



NLC India Limited

('Navratna' - Government of India Enterprise)

Registered Office: No.135, EVR Periyar High Road, Kilpauk, Chennai-600 010.

Corporate Office: Block-1, Neyveli-607 801, Cuddalore District, Tamil Nadu.

CIN : L93090TN1956GOI003507, Website: www.nlcindia.in

email: cosec@nlcindia.in Phone: 044-28360027, Fax: 044-28360057



Lr.No.Secy/Reg.30 of LODR/2022

Dt. 28.02.2022

To The National Stock Exchange of India Ltd. Plot No. C/1, G Block Bandra-Kurla Complex Bandra (E), Mumbai-400 051. Scrip Code : NLCINDIA	To The BSE Ltd. Phiroze JeeJeebhoy Towers, Dalal Street, Mumbai-400 001. Scrip Code : 513683
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Dear Sirs,

Sub: Regulation 30 – Disclosure of events or information under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Postal Ballot Notice.

As required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we send herewith a copy of the Postal Ballot Notice seeking approval of the Members for the following businesses by way of Special/Ordinary Resolution (as the case may be):

- a) To approve the appointment of Shri. Subrata Chaudhuri as an Independent Director.
- b) To approve the appointment of Shri. Prakash Mishra as an Independent Director.
- c) To approve the appointment of Prof. Nivedita Srivastava as an Independent Director.
- d) To approve the appointment of Shri. Ramesh Chand Meena as a Director.
- e) To approve the appointment of Shri. Nagaraju Maddirala as a Director.
- f) To approve the appointment of Shri. K Mohan Reddy as a Director.

The Postal Ballot Notice for seeking the approval of the Members for the aforesaid business is enclosed.

In compliance with the General Circular 14/2020 dated April 8, 2020, General Circular 17/2020 dated April 13, 2020, General Circular 22/2020 dated June 15, 2020, General Circular 33/2020 dated September 28, 2020, General Circular 39/2020 dated December 31, 2020, General Circular

10/2021 dated June 23, 2021 and General Circular 20/2021 dated December 8, 2021 issued by Ministry of Corporate Affairs, the Company has completed electronic dispatch of the Postal Ballot Notice on 28th February, 2022 to those members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on 25th February, 2022 ("Cut-off date") and who have registered their e-mail addresses with the Company/Depositories.

The Company has engaged the services of NSDL to provide e-voting facility to its Members. The e-voting period commences from 9.00 a.m.(IST) on 02nd March, 2022 and ends at 5.00 p.m.(IST) on 31st March, 2022. The results of the Postal Ballot will be announced on or before 02nd April, 2022.

The Postal Ballot Notice along with explanatory statement, instructions for e-voting are also available on the website of the Company: www.nlcindia.in and on the website of NSDL www.evoting.nsdl.com.

Thanking You.

Yours faithfully
for NLC India Limited



Company Secretary



NLC India Limited

("Navratna" - Government of India Enterprise)

Regd. Office: No.135, EVR Periyar High Road, Kilpauk, Chennai 600 010

Phone No.: 044-28360037. **Fax:** 044-28360057

Corporate Office: Block-1, Neyveli - 607 801, Cuddalore District, Tamil Nadu.

CIN: L93090TN1956GOI003507. **Web-site:** www.nlcindia.in,

E-mail: investors@nlcindia.in

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ('Act'), read with the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with the General Circular 14/2020 dated April 8, 2020, General Circular 17/2020 dated April 13, 2020, General Circular 22/2020 dated June 15, 2020, General Circular 33/2020 dated September 28, 2020, General Circular 39/2020 dated December 31, 2020, General Circular 10/2021 dated June 23, 2021 and General Circular 20/2021 dated December 8, 2021 and other relevant circulars and notifications issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as 'the MCA Circulars') and other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force) that the following special businesses set out below are proposed to be passed by the Members of NLC India Limited ('Company'), by the process of Postal Ballot through electronic means (E-voting) only.

