



प्रबंधक / Manager

RAC-निर्गम एवं सूचीबद्धता प्रभाग-1 / RAC-Division of Issues and Listing-1

निगम वित्त विभाग / Corporation Finance Department

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September 12, 2025

SEBI/HO/CFD/RAC-DIL1/OW/2025/24374/1

Shri Abhishek Mundhra

Company Secretary and Compliance Officer
Central Mine Planning and Design Institute Limited
Gondwana Place, Kanke Road
Ranchi, Jharkhand,
India - 834008.

Sir,

Application received from Central Mine Planning and Design Institute Limited seeking exemption from the strict application of certain requirements of the SEBI (ICDR) Regulations, 2018 ("ICDR Regulations") and SEBI (LODR) Regulations, 2015 ("LODR Regulations") in connection with its proposed IPO.

1. This has reference to your letter dated May 26, 2025, on the captioned subject seeking exemption from strict application of requirements prescribed under ICDR Regulations and LODR Regulations, seeking exemption from Regulations 17 (1)(a) and 17(1)(b) of SEBI LODR Regulations read with Clause (10)(F)(g)(i) of Part A of Schedule VI of the ICDR Regulations, Regulation 17(6)(a) of the LODR Regulations, Regulation 18 (1)(b) & Regulation 18 (3) read with Schedule II – Part C, Regulation 19(1) & 19(2) & 19(4) read with Schedule II – Part D, Regulation 20 (2A) & 20(4) read with Schedule II – Part D, Regulation 21 (2) & 21(4) read with Schedule II – Part D of the SEBI LODR Regulations and Clause (1) (b), Schedule XVI of the SEBI ICDR Regulations.
2. You have also sought exemption to include permanent employees of the wholly-owned subsidiaries of Coal India Limited within the definition of "employee" prescribed under Regulation 2(c) of ICDR Regulations for the purpose of reservation under Regulation 33(1)(a) of ICDR Regulations.
3. Your company has *inter-alia*, submitted that being a Central Public Sector Enterprise ("CPSE"), appointments on the Board of Central Mine Planning and Design Institute Limited ("issuer company") are made by the Government of India ("GoI"). As your company has already made representations to the GoI in this regard; and the same is pending as on date, the resultant non-compliances are caused due to factors beyond the control of the issuer company.



4. Based on the circumstances of the case and the facts represented, the matter was examined, and it has been decided to grant relaxations from the strict enforcement of certain requirements prescribed under LODR Regulations and ICDR Regulations.
5. Details of the said relaxation / exemptions granted are given below:
 - 5.1. Regulations 17 (1)(a) and 17(1)(b) of SEBI LODR Regulations, read with Clause (10)(F)(g)(i) of Part A of Schedule VI of the SEBI ICDR Regulations pertaining to the composition of board of directors.
 - 5.2. Regulation 17(6)(a) of the LODR Regulations, pertaining to the terms of reference of board of directors w.r.t the fees and compensation paid to non-executive directors, including independent directors; and the requirement of seeking approval of shareholders.
 - 5.3. Regulation 18 (1)(b) and Regulation 18 (3) read with Schedule II – Part C of the SEBI LODR Regulations of LODR Regulations pertaining to the composition and role of Audit Committee.
 - 5.4. Regulation 19(1) & (2) of LODR and Regulation 19(4) read with Schedule II – Part D of the SEBI LODR Regulations pertaining to the composition and role of Nomination and Remuneration Committee.
 - 5.5. Regulation 20 (2A) & 20(4) read with Schedule II – Part D of the LODR Regulations pertaining to the composition and role of the Stakeholders Relationship Committee
 - 5.6. Regulation 21 (2) & 21(4) read with Schedule II – Part D of the LODR Regulations pertaining to the composition and role of the Risk Management Committee.
 - 5.7. Clause (1) (b), Schedule XVI of the SEBI ICDR Regulations pertaining to change in more than half of the board of directors of the issuer company, which requires fresh filing of the draft offer document with the Board, along with fees.
 - 5.8. Regulation 33(1)(a) read with 2(o) of ICDR Regulations to include permanent employees of the wholly-owned subsidiaries of the Coal India Limited within the definition of the “employee” solely for the purpose of providing employee reservation in the proposed offer.
6. The exemptions sought by the issuer company under LODR Regulations and ICDR Regulations (refer para 5.1 to 5.7 above) are granted only till the listing of the issuer company. Subsequent to the listing, the issuer company is advised to comply with the relevant provisions of the aforesaid Regulations.
7. It may be noted that the relaxations are being granted subject to the submissions / confirmations provided by the issuer company. The said exemptions are specific to the present case and shall not be treated as precedent.

Yours faithfully,


Ishan Pendam

