



सेन्ट्रल माईन प्लानिंग एण्ड डिजाइन इन्स्टीच्यूट लिमिटेड  
(कोल इण्डिया लिमिटेड की अनुषंगी कम्पनी / भारत सरकार का एक लोक उपक्रम)  
गोन्दवाना प्लेस, कान्के रोड, राँची - 834 008, 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 - 834 008, Jharkhand (INDIA)  
CORPORATE IDENTITY NUMBER - L14292JH1975GOI001223

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

Ref. No. CMPDI/CS/BSE/NSE/2026-27/18

Dated: 30-05-2026

To,  
Listing Department,  
Bombay Stock Exchange Limited,  
14th Floor, P.J. Towers, Dalal Street,  
Mumbai – 400 001  
Scrip Code 544739

To,  
Listing Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051.  
Ref: ISIN – INE05HV01027

**Sub: - Annual Secretarial Compliance Report of Central Mine Planning & Design Institute Limited (CMPDIL) for the Financial Year ended 31st March'2026.**

Dear Sir/Madam,

In terms of Regulation 24A of SEBI (LODR) Regulation, 2015, we are enclosing the Annual Secretarial Compliance Report of the company received from M/s Mahata Agarwal & Associates peer reviewed Practicing Company Secretaries on 29<sup>th</sup> May'2026 for the Financial Year ended 31st March'2026.

This is for your information and records please.

Yours faithfully,

Abhishek  
Mundhra

Digitally signed by  
Abhishek Mundhra  
Date: 2026.05.30 16:05:29  
+05'30'

(अभिषेक मुंधड़ा /Abhishek Mundhra)  
Company Secretary/ कंपनी सचिव  
& Compliance Officer/& अनुपालन अधिकारी



फोन नम्बर/Phone No. : 0651- 2230169  
ई-मेल/E-mail: cosecretary.cmpdi@coalindia.in  
वेब साईट/Website: [www.cmpdi.co.in](http://www.cmpdi.co.in)



**SECRETARIAL COMPLIANCE REPORT**

**CENTRAL MINE PLANNING & DESIGN INSTITUTE LIMITED**

(CIN: L14292JH1975GOI001223)

GONDWANA PLACE, KANKE ROAD RANCHI, JHARKHAND, JHARKHAND, INDIA, 834008

**for the year ended 31<sup>st</sup> March, 2026 [Reg 24(A), SEBI LODR REG, 2015]**

We, Mahata Agarwal & Associates (Unique No: P2021WB088100) (P.R No. 5663/2024), Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by **M/s Central Mine Planning & Design Institute Limited (CIN: L14292JH1975GOI001223)** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges
- (c) website of the listed entity which is <https://www.cmpdi.co.in/en>
- (d) all other document / filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31<sup>st</sup> March, 2026 ("Review Period"), in respect of compliance with the provisions of:
  - (i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
  - (ii) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ;  
**(during the period under review not applicable to the company);**
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable as there is no instance of Buyback during the year under review;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(during the period under review not applicable to the company)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(during the period under review not applicable to the company)**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(during the period under review not applicable to the company)**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ;
- (i) All other regulations as may be applicable and circulars/ guidelines issued thereunder;



And based on the above examination, I hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of matters specified below: -

Sr. No.	Compliance Requirement (Regulations /circulars/guidelines Including specific clause)	Regulation /Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Clause 4.1.1 and Clause 4.4 of the DPE Guidelines on Corporate Governance for CPSEs	-	Audit Committee not properly constituted	-	-	The Audit Committee did not have the requisite number of Independent Directors during FY 2025-26, resulting in non-compliance with the provisions of the DPE Guidelines on Corporate Governance for CPSEs	-	The Company is advised to reconstitute the Audit Committee in compliance with the applicable provisions at the earliest.	It is submitted that CMPDIL, being a Central Public Sector Undertaking (CPSU), does not have autonomy in the appointment of Directors or alteration of the composition of its Board. Consequently, compliance with the prescribed requirements relating to the composition of the Board and statutory committees under the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is	
2.	Section 149(4) of the Companies Act, 2013 and Clause 3.1.2 of the DPE Guidelines for CPSEs	-	Non-availability of requisite number of Independent Directors	-	-	The Company did not have the requisite number of Independent Directors during FY 2025-26. Consequently, the separate meeting of Independent Directors as required under Schedule IV of the Companies Act, 2013 could not	-	The Company should ensure appointment of the requisite number of Independent Directors to comply with the provisions of the Companies Act, 2013 and DPE Guidelines.		



