

##### **ITEM No.4**

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 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), approval be and is hereby given for creation of Board level post of Director (Business Development) in CIL as per the provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and DPE Guidelines.

#### **SPECIAL BUSINESS AND 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 Sections 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of any other guidelines issued by relevant authorities, Shri Pramod Agrawal [DIN:00279727], who was appointed by the Board of Directors as an Additional Director to function as Chairman-cum-Managing Director of the Company with effect from 1<sup>st</sup> Feb' 2020 and who holds office upto the date of this Annual General Meeting in terms of Section 161(1) of Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of the Director, be and is hereby appointed as a Whole time Director to function as Chairman-cum-Managing Director of the Company w.e.f 1<sup>st</sup> Feb' 2020 to 30<sup>th</sup> June 2023 or until further orders, in terms of Ministry of Coal letter no.-21/11/2019-BA dated 9<sup>th</sup> December 2019. He is not liable to retire by rotation.

##### **ITEM No.6**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 152 and any other applicable provisions of the Companies Act, 2013 and the rules



made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of any other guidelines issued by relevant authorities, Shri V.K.Tiwari [DIN: 03575641], who was appointed by the Board of Directors as an Additional Director of the Company with effect from 29<sup>th</sup> Nov' 2019 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 29<sup>th</sup> Nov' 2019 and until further orders, in terms of Ministry of Coal letter no.-21/3/2011-ASO/BA dated 29<sup>th</sup> Nov' 2019. He is liable to retire by rotation.

**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 any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of any other guidelines issued by relevant authorities, Shri S.N.Tiwary [DIN:07911040], who was appointed by the Board of Directors as an Additional Director to function as Director(Marketing) of the Company with effect from 1<sup>st</sup> Dec'19 and who holds office upto the date of this Annual General Meeting in terms of Section 161(1) of Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of the Director, be and is hereby appointed as a Whole time Director to function as Director(Marketing) of the Company w.e.f 1<sup>st</sup> Dec' 2019 to 30<sup>th</sup> April, 2022 i.e date of his superannuation or until further orders, in terms of Ministry of Coal letter no.-21/07/2019-BA dated 4<sup>th</sup> Nov' 2019. He is liable to retire by rotation.

**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 any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of any other guidelines issued by relevant authorities, Ms. Yatinder Prasad [DIN:08564506], who was appointed by the Board of Directors as an Additional Director of the Company with effect from 24<sup>th</sup> August' 2020 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 24<sup>th</sup> August' 2020 and until further orders, in terms of Ministry of Coal letter no-21/3/2011-ASO/BA dated 24<sup>th</sup> August' 2020. She is liable to retire by rotation.

**ITEM No. 9**

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 all 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 Rs. 4,00,000/-, out of pocket expenditures and applicable taxes as set out in the explanatory statement to this Resolution and payable to M/s, Dhananjay V. Joshi & Associates, Cost Auditor (Registration Number '000030) who was appointed as Cost Auditor by the Board of Directors of the Company to conduct the audit of the cost records of the CIL (Standalone) for the financial year ended 31<sup>st</sup> March, 2020 be and is hereby ratified."

By order of the Board of Directors

For Coal India Limited

Sd/-

(M. VISWANATHAN)

Company Secretary & Compliance Officer

Date : 25<sup>th</sup> August, 2020

**Registered Office:**

CIN: L23109WB1973GOI028844

Coal Bhawan, Premises No.-04 MAR,

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

New town, Rajarhat, Kolkata-700156

Email-complianceofficer.cil@coalindia.in

Website: www.coalindia.in



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## NOTES:-

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
3. The Company is providing facility for voting by electronic means (e-voting) and the business set out in the notice will be transacted through such voting. Information and instructions relating to e-voting are given in this notice in Note no.-22.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 16<sup>th</sup> September, 2020 to 23<sup>rd</sup> September, 2020 (both days inclusive) for the purpose of Annual General Meeting.
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 advised to be 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 the Scrutinizer by email through its registered email address to [goenkamohan@gmail.com](mailto:goenkamohan@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
10. Non-Resident Indian Members are requested to inform M/s Alankit Assignments Limited, immediately of:
  - i) Change in their residential status on return to India for permanent settlement.
  - ii) Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC code and address of the bank with pin code number, if not furnished earlier.
11. The Board of Directors of your company in its 400<sup>th</sup> meeting held on 12<sup>th</sup> March, 2020 had declared Interim dividend @ 120% (Rs.12/- per share) on the paid-up equity share capital of the company which was paid on and from 26<sup>th</sup> March, 2020. Members who have not received or not encashed their dividend warrants may approach M/s Alankit Assignments Limited, Registrar & Share Transfer Agent of the Company for obtaining Demand Draft.

The Ministry of Corporate Affairs has 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)), as 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 also transferred Rs. 1,19,79,624/- of Interim Dividend 2011-12 and Rs. 6,48,184/- of Final Dividend 2011-12 to IEPF Authority on 11.04.2019 and 17.10.2019 respectively. The details are also available in CIL website.

Further the Company had, transferred Rs.79,60,916/- being the unclaimed dividend amount pertaining to Interim Dividend 2012-13 on 26<sup>th</sup> June, 2020 to the IEPF. The Company has been sending reminders to those members having unclaimed dividends before transfer of such dividend(s) to IEPF as per IEPF Rules 2017. Details of the unclaimed dividend are also uploaded as per the requirements, on the Company's website [www.coalindia.in](http://www.coalindia.in). Members, who have not claimed their dividend pertaining to Final Dividend 2012-13 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 7104 equity shares of Rs. 10/- each pertaining to 138 shareholders to the IEPF Account on which Interim dividend 2011-12 remained unclaimed for seven consecutive years with reference to the due date of 11.04.2019 and 9675 equity shares of Rs. 10/- each pertaining to 160 shareholders to the IEPF Account on which Final dividend 2011-12 remained unclaimed for seven consecutive years with reference to the due date of 17.10.2019 after following the prescribed procedure.

Company has transferred 6046 shares to IEPF Authorities on 4<sup>th</sup> August, 2020 in respect of Interim Dividend 2012-13 which had remained unclaimed for seven consecutive years.

Further, all the shareholders who have not claimed their dividends in the last seven consecutive years from Final Dividend of 2012-13 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)

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
Final Dividend 2012-13	18.09.2013	17.10.2020
Interim Dividend 2013-14	14.01.2014	13.02.2021
Interim Dividend 2014-15	27.02.2015	26.03.2022
Interim Dividend 2015-16	05.03.2016	04.04.2023
1st Interim Dividend 2016-17	06.03.2017	05.04.2024
2nd Interim Dividend 2016-17	26.03.2017	25.04.2024
Interim Dividend 2017-18	10.03.2018	09.04.2025
1st Interim Dividend 2018-19	20.12.2018	19.01.2026
2nd Interim Dividend 2018-19	14.03.2019	13.04.2026
Interim Dividend 2019-20	12.03.2020	11.04.2027

12. Pursuant to Section 143(5) of the Companies Act, 2013, the Auditors of a Government Company are to be appointed or re-appointed by the Comptroller and Auditor General of India (C & AG) under Section 139(5) of Companies Act, 2013 and in terms of sub-section(1) of Section 142 of the Companies Act, 2013. Their remuneration has to be fixed by the Company in the Annual General Meeting or in such manner as the Company in General Meeting may determine. The Members of your Company in its 27<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2001 authorised the Board of Directors to fix the remuneration of Statutory Auditors.
13. The Register of Directors, Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members electronically at the AGM.
14. The Register of Contracts or Arrangements, in which Directors are interested, maintained under section 189 of Companies Act, 2013, will be available for inspection by the members electronically at the AGM.
15. All documents referred to in the accompanying notice are open for inspection at the AGM and such documents will also be available for inspection in physical or in electronic form at the Registered office of the Company and copies thereof shall also be available for inspection at the Registered office of the Company during normal business hours on working days from 11.00AM to 1.00 PM from 24<sup>th</sup> August, 2020 till 22<sup>nd</sup> September, 2020.
16. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website [www.coalindia.in](http://www.coalindia.in), 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 on the website of NSDL <https://www.evoting.nsdl.com>.



