



An ISO 9001: 2015 & ISO 37001: 2016 Certified Company

### NOTICE FOR THE 50<sup>th</sup> ANNUAL GENERAL MEETING

No. CMPDIL/CS/AGM-50/2025/

Dated: 08.08.2025

Notice is hereby given to all the shareholders of Central Mine Planning & Design Institute Limited that the **50<sup>th</sup> Annual General Meeting** of the Company will be held on **Tuesday, 12<sup>th</sup> August, 2025 at 10:00 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 31<sup>st</sup> March 2025, 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. 150.00 Crores on equity shares of the Company in October 2024 and declare final dividend of Rs 150.00 Crores on equity shares of the Company thus totaling to Rs. 300 Crores as dividend for the Financial Year 2024-25.
3. To appoint a Director in place of Shri Ajay Kumar (DIN: 09774347), 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 2025-26 to Financial Year 2027-28 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 296<sup>th</sup> Board meeting held on 08.08.2025 to the Cost Auditor, M/s Shome & Banerjee, from Financial Year 2025-26 to Financial Year 2027-28 at Rs. 5,00,000/- per annum for Cost Audit plus travelling and out of pocket expenses reimbursement at actual limited to 50% of total fees plus applicable taxes be and is hereby ratified."

#### Notes:-

1. Ministry of Corporate Affairs ("MCA") vide its General Circular No. 09/2024 dated 19<sup>th</sup> September, 2024 and other circulars issued in this respect (collectively referred to as "MCA Circulars") allowed, inter-alia, conduct of AGM through Video Conferencing or Other Audio Visual Means ("VC or OAVM") facility on or before 30<sup>th</sup> September, 2025. 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.



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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](mailto: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

(Abhishek Mundhra)  
Company Secretary

Date: 08.08.2025

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 2025-26 to Financial Year 2027-28 fixed by the Board of Directors.**

The Board of Directors of CMPDIL in its 296<sup>th</sup> meeting held on 08.08.2025 approved the appointment of M/s Shome & Banerjee, Cost Auditor post recommendation of the Audit committee for undertaking the Cost Audit from Financial Year 2025-26 to Financial Year 2027-28 at a fees of Rs. 5,00,000/- per annum plus travelling and out of pocket expenses reimbursement at actuals limited to 50% of total fees (plus applicable taxes). 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