


<p>कोल इण्डिया लिमिटेड महाराज कंपनी 3 तल्ला, कोर-2, प्रेमिसेस-04-एमआर, प्लॉट-ए एफ-III, एक्शन एरिया-1A, न्यूटाउन, रजरहट, कोलकाता-700156 फोन 033-23246526, फैक्स-033-23246510 ईमेल: mviswanathan2.cil@coalindia.in वेबसाइट: www.coalindia.in</p>		<p>Coal India Limited A Maharatna Company (A Govt. of India Enterprise) Regd. Office: 3rd floor, Core-2 Premises no-04-MAR, Plot no-AF-III, Action Area-1A, Newtown, Rajarhat, Kolkata-700156 PHONE; 033-2324-6526, FAX; 033-23246510 E-MAIL: mviswanathan2.cil@coalindia.in WEBSITE: www.coalindia.in CIN- L23109WB1973GOI028844</p>
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Ref.No. CIL:XI(D):4156:2022:

Dated: 05.09.2022

To,
Listing Department,
Bombay Stock Exchange Limited,
14th Floor, P.J. Towers, Dalal Street,
Mumbai – 400 001
Scrip Code 533278

To,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.
Ref: ISIN – INE522F01014

Sub: Minutes of 48th AGM of Coal India Limited

Dear Sir,

We are enclosing the Minutes of the 48th Annual General Meeting of Coal India Limited held on **Tuesday, the 30th August'22 at 11.00 A.M.** at CIL (HQ), Coal Bhawan, Board Room, 5th Floor, Kolkata-700156 **through Video Conferencing/other Audio Visual Means**

This is for your information and records please.

Yours faithfully,

MAHADEVAN Digitally signed by
VISWANATHAN MAHADEVAN
AN VISWANATHAN
Date: 2022.09.05
13:02:52 +05'30'

(M.Viswanathan/एम॰विस्वनाथन)
Company Secretary/कंपनी सचिव
& Compliance Officer/कम्प्लायंस ऑफिसर

Encl: As above



COAL INDIA LIMITED

Minutes of 48th Annual General Meeting of Coal India Limited held on Tuesday, the 30th August'22 at 11.00 A.M. at CIL (Hqs), Coal Bhawan, Board Room, 5th Floor, Kolkata-700156 through Video Conferencing/other Audio Visual Means

Meeting commenced at 11:00 A.M. and concluded at 1:45 P.M.

IN ATTENDANCE :-

Shri Pramod Agrawal	- Chairman
Shri V.K.Tiwari	- Director- Through V.C. from MoC,New Delhi
Prof. Nageswar Rao Gollapalli	- Independent Director & Chairman, NRC
Dr. Arun Kumar Oraon	- Independent Director & Chairman, Risk Management Committee
CA Kamesh Kant Acharya	- Independent Director & Chairman, Audit Committee
CA Denesh Singh	- Independent Director & Chairman, SRC
Shri Punambhai Kalabhai Makwana	- Independent Director
Shri B. Rajesh Chander	- Independent Director & Chairman, CSR Committee (Through V.C. from Nilgiris)
Dr. B.Veera Reddy	- Director- Through V.C. from CIL,New Delhi
Shri Vinay Ranjan	- Director
Shri Debasish Nanda	- Director

225 Shareholders attended the meeting, including 26 speakers

BY INVITATION:-

Shri K.K.Ghosh	- Senior Partner, M/s. Ray & Ray., Statutory Auditor for 2021-22 through V.C. from Kolkata
CS. P.N.Parikh & CS Jigyasa Ved	- Partner, M/s. Parikh & Associates., Secretarial Auditor for 2021-22- through V.C. from Mumbai
CS. Aditi Jhunjunwala-	- Aditi Jhunjunwala & Associates, Scrutinizer (E voting and Instapoll at AGM) through V.C. from Kolkata

IN ATTENDANCE :

Shri M. Viswanathan	- Company Secretary & Compliance Officer
Shri S.K. Mehta	- ED(Finance)/CFO
Shri B.P.Dubey	- General Manager (C.S.)

In terms of Article 37(17) of Articles of Association of Coal India Limited, Shri Pramod Agrawal, Chairman-cum-Managing Director took the chair. He then welcomed the participants to the 48th Annual General Meeting of the company and called the meeting to order. This meeting was also webcasted live at www.coalindia.in.

