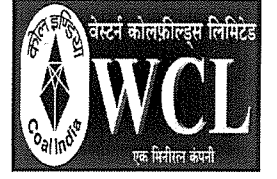




**वेस्टर्न कोलफील्ड्स लिमिटेड**  
**Western Coalfields Limited**  
(मिनीरत्न कैट-1 कंपनी) (A Miniratna Cat-I Company)  
(कोल इंडिया लि. की अनुषंगी कंपनी)  
(A Subsidiary of Coal India Limited)



**कंपनी सचिव का कार्यालय**

**Office of the Company Secretary**

email – [companysecretary.wcl@coalindia.in](mailto:companysecretary.wcl@coalindia.in)

**FAX: 0712 – 2511216**

CIN - U10100MH1975GOI018626

**www.westerncoal.in**

पंजी.का.: कोयला विहार, सिविल लाइन्स, नागपुर (महाराष्ट्र)-440001

Regd. Off.: Coal Estate, Civil Lines, Nagpur (MS) - 440001

Ref: WCL/OFFICE OF CS/AGM-49/2024-25/404

Date: 05/08/2024

**NOTICE**

Notice is hereby given that the 49<sup>th</sup> (Forty Ninth) Annual General Meeting of the Members of Western Coalfields Limited will be held on Tuesday, the 06<sup>th</sup> August, 2024 at 10:15 A.M. at the Registered Office of the Company at Coal Estate, Civil Lines, Nagpur – 440001 through Video Conference (VC) / Other Audio Visual Means (OAVM) to transact the following business:

**I. ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024 including the Audited Balance Sheet as at March 31, 2024 and Statement of Profit and Loss for the year ended on that date and the Reports of Board of Directors, Statutory Auditors and Comptroller and Auditor General of India thereon.
2. To appoint a Director in place of Shri Jai Prakash Dwivedi (DIN: 09508849), who retires by rotation in terms of Section 152(6) of the Companies Act 2013 and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri Anil Kumar Singh (DIN: 09625129), who retires by rotation in terms of Section 152(6) of the Companies Act 2013 and being eligible, offers himself for re-appointment.

**II. SPECIAL BUSINESS:**

**ITEM NO.1**

**Subject: Ratification of remuneration of Cost Auditors for the financial year 2023-24.**

**ORDINARY RESOLUTION:**

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 148(3) of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other provisions of the Act for the time being in force, the remuneration of Cost Auditors for the Financial Year 2023-24 approved by the Board of Directors in its 355<sup>th</sup> Meeting held on 28.08.2023 on recommendation of Audit Committee as detailed below, be and is hereby ratified:

--2--

Sl No	Name of the Firm & Address	Regn. No.	Zones Allotted	AUDIT FEE
1	M/s Dhananjay V Joshi & Associates, CMA Pride, Ground Floor, Plot No. 6, Sr No. 16/6, Erandawana CHS, Erandawana, Pune - 411004	000030	Zone I: Consisting of WCL Hqrs & Nagpur Areas (Lead Auditor)	Rs. 4,40,000/-
2	M/s M P Turakhia & Associates, 404, Shalimar Corporate Center, 8-B, South Tukoganj, Indore 452001	000417	Zone II: Consisting of Wani, Majri, Wani North Areas and CWS, Tadali	Rs.2,36,000/-
3	M/s R K Patel & Co, 314, Phoenix Complex, Near Suraj Plaza, Sayajgunj, Vadodara – 390005	100180	Zone III: Consisting of Pench, Kanhan, Pathakhhera Areas and Nandan Washery.	Rs.2,36,000/-
4	M/s S Dhal & Co, Plot No. 400/4897, Baramunda village, Bhubaneswar - 751003	000197	Zone IV: Consisting of Umrer, Chandrapur and Ballarpur Areas.	Rs.1,84,000/-
	Total Fees (A)			Rs. 10,96,000/-
	Travelling & Out of Pocket Expenses Restricted To 50% Of the Audit Fees (B)			Rs. 5,48,000/-
	GST @18% (C)			Rs. 2,95,920/-
	Total Fees Inclusive of Out of Pocket Expenses, Travelling Expenses & Applicable GST @ 18% (A+B+C)			Rs. 19,39,920/-

“RESOLVED FURTHER THAT COIA/Company Secretary be and is hereby authorised to take further necessary action in the matter.”

