

<p>कोल इण्डिया लिमिटेड कंपनी सचिवालय 3 तल्ला, कोर-2, प्रेमिसेस-04- एमआर, प्लॉट-ए एफ-III, एक्शन एरिया- IA, न्यूटाउन, रजरहत, कोलकाता- 700156, फोन 033-23286426, 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-IA, 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):04135:2026:

Dated: 25.02.2026

To
GM(BD),
Coal India Limited,
New Town, Rajarhat,
Kolkata-700156.

Sub: -Minutes of 414th Committee of Functional Directors Meeting held on 25th February'2026.

Dear Sir,

Reproduced below is the relevant extracts from the minutes of 414th Committee of Functional Directors Meeting held on 25th February'2026 at CIL (HQ), Kolkata duly approved by Chairman, CIL with regard to the following item: -

ITEM NO.414.17

Sub: Finalisation of reservation on a competitive basis out of the IPO offer size of CMPDIL in favour of (i) Employees, (ii) Shareholders of the Corporate Promoter (CIL) and (iii) approval for enhancement of Offer for Sale (OFS) size up to 15% of shareholding of CIL

414.17 In respect of the captioned proposal, Director (BD), CIL informed the CFDs as under: -

1. Coal India Limited (CIL), a listed Promoter Company, is in the process of divesting its equity stake in Central Mine Planning & Design Institute Limited (CMPDIL) (Issuer Company) and subsequent listing of CMPDIL on stock exchanges.
2. As per SEBI (ICDR) Regulations, Schedule XVI (Annexure-7) – *Nature of Changes in the Offer Document Requiring Filing of Updated Offer Document*, Clause 1(f)(ii) states:

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“In case of an offer for sale: any increase or decrease in either the number of shares offered for sale or the estimated issue size (in Rupee value), whichever is disclosed in the draft offer document, by more than fifty per cent.”

3. Accordingly, since 10% divestment was disclosed in the DRHP, the maximum permissible increase without requiring fresh DRHP filing would be up to 50% of the originally disclosed size, i.e., up to 15% shareholding of CIL in CMPDIL.
4. Further, it is pertinent to note that BCCL, a subsidiary of CIL, was successfully listed on the stock exchanges on 19.01.2026 at a valuation of INR 10,700 Crore (face value of INR 10). The issue, priced in the range of INR 21–23, with an offer size of INR 1,070 Crore, witnessed an overwhelming response and was oversubscribed by about 146 times across all investor categories, reflecting strong investor confidence in CIL and its subsidiaries.
5. CMPDIL, being a group company of BCCL and another subsidiary of CIL, is expected to benefit from similar positive investor sentiment. As per the DRHP, CMPDIL is valued at approximately INR 13,700 Crore (face value of INR 2). Considering the prevailing favorable market conditions and robust investor participation witnessed in the BCCL issue, there exists a reasonable possibility of enhancing the issue size of CMPDIL up to 15%, which may potentially attract a comparable level of subscription and optimize value realization.
6. Thus, the divestment can be enhanced from 10% to a maximum of 15%, and the same may be incorporated at the stage of filing the Updated Draft Red Herring Prospectus (UDRHP), in compliance with SEBI ICDR Regulations.
7. However, in the event of subdued market sentiment and inadequate investor response, a separate agenda may be placed before the Committee of Functional Directors (CFDs) for approval of divestment of CIL's shareholding in CMPDIL, with the precise percentage to be determined within the range of 10% to 15%, as deemed appropriate. This approach would ensure necessary operational flexibility while remaining fully aligned with the applicable regulatory framework.
8. Regulation 33(2.a) of SEBI ICDR 2018 relating to reservation on competitive basis was brought out in the agenda note for providing reservation up to 5% of the issue size for permanent employees of CIL and its subsidiaries. It was informed that in the Coal India Limited “Offer For Sale (OFS)” 2018, employees were offered shares at a 5% discount on Issue/discovered (lowest cut-off) price of the retail category (as per Government approval). Based on this precedent and consistency with Government practice, a 5% discount on Issue/discovered (lowest cut-off) price of the retail price is proposed for the employee quota of CMPDIL IPO.
9. As per SEBI ICDR, the maximum reservation for existing shareholders of CIL is limited to 10% of the issue size, and no discount is applicable.

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CFDs after detailed deliberations considered the proposal and accorded its approval to the proposal for following disclosures to be made at the time of filling of UDRHP of CMPDIL as per the details brought out in the agenda note as under:

RESOLVED THAT approval be and hereby accorded for the following:

1. Approval for reservation of up to 5% of the issue size for permanent employees of CIL and its subsidiaries as per regulation 33(2.a) of SEBI ICDR 2018, with a 5% discount on the Issue/ discovered (lowest cut-off) price.
2. Approval for reservation of up to 10% of the issue size for existing shareholders of CIL as per regulation 33(2.b) of SEBI ICDR 2018 without any discount.
3. Enhancement of divestment size from 10% (as disclosed in DRHP dated 26.05.2025) to 15% shareholding of CIL in CMPDIL, in accordance with SEBI ICDR Regulations.

This is for your information and taking necessary action please.

Yours faithfully,



(B.P. Dubey)

Executive Director (CS)

CC to: -Director (BD), CIL.