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17. In terms of Section 152 of the Companies Act, 2013 Sri B. Dayal (DIN-07367625), Director, retires by rotation at the general meeting and being eligible, offers himself for re-appointment. Details of Director seeking appointment or re-appointment as required to be provided pursuant to the provisions of (i) Regulation 36(3) of the 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. The Director has furnished the requisite consent/declaration for his re-appointment.

<b>Name of Director</b>	<b>Sri Binay Dayal</b>
DIN	07367625
Date of Birth	09.01.1962
Nationality	Indian
Date of appointment on the Board	11.10.2017
Qualification	Graduate mining Engineer from Indian School of Mines
List of Directorships held in other companies	CMPDIL Bharat Coking Coal Limited Coal India Africana Limiteda Talcher Fertilizers Limited Hindustan Urvarak & Rasayan Limited.
Chairman/Membership of other Committee in Coal India Ltd	Empowered Sub-Committee Risk Management Committee CSR Share Transfer Committee

Profile of Sri Binay Dayal is given under "Brief profile of Directors" in Annual Report 2019-20.

18. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number(PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company/ M/s Alankit Assignments Limited.
19. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of Special businesses is annexed herewith.
20. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to M/s Alankit Assignments Limited, for consolidation into a single folio. **SEBI has stipulated that securities of listed companies can be transferred only in dematerialized form from 1<sup>st</sup> April, 2019. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares held by them in physical form.**
21. Members are requested to address all correspondences, including dividend matters to our Registrar and Share Transfer Agents on any one of the below mentioned addresses:

Registered Office	Local Address
<b>M/s Alankit Assignments Limited</b> 205-208 Anarkali Complex Jhandewalan Extension, New Delhi-110055 Ph.no.-011-4254-1234/2354-1234 Fax-011-4154-3474 E-mail id- <a href="mailto:rt@alankit.com">rt@alankit.com</a> Website-www.alankit.com Toll free no.-1860-121-2155	<b>M/s Alankit Assignments Limited</b> 3B, Ground floor, Lal Bazar Street, Kolkata-700001 E-mail id- <a href="mailto:rt@alankit.com">rt@alankit.com</a> Ph. no.-033-4401-4100/4200 Toll-free no.-1860-121-2155

## 22. STEPS FOR REMOTE E-VOTING :

- 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 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 it is also available on the website (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).



3. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

#### THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

- The remote e-voting period will commence on **18 September 2020 (9:00 AM, IST) and ends on 22 September 2020 (5:00 P.M, IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter and the facility will be blocked forthwith. During this period, shareholders of the company holding shares either in physical form or in dematerialized form, as on the **cut-off date i.e 16<sup>th</sup> September 2020** may cast their vote electronically. A person who is not a member as on cut-off date should treat this notice for information purpose only. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- Any Person who has acquired shares and became Member of the Company after the dispatch of the Notice of the AGM but before the cut-off date of **16<sup>th</sup> September, 2020**, may obtain his/her user ID and password for remote e-voting from Company's Registrar & Transfer Agents, M/s Alankit Assignments Limited, 205-208, Anarkali Complex Jhandewalan Extension, New Delhi - 110 055, [Email-id-rta@alankit.com](mailto:Email-id-rta@alankit.com), [Ph.no.-011-4254-1234/2354-1234](tel:011-4254-1234), [Fax-011-4154-3474](tel:011-4154-3474), [Toll-free-1860-121-2155](tel:1860-121-2155) may obtain the login ID and sequence number by sending a request at [rta@alankit.com](mailto:rta@alankit.com) also.
- Members who have casted their vote through remote e-voting facility prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again. On the AGM date members who have not, casted their vote through remote e-voting may cast their vote through electronic voting system. The company has opted to electronic voting system at the meeting and the said facility shall be in operation till all the resolutions are considered and voted upon at the meeting. This may be used for voting only by the members holding shares as on the cut-off date attending the meeting and who have not already casted their vote through remote-e-voting.
- Persons whose names are recorded in the Register of Members maintained by M/s Alankit Assignments Ltd, Registrar as on cut off date i.e **16<sup>th</sup> September, 2020** shall only avail the facility of remote e-voting or voting through Insta poll at venue of the meeting.

#### 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 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2 : Cast your vote electronically on NSDL e-Voting system.**

#### Details on Step 1 is mentioned below:

#### 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 'Shareholders' section.
- A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

- Your User ID details are given below :

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



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5. Your password details are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) 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.
  - c) 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'.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the evoting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## Details on Step 2 is given below:

### How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. 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.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [goenkamohan@gmail.com](mailto:goenkamohan@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

### THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:–

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



3. 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.
4. 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:**

1. The Members can join the AGM in the VC/OAVM mode 30 minutes before 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.
2. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
3. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members 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. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
4. Members are encouraged to join the Meeting through Laptops for better experience.
5. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request preferably along with questions mentioning their name, demat account number/folio number, email id, mobile number at [complianceofficer.cil@coalindia.in](mailto:complianceofficer.cil@coalindia.in) by **21<sup>st</sup> September @ 5.00 p.m.** Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
8. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [complianceofficer.cil@coalindia.in](mailto:complianceofficer.cil@coalindia.in) latest by **20<sup>th</sup> September @ 5.00 p.m.**
9. Facility to join the meeting will be opened thirty minutes before the scheduled AGM and shall be kept open throughout the proceeding of the meeting.

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

Physical Holding	<p>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.</p> <p>Following additional details need to be provided in case of updating Bank Account Details:</p> <ol style="list-style-type: none"> <li>a) Name and Branch of the Bank in which you wish to receive the dividend,</li> <li>b) the Bank Account type,</li> <li>c) Bank Account Number allotted by their banks after implementation of Core Banking Solutions</li> <li>d) 9 digit MICR Code Number, and</li> <li>e) 11 digit IFSC Code</li> <li>f) a scanned copy of the cancelled Cheque bearing the name of the first shareholder.</li> </ol>
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 email request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).





# COAL INDIA LIMITED

**A MAHARATNA COMPANY**

## General Instructions:

- a) In case of any query, members are requested to contact:

Name : Ms. Pallavi Mhatre,

Designation : Manager, NSDL,

E-mail id : [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

Address : Trade World, "A" Wing, 4th Floor, Kamala Mills Compound, Lower Parel,

Mumbai 400 013

Contact details : 022 – 24994545 or toll free no. 1800222990.

