



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: 15th July' 2017

Notice of Forty-third Annual General Meeting of Coal India Limited

NOTICE is hereby given to the members of Coal India Limited that the Forty-Third Annual General Meeting of the Company will be held on Thursday, the 14th September 2017 at 10.30 A.M at Science City, Main Auditorium, JBS Haldane Avenue, Kolkata -700046 to transact the following business:

ORDINARY BUSINESS:

1. To receive,consider and adopt:

- the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2017 including the Audited Balance Sheet as at March 31, 2017 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.
 - the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2017 including the Audited Balance Sheet as at March 31, 2017 and Statement of Profit & Loss for the year ended on that date and the Report of Statutory Auditor thereon.
- To approve Interim dividends paid on equity shares for the Financial Year 2016-17 as final dividend for the year 2016-17.
 - To appoint a director in place of Shri S.N.Prasad [DIN-07408431] 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:

ITEM No.4

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 149, 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, Smt. Reena Sinha Puri, Joint Secretary and Financial Advisor, Ministry of Coal [DIN:07753040.], who was appointed by the Board of Directors as an Additional Director of the Company with effect from 9th June' 2017 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 a Director of the Company w.e.f 9th June' 2017 and until further orders, in terms of Ministry of Coal letter no-21/3/2011-ASO dated 9th June 2017. She shall be liable to retire by rotation

ITEM No. 5

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) and 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 2,01,094/-, out of pocket expenditures and applicable taxes as set out in the explanatory statement to this Resolution and payable to M/s Balwinder & Associates, Cost Auditor (Registration Number 000201) 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 31st March, 2017 be and is hereby ratified and confirmed."

By order of the Board of Directors
For Coal India Limited

Sd/-
(M. VISWANATHAN)
Company Secretary

Registered Office:

CIN: L23109WB1973GOI028844
Coal Bhawan, Premises No-04 MAR,
Plot No-AF-III, Action Area-1A,
New town, Rajarhat, Kolkata-700156
Tel.: 033-23246526, Fax: 033-23246510
Email-complianceofficer.cil@coalindia.in
Website: www.coalindia.in
Date: 15th July' 2017

NOTES:-

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE, THE PROXY FORM DULY COMPLETED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY - EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING. BLANK PROXY FORM IS ENCLOSED.**

In terms of Section 105 of the Companies Act'2013 read with Rule 19 of the Companies (Management and Administration) Rules 2014, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

2. 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 under Note no-24
3. The Register of Members and Share Transfer Books of the Company will remain closed from 4th September' 2017 to 14th September' 2017 (both days inclusive) for the purpose of Annual General Meeting.
- 4. Members are requested to:**
 - i) Note that copies of Annual Report will not be distributed at the Annual General Meeting.
 - ii) Bring their copies of Annual Report, Notice and Attendance Slip duly completed and signed at the meeting.
 - iii) Deliver duly completed and signed Attendance Slip at the entrance of the meeting venue as entry to the Hall will be strictly on the basis of the entry slip available at the counters at the venue to be exchanged with the attendance slip.
 - iv) Quote their Folio / Client ID & DP ID Nos. in all correspondence.
 - v) Note that due to strict security reasons, eatables and other belongings are not allowed inside the Auditorium.
 - vi) Duplicate admission slips will not be provided at the AGM venue.
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 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. Corporate Members intending to send their authorized representative(s) pursuant to section 113 of the Companies Act 2013 to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting. An authorized representatives of a body corporate member may also appoint a proxy under his signature in the manner provided in Note 1 above.
9. 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 and address of the bank with pin code number, if not furnished earlier.
10. 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.
11. The Board of Directors of your company in its 337th meeting held on 6th March' 2017 had declared first interim dividend @ 187.50% (Rs.18.75 per share) on the paid-up equity share capital of the company which was paid on and from 21st March 2017. The Board in its 339th meeting held on 26th March' 2017 had further declared second Interim Dividend at 11.50% (Rs 1.15 per share) on the paid -up equity share capital of the company which was paid on and from 31st March' 2017. 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 unpaid/unclaimed dividend under Section 124 of Companies Act 2013 and 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 new IEPF Rules mandate 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), as also on the website of Ministry of Corporate Affairs (www.mca.gov.in).