SPECIAL BUSINESS

- 1) To approve the appointment of Shri Subrata Chaudhuri (DIN 05346876) as an Independent Director of the Company by passing the following as a Special Resolution:**

"RESOLVED that pursuant to Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the rules framed thereunder, read with Schedule IV to the Act, as amended from time to time and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Subrata Chaudhuri (DIN 05346876), who was notified for appointment as a Non-official Part-time Director (Independent Director) by the President of India vide Ministry of Coal (MoC) Letter No. 21/19/2021-BA(iv) dated 01st November 2021 and appointed by the Board of Directors as an Additional Director w.e.f. 05th November 2021 under Section 161 of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a period of three years from the date of the above notification of MoC or until its further orders, whichever is earlier and on such terms & conditions as may be fixed by the Government of India."

2) To approve the appointment of Shri Prakash Mishra (DIN 09388622) as an Independent Director of the Company by passing the following as a Special Resolution:

"RESOLVED that pursuant to Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the rules framed thereunder, read with Schedule IV to the Act, as amended from time to time and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Prakash Mishra (DIN 09388622), who was notified for appointment as a Non-official Part-time Director (Independent Director) by the President of India vide Ministry of Coal (MoC) Letter No. 21/19/2021-BA(iv) dated 01st November 2021 and appointed by the Board of Directors as an Additional Director w.e.f. 08th November 2021 under Section 161 of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a period of three years from the date of the above notification of MoC or until its further orders, whichever is earlier and on such terms & conditions as may be fixed by the Government of India."

3) To approve the appointment of Prof. Nivedita Srivastava (DIN 09388948) as an Independent Director of the Company by passing the following as a Special Resolution:

"RESOLVED that pursuant to Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the rules framed thereunder, read with Schedule IV to the Act, as amended from time to time and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Prof. Nivedita Srivastava (DIN 09388948) who was notified for appointment as a Non-official Part-time Director (Independent Director) by the President of India vide Ministry of Coal (MoC) Letter No. 21/19/2021-BA(iv) dated 01st November 2021 and appointed by the Board of Directors as an Additional Director w.e.f. 10th November 2021 under Section 161 of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a period of three years from the date of the above notification of MoC or until its further orders, whichever is earlier and on such terms & conditions as may be fixed by the Government of India."

4) To approve the appointment of Shri. Ramesh Chand Meena (DIN 08009394) as a Director of the Company by passing the following as an Ordinary Resolution:

"RESOLVED that pursuant to Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Ramesh Chand Meena (DIN 08009394), who was notified for appointment as a Part-time Official Director by the President of India vide Ministry of Coal (MoC) Letter

No.21/3/2011(part)-BA/Establishment dated 23rd December, 2021 and appointed as an Additional Director by the Board of Directors w.e.f. 23rd December, 2021 and until further orders under Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company liable to retire by rotation.

5) To approve the appointment of Shri. Nagaraju Maddirala (DIN 06852727) as a Director of the Company by passing the following as an Ordinary Resolution:

"RESOLVED that pursuant to Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Nagaraju Maddirala (DIN 06852727) who was notified for appointment as a Part-time Official Director by the President of India vide Ministry of Coal (MoC) Letter No.21/3/2011-ASO/BA/Estt dated 03rd January, 2022, and appointed as an Additional Director by the Board of Directors w.e.f. 03th January, 2022 under Section 161 of the Companies Act, 2013 and until further orders be and is hereby appointed as a Director of the Company liable to retire by rotation.

6) To approve the appointment of Shri. K Mohan Reddy (DIN 09514050) as a Director of the Company by passing the following as an Ordinary Resolution:

"RESOLVED that pursuant to Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri K Mohan Reddy (DIN 09514050) who was notified for appointment as Director (Planning & Projects) by the President of India vide Ministry of Coal (MoC) Letter No.21/12/2020-Establishment dated 21st February, 2022 and appointed as an Additional Director by the Board of Directors w.e.f. 21st February, 2022 under Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company till 31.05.2024 or until further orders, whichever is earliest and on such terms & conditions, remuneration, tenure as may be determined by the Government of India from time to time and that he shall be liable to retire by rotation."