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Company Secretary then informed that quorum was present. Notice of the meeting already circulated was taken as read.

Chairman then informed the members that Register of Directors, Key Managerial Personnel and their Shareholding and Register of Contracts or Arrangements in which Directors are interested were laid before the meeting and are available in e-voting module of NSDL as well as in CIL website under Investor Center and the same was remained open and accessible for inspection during the continuance of the meeting.

Chairman then advised the members who had already registered as Speakers to raise questions if any from Annual Report & Accounts including Directors Report, AGM notice, performance of the Company and agenda of Annual General Meeting of 2021-22. The following Shareholders viz. S/Sri Subhash Kar, Manas Banerjee, Jaydip Bakshi, Kaushik Shahukar, Alok Kumar Pal, Sujan Modak, Abhijit Panda, Amit Kumar Banerjee, Tapas Kumar Dutta, Anindya Sunder Roy, Tarak Nath Chakrabarty, Manoj Kumar Gupta, Goutam Nandy, Abhirup Nandy, Santosh Kumar Saraf, Bimal Krishna Sarkar, Kiran and Kewal Kumar, Sunil Kumar Modak, Ronald Fernandes, Atanu Saha, Bharat Raj Kankanala, Ashit Kumar Pathak, Srikanta Sen, Ms. Anushri Sen, Ms. Lily Pradhan and Ms. Celestine Elizabeth Mascarenhas, raised questions about the physical performance of the company till date, Audited Accounts of 2021-22, coal gasification project, CIL foray into renewable business, CSR activities and other relevant matters. Chairman then replied to various questions raised by the members.

Chairman then informed that as required under Regulations 44(3) of SEBI (LODR) Regulations 2015, Section 108 of Companies Act 2013 and Rule 20 of Companies (Management & Administration) Rules 2014, company had provided remote-voting facility to its shareholders to cast their vote on each resolution proposed in the Annual General Meeting notice through NSDL. The remote e-voting commenced on 26th August'2022 at 09.00 A.M. and concluded on 29th August'2022 at 5.00 P.M. He also informed that to enable those shareholders who could not exercise their vote by remote voting, another opportunity was given in the AGM to cast their vote by Instapoll.

Company Secretary then apprised the members, the procedure to be followed for Instapoll e-voting. He also informed that company had appointed CS. Aditi Jhunjunwala of M/s. Aditi Jhunjunwala & Associates, Practicing Company Secretary, Kolkata as Scrutinizer to conduct e-voting and Instapoll in a fair and transparent manner.

The Company Secretary thereafter read the resolution in respect of each item of the Agenda as under: -

ORDINARY BUSINESS: -

ITEM No. 1

Resolution required: Ordinary Resolution

Mode of Voting: (E-voting & Instapoll e-voting)

“RESOLVED THAT approval be and is hereby given for:

- a) adoption of the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2022 including the Audited Balance Sheet as at March 31, 2022 and Statement of Profit & Loss Account for the year ended on that date and the Reports

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of the Board of Directors, Statutory Auditor and Comptroller and Auditor General of India thereon.”

- b) the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2022 including the Audited Balance Sheet as at March 31, 2022 and Statement of Profit & Loss Account for the year ended on that date and the Report of Statutory Auditor and Comptroller and Auditor General of India thereon”

ITEM No. 2

Resolution required: Ordinary Resolution Mode of Voting: (E-voting & Instapoll e-voting)

“**RESOLVED THAT** payment of 1st and 2nd Interim dividend paid @ Rs 9/- per share and Rs 5/- per share respectively on equity shares for the financial Year 2021-22 be and is hereby confirmed.

RESOLVED THAT approval be and is hereby given for payment of final dividend @ Rs 3. per share (30%) for 2021-22 on Equity shares of Rs. 10/- each.”

ITEM No. 3

Resolution required: Ordinary Resolution Mode of Voting: (E-voting & Instapoll e-voting)

“**RESOLVED THAT** pursuant to Section 152(6) of the Companies Act'2013 and Article 39(j) of Articles of Association of the Company, Smt. Nirupama Kotru, Director [DIN-09204338] who retired by rotation and being eligible, offered herself for re-appointment be and is hereby re-appointed as Director of the company for the balance period of her tenure or until further order from Ministry of Coal whichever is earlier and she shall be liable to retire by rotation”.