By order of Board of Directors  
FOR WESTERN COALFIELDS LIMITED

(Ritu Varshney)  
Company Secretary

Contd.....3

**NOTE:**

1. The Ministry of Corporate Affairs ("MCA") vide its General Circular No 09/2023 dated 25.09.2023 in continuation to earlier General Circular No. 20/2020 dated: 05.05.2020, 02/2022 dated: 05.05.2022 and 10/2022 dated: 28.12.2022 (Collectively referred to as has "MCA Circulars") has permitted convening the Annual General Meeting ("AGM"/ "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In accordance with the MCA Circulars and provisions of the Companies Act, 2013 ('The Act'), 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. Members attending the meeting through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Act.
3. 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. However, in 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. Since the AGM will be held through VC/OAVM, the route map of the venue of the meeting is not annexed hereto.
5. Members are also requested to accord their consent for convening the meeting at a shorter Notice under section 101 of the Companies Act, 2013 / as per Articles of Association of Company.
6. Pursuant to the provision of Section 171(1) (b) and 189(4) of the companies Act, 2013, the registers required to be kept open for inspection at every Annual General Meeting of the company, shall be accessible during the continuance of the meeting to any person having the right to attend the meeting.
7. The Explanatory statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM is annexed hereto as "**Annexure A**".
8. Details of Director retiring by rotation/ seeking appointment/ re-appointment at this meeting are provided in the "**Annexure B**".

To

Coal India Limited (Through Chairman, CIL), Kolkata  
Shri P M Prasad, Chairman, CIL, Kolkata  
Shri Mukesh Choudhary, Director (Marketing),  
Shri Jai Prakash Dwivedi, CMD, WCL, Nagpur  
M/s. Bagaria & Co LLP, Statutory Auditors, WCL,  
M/s Parikh & Associates, Secretarial Auditor, WCL  
Shri Bhag Chand Agarwal, Chairman, Audit ommittee, WCL

**ANNEXURE TO THE NOTICE FOR ANNUAL GENERAL MEETING OF  
WESTERN COALFIELDS LIMITED**

**ANNEXURE - A**

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE  
COMPANIES ACT, 2013

**SPECIAL BUSINESS**

**ITEM NO. 1:**

**Subject: Ratification of remuneration to Cost Auditors for conducting cost audit for FY 2023-24.**

The Board of Directors of WCL in its 355<sup>th</sup> meeting held on 28/08/2023 passed a resolution to appoint cost auditors to conduct cost audit for financial year 2023-24 for an Audit Fees amounting to total of Rs.19,39,920/- inclusive of out of pocket expenses, travelling expenses and applicable GST@ 18%.

The Board of Directors approved the fees subject to the ratification by members of the Company in General Meeting in order to comply with Rule No. 14 of Companies (Audit & Auditors) Rules 2014 on Remuneration of the Auditors and sub section (3) of section 148 of Companies Act 2013.

In view of above mentioned provision, it has become mandatory that the remuneration as recommended by the audit committee and approved by the Board of Directors for conducting cost audit for the year 2023-24 be placed for ratification by the shareholders in the ensuing General meeting.

Accordingly, the resolution for approving the fees payable to cost auditors for conducting cost audit for 2023-24 is placed before the Annual General Meeting for consideration and approval.

None of the Directors, Key Managerial Personnel or their relatives are interested or concerned in the Resolution.

**DETAILS OF DIRECTOR RETIRING BY ROTATION / SEEKING APPOINTMENT/  
RE-APPOINTMENT AT THIS MEETING**

In compliance of Secretarial Standard on General Meeting (“SS-2”), the requisite details of Directors seeking re-appointment in Annual General Meeting is as tabulated below:

<b>Name and designation of Director</b>	<b>Shri Jai Prakash Dwivedi, Director (Personnel) and Chairman-cum-Managing Director</b>	<b>Shri Anil Kumar Singh, Director (Technical)</b>
DIN	09508849	09625129
Date of Birth	15/01/1966	18/07/1965
Nationality	Indian	Indian
Date of Appointment in the Board	Director (Personnel) w.e.f. 01.08.2023 vide Ministry of Coal’s letter No. 21/13/2023-ESTABLISHMENT dated: 27.07.2023. CMD w.e.f. 01.02.2024 vide Ministry of Coal’s letter No. 21/07/2023-ESTABLISHMENT (BA) dated: 31.01.2024	W.e.f. 14.05.2022 vide Ministry of Coal’s letter No. 21/02/2021-ESTABLISHMENT dated: 14.05.2022.
Terms and conditions of appointment/ re-appointment and details of remuneration sought and remuneration last drawn	As determined by Government of India. Remuneration details are disclosed in Annexure IV to Directors Report.	As determined by Government of India. Remuneration details are disclosed in Annexure IV to Directors Report.
Qualification and Experience	As given under “Brief Profile of Directors”	As given under “Brief Profile of Directors”
Shareholding in the company	01 Equity Share as Nominee holder of Coal India Limited (Holding Company)	NIL
Relationship with other Directors, Manager and Other KMP	Not related	Not related
No. of Meeting of Board attended during the year 2022-23	No of Meetings held:12 No of Meetings attended: 12	No of Meetings held:12 No of Meetings attended: 10
List of Directorship held in other Companies	Singareni Collieries Company Limited	NIL
Chairman/ Membership of other Committee in WCL	Chairman in Manpower Planning Committee and Member in CSR Committee.	Chairman in Technical Sub Committee and Member in Manpower Planning Committee, CSR Committee, Audit Committee and Risk Management Committee.