- b) Shri CS Mohan Ram Goenka, Practising Company Secretary, 46 B.B. Ganguly Street, 406, Kolkata-700012, [email-id: goenkamohan@gmail.com](mailto:goenkamohan@gmail.com) has been appointed as Scrutinizer to scrutinize the remote e-voting process and Instapoll at the AGM in a fair and transparent manner.
- c) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on 16<sup>th</sup> September, 2020.
- d) The scrutinizer shall, immediately after the conclusion of the voting through electronic voting at General Meeting, first unblock and count the votes cast at the meeting vide electronic voting, and the votes cast through remote e-voting and make, not later than 48 hours from conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, to Chairman or Director (F) authorized by the Board of the Company.
- e) The results of voting along with details of the number of votes cast for and against the Resolution, invalid votes will be declared within 48 hours from the conclusion of the AGM. The results declared along with the Scrutinizer's Report shall be placed on the company's website [www.coalindia.in](http://www.coalindia.in) and on the website of M/s NSDL. Further, the results shall be displayed on the Notice Board of the Company at its Registered Office. It shall also be communicated to BSE & NSE.

By order of the Board of Directors  
For Coal India Limited

Sd/-

(M. VISWANATHAN)  
Company Secretary & Compliance Officer

Date : 25<sup>th</sup> August, 2020

### Registered Office:

CIN: L23109WB1973GOI028844

Coal Bhawan, Premises No.-04 MAR,

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

New town, Rajarhat, Kolkata-700156

Email-complianceofficer.cil@coalindia.in

Website: [www.coalindia.in](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.4:

The Board of Directors in its 403<sup>rd</sup> meeting held on 23<sup>rd</sup> April, 2020 had approved creation of Board level post of Director (Business Development) in CIL and its Subsidiaries as per Companies Act, 2013, Listing Regulations and DPE guidelines.

CIL has been incorporated in the year 1975 with the Government taking over private coal mines. With a modest production of 79 MT at the year of its inception, CIL today is the single largest coal producer in the world. CIL is a Schedule 'A' Maharatna CPSE operating through its 8 Subsidiaries in 8 States of India. CIL has a foreign Subsidiary in Mozambique namely Coal India Africana Limitada. CIL is presently headed by Chairman cum Managing Director who is assisted by four other Functional Directors namely Director (Technical), Director (Personnel & Industrial Relations), Director (Finance) and Director (Marketing). As such, at present, there are five Board level posts in CIL including CMD. All the Board functionaries are handling their responsibilities as per their job description and the tasks assigned to them. In addition, CIL Board consists of 2 Government nominee Directors and 7 Independent Director posts, out of which, 5 posts in the process of getting filled by the Govt. of India. The business scenario in which CIL operates is rapidly changing globally in the current times. To cater to futuristic business models, there is a need for an additional Board level post that can drive the Company's future business, increase its revenue, identify and develop new Business opportunities, build and expand the presence of the Company both locally as well as in the global markets. All the said tasks are strategic in nature and it can be managed only by a separate Board level post to lead the Organization, as all other Board level posts basically meet the existing functional needs of the Organization. In case, the above works are combined with the existing functional setup in the Organization, requisite focus and thrust are feared to get somewhat compromised. CIL is already in the process of investing substantial amount in diversification projects namely Solar Power, Revival of Fertilizer Plants, acquiring coking coal assets in Australia and Canada, Coal Gasification, CBM, Rail Wagon procurement etc. in the coming years. Some of such significant initiatives undertaken by CIL are as under:

- a) Acquisition of coking coal assets abroad - CIL has signed MoUs with two Russian entities in the areas of coking coal mining in the Russian Far East and the Arctic Region. Further, CIL has undertaken initiatives for acquiring stakes in coking coal assets in Australia, Canada & USA. Few potential coking/ semi coking coal assets have been identified in Australia & Canada and consultants are being engaged for the said purpose.
- b) Revival of fertilizer projects
  - i. Setting up of natural gas based ammonia-urea complex at Gorakhpur, Sindri and Barauni – HURL [JV of CIL, NTPC, IOCL, FCIL & HFCL]
  - ii. Setting up of coal based ammonia-urea complex at Talcher – TFL [JV of RCF, CIL, GAIL & FCIL]
- c) Setting up of Coal to Methanol plant at Dankuni Coal Complex (DCC) – Consultants are engaged for carrying out various pre-project activities.
- d) Entering into solar and thermal power generation:– An MoU has been signed between CIL & NLC India Ltd. to form a Joint Venture Company for Solar Power generation of 3,000 MW and Thermal Power projects of 2,000 MW capacity.

All these strategic initiatives have to be monitored at the highest level of the Management for overall growth of the Organization. Further, alike other Board level functions like Technical, Personnel and Finance, the said function of Business Development also has to be taken care by a Board level Director Post not only at CIL level but also at the Subsidiary level of CIL for creating more focused approach to achieve the desired objective of the Organization. Furthermore, all the said tasks are strategic in nature and those can be managed well only at the Board level to lead the change in the Organization. As such, there is a need to create one additional Board level post namely Director (Business Development) in CIL & its Subsidiaries.

The existing below Board verticals of Director (Technical) like Coal Videsh, International Co-operation, New Initiatives are proposed to be placed under the proposed new Director (Business Development) post. Hence, considering the business imperatives, it is necessary to have a separate Board level post at CIL as well as at Subsidiary level to cater to the business development needs of CIL & its Subsidiaries.

These posts are not proposed in lieu of any other existing posts at below Board level. The pay scale of Director in Schedule 'A' CPSE is ₹ 1,80,000 to 3,40,000 and that of Schedule 'B' CPSEs is ₹ 1,60,000 to 2,90,000. In case of addition of Director level post at CIL, one additional Independent Director has to be appointed to comply with the provisions of the LODR Regulations.

### Job Description & Responsibilities:–

Director (Business Development) is a member of the Board of Directors and reports to Chairman-cum-Managing Director. As the head of Business Development, he/ she is overall incharge to drive the Company's business, increase its revenues, identify and develop new Business opportunities, organize Research & Development activities, build and expand the presence of the Company both locally as well as in the global market. To drive the Business, he/ she is also responsible for liaisoning with senior Government functionaries, Directors of other CPSEs, Autonomous bodies, operators of International repute, stakeholders, etc. He/ she will also represent Company in various Sub-Committees of Board, Business forums, etc.

No Director, Key managerial personnel or their relatives, is interested or concerned financially or otherwise in the resolution. In view of the above, CIL Board in its 403<sup>rd</sup> meeting held on 23<sup>rd</sup> April, 2020 recommended the resolution as set forth in Item no.4 for the approval of the members.



# COAL INDIA LIMITED

*A MAHARATNA COMPANY*

## Item No. 5:

The Board of Directors in its 399<sup>th</sup> meeting held on 11<sup>th</sup> Feb' 2020 had ratified the appointment Shri Pramod Agrawal [DIN:00279727] as an Additional Director to function as Chairman-cum-Managing Director and passed the following resolution.

