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A Mini Ratna Company



सेन्ट्रल माईन प्लानिंग एण्ड डिजाइन इंस्टीट्यूट लिमिटेड
(कोल इण्डिया लिमिटेड की अनुबंधी कम्पनी / भारत सरकार का एक लोक उपक्रम)
गोन्दवाना प्लेस, कान्के रोड, राँची - 834 031, झारखंड (भारत)
Central Mine Planning & Design Institute Limited
(A Subsidiary of Coal India Limited / Govt. of India Public Sector Undertaking)
Gondwana Place, Kanke Road, Ranchi - 834 031, Jharkhand (INDIA)
CORPORATE IDENTITY NUMBER - U14292JH1975GOI001223

NOTICE FOR THE 45th ANNUAL GENERAL MEETING

No. CMPDIL/CS/AGM-45/2020/

Dated: 21.07.2020

Notice is hereby given to all the shareholders of Central Mine Planning & Design Institute Limited that the **45th Annual General Meeting** of the Company will be held on **Monday, 27th July, 2020 at 10.30 A.M. at Registered Office, Ranchi through Video Conference/ OAVM** to transact the following business: -

A. ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet as on 31st March 2020, 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 Interim Dividend of Rs. 27.11 Crores i.e Rs.712.00 per share (Dividend per Share) paid on 3,80,800 equity shares of the Company in February 2020 and approve payment of Final Dividend proposed of Rs.30.91 Crores i.e. Rs. 811.72 per Share (Dividend per Share) in July 2020 on 3,80,800 equity shares thus totaling to Rs.58.02 Crores as dividend for the Financial Year 2019-20.
3. To appoint a Director in place of Shri Shekhar Saran (DIN: 06607551), 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.
4. To appoint a Director in place of Shri Binay Dayal (DIN:07367625), 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.

B. SPECIAL BUSINESS:

1. **Ratification of Remuneration of Cost Auditors for the Financial Year 2019-20 fixed by the Board of Directors.**

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

"Resolved that the remuneration approved by the Board in its 227th Board meeting, held on 18.09.2019 to the Cost Auditors, M/s DGM & Associates, Kolkata for the financial year 2019-20 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.



फोननम्बर/Phone No. : 0651-2230169
फैक्स नम्बर / Fax No. : 0651-2231853
वेबसाईट/ Website Address: www.cmpdi.co.in



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N.B 1. In view of the current extraordinary circumstances due to the pandemic caused by Covid 19 prevailing in the Country, in accordance of the provisions of section 108 of the Companies Act, 2013 read with rule 18 of the Companies (Management and Administration) Rules, 2014 and with General Circular No. 14/2020, dated 8th April, 2020 General Circular No. 17/2020 dated 13th April, 2020 and General Circular No. 17/2020 dated 5th May'2020 respectively issued by Ministry of Corporate Affairs, Govt. of India (including any statutory modification or re-enactment thereof for the time being in force) and other applicable laws and regulations, Shareholders, Directors and Auditors including Secretarial Auditor of Central Mine Planning and Design Institute Limited (CMPDIL) are entitled to attend and/or vote at the meeting may also attend and /or vote at the meeting through video conferencing (VC) or other audio visual means (OAVM) to convey their assent or dissent only at such stage on items considered in the meeting by sending e-mails to cosecretary.cmpdi@coalindia.in. The facility of appointment of proxies by members will not be available. However, in pursuance of sections 112 and 113 of the Companies Act, 2013 representatives of the members may be appointed for participation and voting through VC or OAVM. For attending meeting through VC or OAVM, link shall be provided from the companies authorized e-mail ID well in advance and the facility for joining the meeting shall be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed 15 minutes after such scheduled time.

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.

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


(Abhishek Mundhra)
Company Secretary

Date: 21/07/2020
Place: Ranchi

Distribution:

All the Shareholders
All the Directors of the company
The Chairperson of the Audit Committee.
The Chairperson 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



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Explanatory Statement pursuant to section 102(1) of Companies Act, 2013

Item No. B (1): Ratification of Remuneration of Cost Auditors for the Financial Year 2019-20 fixed by the Board of Directors.

The Board of Directors of CMPDIL in its 227th meeting held on 18.09.2019 approved the appointment of M/s DGM & Associates post recommendation of the Audit committee for undertaking the cost Audit of the Financial Year 2019-20 at a fees of Rs. 1,47,650/- per annum plus applicable taxes and out of pocket expenses limited to 50% of the cost audit fee. Pursuant to Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of the Cost Auditors recommended by the Audit Committee and approved by the Board of Directors needs to be ratified subsequently by the shareholders in the 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 members.

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


(Abhishek Mundhra)
Company Secretary



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