


<p>कोल इण्डिया लिमिटेड महारत्न कंपनी 3 तल्ला, कोर-2 प्रेमिसेस-04-एमआर, प्लॉट-ए एफ-III, एक्शन एरिया-1A, न्यूटाउन, रजरहट, कोलकाता-700156 फोन 033-23286426, फैक्स-033-23286410 ईमेल: mviswanathan2.cil@coalindia.in वेबसाइट: www.coalindia.in CIN- L23109WB1973GOI028844</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):4156/4157:2021 : 27295 .

Dated: 8th October'2021

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

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

Sub : Report on Corporate Governance-Annexure-I, III & IV for the 2nd Quarter and the Half Yearly ended 30th September' 2021

Dear Sir,

We are enclosing herewith the Report on Corporate Governance- Annexure I, III & IV of CIL for the **2nd Quarter and the Half Yearly ended 30th September' 2021.**

This is for your information and records. This is as per Regulation 27(2) of the SEBI (LODR) Regulations 2015.

Yours faithfully,

Mko
8/10/21

(M.Viswanathan/एम.विस्वनाथन)

Company Secretary/कंपनी सचिव

& Compliance Officer/कम्प्लायंस ऑफिसर

Enc: As above

- 1 Name of Listed Entity:
- 2 Quarter ending :
- 3 Whether the Listed Entity has Regular Chairperson :
- 4 Whether Chairperson is related to MD or CEO :

COAL INDIA LIMITED
30th Sept'2021
Yes
Yes

I. Composition of Board of Directors

Title (Mr/Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Birth	Initial Date of appointment	Date of re-appointment	Date of Cessation for current term	Tenure of Independent Director (in months)	No of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Binay Dayal	AAUPD7135M &07367625	Executive	11.10.2017	09-01-1962	11-10-2017	-	-		1	0	0	0
Mr.	Vinod Kumar Tiwari	ABHPT4474B &03575641	Nominee-NonExecutive	29-11-2019	16-02-1963	29-11-2019				2	0	0	0
Mr.	Satyendra Nath Tiwary	AAKPT4621N &07911040	Executive	01-12-2019	02-04-1962	01-12-2019				1	0	0	0
Mr.	Pramod Agrawal	ADOPA3473G &00279727	Chairperson-Executive	01-02-2020	03-06-1963	01-02-2020				1	0	0	0
Mrs.	Nirupama Kotru	ABMPN5666J &09204338	Nominee-NonExecutive	15-06-2021	28-01-1969	15-06-2021				2	0	0	0
Mr.	Vinay Ranjan	AGRPR9306B &03636743	Executive	28-07-2021	08-12-1970	28-07-2021				1	0	0	0

M/K

II. Composition of Committees

Name of the Committee	Whether Regular chairperson appointed	Name of Committee Members	Category	Date of Appointment	Date of Cessation
Audit Committee	No				
Nomination & Remuneration Committee	No	Mr. Vinod Kumar Tiwari	Member	19-12-2019	
Risk Management Committee	Yes	Mr. Binay Dayal	Member	28-10-2017	
		Mr. Satyendra Nath Tiwari	Member	01-12-2019	
		Mr. Vinod Kumar Tiwari	Chairman	18-01-2021	
		Chief Risk Officer	Member	18-01-2021	
		General Manager (Finance) I/C	Member	18-01-2021	
Stakeholders Relationship committee	No				
CSR Committee	No	Mr. Binay Dayal	Member	28-10-2017	
		Mr. Vinod Kumar Tiwari	Member	04-09-2020	

III. Meeting of Board of Directors

Date(s) of Meeting in the previous quarter i.e.01.04.21 to 30.06.21 and Current Quarter ie 01.07.21 to 30.09.21	Gap between two consecutive (in number of days)	no of Directors present	no of IDs attended the meeting	Whether requirement of Quorum met (details)-
10-05-2021	45	6	0	NO
27-05-2021	16	5	0	NO
01-06-2021	4	5	0	NO
14-06-2021	12	5	0	NO
25-06-2021	10	6	0	NO
12-07-2021	16	6	0	NO
28-07-2021	15	7	0	NO
10-08-2021	12	7	0	NO
24-08-2021	13	7	0	NO
26-08-2021	1	6	0	NO
17-09-2021	21	7	0	NO

M/K

IV. Meeting of Committees- Audit Committee				
Date(s) of Meeting in the previous quarter i.e.01.01.21 to 31.03.21 and Current Quarter ie 01.04.21 to 30.06.21	Gap between two consecutive (in number of days)	no of Directors present	no of ID attended the meeting	Whether requirement of Quorum met (details)-
NA				

V. Meeting of Committees- Nomination and Remuneration Committee				
Date(s) of Meeting in the previous quarter i.e.01.01.21 to 31.03.21 and Current Quarter ie 01.04.21 to 30.06.21	Gap between two consecutive (in number of days)	no of Directors present	no of ID attended the meeting	Whether requirement of Quorum met (details)-
NA				