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) 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 27th Annual General Meeting held on 29th 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 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 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 in physical or electronic form at the Registered office of the Company during normal business hours on working days from 11.00AM to 1.00 PM.
16. Members may also note that notice of 43rd AGM and Annual Report 2016-17 will be available on the Company's website, www.coalindia.in and on the website of M/s Alankit Assignments Limited. The physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during the normal business hours on working days from 11.00A.M to 1.00 P.M . Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at: complianceofficer.cil@coalindia.in
17. In terms of Section 152 of the Companies Act, 2013 Shri

S.N.Prasad(DIN-07408431), 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 and approved by the Central Government forms a part of the notice. The Director has furnished the requisite consent/declaration for his appointment/re-appointment.

Name of Director	Shri S.N.Prasad
DIN	07408431
Date of Birth	22.11.1959
Nationality	Indian
Date of appointment on the Board	01.02.2016
Qualification	MBA(Marketing)
List of Directorships held in other companies	Northern Coalfields Ltd and Mahanadi Coalfields Ltd
Chairman/Membership of other Committee in Coal India Ltd	Risk Management Committee

Profile of Shri S.N.Prasad is given under "Brief profile of Directors" in Annual Report 2016-17

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 enclosed.
20. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the company.
21. Route Map to the venue of the meeting is enclosed herewith for the convenience of the members to attend the meeting. The prominent landmark for the venue of the meeting is Hotel ITC Sonar Bangla.
22. 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.
23. 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
M/s Alankit Assignments Limited, Alankit Height, 1E/13, Jhandewalan Extension, New Delhi-110055 Email-id-alankit_rta@alankit.com Ph.no-011-4254-1234/ 2354-1234 Fax-011-4154-3474 Toll-free- 1860-121-2155 Website-www.alankit.com	M/s Alankit Assignments Limited Main Building, 2nd floor 19 R N Mukherjee, Kolkata-700001 Email-id-alankit_rta@alankit.com Ph. no-033-4401-4100/4200 Toll-free-1860-121-2155

24. STEPS FOR REMOTE E-VOTING:-

Pursuant to section 108 and other applicable provisions, if any, of the Companies Act' 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 (Amended rules 2015) as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the company is pleased to offer remote e-voting facility to the members to cast their votes electronically on all resolutions set forth in the notice convening the 43rd Annual General Meeting to be held on Thursday, the 14th September 2017 at 10.30 A.M at Science City, Main Auditorium, JBS Haldane Avenue, Kolkata -700046 through remote e-voting services provided by CDSL.

The remote e-voting facility is available at the links <https://www.evotingindia.com/>

The electronic voting particulars are set out below:

R-EVEN(REMOTE E-VOTING EVENT NUMBER)	USER-ID	PASSWORD

The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting	End of remote e-voting
September 11, 2017, IST 9.00 A.M	September 13, 2017 IST 5.00 P.M

Please read the instructions given below before exercising your vote.

These details and instructions form an integral part of the Notice for the Annual General Meeting to be held on 14th September 2017.

STEPS FOR REMOTE E-VOTING:

The process and manner for remote e-voting are as under:

- (i) The voting period begins on 11th Sep' 17 at 09.00 AM and ends on 13th Sep' 2017 at 05.00 P.M . During this period,shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 7th September' 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.

- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant "COAL INDIA LTD" on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

General Instructions:

- a) The remote e-voting period commence on 11th September'17(9:00 AM IST) and ends on 13th September'17(5:00 P.M IST). The remote e-voting module shall be disabled by CDSL 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 7th September' 2017 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.
- b) Any Persons who has acquired shares and became Members of the Company after the dispatch of the Notice of the AGM but before the cut-off date of 7th September' 2017, may obtain their user ID and sequence number for remote e-voting from Company's Registrar & Transfer Agents, M/s Alankit Assignments Limited, Ltd, Alankit Height, 1E/13, Jhandewalan Extension, New Delhi-110055, Email-id-alankit_rta@alankit.com, Ph.no-011-4254-1234/2354-1234, Fax-011-4154-3474, Toll-free-1860-121-2155 and can also request for the physical copy of the Annual Report or may obtain the login ID and sequence number by sending a request at alankit_rta@alankit.com also.
- c) 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. At the venue of the meeting members who have not cast their vote through remote e- voting may cast their vote through electronic voting system. The company has opted to provide the same electronic voting system at the meeting, as used during remote e-voting and the said facility shall be in operation till all the resolution are considered and voted upon at the meeting and 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 cast their vote through remote- e-voting.
- d) Persons whose names are recorded in the register of members maintained by Registrar as on cutoff date i.e 7th

- September'2017 shall only avail the facility of remote e-voting or voting through Insta poll at venue of the meeting.
- e) In case of any query, members are requested to contact:
Name: Arghya Majumder
Designation:- Assistant Manger-Business development
E-mail id:- helpdesk.evoting@cdslindia.com/arghyam@cdslindia.com
Address: 22 , Camac Street, Block A First Floor, Kolkata-700016
Contact details: 8820274880
- f) Shri A.K.Labh, Practicing Company Secretary, 40, Weston Street, 3rd Floor, Kolkata - 700 013 has been appointed as the Scrutinizer to scrutinize the remote e-voting process and polling process in a fair and transparent manner.
- g) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on 7th September'17
- h) The scrutinizer shall, immediately after the conclusion of the voting through electronic voting at the General Meeting, first count the votes cast at the meeting vide electronic voting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than 48 hours from conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favor or against, to Chairman or Director authorized by the Board of the Company.
- i) 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 and on the website of M/s CDSL. 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

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
Date: 15th July' 2017

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 through circular resolution appointed Smt. Reena Sinha Puri [DIN:07753040] as an Additional Director of the company with effect from 9th June' 2017 and until further orders., pursuant to section 161 of the Companies Act, 2013. The same is ratified in the 342nd meeting held on 15.07.17. Hence she will hold office upto the date of ensuing AGM.

The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member along with a deposit of Rs. 1,00,000/- proposing the candidature of Smt. Reena Sinha Puri as a director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013. The Company has received from her .(i) consent in writing to act as director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013. The resolution seeks the approval of members for the appointment of Smt. Reena Sinha Puri as Director of the Company from 9th June' 2017 and until further orders in terms of Ministry of Coal letter no 21/3/2011-ASO. dated 9th June' 2017. She is liable to retire by rotation.

Smt. Reena Sinha Puri is an officer of the Indian Revenue Service. She has held various positions in the Income Tax Department and has worked in Mumbai, Kolkata, Delhi, Nagpur & Muzaffarnagar. She has also worked on secondment with the Department of Taxes, Government of Botswana. She completed her Bachelor & Masters in Political Science from Punjab University, Chandigarh. She holds Bachelor law degree from Delhi University and Master's degree in Public Policy from LKY School of Public Policy, NUS, Singapore.

No Director, Key managerial personnel or their relatives, except Smt. Reena Sinha to whom the resolution relates, is interested or concerned financially or otherwise in the resolution. The Board of Directors considered that in view of the background and experience of Smt. Reena Sinha, it would be in the interest of the company to appoint her as Director of the Company from 9th June' 2017 and until further orders. The Board recommends the resolution set forth in Item no.4 for the approval of the members.