SPECIAL BUSINESS: -

ITEM No. 4

Resolution required: Ordinary Resolution Mode of Voting: (E-voting & Instapoll e-voting)

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

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ITEM No. 5**Resolution required: Special Resolution Mode of Voting: (E-voting & Instapoll e-voting)**

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

Clause 39(b): -

“The number of Directors of the Company which shall be not less than 3 and not more than such numbers as decided by the Board of Directors from time-to-time. These Directors may be either whole time Functional Directors or Part Time Directors. The Directors are not required to hold any qualification shares. Composition of the Board shall be in accordance with the provisions of Section 149 of the Act and other applicable laws. Provided that where there are temporary gaps in meeting the requirements of applicable law pertaining to composition of Board of Directors, the remaining Directors shall (a) be entitled to transact the business for the purpose of attaining the required composition of the Board; and (b) be entitled to carry out such business as may be required in the best interest of the Company in the meantime.”

Clause 39(c): -

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

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

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

ITEM No. 6**Resolution required: Ordinary Resolution Mode of Voting: (E-voting & Instapoll e-voting)**

"RESOLVED THAT approval be and is hereby given pursuant to the provisions of Sections 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of any other guidelines issued by relevant authorities, Shri Debasish Nanda [DIN: 09015566], who was appointed by the Board of Directors as an Additional Director to function as Director(Business Development) of the Company with effect from 11th July'2022 and who holds office upto the date of this Annual General Meeting in terms of Section 161(1) of Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Companies Act, 2013 proposing his candidature to the office of the Director, be and is hereby appointed as a Whole time Director to function as

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Director(Business Development) of the Company w.e.f. 11th July' 2022 till date of his superannuation or until further orders, in terms of Ministry of Coal letter no 21/28/2021-ESTABLISHMENT dated 8th July' 2022. He is liable to retire by rotation.”

ITEM No. 7

Resolution required: Special Resolution Mode of Voting: (E-voting & Instapoll e-voting)

“RESOLVED THAT approval be and is hereby given pursuant to Section 13 of the Companies Act, 2013 (including any amendments thereto or re-enactment thereof) (the “Act”) subject to such other approvals, permission and consents as may be required for amendment to the Memorandum of Association of the Company as under-

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

Insertion after clause no 12 in III(A)

“13. Aluminium Business Value Chain

To carry on all kinds of business in India or abroad relating to primary and secondary aluminum products, bauxite, alumina, downstream aluminum products, any other product in the aluminium value chain or any product in which aluminium or aluminium by-products or aluminium waste is used and carry on activities including but not limited to producing, buying, selling, trading, importing, exporting, dealing processing, mining, accumulating, acquiring sourcing, leasing, distributing, transferring, preserving, mixing, financing, supplying contracting, consuming, manufacturing conducting research and development of any or all of the products in the aluminium value chain. To own, plan, create, promote, organize, execute, finance, develop, run, manage, advise, assist, aid, collaborate for an efficient development and maintenance of thermal power plant in India or abroad to generate power to sell or captive consumption.

14. Renewable Energy Business Value Chain

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

15. Critical Minerals Business Value Chain

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

16. Advance Chemistry Cells and Energy Storage Devices Manufacturing Chain

To carry on all kinds of business in India or abroad and activities including but not limited to producing, buying, selling, trading, importing, exporting, dealing, processing, mining,

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accumulating, acquiring, sourcing, leasing, distributing transferring, preserving, mixing, financing, supplying, contracting, consuming manufacturing, assembling, conducting research and development relating to all types advance chemistry cells, batteries, energy storage devices, conversion and generation devices, appliances, gadgets, equipments and products, including power packs, power supplies; generators, chargers and sub-assemblies, components, parts and accessories thereof.

17. Hydrogen Business Value Chain

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

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

Insertion after clause no 31 in III(B)

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

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

As the business before the 48th Annual General Meeting of the Company had been transacted sucessfully, Chairman thanked all those present and concluded the meeting.