"RESOLVED THAT pursuant to Article 39(c) of Articles of Association of the company, Section-161(1) of Companies Act, 2013 and in terms of letter No.21/11/2019-BA dated 9<sup>th</sup> December, 19 from Ministry of Coal, Board hereby 'takes on record' appointment of Shri Pramod Agrawal as an Additional Director on the Board of Coal India Limited from 1<sup>st</sup> February, 2020 and until further orders whichever is earlier. He will function as CMD, CIL. 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 Pramod Agrawal as a director, to be appointed as such under the provisions of Section 149 152 of the Companies Act, 2013. The Company has received from him (i) consent in writing to act as director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013 and that he is not debarred by SEBI or any other authority from being appointed or continuing as a Director of a company. The resolution seeks the approval of members for the appointment of Shri Pramod Agrawal as a Wholetime Director to function as Chairman-cum-Managing Director of the Company till 30<sup>th</sup> June, 2023 or until further orders in terms of Ministry of Coal letter no. 21/11/2019-BA dated 9<sup>th</sup> December, 2019. He is not liable to retire by rotation.

Shri Pramod Agrawal, aged 57 years, an Indian Administrative Service Officer of [1991 batch] from Madhya Pradesh Cadre, took over as Chairman, Coal India Limited (CIL), the world's largest coal producing company, on and from 1st February 2020. Prior to the assumption of the top post of the Maharatna coal mining behemoth, he was Principal Secretary, Department of Technical Education, Skill Development & Employment and Department of Labour, Government of Madhya Pradesh. Shri Agrawal succeeds Shri Anil Kumar Jha who superannuated as Chairman, CIL on attaining superannuation on 31<sup>st</sup> January 2020. A Graduate (B.Tech) in Civil Engineering from Indian Institute of Technology (IIT) Mumbai (1986), Shri Agrawal completed his Post-Graduation in Design Engineering (M.Tech) from IIT, Delhi (1988). On assuming the charge of the company that produces over 83% of the country's entire coal output, Shri Agrawal underlined his priority as "to make Coal India a competitive, economically viable business entity, in the changing scenario, with greater emphasis on operational efficiency and lowering the cost of production. Coal imports to be curtailed to the extent possible with higher coal output". Shri Agrawal has 28 years of administrative acumen under his belt in varied fields of Public Administration, as Principal Secretary in the State of Madhya Pradesh, which include Urban Development & Housing Department; Public Health Engineering Department; Public Works Department and Transport Department. He was also Managing Director, Madhya Pradesh Finance Corporation. He served as Chairman-cum-Managing Director of Madhya Pradesh Paschim Kshetra Vidyut Vitaran Company, and as Chief Executive Officer of Madhya Pradesh Rural Development Authority. He was the Collector of Morena and Mahasamund District of Madhya Pradesh. Shri Agrawal brings with him rich repertoire of managerial experience to Coal India Limited. He also served as Joint Secretary, Department of Disinvestment, Ministry of Finance, Government of India and as Director in Ministry of Youth Affairs and Sports Government of India. Shri Agrawal received professional training in Project Appraisal and Risk Management from Duke University, Raleigh, USA; Management of Technical Cooperation Projects from ILOTC Turin; Programme on Infrastructure Development and Financing from IIM, Ahmedabad; Infrastructure Planning and Management from IIM, Bangalore; Study on Road Management Policies and Practices from Royal Melbourne Institute of Technology, Melbourne. Shri Agrawal has several papers published to his credit like "implementing Rural Roads Project in Madhya Pradesh" and "Procurement Reforms under PMGSY in Madhya Pradesh". Shri Agrawal is recipient of "Award for Infrastructure Development by Housing and Urban Development Corporation (HUDCO) for exceptional work done for PMGSY Project", "Red Cross Special Award for Improvement of Medical Infrastructure while working as Collector of Morena District". He has been appointed in the scale of pay of Rs. 2,00,000-3,70,000/. He does not hold any shares of CIL.

No Director, Key managerial personnel or their relatives, except Shri Pramod Agrawal to whom the resolution relates, is interested or concerned financially or otherwise in the resolution.

As recommended by NRC, the Board of Directors approved that in view of the background and experience of Shri Pramod Agrawal, it would be in the interest of the company to appoint him as a Whole time Director of the Company to function as Chairman-cum-Managing Director till 30<sup>th</sup> June 2023 or until further orders. The Board recommends the resolution set forth in Item no. 5 for the approval of the members.

## Item No. 6:

The Board of Directors in its 396<sup>th</sup> meeting held on 19th December, 2019 had appointed Shri V.K.Tiwari [DIN: 03575641] as an Additional Director and passed the following resolution.

"RESOLVED THAT pursuant to Article 39(C) of Articles of Association of the company, Section 161(1) of Companies Act, 2013 and in terms of letter No.21/3/2011-ASO/BA dated 29th November, 2019 from Ministry of Coal, Board hereby 'takes on record' appointment of Shri VinodKumar Tiwari as an Additional Director on the Board of Coal India Limited from 29<sup>th</sup> November, 2019 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 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 V.K.Tiwari as a director, to be appointed as such under the provisions of Section 149, 152 of the Companies



Act, 2013. The Company has received from him(i) consent in writing to act as director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013 and that he is not debarred by SEBI or any other authority from being appointed or continuing as a Director of a company. The approval of members is further sought for the appointment of Shri V.K.Tiwari as a Director of the Company from 29<sup>th</sup> November, 2019 and until further orders in terms of Ministry of Coal letter no. 21/3/2011-ASO/BA dated 29<sup>th</sup> November, 2019. He is liable to retire by rotation.

Shri Vinod Kumar Tiwari, aged 57 years, Additional Secretary, Ministry of Coal (April, 2019) a 1986 batch Indian Forest Service officer of HP Cadre, holds double masters in Geology and in Forestry besides certificate in German language. In his career spanning over three decades, he served in various positions (HRD, IT, Legal, Personnel, Environment, Social and RR and M&E) before his appointment (April 2017) as Joint Secretary in Ministry of Tribal Affairs, Government of India. He has served State Power Sector in various capacities for a decade including directorship in HP State PSU engaged in Power generation. He has been instrumental in registration of major CDM projects of hydropower sector under UNFCCC mechanism and also done WCD compliance besides various due diligences for carbon trading. He has streamlined NGO grants process while making it an end-to-end online solution during his stint in Ministry of Tribal Affairs, Govt. of India. He was instrumental in bringing Eklavya Model Residential Schools for Tribal Students under Centre's umbrella with enhanced and assured support not only for education but also for the overall development of students. He has voluntarily done two year's stint in climatically harsh, remote and difficult tribal area (Pangi Sub-Division, Chamba district) of H.P. He has been pivotal in the development of several important policies in State Power Sector, State's Environment and Forest Sector; besides CDM Project, WCD Compliance, EIA, EMP preparation and compliance monitoring etc. for Environment Management and on the tribal welfare and tribal development. He has travelled far and wide and is trained in various subjects in India and abroad. He has been a visiting faculty in the training academies of various subjects. He has been contributing articles to newspapers and magazines. He does not hold any shares of CIL.

No Director, Key managerial personnel or their relatives, except Shri V.K.Tiwari to whom the resolution relates, is interested or concerned financially or otherwise in the resolution.

As recommended by NRC, the Board of Directors approved that in view of the background and experience of Shri V.K.Tiwari, it would be in the interest of the company to appoint him as a Director of the Company from 29<sup>th</sup> November, 2019 until further orders. The Board recommends the resolution set forth in Item no. 6 for the approval of the members.