Item No. 5:

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, 2017 as per the following details

Name of the Cost Auditor:- M/s Balwinder & Associates

Audit Fees :-

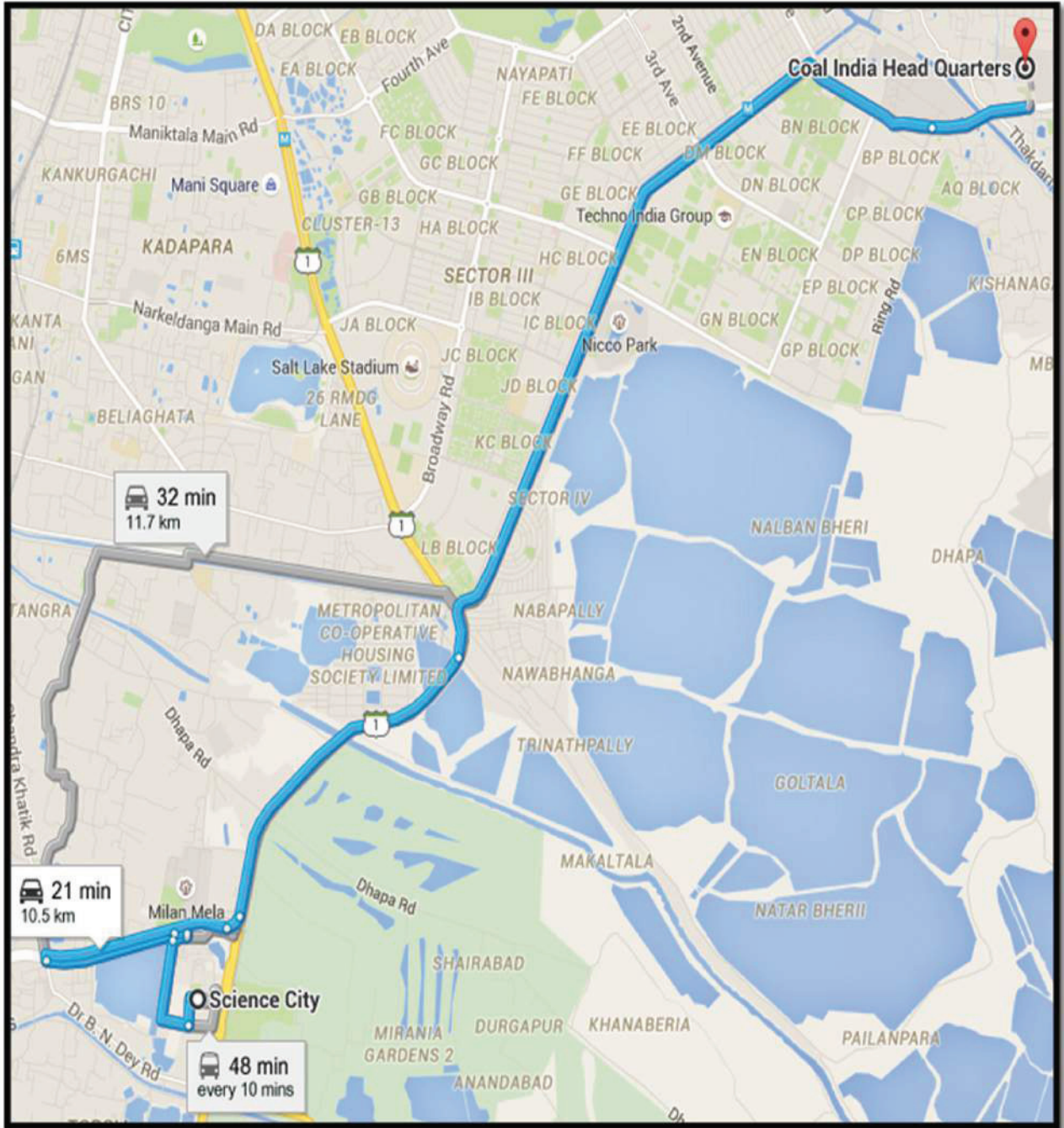
- (a) Cost Audit for 2016-17: Rs.2,01,094.-
- (b) The travelling and out of pocket expenses will be reimbursed at actuals restricted to 50% of audit fees.
- (c) Applicable taxes shall be paid extra.