M. K.
21/9/22
COMPANY SECRETARY

Date of Entry :

Place: Kolkata

(Signature)
CHAIRMAN

ADDENDUM TO THE ANNUAL GENERAL MEETING MINUTES**Voting Results of the 48th Annual General Meeting**

Following is the summary of the result based on the Scrutinizer's Report dated 31st Aug' 22 of the consolidated results of the votes cast through remote e-voting and voting at the meeting:

PARTICULARS	Type	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
<u>ORDINARY BUSINESS</u>			
Item No. 1 – Ordinary Resolution - To receive, consider and adopt Audited Financial Statements (Standalone & Consolidated) including Balance Sheet as at 31st March, 2022, Profit and Loss Account for the financial year ended on that date together with the Reports of Directors' and Statutory Auditor and Comptroller & Auditor General of India.	In favour of the resolution	5,51,30,15,630	96.6286
	Against the resolution	19,23,52,779	3.3714
	Invalid votes	0	-
THE RESOLUTION WAS CARRIED BY A REQUISITE MAJORITY			
Item No. 2 – Ordinary Resolution – To confirm 1st and 2nd Interim dividend paid @ Rs 9/- per share and Rs 5/- per share respectively on equity shares for the Financial Year 2021-22 and to declare final dividend @ Rs. 3/- per share (30%) on equity shares for the financial year 2021-22.	In favour of the resolution	5,70,59,43,944	99.9777
	Against the resolution	12,73,200	0.0223
	Invalid votes	0	-
THE RESOLUTION WAS CARRIED BY A REQUISITE MAJORITY			
Item No. 3 – Ordinary Resolution- To appoint a director in place of Smt. Nirupama Kotru [DIN- 09204338] who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and Article 39(j) of Articles of Association of the Company and being eligible, offers herself for reappointment.	In favour of the resolution	5,57,59,95,107	97.7129
	Against the resolution	13,05,13,093	2.2871
	Invalid votes	0	-
THE RESOLUTION WAS CARRIED BY A REQUISITE MAJORITY			

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<u>SPECIAL BUSINESS.</u> <u>Item No. 4 – Ordinary Resolution-</u> To ratify remuneration of M/s. Shome & Banerjee, Cost Auditor (Registration Number '000001) 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 st March, 2022.	In favour of the resolution	5,69,29,49,848	99.7572
	Against the resolution	1,38,53,904	0.2428
	Invalid votes	0	-
THE RESOLUTION WAS CARRIED BY A REQUISITE MAJORITY			
<u>Item No.5 – Special Resolution-</u> To amend Articles of Association pursuant to section 14 of the Companies Act, 2013 (including any amendments thereto or re-enactment thereof) (the “Act”) subject to such other approvals, permission and consents as may be required.	In favour of the resolution	5,67,36,41,714	99.4179
	Against the resolution	3,32,19,922	0.5821
	Invalid votes	0	-
THE RESOLUTION WAS CARRIED BY A REQUISITE MAJORITY			
<u>Item No. 6 – Ordinary Resolution-</u> To appoint Shri Debasish Nanda [DIN: 09015566], as a Whole Time Director , who was appointed by the Board as an Additional Director to function as Director(Business Development) of the Company with effect from 11th July'2022 and who holds office upto the date of this Annual General Meeting in terms of Section 161(1) of Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of the Director for the remaining term of the tenure. He is liable to retire by rotation.	In favour of the resolution	5,69,51,72,514	99.7974
	Against the resolution	1,15,61,777	0.2026
	Invalid votes	0	0
THE RESOLUTION WAS CARRIED BY A REQUISITE MAJORITY			

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<u>Item No. 7 – Special Resolution–</u> To amend Memorandum of Association pursuant to section 13 of the Companies Act, 2013 (including any amendments thereto or re-enactment thereof) (the “Act”) subject to such other approvals, permission and consents as may be required.	In favour of the resolution	5,70,67,97,822	99.9988
	Against the resolution	66,960	0.0012
	Invalid votes	0	0
THE RESOLUTION WAS CARRIED BY A REQUISITE MAJORITY			

All the aforesaid resolutions were passed with requisite majority by the Members of the Company.

M. K. 2/9/22.
COMPANY SECRETARY

Date of Entry :

Place: Kolkata

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CHAIRMAN