#### Item No. 7:

The Board of Directors in its 396<sup>th</sup> meeting held on 19<sup>th</sup> December, 2019 had appointed Shri S.N.Tiwary [DIN:07911040], as an Additional Director to function as Director(Marketing) 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.21/7/2019-BA dated 4<sup>th</sup> November, 2019 from Ministry of Coal and Office Order No.CIL:XI/C-5A(iv)/SNT/DM-CIL/B- 714 dated 4<sup>th</sup> November, 2019 of GM (Personnel), CIL, Board hereby 'takes on record' appointment of Shri S.N. Tiwary as an Additional Director on the Board of Coal India Limited from 1<sup>st</sup> December, 2019. 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 S.N. Tiwary as a director, to be appointed as such under the provisions of Section 152 of the Companies Act, 2013. The Company has received from him(i) consent in writing to act as director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013 and that he is not debarred by SEBI or any other authority from being appointed or continuing as a Director of a company. The approval of members is further sought for the appointment of Shri S.N. Tiwary as a Director to function as Director(Marketing) of the Company from 1<sup>st</sup> December, 2019 till 30<sup>th</sup> April, 2022 or until further order in terms of Ministry of Coal letter no. 21/07/2019-BA dated 4<sup>th</sup> November, 2019. He is liable to retire by rotation.

Shri Satyendra Nath Tiwary aged 58 years took over the charge as Director (Marketing), Coal India Limited from 1<sup>st</sup> December, 2019. Prior to assumption of the present charge Shri Tiwary was General Manager (Marketing & Sales), CIL. Graduating B.Sc. Engineering from Birla Institute of Technology MESRA with Distinction, Shri Tiwary was ranked 3rd in his batch. He also holds MBA Degree from the same Institute. Shri Tiwari began his professional career in Coal India Limited in 1986 after a short stint as Test Engineer in Hindustan Motors. With a career, spanning over 33 years in Coal India he has garnered wide exposure in the entire gamut of Marketing & Sales operations having worked in various capacities of M&S Division in Eastern Coalfields Limited, Central Coalfields Limited and Northern Coalfields Limited. Backed by over three decades of professional experience in the intricacies of Coal Marketing and Sales, Shri Tiwary has set the supply of increased Quantity of Coal with improved Quality as his priority objectives. He has been appointed in the scale of pay of Rs.1,80,000/-Rs. 3,40,000/- He does not hold any shares of CIL.

No Director, Key managerial personnel or their relatives, except Shri S.N. Tiwary to whom the resolution relates, is interested or concerned financially or otherwise in the resolution.

As recommended by Nomination and Remuneration committee, the Board of Directors approved that in view of the background and experience of Shri S.N. Tiwary, it would be in the interest of the company to appoint him as a Wholetime Director to function as Director(Marketing), CIL of the Company. The Board recommended the resolution set forth in Item no. 7 for the approval of the members.



# COAL INDIA LIMITED

**A MAHARATNA COMPANY**

## Item No. 8:

The Board of Directors in its 409<sup>th</sup> meeting held on 25<sup>th</sup> August' 2020 had appointed Ms. Yatinder Prasad [DIN:08564506], as an Additional Director and passed the following resolution.

'RESOLVED THAT pursuant to Article 39(C) of Articles of Association of the company, Section 161(1) of Companies Act 2013 and in terms of letter No.21/3/2011-ASO/BA dated 24<sup>th</sup> August' 2020 from Ministry of Coal, Board hereby 'takes on record' appointment of Ms. Yatinder Prasad [DIN:08564506] as an Additional Director on the Board of Coal India Limited from 24<sup>th</sup> August' 2020 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 Ms. Yatinder Prasad as a director, to be appointed as such under the provisions of Section 149 152 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. The approval of members is further sought for the appointment of Ms. Yatinder Prasad as a Director of the Company from 24<sup>th</sup> August' 2020 and until further orders in terms of Ministry of Coal letter no 21/3/2011-ASO/BA dated 24<sup>th</sup> August' 2020. She is liable to retire by rotation.

Ms. Yatinder Prasad was appointed on the CIL Board with effect from August 24, 2020. She is an IA&AS officer of 1993 batch. Currently she is Joint Secretary and Financial Advisor for ministry of Tribal, along with Ministry of Coal and Ministry of Mines. During 2014-2019 period she was DG-Controller & Auditor General of India. She has done L.L.B., L.L.M., C.I.A., P.G.D.B.A. She is also on the Board of National Scheduled Tribes Finance & Development Corporation and Tribal Cooperative Marketing Development Federation of India Ltd."

No Director, Key managerial personnel or their relatives, except Ms. Yatinder Prasad to whom the resolution relates, is interested or concerned financially or otherwise in the resolution.

As recommended by NRC, the Board of Directors approved that in view of the background and experience of Ms. Yatinder Prasad, it would be in the interest of the company to appoint her as a Director of the Company from 24<sup>th</sup> August' 2020 until further orders. The Board recommends the resolution set forth in Item no. 8 for the approval of the members.

## Item No. 9:

The Board on the recommendation of the Audit Committee, had approved the appointment and remuneration of the Cost Auditor to conduct the audit of the cost records of the CIL Standalone for the financial year ended March 31, 2020 in its 392<sup>nd</sup> meeting held on 21<sup>st</sup> September, 2019 and passed the following resolution as per the following details.

**Name of the Cost Auditor:-** M/s, Dhananjay V. Joshi & Associates

### Audit Fees-

- (a) Cost Audit for 2019-20 : Rs. 4,00,000/-
- (b) The travelling and out of pocket expenses will be reimbursed at actuals restricted to 50% of audit fees.
- (c) Applicable taxes shall be paid extra.

In accordance with the provisions of Section 148(3) of the Act read with the Companies (Audit and Auditors) Rules, 2014, remuneration payable to M/s, Dhananjay V. Joshi & Associates, Cost Auditor has to be ratified by the shareholders of the Company. Accordingly, consent of the shareholders is sought for passing an Ordinary Resolution as set out at Item No. 9 of the Notice for ratification of remuneration payable to M/s, Dhananjay V. Joshi & Associates, Cost Auditor for the financial year ended March 31, 2020.

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. 9 for the approval of the members.

By order of the Board of Directors  
For Coal India Limited

Sd/-

(M. VISWANATHAN)  
Company Secretary & Compliance Officer

Date : 25<sup>th</sup> August, 2020

### Registered Office:

CIN: L23109WB1973GOI028844  
Coal Bhawan, Premises No-04 MAR,  
Plot No-AF-III, Action Area-1A,  
New town, Rajarhat, Kolkata-700156  
Email-complianceofficer.cil@coalindia.in  
Website: www.coalindia.in



## CHAIRMAN'S STATEMENT

**Dear Members,**

I am delighted to welcome you all to 46<sup>th</sup> Annual General Meeting of your company, Coal India Limited. The Directors' Report and Financial Statements for the year ended 31<sup>st</sup> March' 2020 together with the report of Statutory Auditors and report and review of Comptroller & Auditor General of India are already with you. I am sure you are fully aware of the financial & physical health of your company.

### **1. Importance of Coal and Coal India Limited**

Coal is our country's irreplaceable prime energy source. Coal is at the forefront of the nation's energy march in meeting the demand. Notwithstanding the projections over renewables displacing coal, it will continue to dominate India's electricity generation for few more decades. Additionally, coal will continue to stoke up many non-power industries as well viz. cement, fertilizers, sponge iron, aluminium and a host of other industries. In India, coal accounts for around 55% of the country's primary commercial energy. Nearly 72% of the entire power generated in the country is coal based, which is a testimony to the importance of coal.

