


<p>कोल इण्डिया लिमिटेड कंपनी सचिवालय 3 तल्ला, कोर-2, प्रेमिसेस-04-एमआर, प्लॉट-ए एफ-III, एक्शन एरिया-1A, न्यूटाउन, रजरहट, कोलकाता-700156, फोन 033-23246526, ईमेल: comsec2.cil@coalindia.in वेबसाइट: www.coalindia.in सी आई एन - L23109WB1973GOI028844</p>	 <p>एक महारत्न कंपनी A Maharatna Company</p>	<p>Coal India Limited Company Secretariat 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, E-MAIL: comsec2.cil@coalindia.in WEBSITE: www.coalindia.in CIN- L23109WB1973GOI028844</p>
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Ref.No.CIL:XI(D):4156/4157:2023:

Dated: 10th Oct'2023

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 for the 2nd Quarter ended 30th Sept'2023

Dear Sir,

We are enclosing herewith the Report on Corporate Governance- Annexure I of CIL for the 2nd Quarter ended 30th Sept'2023.

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

Yours faithfully,
For Coal India Limited



B.P. Dubey
(Company secretary &
Compliance Officer)

Enc: As above

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

Annexure-I

COAL INDIA LIMITED
30th Sept' 2023

- 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 :

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.	PM Prasad	AJLPP5707H & 08073913	Chairperson-Executive	01-07-2023	13-10-1965	01-07-2023				1	0	0	0
Mrs.	Nirupama kotru	ABMPN5666J & 09204338	Nominee-NonExecutive	15-06-2021	28-01-1969	15-06-2021				2	0	2	0
Mr.	Vinay Ranjan	AGRRR9306B & 03636743	Executive	28-07-2021	08-12-1970	28-07-2021				1	0	1	0
Mr.	Denesh Singh	AMPS4487Q & 08038875	Independent	01-11-2021	22-10-1969	01-11-2021			23.00	1	1	2	1
Mr.	Nageswara Rao Gollapalli	ADSPG3010B & 08461461	Independent	01-11-2021	04-09-1957	01-11-2021			23.00	1	1	1	0
Mr.	Kamesh Kant Acharya	AEPG8280R & 09386642	Independent	02-11-2021	28-06-1965	02-11-2021			22.29	1	1	1	1
Mr.	Bhojarajan Rajesh Chander	AFPR1282R & 02065422	Independent	01-11-2021	17-10-1972	01-11-2021			23.00	1	1	1	0
Mr.	Punambhai Kalabhai Makwana	AQAPM3032G & 09385881	Independent	02-11-2021	01-06-1956	02-11-2021			22.29	1	1	0	0
Dr.	Arun Kumar Oraon	AAAPO4551A & 09388744	Independent	05-11-2021	21-02-1962	05-11-2021			22.26	1	1	0	0
Mr.	Debasish Nanda	AALPN5657M & 09155566	Executive	11-07-2022	13-05-1965	11-07-2022				1	0	1	0
Dr.	B. Veera Reddy	ACEPB3004F & 08679590	Executive	01-02-2022	20-08-1964	01-02-2022				1	0	1	0
Mr.	Mukesh Choudhary	AZPC0982G & 07532479	Executive	23-12-2022	30-04-1971	23-12-2022				1	0	0	0
Mr.	Nagaraju Maddirala	AFPM9941D & 06852727	Nominee-NonExecutive	22-02-2023	24-05-1966	22-02-2023				1	0	0	0
Mr.	Ghanshyam Singh Rathore	ABOPR4062N & 09615384	Independent	01-03-2023	19-07-1966	01-03-2023			7.00	1	1	1	0

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	Yes	Kamesh Kant Acharya	Chairman	12-11-2021	
		Denesh Singh	Member	12-11-2021	
		Bhojarajan Rajesh Chander	Member	12-11-2021	
		Nageswara Rao Gollapalli	Member	12-11-2021	
		Nirupama Kotru	Member	12-11-2021	
Nomination & Remuneration Committee	Yes	B. Veera Reddy	Member	14-02-2022	
		Nageswara Rao Gollapalli	Chairman	12-11-2021	
		Kamesh Kant Acharya	Member	12-11-2021	
		Arun Kumar Oraon	Member	12-11-2021	
Risk Management Committee	Yes	Ghanshyam Singh Rathore	Member	19-07-2023	
		Arun Kumar Oraon	Member	12-11-2021	
		Punambhai Kalabhai Makwana	Member	12-11-2021	
		Vinay Ranjan	Member	25-05-2022	
		B. Veera Reddy	Member	14-02-2022	
		ED (Fin.)/ CFO, CIL	Member	18-01-2021	
		Chief Risk officer,CIL	Member	18-01-2021	
		Ghanshyam Singh Rathore	Member	19-07-2023	
		Denesh Singh	Chairman	12-11-2021	
		Vinay Ranjan	Member	12-11-2021	
Stakeholders Relationship committee	Yes	Debasish Nanda	Member	10-08-2022	
		Bhojarajan Rajesh Chander	Chairman	12-11-2021	
		Punambhai Kalabhai Makwana	Member	12-11-2021	
		Nirupama Kotru	Member	12-11-2021	
CSR Committee	Yes	Vinay Ranjan	Member	12-11-2021	
		Ghanshyam Singh Rathore	Member	25-09-2023	