By Order of the Board of Directors

K.Viswanath

Company Secretary

Place: Chennai

Date: 23.02.2022

NOTES:

1. An Explanatory Statement under Section 102(1) of the Act setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed.
2. In accordance with the MCA circulars, the Postal Ballot Notice is being sent only in electronic form to Members whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on 25th February, 2022 (cut-off date) and who have registered their e-mail addresses with the Company/Depositories. The Postal Ballot Notice has also been placed on the websites of the Company and NSDL. Physical copies of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot in line with the exemption provided in the MCA circulars.
3. The Company has engaged the services of NSDL to provide e-voting facility to its Members. The e-voting period commences from 9.00 a.m.(IST) on 02nd March, 2022 and ends at 5.00 p.m.(IST) on 31st March, 2022. The e-voting module will be disabled by NSDL thereafter. Communication of assent or dissent of the Members would take place only through the e-voting system. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently. The detailed instructions for e-voting forms part of the Postal Ballot Notice.
4. If your e-mail address is not registered with the RTA in case of shares held in physical mode / with the Depositories in case of shares held in demat mode, you may register on or before 5:00 p.m. (IST) on 24th March, 2022, by sending an email to the RTA at their email ID: csdstd@integratedindia.in mentioning your Folio / Demat account No., for receiving Postal Ballot Notice dated 23.02.2022.
5. Members may note that this Postal Ballot Notice will also be made available on the Company's website, www.nlcindia.in, website of the Stock Exchanges where the equity shares of the Company are listed i.e. BSE Limited, www.bseindia.com and National Stock Exchange of India Limited, www.nseindia.com and on the website of the E-voting service provider (i.e.) NSDL www.evoting.nsdl.com
6. For permanent updation of email / Mobile / KYC details, Members holding shares in physical mode may submit the details in Form ISR-1 to our RTA as per SEBI circular dated November 3, 2021. Members holding shares in demat mode are requested to contact their Depository Participant (DP) for updation of KYC details in their demat accounts.
7. Member(s) whose names appear on the Register of Members/List of Beneficial Owners as on the cut-off date will be considered for E-voting. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
8. Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, the relevant details of Directors being appointed are annexed to this notice for the information of shareholders.

9. In compliance with the provisions of Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations and MCA Circulars, the Company is offering facility of E-voting to all Members to enable them to cast their votes electronically. Members are requested to follow the procedure as stated in the Notes in this regard.
10. M/s Kumar Naresh Sinha & Associates, Practising Company Secretaries, Noida, has been appointed as the Scrutinizer for conducting the Postal Ballot only through the E-voting process in a fair and transparent manner.
11. The Scrutinizer will submit their report to the Chairman or to any authorized person of the Company and the results of the Postal Ballot will be announced on or before 2nd April, 2022. The said results would be displayed at the Registered Office of the Company and intimated to the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) where the shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website www.nlcindia.in and on the website of NSDL (www.evoting.nsdl.com).
12. A Member cannot exercise his/her vote through proxy on Postal Ballot. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e., 25th February, 2022.
13. The resolutions, if passed with requisite majority by the Members through Postal Ballot shall be deemed to be passed on the last date of the voting period i.e., 31st March, 2022 and shall be deemed to have been passed at a general meeting of the Members convened in that behalf.

EVOTING INSTRUCTIONS

How do I vote electronically using NSDL e-Voting system?





The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are

	<p style="text-align: right;">or</p> <p>https://web.cdslindia.com/myeasi/home/login www.cdslindia.com and click on New System Myeasi.</p> <p>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at [abovementioned website](https://web.cdslindia.com).

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at

helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.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.

4. 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***

5. Password details for shareholders other than Individual shareholders 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'?
 - (i) 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'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
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.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on 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 mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting 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.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
 3. Now you are ready for e-Voting as the Voting page opens.
 4. 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.
 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. 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 kumarnareshsinha@gmail.com with a copy marked to 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 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 or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Sarita Mote at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to csdstd@integratedindia.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) to csdstd@integratedindia.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

**EXPLANATORY STATEMENT AS REQUIRED
UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013**

Item Nos.1 to 6

Pursuant to Ministry of Coal (MoC) Letter No. 21/19/2021-BA (iv) dated 01st November 2021, Shri Subrata Chaudhuri (DIN 05346876), Shri Prakash Mishra (DIN 09388622) & Prof. Nivedita Srivastava (DIN 09388948) were inducted into the Board as Non-Official Part time Directors for a period of 3 years from the date of above notification of MoC or until its further orders, whichever is earlier and were appointed by the Board of Directors as Additional Directors w.e.f. 05.11.2021, 08.11.2021 & 10.11.2021 respectively under Section 161 of the Companies Act, 2013.