Admittedly, a conscious impetus is laid on alternative clean and renewable energy sources, especially solar. India targets to add 175 GW of renewable energy capacity by 2022 and 275 GW by 2027. The country is however aiming for an ambitious RE target of 275 GW by 2027. This move is in accordance with the Intended Nationally Determined Contribution (INDC) of the nations as committed in Paris during COP-21. World over, many countries are migrating from coal to cleaner forms of renewable energy sources but in India, the situation is different. The question is can renewables take over coal completely in our country? Not in the near future at least.

Solar, Wind, Hydel and natural gas supplement coal in meeting energy needs but cannot substitute wholly. For the past couple of years, India accounted for around 11% of the global coal consumption. India remains the second largest coal consumer in the world.

With Coal holding such a large sway in the Indian energy sector, your company produces around 83% of nation's entire coal output. During 2019-20, around 80% of the company's entire coal supply was catered to power sector. Importantly, Coal India ascertained that as on 1<sup>st</sup> April 2020 there was not a single coal fired power station in the country that was in critical or super critical condition for want of coal. In fact, the power stations are still flush with record high coal stocks. Your company is committed to increase its production and supplies to the mandated required levels.

Renewables and coal have to co-exist for some time before renewable can significantly contribute to a larger share of India's energy basket. At some point of time in future this is bound to happen but till such time coal remains the dominant energy source in the country.

### **2. Notable Achievements of 2019-20**

Despite many challenges that your company had to face especially the extended and heavy monsoon, inundation of Dipka mine, subdued demand for power, COVID-19 in the last fortnight of March' 20 etc. it managed to come back strongly in the second half of the fiscal 2019-20, making up for most of the lost ground in the first half. Coal India as a whole produced 602.14 Million Tonnes (MTs) during 2019-20 accomplishing 91% of the targeted production. Coal off-take was 581.93 MTs which is 88% of target materialization due to subdued demand from the consuming sectors.

Even under the trying conditions, your company had achieved new highs and admirable accomplishments during 2019-20:

#### **Production**

- Produced 84.38 MTs of coal during March 2020, your company has set a record for all time high production in a single month since its inception.
- Coming back strongly in the last quarter of FY 2019-20, your company marked a robust 9.9% production growth compared to same quarter of FY 2018-19. Your company produced 213.71 MTs of coal during January-March 2020, an increase of 19.26 MTs compared to 194.45 MTs produced for the same period in FY 2018-19.
- During the second half of the fiscal 2019-20, Coal India produced 120.28 MTs of more coal than what it did in first half. Against 240.93 MTs in the H1 of FY 2019-20, your company produced 361.21 MTs in the next six months from October 2019 to March 2020.
- South Eastern Coalfields Limited for the second year in succession sailed past 150 MTs production milestone, the only CIL producing company to have done so, producing 150.55 MTs.
- Northern Coalfields Limited repeated its commendable feat of previous fiscal in 2019-20 as well when it surpassed its annual production target of 106.25 MTs four days ahead of the closure of the fiscal. Eventually, NCL produced 108.05 MTs.
- Western Coalfields Limited, reached its annual production target of 56 MTs three days ahead of the closure of the financial year, closing the year with 57.64 MTs production.
- Eastern Coalfields Limited, Northern Coalfields Limited and Western Coalfields Limited registered growth in 2019-20 over last year.

#### **Off-take**

- Northern Coalfields Limited surpassed its off-take target of 106.25 MTs by 1.17 MTs and registered a 5.8% growth over last year.
- Better supply logistics management ensured that the average coal stock at the power stations maintained at comfort levels throughout the year. Not a single linked coal fired power plant was in critical list for want of coal as on 31 March, 2020.



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- Coal stock at power houses at 45.01 MTs as on 31 March, 2020 was the highest in a decade equivalent to 28 days consumption, 6 days more than the norm of 22 days.
- With power sector adequately stocked with coal supplies, Coal India stepped up its supplies to non-regulated sectors (NRS) during 2019-20. Your company cleared around 91% of backlog arrear rakes of this sector pertaining to years 2017-18 and 2018-19. Of the 5,143 arrear rakes as on 1 April, 2019 of NRS, Coal India liquidated 4,661 rakes at the closure FY 2020.
- During 2019-20, to promote ease of doing business, IRLC (Irrevocable Revolving Letter of Credit) payment facility has been introduced for non-power consumers also.
- During 2019-20, your company has offered 10.21 MTs of coal to power plants under import substitution mechanism compared to 8.22 MTs in the preceding fiscal.

### 3. Financial Performance

- Your company achieved Profit Before Tax (PBT) of Rs.24071.32 crores, Profit After Tax (PAT) of Rs.16700.34 crores.
- CIL achieved gross sales of Rs.134979.13 crores and net sales of Rs. 89373.34 crores.
- All Subsidiaries of Coal India Limited had earned profit Before Tax during the year.
- Your Company and its Subsidiaries paid/adjusted Rs.43058.72 crores towards royalty, GST, Cess, District Mineral Foundation (DMF) and National Mineral Exploration Trust (NMET) and other levies.

### 4. Strategies for Growth

- To ramp up coal production, 18 mining Project Reports have been cleared by Coal India and Subsidiary companies' Board in 2019-20 with a rated capacity of 132.04 MTY and sanctioned capital of Rs. 21244.55 Crores.
- During the year, your company took possession of 3336.12 Hectares of land, while notification u/s 9 of Coal Bearing Areas (CBA) (A&D) Act, 1957 received 115.81 Hectares. Notification u/s 11 of CBA (A&D) Act, 1957 - was 631.58 Hectares.

#### Contract Management Initiatives :

- Pre-Qualification for Tenders value up to Rs.50.00 Lakh has been removed for entry of new Bidder without any Technical and Financial credentials in works and services. The Requirement of Work Experience has been reduced and work experience with wider domain has been allowed for more participation and competitive bidding.
- To make a quantum jump in coal production, MDO documents for OC, UG Mines have been finalized with valuable input from all Stakeholders approved by CIL Board. Four (4) Tenders (CCL-3, MCL-1) with 20-25 years contract period, have been floated. Tenders for Ten (10) more Mines would be floated shortly. MDO document for abandoned/discontinued mines is under finalization with advanced mining technology to augment the production further.
- To meet the urgent requirement of construction of CHP, SILO, RLS etc., the Pre-Qualification Criteria of Work Experience has been reduced by 50%, Working Capital requirement relaxed and experience of similar nature of work broadened for wider participation and competitive bidding.

### 5. Enhancement of Coal evacuation infrastructure

- To augment availability of rakes for evacuating increased quantities of coal in the South East Central Railway circuit, feeding to 15 Power Houses, Coal India, in a maiden venture, under General Purpose Wagon Investment Scheme introduced by Indian Railways, has approved procurement of 40 rakes of BOXN-S railway wagons at a capital cost of Rs 675 Crores. Having its own rakes provides strength to the company to move supply of coal. This could facilitate enhanced indigenous supply and would also help reduce imports to some extent.
- A 44 km long new railway line in Chhattisgarh under East Rail Corridor from Kharsia to Korichhapar turned operational on 12<sup>th</sup> October 2019 which enabled evacuation of coal from greenfield region of Mand-Raigarh. East Rail Corridor is developed by a CIL JV Chattisgarh East Railway Limited (CERL), a Special Purpose Vehicle among SECL, Government of Chattisgarh and IRCON International Limited. Total approved layout of the project is approximately Rs. 3,055 Crore. Alignment of feeder lines from main line, integrating with Chhal OC, Baroud OC and Durgapur OC Mines of SECL have been finalized.
- Doubling of the Jharsuguda- Barpali section along with a flyover complex at Jharsuguda and seven bulbs at Barpali at an estimated cost of Rs 2,900 Crores in MCL has been approved for evacuating 65 Mt of coal from Ib Coalfields.
- CIL has taken steps to upgrade the mechanized coal transportation and loading system under 'First Mile Connectivity' projects.