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 Balwinder & 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 5 of the Notice for ratification of remuneration payable to M/s Balwinder & Associates, Cost Auditor for the financial year ended March 31, 2017.

No director, key managerial personnel or their relatives, is interested or concerned financially or otherwise in the resolution. The Board recommends the resolution set forth in Item no 5 for the approval of the members.

MAP: FROM COAL INDIA LIMITED, RAJARHAT TO SCIENCE CITY





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

PROXY FORM

FORTY THIRD ANNUAL GENERAL MEETING

DP ID	CLIENT ID	FOLIO NO	NO OF SHARE(S) HELD

I/We _____ of _____ in the district of _____ being a Member/Members of Coal India Limited, hereby appoint _____ of _____ in the district of _____ or failing him/her _____ of _____ or failing him/her _____ of _____ as my/our Proxy to attend and vote for me/us and on my/our behalf at the forty-third Annual General Meeting of the Company to be held on Thursday, the 14th September 2017 at 10.30 A.M at Science City, Main Auditorium, JBS Haldane Avenue, Kolkata -700046 and at any adjournment thereof.

Signed this _____ day of _____ 2017 _____

Signature of Shareholder

Affix
Revenue
Stamp

Signature of 1st Proxy-holder	Signature of 2nd Proxy-holder	Signature of 3rd Proxy holder

NOTES:-

- The Proxy form must be received at Coal India Limited, Coal Bhawan, 3rd floor, core-2, Premises No-04 MAR, Plot No-AF-III, Action Area-1A, New town, Rajarhat, Kolkata-700156 not less than 48 hours before the commencement of the Annual General Meeting.**
- When a member appoints a Proxy and both the members and Proxy attend the meeting, the Proxy will stand automatically revoked.
- Members/Proxy holders are requested to bring their copy of the Annual Report for reference at the meeting.
- No instruments of proxy shall be valid unless,
 - In the case of an individual shareholder, it is signed by him/her or his/her attorney, duly authorised in writing;
 - In the case of joint holder, it is signed by the shareholder first named in the register or his/her attorney, duly authorised in writing;
 - In the case of a body corporate signed by its officer or an attorney duly authorised in writing.
- An instrument of Proxy deposited with the Company shall be irrevocable and final.
- A person can act as proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.



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

PHONE: 033-23245555, FAX:033-23246510, www.coalindia.in

ATTENDANCE SLIP

(to be surrendered at the time of entry)

Date: **Thursday, 14th September' 2017 at 10.30 A.M**

Venue: Science City, Main Auditorium, JBS Haldane Avenue, Kolkata -700046

I hereby record my presence at the Forty-third Annual General Meeting of the company

Name of Shareholder :-

Registered Address of the Shareholder :-

Name of Joint Holders :-

Regd. Folio/DPID/Client ID No. :-

Number of Shares :-

Name of Proxy/Representative, if any :-

Signature of Member(s)/Proxy/Representative:-

Note:

Shareholders/Proxy/Representatives are requested to produce this Attendance Slip signed, for admission to meeting hall. The admission may, however, be subject to further verification/checks, as may be deemed necessary. **Under no circumstances, any duplicate Attendance Slip** will be issued at the entrance to the meeting hall.

.....tear here.....

FOR IMMEDIATE ATTENTION OF THE SHAREHOLDER

ELECTRONIC VOTING PARTICULARS		
Electronic Voting Sequence Number	User ID	PAN/Sequence No

Please read the instructions for e-voting as set out in notice of 43rd Annual General Meeting dated 15th July' 2017. The E-voting period starts from 11th **September' 2017 09.00 A.M. IST and ends at 13th September' 2017, 05.00 P.M IST.** At the end of the E-voting period, the portal where the votes are cast shall be blocked.