III. Meeting of Board of Directors

Date(s) of Meeting in the previous quarter i.e.01.01.2023 to 31.03.2023 and Current Quarter i.e., 01.04.2023 to 30.06.2023	Gap between two consecutive (in number of days)	Total Number of Directors as on date of the Meeting	No. of Directors present (All directors including Independent Directors)	no. of IDs attended the meeting	Whether requirement of Quorum met (details)-
19-04-2023	-	14	14	7	Yes
07-05-2023	17	14	13	7	Yes
30-05-2023	22	14	14	7	Yes
20-06-2023	20	14	14	7	Yes
28-06-2023	7	14	13	7	Yes
19-07-2023	20	14	14	7	Yes
08-08-2023	19	14	13	7	Yes
23-08-2023	14	14	14	7	Yes
25-09-2023	32	14	12	6	Yes

IV. Meeting of Committees- Audit Committee							
Date(s) of Meeting in the previous quarter i.e. 01.01.2023 to 31.03.2023 and Current Quarter i.e., 01.04.2023 to 30.06.2023	Gap between two consecutive (in number of days)	Total Number of Directors as on date of the Meeting	No. of Directors present (All directors including Independent Directors)	no of ID attended the meeting	No. of members attending the meeting (other than Board of Directors)	Whether requirement of Quorum met (details)-	
5-7-2023	-	6	6	4	0	Yes	
6-20-2023	43	6	6	4	0	Yes	
8-8-2023	48	6	6	4	0	Yes	
9-25-2023	47	6	5	4	0	Yes	
V. Meeting of Committees- Nomination and Remuneration Committee							
Date(s) of Meeting in the previous quarter i.e. 01.01.2023 to 31.03.2023 and Current Quarter i.e., 01.04.2023 to 30.06.2023	Gap between two consecutive (in number of days)	Total Number of Directors as on date of the Meeting	No. of Directors present (All directors including Independent Directors)	no of ID attended the meeting	No. of members attending the meeting (other than Board of Directors)	Whether requirement of Quorum met (details)-	
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VI. Meeting of Committees- Risk Management Committee							
Date(s) of Meeting in the previous quarter i.e. 01.01.2023 to 31.03.2023 and Current Quarter i.e., 01.04.2023 to 30.06.2023	Gap between two consecutive (in number of days)	Total Number of Directors as on date of the Meeting	No. of Directors present (All directors including Independent Directors)	no of ID attended the meeting	No. of members attending the meeting (other than Board of Directors)	Whether requirement of Quorum met (details)-	
8-23-2023	-	5	4	3	2	Yes	
VII. Meeting of Committees- Stakeholders Relationship Committee							
Date(s) of Meeting in the previous quarter i.e. 01.01.2023 to 31.03.2023 and Current Quarter i.e., 01.04.2023 to 30.06.2023	Gap between two consecutive (in number of days)	Total Number of Directors as on date of Meeting	No. of Directors present (All directors including Independent Directors)	no of ID attended the meeting	No. of members attending the meeting (other than Board of Directors)	Whether requirement of Quorum met (details)-	
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VIII. Meeting of Committees- CSR Committee							
Date(s) of Meeting in the previous quarter i.e. 01.01.2023 to 31.03.2023 and Current Quarter i.e., 01.04.2023 to 30.06.2023	Gap between two consecutive (in number of days)	Total Number of Directors as on date of the Meeting	No. of Directors present (All directors including Independent Directors)	no of ID attended the meeting	No. of members attending the meeting (other than Board of Directors)	Whether requirement of Quorum met (details)-	
6-20-2023	-	4	3	2	0	Yes	
9-25-2023	96	5	3	2	0	Yes	

ix. Copy of cyber security incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	NO
Date of event	Brief details of the event

x. Half yearly Affirmations			
Sr	Particulars	Regulation number	If Status is 'No' details of 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)	Yes
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

XI. Related Party Transactions		Compliance status (Yes/No /NA)	If Status is 'No' details of Non-compliance
Subject			
	Whether prior approval of audit committee obtained	Yes	
	Whether shareholder approval obtained for material RPT	NA	
	Whether details of RPT entered into 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-NO. Ministry of Coal has appointed 6 IDs w.e.f 1st Nov '21 and 1 ID from 1st Mar' 23, however CL does not have a Woman Independent Director. CL has requested Ministry of Coal for appointment of one Woman Independent Director.	
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	
e	CSR 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: Yes .	

Remarks: Director (Technical) CL was holding additional charge of Director (Finance) till 02.05.2023 and Director (Business Development) CL is holding additional charge of Director (Finance) from 03.05.2023. Hence, they were counted twice as total number of directors as on date of the Meeting & number of directors present in the Board Meeting.



(B.P. Dubey)
Company Secretary & Compliance Officer



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Securities and Exchange Board of India

ANNEX IV

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year
Half year ending - 30.09.2023

I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below

(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		
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them	NIL	
KMPs or any other entity controlled by them		

(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 of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	CL (Standalone) ECL and MCL to	has given guarantee on behalf of Subsidiaries namely loan made from	on behalf of Subsidiaries namely loan made from
Promoter Group or any other entity controlled by them	EDC Canada & on 31.03.2023	finance in year was Rs. 163.46 Cr	1989 and 1994-95 and 4.228 Cr
Directors (including relatives) or any other entity controlled by them	30.09.2023 R.D. W.R.T ECL & MCL	1615572912 & R.D. However no amount has been	5.9/5 Balance as and ev on provisional loan impud during las

Six months.

(Signature)



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Securities and Exchange Board of India

KMPs or any other entity controlled by them	NIL		
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them		NIL	
KMPs or any other entity controlled by them			

(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:

II. Affirmations:

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.

Name & Designation
CEO / CFO

Note

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
a) by a government company to/ for the Government or government company
b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
c) by a banking company or an insurance company ; and
d) by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..