*Amal Kanti Mohy*

						be conducted during the financial year.			dependent upon nominations/appointments made by the Government of India, which are beyond the control of the Company.
3.	Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	-	Risk Management Committee not properly constituted	-	-	The Risk Management Committee of the Company was not properly constituted during the financial year 2025-26 due to the absence of requisite Independent Directors on the Board of CMPDIL.	-	The Company should reconstitute the Risk Management Committee in accordance with the applicable provisions of the Companies Act, 2013.	CMPDIL have made representations to competent Authority for appointment of requisite Independent Directors and Woman Director; and the same is pending as on date, and, therefore, the Company is constrained in ensuring immediate compliance due to the aforesaid administrative framework.
4.	Section 178 of the Companies Act, 2013 read with Rule 6 of The Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 20 of the SEBI (LODR) Regulations, 2015	-	Stakeholders' Relationship Committee not properly constituted	-	-	The Stakeholders' Relationship Committee of the Company was not properly constituted during the financial year 2025-26 due to absence of requisite Independent Directors on the Board.	-	The Company should reconstitute the Stakeholders' Relationship Committee in accordance with the applicable provisions of the Companies Act, 2013.	
5.	Section 135 of Companies Act, 2013	-	CSR Committee not properly constituted	-	-	The CSR Committee of the Company was not properly constituted during the financial year 2025-26 due to the absence	-	The Company should reconstitute the CSR Committee in accordance with the applicable provisions of the Companies Act, 2013.	



*Mahesh Agarwal*

						of requisite Independent Directors on the Board of CMPDIL.				
6.	Para 5.1 of Chapter 5 of the DPE Guidelines on Corporate Governance for CPSEs	-	Remuneration Committee not properly constituted	-	-	The Remuneration Committee of the Company was not properly constituted during the financial year 2025-26 due to the absence of requisite Independent Directors on the Board of CMPDIL.	-	The Company should reconstitute the Remuneration Committee in accordance with the applicable provisions of the DPE Guidelines.		
7.	Schedule IV of the Companies Act, 2013 and applicable provisions of the DPE Guidelines	-	Meeting of Independent Directors was not conducted	-	-	No separate meeting of Independent Directors was conducted during the financial year 2025-26 due to absence of Independent Directors on the Board.	-	The Company should conduct separate meeting of Independent Directors.		
8.	Schedule IV of the Companies Act, 2013 and applicable provisions of the DPE Guidelines	-	Induction/familiarization programme for Independent Directors was not conducted	-	-	The Company did not conduct any induction/familiarization programme for Independent Directors during the financial year 2025-26 due to absence of Independent	-	The Company is advised to conduct induction/familiarization programme for Independent Directors		



						t Directors on the Board.			
9.	Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 17	Women director not appointed	-	-	The Company, being a top 1000 listed entity, did not have a Woman Director on its Board during the financial year 2025-26	-	The Company is advised to appoint a Woman Director on its Board	
10.	Regulation 17(1) of the SEBI LODR Regulations	Regulation 17(1)	The company does not have sufficient number of Non-Executive Directors	-	-	The company does not have sufficient number of Non-Executive Directors during the financial year 2025-26	-	The Company is advised to appoint a sufficient number of Non-Executive Directors on its Board	
11.	Regulation 18 of the SEBI (LODR) Regulations, 2015	Regulation 18	Audit Committee not properly constituted	-	-	The Audit Committee did not have the requisite number of Independent Directors during FY 2025-26, resulting in non-compliance with the provisions of the DPE Guidelines on Corporate Governance for CPSEs	-	The Company is advised to reconstitute the Audit Committee in compliance with the applicable provisions at the earliest.	
12.	Regulation 19 of the SEBI (LODR) Regulations, 2015	Regulation 19	Nomination and Remuneration Committee not properly	-	-	The Nomination and Remuneration Committee	-	The Company is advised to reconstitute the Nomination and Remuneration	



