



cmpdi
A Mini Ratna Company



सेन्ट्रल माईन प्लानिंग एण्ड डिजाइन इन्स्टीच्यूट लिमिटेड
(कोल इण्डिया लिमिटेड की अनुबंधी कंपनी / भारत सरकार का एक लोक उपकरण)
गोन्दवाना फ्लैट, कंके रोड, रांची - 834 031, झारखण्ड (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 48th ANNUAL GENERAL MEETING

No. CMPDIL/CS/AGM-48/2023/

Dated: 17.07.2023

Notice is hereby given to all the shareholders of Central Mine Planning & Design Institute Limited that the **48th Annual General Meeting** of the Company will be held on **Friday, 21st July, 2023 at 10:45 A.M. at Registered Office, Ranchi** through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the following business:-

A. ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet as on 31st March 2023, 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. 70.00 Crore (Approx.) i.e Rs.490.20 per share (Dividend per Share) paid on 14,28,000 equity shares of the Company in March 2023 and approve payment of Final Dividend of Rs.19 Crores (Approx.) i.e. Rs. 133.06 per Share (Dividend per Share) recommended by the Board in June, 2023 on 14,28,000 equity shares totaling to Rs. 89 Crores (Approx.) as dividend for the Financial Year 2022-23.
3. To appoint a Director in place of Shri Manoj Kumar (DIN: 09225497), 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 R.N. Jha (DIN: 05195902), 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. Ratification of Remuneration of Cost Auditors from Financial Year 2022-23 to Financial Year 2024-25 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 261st Board meeting held on 22.09.2022 to the Cost Auditor, M/s Vijender Sharma & Co., from Financial Year 2022-23 to Financial Year 2024-25 at Rs. 4,40,000/- per annum plus applicable taxes for Cost Audit and travelling and out of pocket expenses reimbursement limited to 50% of total fees 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.

Notes:-

1. Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 20/2020 and 10/2022 dated 05th May, 2020 and 28th December, 2022 respectively and other circulars issued in this respect (collectively referred to as "MCA Circulars") allowed, inter-alia, conduct of AGM through Video Conferencing/ Other Audio Visual Means ("VC or OAVM") facility on or before 30th September, 2023 in accordance with the requirements provided in Paragraphs 3 and 4



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of the MCA General Circular No. 20/2020. In compliance with the provisions of Companies Act, 2013 and MCA Circulars, the AGM of the Company is being held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. Since this AGM is being held pursuant to MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Members attending the AGM through VC/OAVM shall be counted for the purpose of quorum under Section 103 of the Act.
3. 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.
4. Shareholders, Directors and Auditors including Secretarial Auditor of Central Mine Planning & Design Institute Limited (CMPDIL) are entitled to attend and/or vote at the meeting or 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.
5. 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

17/7/23

(Abhishek Mundhra)
Company Secretary

Date: 17.07.2023

Place: Ranchi

Distribution:

All the Shareholders

All the Directors of the Company

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 from Financial Year 2022-23 to Financial Year 2024-25 fixed by the Board of Directors.

The Board of Directors of CMPDIL in its 261st meeting held on 22.09.2022 approved the appointment of M/s Vijender Sharma & Co., post recommendation of the Audit committee for undertaking the Cost Audit from Financial Year 2022-23 to Financial Year 2024-25 at a fees of Rs. 4,40,000/- per annum plus applicable taxes and travelling and out of pocket expenses reimbursement limited to 50% of total fees. 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