Pursuant to Ministry of Coal (MoC) Letter No.21/3/2011 (part)-BA/Establishment dated 23th December, 2021, Shri Ramesh Chand Meena (DIN 08009394), was inducted into the Board as a Part-time Official Director and appointed by the Board of Directors as an Additional Director w.e.f. 23.12.2021 under Section 161 of the Companies Act, 2013.

Pursuant to Ministry of Coal (MoC) Letter No.21/3/2011-ASO/BA/Estt dated 03rd January, 2022, Shri Nagaraju Maddirala (DIN 06852727) was inducted into the Board as a Part-time Official Director and appointed by the Board of Directors as an Additional Director w.e.f. 03.01.2022 under Section 161 of the Companies Act, 2013.

Pursuant to Ministry of Coal (MoC) Letter No.21/12/2020-ESTABLISHMENT dated 21st February, 2022, Shri K Mohan Reddy (DIN 09514050), was inducted into the Board as Director (Planning & Projects) and appointed by the Board of Directors as an Additional Director w.e.f. 21.02.2022 under Section 161 of the Companies Act, 2013.

Notices have been received under Section 160 of the Companies Act, 2013 from a Member signifying his intention to propose the appointment of Shri Subrata Chaudhuri, Shri Prakash Mishra, Prof. Nivedita Srivastava, Shri Ramesh Chand Meena, Shri Nagaraju Maddirala and Shri K Mohan Reddy as Directors of the Company.

Shri Subrata Chaudhuri, Shri Prakash Mishra, Prof. Nivedita Srivastava have given a declaration that they meet the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013.

Shri Subrata Chaudhuri, Shri Prakash Mishra, Prof. Nivedita Srivastava, Shri Ramesh Chand Meena, Shri Nagaraju Maddirala and Shri K Mohan Reddy are deemed to be interested in the proposed resolutions to the extent of their appointment as Directors. No other Directors or Key Managerial Personnel of the Company or their relatives are interested in the resolutions.

Shri Subrata Chaudhuri, Shri Prakash Mishra, Prof. Nivedita Srivastava, Shri Ramesh Chand Meena, Shri Nagaraju Maddirala and Shri K Mohan Reddy do not hold any share in the Company, either in their individual capacity or on a beneficial basis for any other person.

Shri Subrata Chaudhuri, Shri Prakash Mishra, Prof. Nivedita Srivastava, Shri Ramesh Chand Meena, Shri Nagaraju Maddirala and Shri K Mohan Reddy are not related to any of the Directors or Key Managerial Personnel of the Company or their relatives, as per the disclosures received from them.

As per Regulation 17 (1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Further, as per the provision of Regulation 25(2A) of SEBI (LODR) Regulations, 2015 the appointment of an Independent Director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution.

Directors recommend the resolution as set out in Item Nos.1 to 6 of Notice for Members' approval.

The brief resume of Directors proposed for appointment/re-appointment are furnished in **Annexure-2**.

Annexure-2

BRIEF RESUME OF DIRECTORS PROPOSED FOR APPOINTMENT OF DIRECTORS:

1. **Shri Subrata Chaudhuri** is an MBA (PGDRM) from the Institute of Rural Management, (IRMA), Anand, Gujarat. He did his graduation in Agriculture from BCKV, Kalyani, West Bengal. He has been an alumnus of Purulia Ramkrishna Mission Vidyapith, West Bengal.

As an entrepreneur, he has over 24 years of experience in the field of exports, imports, International marketing of commodities, purchase and procurement, Agribusiness, business development, strategist, start-ups, FMCG and international logistics. With hands-on experience of starting business from scratches, he has varied International experience in the purchase, procurement and sales, in 22 Asian and African nations.

