

कोल इण्डिया लिमिटेड
महाराज कंपनी
3 तल्ला, कोर-2
प्रेमिसेस-04-एमआर, प्लॉट-ए एफ-III,
एक्शन एरिया-1A, न्यूटाउन, राजरहट, कोलकाता-
700156
फोन 033-२३२४६५२६.
फैक्स-033-२३२४६५१०
ईमेल: mviswanathan2.cil@coalindia.in
वेबसाइट: www.coalindia.in
CIN- L23109WB1973GOI028844



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

Ref.No.CIL:XI(D):4156/4157:2019: 22922.

Dated: 9th Apr'19

To,
The National Stock Exchange of India Ltd.
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai-400 051.
Script Code: INE522F01014

To,
The Bombay Stock Exchange Ltd,
Phiroze JeeJeebhoy Towers
Dalal Street,
Mumbai-400 001.
Script Code: 533278


Sub : Report on Corporate Governance-Annexure-I & II for 4th Quarter and year ended 31st Mar'2019

Dear Sir,

We are enclosing herewith the Report on Corporate Governance- Annexure I & II of CIL for the 4th Quarter and year ended 31st Mar'2019.

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

Yours faithfully,


M. Viswanathan
(Company secretary)



Corporate Governance Format to be submitted by listed entity on quarterly basis

Annexure-I

1 Name of Listed Entity:

COAL INDIA LIMITED

2 Quarter ending :

31ST MARCH'19


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 Cessation in Current term	Tenure for Independent Director only.	No of 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
Ms.	Loretta Mary Vas	AONPV3369N & 02544627	NonExecutive-Independent	17.11.2018		1 year	1	1	0
Mr.	Vinod Jain	AAHPJ5235B & 00003572	NonExecutive-Independent	17.11.2018		1 year	1	2	1
Mr.	D.C. Panigrahi	AEHPP0456L & 07355591	NonExecutive-Independent	17.11.2018		1 year	1	1	0
Mr.	Khanindra Pathak	ADJPP8738Q & 07348780	NonExecutive-Independent	17.11.2018		1 year	1	0	0
Mr.	Satish Balram Agnihotri	AAXPA8611L & 03390553	NonExecutive-Independent	17.11.2018		1 year	1	2	1
Mr.	Shyam Nandan Prasad	ABEPP5265F & 07408431	Executive	01.02.2016	-	-	1	1	0
Mr.	R.K.Sinha	AKGPS1549E & 05351383	Nominee-NonExecutive	05.08.2016	-	-	1	0	0
Ms.	Reena Sinha Puri	AAAPP1922E & 07753040	Nominee-NonExecutive	09.06.2017	-	-	2	2	0
Mr.	Vinod Kumar Thakral	AAXPT8993N & 00402959	NonExecutive-Independent	06.09.2017		3 years	1	0	0
Mr.	Bharat Laxmanbhai Gajipara	AFAPG7528N & 07947068	NonExecutive-Independent	22.09.2017		3 years	1	1	0
Mr.	Binay Dayal	AAUPD7135M & 07367625	Executive	11.10.2017		-	1	1	0
Mr.	Ram Prakash Srivastava	AIYPS3081R & 08036468	Executive	31.01.2018		-	1	1	0
Mr.	Anil Kumar Jha	AALPJ9409P & 06645361	Chairperson-Executive	18.05.2018		-	1	0	0

M/E
 Mr. Anand Kumar / Mr. Anand Kumar
 Director / Chairman, Company Secretary
 Coal India Limited
 1st Floor, Block No-2 / Coal India Limited
 Faridkot, Patna-700150 / Patna, Bihar-700150

II. Composition of Committees

Name of the Committe	Name of Committee Members	Category
Audit Committee	Mr. Vinod Jain	Chairperson
	Ms. Loretta Mary Vas	Member
	Dr. Satish Balram Agnihotri	Member
	Dr. D.C. Panigrahi	Member
	Ms. Reena Sinha Puri	Member
	Mr. Binay Dayal	Member
Nomination & Remuneration Committee	Ms. Loretta Mary Vas	Chairperson
	Mr. R.K.Sinha	Member
	Dr. D.C. Panigrahi	Member
	Mr. Vinod Kumar Thakral	Member
	Prof. Khanindra Pathak	Member
	Mr. Bharat Laxmanbhai Gajipara	Member
Risk Management Committee	Dr. D.C. Panigrahi	Chairperson
	Prof. Khanindra Pathak	Member
	Mr. Vinod Kumar Thakral	Member
	Mr. Shyam Nandan Prasad	Member
	Mr. Binay Dayal	Member
Stakeholders Relationship committee	Dr. Satish Balram Agnihotri	Chairperson
	Mr. Vinod Jain	Member
	Mr. Bharat Laxmanbhai Gajipara	Member
	Mr. Shyam Nandan Prasad	Member
	Mr. Ram Prakash Srivastava	Member
CSR Committee	Dr. Satish Balram Agnihotri	Chairperson
	Shri R.K.Sinha	Member
	Prof. Khanindra Pathak	Member
	Mr. Vinod Jain	Member
	Mr. Binay Dayal	Member
	Mr. Ram Prakash Srivastava	Member
	Mr. Vinod Kumar Thakral	Member