*Santhosh Koller*

			constituted due to lack of number of Non-executive directors and Independent Directors.			did not have the requisite number of Independent Directors during FY 2025-26		Committee in compliance with the applicable provisions at the earliest.	
13.	Regulation 25(7) of the SEBI (LODR) Regulations, 2015	Regulation 25(7)	Induction/familiarization programme for Independent Directors was not conducted	-	-	The Company did not conduct any induction/familiarization programme for Independent Directors during the financial year 2025-26 due to the absence of requisite Independent Directors on the Board of CMPDIL.	-	The Company is advised to conduct induction/familiarization programme for Independent Directors	

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations /circulars/guidelines including specific clause)	Regulation /Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
N/A										



*Sumanta Kulkarni*

## ADDITIONAL DISCLOSURES

On the basis of SEBI Notice No: 20230316-14 dated: 16<sup>th</sup> March, 2023, the following additional affirmations included are as follows:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observation/Remarks by PCS*
1.	<b><u>Secretarial Standard</u></b> The compliances of listed entities are in accordance with the Applicable Secretarial Standard (SS) issued by the Institute of Company Secretaries of India (ICSI)	Yes	Nil
2.	<b><u>Adoption and timely updation of the Policies:</u></b> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	Yes Yes	Nil Nil
3.	<b><u>Maintenance and disclosures on Website:</u></b> • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website	Yes Yes Yes	Nil Nil Nil
4.	<b><u>Disqualification of Director:</u></b> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	Nil
5.	<b><u>To examine details related to Subsidiaries of listed entities:</u></b> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	Not Applicable	The company don't have any subsidiary/material subsidiary
6.	<b><u>Preservation of Documents:</u></b> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	Nil
7.	<b><u>Performance Evaluation:</u></b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	NA	The listed entity is exempted from the requirement of conducting performance evaluation of the Board, Independent Directors and the Committees vide notification dated

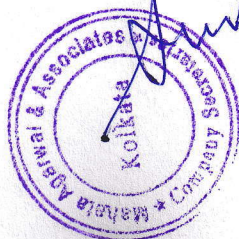


			05th June 2015 issued by the Ministry of Corporate Affairs.
8.	<p><b><u>Related Party Transactions:</u></b></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions</p> <p>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee</p>	NA	<p>Related Party Transactions entered into with the Subsidiary Companies were exempt under Regulation 23(5)(a) and (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, being transactions between two Government Companies and transactions entered into between a Holding Company and its Wholly Owned Subsidiaries, whose accounts are consolidated with those of the Holding Company and placed before the shareholders at the general meeting for approval. Accordingly, Form AOC-2 is not applicable. Further, all transactions with related parties were carried out on terms similar to those prevailing in arm's length transactions.</p>
9.	<p><b><u>Disclosure of events or information:</u></b></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	Yes	Nil
10.	<p><b><u>Prohibition of Insider Trading:</u></b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	Nil
11.	<p><b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b></p> <p>No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under</p>	Yes	Nil



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	the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder		
12.	<p><b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b></p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p>	Not Applicable	Nil
13.	<p><b>Additional Non-compliances, if any:</b></p> <p>No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.</p>	Not Applicable	Nil



*Handwritten signature in blue ink, appearing to read 'Mahesh Agrawal'.*

**Assumptions & Limitation of scope and Review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. Wherever required, we have obtained the Management representation/reports/certificates of technical subject experts about the compliance of laws, rules and regulations, happening of events, etc. and relied upon.
5. Maintenance of secretarial records is the responsibility of the management of the Company. My Responsibility is to express an opinion on these secretarial records, based on my inspection of records produced before us for Audit.
6. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**Place: Kolkata**  
**Date: 29.05.2026**

**For Mahata Agarwal & Associates**  
**Practicing Company Secretaries**

**UDIN: F011966H000536380**



**Sumantra Sarathi Mahata**  
**Partner**  
**Membership No.: F11966**  
**CP No.: 13473**