



NOTICE FOR THE 43rd ANNUAL GENERAL MEETING

No. CMPDIL/CS/AGM-43/2018/

Dated: 09.07.2018

Notice is hereby given to all the shareholders of Central Mine Planning & Design Institute Limited that the 43rd Annual General Meeting of the Company will be held on Friday, 13th July, 2018 at 10.30 A.M. at the Registered Office of the Company, Gondwana Place, Kanke Road, Ranchi-834031 to transact the following business:

A. ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet as on 31st March 2018, Profit & Loss Account for the financial year ended on that date together with the Reports of Statutory Auditor, Comptroller & Auditor General of India and Directors' Report.
2. To confirm payment of two Interim Dividends of Rs. 19.50 crores @ Rs. 1024.26 per share paid on 1,90,400 equity shares of the Company in March'18 and approve payment of Final Dividend proposed of Rs. 4.75 crores @ Rs 124.80 on 3,80,800 equity shares thus totaling to Rs. 24.25 crores as dividend for the financial year 2017-18.
3. To appoint a Director in place of Shri S. Saran (DIN: 06607551), official part-time Director who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Shri B.N. Shukla (DIN:05131449), Whole time Director who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

B. SPECIAL BUSINESS:

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

"RESOLVED THAT the remuneration approved by the Board in its 213th Board meeting, held on 12.05.2018 to the Cost Auditors, M/s DGM & Associates, Kolkata for the financial year 2018-19 at Rs. 1,47,650/- per annum plus applicable taxes for audit and out of pocket expenses limited to 50% of the cost audit fee be and is hereby ratified"

The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the special business set out above is annexed hereto.



The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the special business set out above is annexed hereto.

By Order of the Board of Directors
For Central Mine Planning & Design Institute Limited

(Abhishek Mundhra)
Company Secretary

NOTE

1. A member of a company entitled to attend and vote at a meeting of the company is also entitled to appoint another person as a proxy to attend and vote at the meeting instead of himself/herself and such proxy need not be a member of the company. In order to be effective, the Proxy Form duly completed should be deposited at the company office not less than forty-eight hours before the scheduled time of the meeting. A proxy form is enclosed.
2. Members are also requested to accord their consent for convening the meeting at a shorter notice as per section 101(1) of the Companies Act, 2013.

Distribution:

All the Shareholders
All the Directors of the company
The Chairman of the Audit Committee.
The Chairman of the Nomination & Remuneration Committee
The Statutory Auditor of the Company
The Secretarial Auditor of the company
The Cost Auditor of the company
The General Manager (Finance)/ CFO

The Explanatory Statements pursuant to section 102 of the Companies Act, 2013

1. Ratification of Remuneration of Cost Auditors for the FY 2018-19.

The Companies (Cost Audit Report) Rules, 2011 were notified on 3rd June 2011. These were issued by the Ministry of Corporate Affairs (MCA) in exercise of the powers conferred by the Companies Act. MCA had mandated filing of the Compliance Report for the financial year 2011-12 and cost audit report from 2012-13 and onwards.



This Cost Accounting Policy of CMPDIL is being part of the overall Cost Accounting Policy of Coal India Limited.

With the approval of the Board of CMPDIL in its 197th meeting held on 02.09.2016, M/ DGM & Associate, Kolkata was appointed for undertaking the Cost Audit for the financial year 2017-18 to 2018-19 on the recommendation of Audit Committee.

M/s DGM & Associate has taken up the cost audit for the financial year 2017-18 and their performance was found satisfactory. The Board of Directors considered that in view of the background, experience and performance of the M/s DGM & Associates and approved the appointment of M/s DGM & Associate, Kolkata as Cost Auditor for the financial year 2018-19, which is subject to ratification of the appointment in General Meeting, at a remuneration to the Cost Auditors for the financial year 2018-19 at Rs. 1,47,650/- per annum plus applicable taxes and out of pocket expenses limited to 50% of the cost audit fee.

As per Section 148 of the Companies Act 2013 read with Rule 14 of Companies (Audit & Auditors) Rule 2014, the above appointment of M/s DGM & Associates, Kolkata as Cost Auditors was approved in the 213th Board Meeting held on 12.05.2018 and is to be ratified by the company in general meeting.

None of the directors and key managerial personnel or their relatives is interested or concerned in the resolution.

The Board recommended the resolution for the approval of the member.

By Order of the Board of Directors
For Central Mine Planning & Design Institute Limited

(Abhishek Mundhra)
Company Secretary