Post-1999, as the promoter of Indica Exports, Mumbai, he gathered the unique experience of manufacturing, exporting and importing edible oil, copra, agri produce, coal, rubber, basmati rice, cocoa-butter-substitute oil, home appliances, caustic soda and other chemicals. Between 2007 and 2013, he took an arduous effort in setting up an overseas manufacturing unit for coconut products in Sulawesi, an Eastern island of Indonesia. As a managing director of PT Subrato, Indonesia, at a point in time, he has been one of the world's top ten coconut-related/ Laurics-commercial-professionals in the world. During 2016-19, he has been an advisor with NCDEX e-Market Ltd, Mumbai and helped in the business development of an electronic market for the farmers' produce in the eastern India.

As a Director of Brihaspati Pvt Ltd., he has exported cheese, various agri produce to Bangladesh. A multilingual novelist, Subrata also keeps deep penchant for socio-economic issues, farmers' causes, global economy, employment creation, commodity markets, Forex and good governance.

No remuneration other than sitting fees is being paid to Shri Subrata Chaudhuri for attending Board / Committee Meetings. Shri Subrata Chaudhuri is independent of the Management and possesses appropriate skills, experience & knowledge for appointment as an Independent Director.

Shri Subrata Chaudhuri is not on the Board/Committee of any other Listed Company. Shri Subrata Chaudhuri had attended all Board Meetings held till date during the FY 2021-22, after his induction in to the Board.

2. **Shri Prakash Mishra** is a post graduate in Applied Economics from Utkal University and is also a Bachelor in Law. He joined the Indian Police Service in the year 1977 and was borne in Odisha Cadre. He held important assignments in Odisha and Govt. of India. He served with distinction as SP of Mayurbhanj and Rourkela Districts, DIG of Bhubaneswar Range, DIG to the Chief Minister, Odisha, IG Headquarters, CMD of the Orissa Police Housing Corporation, Director Intelligence and DGP Odisha. In Government of India, he held important assignments as SP and DIG in CBI for about 7 years in Delhi, Bhubaneswar, Hyderabad and Chennai, as IG in the South Eastern Railway, Kolkata, Joint

Director of the National Police Academy, Hyderabad, Special DG NIA, New Delhi, Director General, National Disaster Response Force, Special Secretary, Internal Security, Ministry of Home Affairs, New Delhi and Director General of Central Reserve Police Force.

Shri Prakash Mishra retired in February 2016 and thereafter was employed as an Advisor to the Governor, Uttarakhand and as DG of Civil Defense and Fire Services, Government of India for 2 years till September 2018. Shri Prakash Mishra is a recipient of the Indian Police Medal for Meritorious Service and the President's Police Medal for Distinguished Service. Since 2018, Shri Prakash Mishra is engaged in public life & social service and is the Chairman of a Trust, Aastha Alok, engaged in feeding the underprivileged in Cuttack, Odisha.

No remuneration other than sitting fees is being paid to Shri Prakash Mishra for attending Board/Committee meetings. Shri Prakash Mishra is independent of the Management and possesses appropriate skills, experience & knowledge for appointment as an Independent Director.

Shri Prakash Mishra is not on the Board/Committee of any other Listed Company. Shri Prakash Mishra had attended all Board Meetings held till date during the FY 2021-22, after his induction in to the Board.

3. **Prof. Nivedita Srivastava** a post graduate in Chemistry and holding a Doctorate from Central Drug Research Institute, Lucknow is presently the Head & Professor of Department of Applied Chemistry, M.J.P. Rohilkhand University, Bareilly. She has more than two decades of experience in academics as faculty at various levels. She has published several Research Papers in prestigious National and International Journals and has presented Papers in various Seminars / Conferences. Besides the above, she has published number of Articles in newspapers / magazines etc. She is also in editorial board of Magazine Vaqdhara.