**Shri Jai Prakash Dwivedi (58) [DIN: 09508849]**, took charge as Chairman-cum-Managing Director, WCL on 01<sup>st</sup> February, 2024. Prior to that, he was working as Director (Technical) of our company since 04th February, 2022. Besides that, he is also holding the position as Nominee Director, Government of India on the Board of Singareni Collieries Company Limited.

Shri Dwivedi has over 3 decades of experience in forefront of operations. His vast experience includes both mega level opencast as well as underground coal mines at different subsidiaries of Coal India Limited. He started his carrier in Coal India Limited in 1986 as a mining engineer after completing his graduation in mining engineering from IIT-BHU, Varanasi. He has served for 28 years in SECL, 4 years in ECL and 3 years in NCL. He completed his PG Diploma in Marketing Management in 1999 and has undergone various international exposure through different programmes organized abroad viz: Advance Management Training on Automation System at Russia, Growth-oriented leadership in emerging global environment at China & France, in Implementation of continuous miner technology at South Africa and has participated in World's Premier Mineral Exploration & Mining Convention in Toronto, Canada. He has vast experience in all types of coal mining technologies, in opencast and in underground mines with modern technologies like Longwall mining, Continuous Miners and also in conventional underground mines with caving & stowing methods. He was instrumental in introduction of Continuous Miner (CM) at Jhanjra underground mines of ECL, similarly introduction of Surface miners at Nigahi OCP of NCL and commissioning of 24/96 Dragline at Amlohri OCP, NCL. With his variety of experience, remarkable footprints have been marked by registering positive growth in production at all the places he worked including WCL which has also recorded the highest ever coal production and OBR since joining in WCL. His efforts have always been recognised and he was conferred with the 'Best Engineer Award' by the Institution of Engineers and Best Area General Manager - individual excellence award by CIL.

**Shri Anil Kumar Singh (58) [DIN: 09625129]**, is Director (Technical) of our Company since 14<sup>th</sup> May, 2022. Shri Anil Kumar Singh completed his B. Tech (Mining) with Honours from Indian School of Mines, Dhanbad in 1985 and joined WCL/ SECL, a subsidiary of Coal India Limited in July 1985. He worked in Underground Mines of SECL for more than 17 years till October 2002 in various capacities including Colliery Manager at Delwadih, Bijuri, Surakachar 5/6, Viveknagar etc. Shri Anil Kumar Singh joined MCL in November 2002 and worked in various capacities till March 2022. He worked at MCL HQ for 6 years as GM(S&R), GM (Environment & Forest), GM (Production) and TS to D(T)P&P. He also worked as Area General Manager, Lakhanpur Area, Bharatpur Area and Basundhara Area. During his tenure in Lakhanpur, the Area achieved the highest ever Coal production to the tune of 28.5 MT and achieved Coal production target in all the three years. He has been associated with various infrastructure development activities like construction of SILO loading system, Pipe belt conveyor, 1st non-coking Coal washery of MCL with a capacity of 10 MTY, dedicated Road construction for Coal Transportation, Employees accommodation in Multi Storey Buildings (G+8) etc. Shri Anil Kumar Singh has attended Advance Management Programme in 2011 at IICM, Ranchi and then visited highly mechanized coal mines & manufacturing units of Mining equipments in China. He also attended one week training programme in 2015 at IIM Kolkata and visited Frankfurt School of Management, Germany; St. Gallen's, Switzerland and Essec, Paris, France. Shri Anil Kumar Singh is a Life member of Mining Geological & Metallurgical Institute of India (MGMI) and Life member of the Indian Society for Training & Development. He also holds the post of Chairman of Nagpur Branch of MGMI. Shri Anil Kumar Singh joined WCL as GM (Co-ordination) on 21.03.2022 and assumed charge of Director (Technical), WCL on 14.05.2022.

-----