VI. Meeting of Committees- Risk Management Committee				
Date(s) of Meeting in the previous quarter i.e.01.01.21 to 31.03.21 and Current Quarter ie 01.04.21 to 30.06.21	Gap between two consecutive (in number of days)	no of Directors present	no of ID attended the meeting	Whether requirement of Quorum met (details)-
NA				

M/K

VII. Meeting of Committees- Stakeholders Relationship Committee				
Date(s) of Meeting in the previous quarter i.e.01.01.21 to 31.03.21 and Current Quarter ie 01.04.21 to 30.06.21	Gap between two consecutive (in number of days)	no of Directors present	no of ID attended the meeting	Whether requirement of Quorum met (details)-
NA				

VIII. Meeting of Committees- CSR Committee				
Date(s) of Meeting in the previous quarter i.e.01.01.21 to 31.03.21 and Current Quarter ie 01.04.21 to 30.06.21	Gap between two consecutive (in number of days)	no of Directors present	no of ID attended the meeting	Whether requirement of Quorum met (details)-
NA				

IX. Related Party Transactions		
Subject	status	If Status is 'No' details of Non-compliance
Whether prior approval of audit committee obtained	No	Company did not have any Independent Director w.e.f. 6th Sept, 20. Company has requested Government of India, Ministry of Coal who is the appointing authority to appoint 7 Independent Directors including 1 Woman Director. In the absence of Independent Directors in the Board, Audit Committee could not be reconstituted
Whether shareholder approval obtained for material RPT	NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	No	Company did not have any Independent Director w.e.f. 6th Sept, 20. Company has requested Government of India, Ministry of Coal who is the appointing authority to appoint 7 Independent Directors including 1 Woman Director. In the absence of Independent Directors in the Board, Audit Committee could not be reconstituted. However actual Related Party Transaction for each quarter is placed to Board for its information.

Mike

VI. Affirmations

1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015- NO. 5 Independent Directors ceased to be the Directors in CIL Board w.e.f. 17.11.19 and two Independent Directors ceased to be Directors from 6th Sept' 20. As a result, company did not have any Independent Director w.e.f. 6th Sept, 20. Company has requested Government of India, Ministry of Coal who is the appointing authority to appoint 7 Independent Directors including 1 Independent Woman Director.	
2	The composition of following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations,2015.	
	a	Audit Committee- No
	b	Nomination & remuneration committee- No
	c	Stakeholders relationship committee- No
	d	Risk management committee - No
	e	CSR Committee-No
3	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- Yes	
4	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015- No. Since there were no Independent Directors in CIL Board, meeting of the Board of Directors of CIL was conducted with the existing Directors.	
5	This report or the report submitted in the previous quarter has been placed before Board of Directors. Any Comments/observations/advice of Board of Directors may be mentioned here: Yes. The report of 1st Quarter ended 30th June' 21 was placed in the 427th CIL Board meeting held on 28th July' 21 . Board advised to intimate Ministry of Coal to expedite appointment of required number of Independent Directors including a woman Independent Director to comply with LODR provisions. Company has complied with the same.	

M. Viswanathan
8/10/21

(M.Viswanathan)
Company Secretary &
Compliance officer

Annexure-III

1 Name of Listed Entity: COAL INDIA LIMITED
 2 Half yearly ending : 30th Sep'21

I Affirmations

SL	Broad heading	Regulation Number	Compliance Status (Yes/No/NA)	Reasons for Non-Compliance
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	YES	-
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	CIL AGM was held on 15th Sept, 2021. From 6th Sept, 2020, CIL did not have any Independent Director and as such the Audit Committee was not functioning. Hence, the Chairman of Audit Committee did not attend the AGM.
3	Presence of Chairperson of the Nomination and Remuneration Committee at the annual general meeting	19(3)	No	CIL AGM was held on 15th Sept, 2021. From 6th Sept, 2020, CIL did not have any Independent Director and as such the Nomination and Remuneration Committee was not functioning. Hence, the Chairman of Nomination and Remuneration Committee did not attend the AGM.
4	Presence of Chairperson of the Stakeholder Relationship Committee at the annual general meeting	20(3)	No	CIL AGM was held on 15th Sept, 2021. From 6th Sept, 2020, CIL did not have any Independent Director and as such the Stakeholder Relationship Committee was not functioning. Hence, the Chairman of Stakeholder Relationship Committee did not attend the AGM.
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with Para C of Schedule V	YES	-

Mike
8/10/21

Additional Half yearly Disclosure

Half year ending - 30th September'2021

Applicability of the Disclosure	Not Applicable
Reasons for Non-Applicability	No loan or gurantee or security provided by the Company to Promoter, Promoter Group, Director or KMP either directly or indirectly

1. Disclosure of Loans / guarantees / comfort letters / securities etc

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount advanced during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL



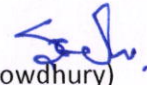
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount advanced during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

II. Affirmations:	Compliance Status
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company : Nil	NA

Place : Kolkata

Date 08/10/24


(S. G. Chowdhury)
Chief Financial Officer