In the First Phase, 35 FMC projects having 406 MTY capacity with estimated capital expenditure of Rs. 12505 Crs are under execution. Out of these 35 FMC projects, 2 projects of 26 MTY capacity have already been commissioned. As on date, 7 FMC projects of 91 MTY capacity are under construction. Further, tenders have been floated for 14 additional such projects. Tenders for the remaining 12 FMC projects shall be floated by September'2020.

Ambit of the FMC projects are now being widened and 14 mines with less than 4 MTY capacity has also been identified for implementation in the second phase. These 14 FMC projects of 100 MTY capacity are estimated to incur a capital expenditure of Rs. 3479 Crore, tenders for which are planned to be floated by March'2021. These projects are also planned to be operationalised by 2024-25.



- Coal India Limited (CIL) has signed a Memorandum of Understanding with Indian Port Rail Corporation Limited (IPRCL) to execute its rail infrastructure works, construction of additional sidings, and rail line connectivity with railway main lines. This is in addition to the already existing MoU with RITES. The move will help to expedite CIL's endeavour to implement the First Mile Connectivity projects as two implementing agencies are now available for executing rail infrastructure works.
- 6. Other Development Areas**
- **Underground Mechanization:** For mechanization of underground mines, 26 Continuous Miners are proposed to be deployed in 19 UG Mines in 5 Years starting from 2019-20. Project Reports/ schemes of all these mines have been approved for this purpose. 2 Continuous Miners have been commissioned in 2 identified mines during 2019-20 (Bangwar UG, SECL and Kumardih B UG, ECL).  
Project Reports for 2 mines of BCCL, planned for deployment of Powered Support Long Wall have been approved. Moreover, 2 mines have been identified for deployment of High Wall miners (one each at ECL and SECL).
  - **Enterprise Resource Planning:**  
With an objective of becoming an efficient and modern dynamic organization, CIL has decided to deploy latest Information Technology in all aspects of its operation by setting up an ERP system.  
Global Business Blueprint was released on CIL Foundation Day 2019 by Shri Pralhad Joshi, Hon'ble Minister of Parliamentary Affairs, Coal & Mines. Implementation of SAP ERP in Phase I at CIL, MCL and WCL is in Realisation Stage. Coal India is endeavouring for early SAP ERP implementation at ECL, BCCL, CCL, CMPDI, NCL and SECL in Phase II to derive complete benefit out of SAP ERP.  
3551 employees were trained in functional and technical modules of SAP ERP and 268 days of training was provided.
  - **Coal Quality Measures:** Coal quality assessment through third party agency has been implemented. Presently 99% supply to power utilities is being covered under sampling.  
For improved consumer satisfaction and enhanced transparency on coal quality, supply under all FSAs and different e-auction schemes have been covered under Third Party sampling for both Power and Non-Power consumers.
  - Major infrastructure facilities at loading point for sample preparation has been put in place by coal companies. 49 labs across the companies have received NABL accreditation and accreditation process for another 8 labs is underway
  - **HEMM Procurement:** Tenders for procurement of Heavy Earth Moving Machinery worth over Rs. 5900 Crores have been finalized for augmentation of coal production and improving age profile of HEMM.
  - **Updation of Manuals and Policies:** Coal India limited has comprehensively reviewed and updated its Purchase Manual which was issued in 2004. Also, for the first time, a uniform Policy for Disposal of Scrap has been finalized and circulated for implementation across CIL.
  - **Solar Initiatives:** In order to become Net Zero Energy company CIL proposes to execute Solar Projects through CNUPL, SECI and proposed JVC of CIL-NLCIL, to generate 3 GW of solar energy.
  - **MoU with Russia:** In the august presence of Hon'ble PM of India and Hon'ble President of Russian Federation, a bilateral Memorandum of Understanding (MoU) was executed on 4<sup>th</sup> September, 2019 at Vladivostok, Russia between Coal India Limited and Far East Investment & Export Agency - a Russian Government agency to leverage the bilateral relations to venture into the business of acquisition, development and operation of coking coal assets in the Far East Region of Russia.
  - **Surface Coal Gasification (SCG):** Committed to reduce environment footprint in addressing Climate Change, your company is promoting initiatives for cleaner and alternative uses of coal through SCG route, that is, conversion from coal to syngas and subsequently into chemicals.
  - **Setting up of Urea Plant:** Talcher Fertilizers Limited, a JV company of CIL with RCF, GAIL and FCIL, has been entrusted for setting-up of an integrated coal gasification based urea plant at the premises of closed fertilizer plant of FCIL at Talcher (Odisha). Work Orders worth over Rs. 7,800 crores have been awarded in September 2019 for setting up of Coal Gasification plant and Ammonia-Urea plant on Lump Sum Turnkey (LSTK) basis.
  - Another JV company named Hindustan Urvarak & Rasayan Limited (HURL) comprising of CIL, NTPC, IOCL, FCIL and HFCL is involved in setting up of natural-gas based 1.27 MTPA urea plant at the premises of closed fertilizer plants of FCIL at Gorakhpur (U.P.) & Sindri (Jharkhand) and that of HFCL at Barauni (Bihar). In 2018, contracts were awarded to the respective successful bidders for setting up of the three plants on Lump-Sum Turn Key (LSTK) basis. Construction activities are in progress at all three sites. The urea production is expected to commence in the year of FY 2021-22.
  - **Standardization of Unified IP scheme:** Unified IP scheme for Coal India and all its subsidiaries has been devised to ensure seamless integration of interconnectivity of different networks for data transfer as well as for ERP implementation.
- 7. Measures taken to combat COVID-19.**
- **Extension of facility to work from home:** During the last week of FY 2019-20 as Covid-19 Pandemic led to lockdown, measures to work from home and to connect people over Video Conferencing from home through Internet using Laptop / Mobiles have been devised. Facility to access e-office from home / remote locations through internet has also been extended to officials by utilizing in-house resources of Wafa for seamless functioning of official work.





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## Ease of doing business

For doing ease of business, your company has taken number of initiatives including increase in the trigger level for supply of coal for power producers from 75% to 80% of the ACQ, waived performance incentive for two quarters of FY 2020-21, introduced Usance LC for power and NRS consumers, provided a dispensation of change of mode of transport of coal from Road to Rail mode for consumers having difficulties in lifting coal via road mode under FSA through NRS Linkage Auction route and Power consumers under Special Forward E-Auctions; and reduced the reserve price to notified price for all e-auction schemes till second quarter of FY 2020-21.