III. Meeting of Board of Directors		
Date(s) of Meeting in the previous quarter ie. 01.10.18-31.12.18	Date of Meeting in the relevant quarter i.e. 01.01.19-31.03.19	Maximum gap between any two consecutive (in number of days)
06.10.18, 25.10.18, 12.11.18, 30.11.18, and 20.12.18	04.02.19, 12.02.19, 25.02.19, 14.03.19 and 30.03.19	45


 Director / Secretary / Chairman / Vice-Chairman / Member
 of the Board of Directors / Cash Internal Audit Cell
 of the Company. Regd. Office: Regional, Kolkata-700155

IV. Meeting of Committees- Audit Committee			
Date(s) of meeting of the committee in the previous quarterie. 01.10.18-31.12.18	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the relevant quarter i.e. 01.01.19-31.03.19	Maximum gap between any two consecutive meetings in number of days
26.10.18,03.11.18, 12.11.18,30.11.18 and 20.12.18	YES	23.01.19,04.02.19,11.02.19, 01.03.19,14.03.19, 25.03.19	33

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes


VI. Affirmations	
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015-
2	The composition of following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations,2015.
a	Audit Committee- Yes
b	Nomination & remuneration committee- Yes
c	Stakeholders relationship committee- Yes
d	Risk management committee - Yes
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- Yes
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: This report was placed in the 378th CIL Board meeting held on 4th Feb'19 . It was apprised that CIL has complied with all provisions of Corporate Governance. The Board noted the same.



M Viswanathan
9/2/19
(M.Viswanathan)
Company Secretary &
Compliance officer

Format to be submitted by listed entity at the end of the financial year 2018-19

I. Disclosure on website in terms of Listing Regulations			
ITEMS		Compliance status (Yes/No/NA)	Reasons for Non-Compliance
Details of business		YES	
Terms and conditions of appointment of independent directors		YES	
Composition of various committees of board of directors		YES	
Code of conduct of board of directors and senior management personnel		YES	
Details of establishment of vigil mechanism/ Whistle Blower policy		YES	
Criteria of making payments to non-executive directors		YES	
Policy on dealing with related party transactions		YES	
Policy for determining 'material' subsidiaries		YES	
Details of familiarization programmes imparted to independent directors		YES	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		YES	
email address for grievance redressal and other relevant details		YES	
Financial results		YES	
Shareholding pattern		YES	
Details of agreements entered into with the media companies and/or their associates		NA	
New name and the old name of the listed entity		NA	
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Reasons for Non-Compliance
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	YES	
Board composition	17(1)	YES	
Meeting of Board of directors	17(2)	YES	
Review of Compliance Reports	17(3)	YES	
Plans for orderly succession for appointments of Directors and Senior Management	17(4)	NO	Appointment of Directors in PSUs are done by Public Enterprises Selection Board (PESB). Hence there is no succession plan for Directors. However, there is a succession plan for senior management personnel.
Code of Conduct	17(5)	YES	
Fees/compensation	17(6)	YES	
Minimum Information	17(7)	YES	
Compliance Certificate	17(8)	YES	
Risk Assessment & Management	17(9)	YES	


 एम. विजयलक्ष्मी / M. Vijayalakshmi
 कंपनी सचिव / Company Secretary
 कोयला इंडिया लिमिटेड / Coal India Limited
 सीएच बिल्डिंग, जवाहर, ब्लॉक-2 / Coal Block, 2nd floor, Gate-2
 राजराजपुर, कोयला-700156 / Rajarajpur, Kowala-700156

Performance Evaluation of Independent Directors	17(10)	NA	Ministry of Corporate Affairs vide its notification dated 5th Jun'2015 has exempted the Section 178(2),(3) & (4) for Government Companies. However we have prepared a policy which has been recommended by Nomination and Remuneration Committee and awaiting approval of the Board.
Composition of Audit Committee	18(1)	YES	
Meeting of Audit Committee	18(2)	YES	
Composition of nomination & remuneration committee	19(1) & (2)	YES	
Composition of Stakeholder Relationship Committee	20 (1) & (2)	YES	
Composition and role of risk management committee	21(1),(2),(3),(4)	YES	
Vigil Mechanism	22	YES	
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	YES	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2),(3)	YES	
Approval for material related party transactions	23(4)	YES	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	YES	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	YES	
Maximum Directorship & Tenure	25(1) & (2)	YES	
Meeting of independent directors	25(3) & (4)	YES	
Familiarization of independent directors	25 (7)	YES	
Memberships in Committees	26 (1)	YES	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26 (3)	YES	
Disclosure of Shareholding by Non-Executive Directors	26(4)	YES	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	YES	
III Affirmations			
The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied with.			

MVK
9/14/19
(M.Viswanathan)
Company Secretary
& Compliance Officer