She has been honoured with the "Distinguished Service Award" for her outstanding contributions in the field of Chemistry by the Society of Biological Sciences & Rural Development and "Sahityakar Gyan Swaroop Kumud Smriti Samman" by ABKMS and Sahityakar Gyabn Swaroop Kumud Smriti Samman Samiti.

No remuneration other than sitting fees is being paid to Prof. Nivedita Srivastava for attending Board/Committee meetings. Prof. Nivedita Srivastava is independent of the Management and possesses appropriate skills, experience & knowledge for appointment as an Independent Director.

Prof. Nivedita Srivastava is not on the Board/Committee of any other Listed Company. Prof. Nivedita Srivastava had attended all Board Meetings held till date during the FY 2021-22, after her induction in to the Board.

4. **Shri Ramesh Chand Meena** is a Graduate in Electrical Engineering and Master in Communication Engineering. He is a member of Indian Administrative Service and has held various important positions in Government of Tamil Nadu and Government of India. Shri. Ramesh Chand Meena is presently serving as the Additional Chief Secretary to Government of Tamil Nadu , Energy Department.

Shri. Ramesh Chand Meena is not on the Board/Committee of any other Listed Company. Shri. Ramesh Chand Meena had attended one Board Meeting held till date during the FY 2021-22, after his induction in to the Board.

5. **Shri Nagaraju Maddirala** is an IAS officer belonging to Tripura cadre. After graduating in Economics and post-graduation in Philosophy from the University of Hyderabad, he joined IAS in 1993. Over a period of more than 25 years, he had the opportunity to serve at local, state, national and international level in the areas of public order, revenue & development administration, tribal development, development finance, international economic relations, Industries and commerce, healthcare and State finances. In the State Government, he served as District Magistrate, Director, Tribal Welfare, Secretary /Principal Secretary of Health, Women and Child Development, Finance and Industries & Commerce.

During 2004-08, he served in the Ministry of Finance, Department of Economic Affairs as Director Japan/North America and Director in the World Bank Division. Thereafter, he worked as Advisor to the Executive Director at the World Bank in Washington DC till 2012. He was a visiting fellow at the University of Pennsylvania, USA for one year in 2012-13 and Visiting Research Scholar in Stonehill College in 2018-19. During his sabbatical, he has conducted research on the context and impact of 1991 economic reforms and liberalization of Indian economy and also on Indian Tribal Development and Autonomous District Councils.

Shri Nagaraju Maddirala is working as Additional Secretary, Ministry of Coal and is on the Board of Mahanadi Coalfields Limited.

Shri Nagaraju Maddirala is not on the Board/Committee of any other Listed Company. Shri Nagaraju Maddirala had attended all Board Meetings held till date during the FY 2021-22, after his induction in to the Board.

6. **Shri K. Mohan Reddy** is a Mining Engineer from the reputed "The Institution of Engineers (India)", Kolkata and also holds the First Class Mine Manager Competency Certificate (Coal) from the Directorate General of Mines Safety. Shri K. Mohan Reddy also holds MBA degree in Finance and has completed Certificate Courses on "Advanced Programme in Strategic Management for Business Excellence" and "Strategic Business Leadership" from the prestigious Indian Institute of Management, Lucknow and from the prestigious Indian School of Business, Hyderabad respectively.

Prior to his assuming charge as Director (Planning & Projects) on 21st February, 2022, he was the Chief Executive Officer of Neyveli Uttar Pradesh Power Limited, a Joint Venture between NLC India Limited and Uttar Pradesh Rajya Vidyut Utpadan Nigam Limited (UPRVUNL). He was instrumental in the completion of the Unit-I Boiler Test Light up on 26.03.2021. He ensured last mile connectivity for the project along with linkage for commissioning Coal from Northern Coalfields Ltd, supply of raw water, completion of 765 KV transmission line etc., as inbound and outbound logistics. Initial career started with Western Coalfields the subsidiary of Coal India Limited, served in Singareni Collieries Company Limited for over 24 years holding various responsible positions in Mining Sector prior to joining NLC India Limited in the year 2013.

Shri K Mohan Reddy is not on the Board/Committee of any other Listed Company. No Board Meetings held till date during the FY 2021-22, after his induction in to the Board.