## Welfare measures taken during COVID-19

- CIL and its subsidiaries have distributed 2,81,815 cooked food packets and 1,36,168 packed rations to downtrodden and needy, during the lockdown period.
- Coal India's 35 hospitals and health facilities created outside hospitals spread across eight coal producing states have set aside 1234 beds for corona suspected cases and corona positive cases.

Central Hospital of Bharat Coking Coal Ltd. in Dhanbad, Jharkhand, Central Hospital, Gandhinagar, Jharkhand and Regional Hospital, Ramgarh of Central Coalfields Ltd, Jharkhand have been converted to COVID hospital and handed over to State Government to treat the patients. Mahanadi Coalfields Ltd. has fully funded a state-of-the-art 500 bedded SUM - COVID Hospital in Bhubaneswar, Odisha. A 50 bedded main hospital of South Eastern Coalfields Ltd. in Korba, Chhattisgarh has been converted to COVID hospital and handed over to State Government of Chhattisgarh to fight COVID. In addition, SECL has contributed Rs. 4.08 crores for upgradation of District hospital, Bilaspur to 100 bedded exclusive COVID treatment centre. Further, SECL also contributed Rs. 4.19 crores for upgradation of Government Medical College, Ambikapur to 100 bedded exclusive COVID treatment centre.

- CIL subsidiaries has distributed 15,42,982 masks and 63,256 litres of hand sanitizer to its employees and people living in and around its operational areas to fight COVID19.
- Subsidiaries of CIL have procured N95 masks, ventilators, PPE suits, thermal scanners & oxygen cylinders to fight the COVID pandemic.
- State-of-the-art-technology 'Fog Cannons' are being pressed into service to sanitize residential colonies, camps of contract workers and neighbouring villages.

## 8. Safety

- In Coal India safety norms are viewed holistically with continuous improvement and without slackening its commitment to make mining operations hazard free. 2019 witnessed a fall in fatal accidents, fatalities and serious accidents - the lowest mine accident statistics since the inception of Coal India. Fatal Accidents reduced to 30 from 33 in 2018, whereas fatalities declined from 43 in 2018 to 34 in 2019 - sharp fall of 21%. Serious injuries reduced from 98 in 2018 to 90 in 2019 representing 8% reduction.
- Special relief amount to the next kin of the deceased in case of fatal mining accident increased from Rs.5 Lakhs to Rs.15 Lakhs. This is apart from the compensation amount paid under the Workmen Compensation Act.
- During 2019-20, Safety Audit completed in 321 producing mines by multi-disciplinary teams. Necessary corrective steps have been taken as recommended by Safety Audit.
- 'Universal Equipment Simulator' was installed at Central Excavation Training Institute (CETI) in NCL, Singrauli to impart simulation training to Dragline, Shovel and Dozer Operators.

## 9. CSR

Your company is one of the highest CSR spenders among the PSUs touching the lives of the countrymen. CIL's CSR activities largely encompass education, rural development, healthcare, women empowerment, skill development, sports etc. CIL and its subsidiaries have spent Rs. 587.84 crores on CSR activities during 2019-20.

During FY 20, CIL has made considerable contribution for the rehabilitation of disaster affected areas as under:

- Rs. 50.32 Crores to Odisha Power Transmission Corporation Ltd. (OPTCL) for reinstallation of power transmission lines damaged due to cyclone Fani.
- Rs. 25 Crores for reconstruction of government school buildings damaged due to floods in Dharwad and Bagalkot districts of Karnataka.
- Rs. 16.50 crores for livelihood rehabilitation project and purchasing of water ambulances in flood affected Majuli district of Assam.
- Contributed Rs. 160 Crores to the PM CARES Fund for fight against Covid-19.
- Two of the subsidiary companies of Coal India, Central Coalfields Limited and Mahanadi Coalfields Limited were conferred National CSR Award by Hon'ble President of India for contribution to National Priority Areas. CCL got the award for promotion of sports and MCL for health, safe drinking water and sanitation.

## 10. Environment Measures

- Coal India carried out plantation of 19,76,618 saplings across 812.98 Hectares of land against the target of 19,72,788 saplings in 2019-20.
- Coal India's efforts in making water available, to the communities around its mining areas, for irrigation and other domestic uses benefited 7.48 Lakh populace during the fiscal.



- In 2019-20, your company has obtained Environmental Clearance (EC) for 31 mining projects with incremental capacity of 62.035 Mty, the highest since 2011-12.
- For FY 2020, Stage I Forestry Clearance (FC) was approved for 7 Projects involving 952.04 Hectares and Stage II FC was approved for 5 projects involving 1,248.86 Hectares. The Stage II FC is the highest since 2014-15.
- Coal India has developed Internal Monitoring Mechanism compliances of EC/FC conditions which helped in granting 11 EC proposals for the period of 30 years. Earlier, EC was for one year only. CIL has also created a dedicated Sustainable Development Cell.
- CIL is in the process of preparation of Environment, Social & Governance (ESG) report from external agency / Consultant for which open tender was floated. Focus on ESG will help your company to understand the positive impacts and manage the risks of its operations on customers, investors, employees and communities. It will help in assessing the success of your company beyond the balance sheet and examine how it impacts the broader society at large.

Environmental issues will amongst others include company's commitment on reducing energy use, waste, pollution and conservation of natural resources especially land, forests etc.

Social issues would include the company's business relationships with suppliers, customers, stakeholders, local community and working conditions for its employees - their health & safety.

Governance issues will amongst others include whether company uses accurate and transparent accounting methods, are stockholder's opinions heard, refrains from contribution for undue favourable treatment and abhorrence of illegal practices.

### 11. Corporate Governance

Your company has complied with the conditions of Corporate Governance, as stipulated in the Guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs) issued by the Department of Public Enterprises, Government of India and Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges. As required under the guidelines and provisions, a separate section on Corporate Governance has been added to Directors' Report and a Certificate for compliance of conditions of Corporate Governance has been obtained from a practising Company Secretary.

Your company has conducted Secretarial Audit for 2019-20, as required under Companies Act 2013 and obtained an unqualified report except for appointment of required number of Independent Directors and woman Independent Director and the same is enclosed as a part of Director's Report. As stipulated by SEBI, your company also conducted Secretarial Audit by a practising Company Secretary for compliance of SEBI Regulations and circulars/guidelines during 2019-20 and received an unqualified report except for appointment of required number of Independent Directors and woman Independent Director.

### 12. Vision

Your company's vision is to ensure that there is no shortage of coal in the country and to make the country self-reliant in coal. Coal India envisions to be a commercially viable company and endeavours to move ahead as a contemporary, professional, consumer friendly and successful corporate entity committed to national developmental goals. The vision also extends to dedicate itself to the service of the countrymen in providing the primary commercial energy in an affordable and environmentally friendly manner. Your company aims to be not only a valued company but a company with values.

### 13. Acknowledgement

On behalf of your Company's Board of Directors, I wish to convey my deep gratitude to you, our valued shareholders, for your continued support and trust. This motivates us to excel in all our pursuits and constantly create value for you as well as for the nation.

I appreciate the unstinted support and valuable guidance received from the Ministry of Coal, Government of India. I also express my sincere thanks to other Central Government Ministries and Departments, State Governments, all employees, Trade Unions, Auditors, Consumers, Suppliers and all other stakeholders for their continuous co-operation.

Sd/-

Pramod Agrawal  
Chairman

Dated : 3rd August, 2020

Place : Kolkata