

**CODE OF INTERNAL PROCEDURES AND CONDUCT FOR PREVENTION OF INSIDER
TRADING IN DEALING WITH SECURITIES OF COAL INDIA LIMITED**

(PURSUANT TO REGULATION 12(1) OF SEBI (PROHIBITION OF INSIDER TRADING)
REGULATIONS 1992) AS AMENDED

CHAPTER- I

1.0 Preliminary:

This code of conduct for prevention of insider trading is framed pursuant to Regulation 12(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, as amended by the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2008. This code shall be called the Code of Internal Procedures and Conduct for Prevention of Insider Trading in Dealing with Securities of **Coal India Limited** (“**CIL**” or “**Company**”) and are being framed with an aim that Directors\ employees of the Company and his/her Dependents shall not derive any benefit or assist others to derive any benefit from the access to and possession of Price Sensitive information about the Company which is not in the public domain and thus constitutes insider information.

It shall come into force with effect from the date of listing of the equity shares of the Company in Stock Exchanges.

CHAPTER- II

2.0 Definitions:

2.1 “**Act**” means the Securities and Exchange Board of India Act, 1992.

2.2 “**Board**” means the Board of Directors of the Company.

2.3 “**Code**” means this Code of Conduct for Prevention of Insider Trading including modifications made thereto from time-to-time by the Company.

2.4 “**Company**” means Coal India Limited.

2.5 “**Compliance Officer**” means an employee appointed in accordance with clause 47 of listing agreement and responsible for the implementation and overseeing compliance with the Regulations and the Code across the Company.

2.6 “**Dealing in Securities**” means an act of subscribing, buying, selling, taking position in derivatives or agreeing to subscribe, buy, sell, take position in derivatives or deal in the Securities of the Company either as principal or agent.

2.7 “**Designated Employees**” shall include:

I. All Directors and other officers comprising of three tiers of the management, as defined in SEBI’s Model Code of Conduct for Prevention of Insider Trading i.e.

i. All Directors and Chief Vigilance Officer

ii. All Executive Directors

iii. All Chief General Managers\General Managers\HODs

II. Officials as mentioned below which might be having access to Price Sensitive Information as defined in SEBI’s Model Code as well as Code of CIL

a) All executives working in following departments:

i. Company Secretariat

ii. Corporate affairs

- 5
- iii. Investor Services cell
 - iv. Accounts and Finance
 - v. Internal Audit
 - vi. Coal Videsh
 - vii. New initiative
 - viii. Sales and marketing
 - ix. Corporate Planning
 - x. Project Monitoring
 - xi. corporate communication & Public relation
 - xii. Secretaries (executives) to all functional Directors.

III. Such other employees of the Company including of subsidiary companies that may be notified by the Compliance Officer, from time to time, with the approval of the Reporting Officer.

Note 1: Depending on the change in the scope of responsibility of an employee, the Compliance Officer with the approval of Reporting Officer may exclude any employee from the list Designated Employees.

Note 2: In case any of the Designated Employees separates from the services of the Company due to superannuation/ resignation/termination etc. he shall continue to be considered as such for a further period of six months subsequent to the date of his separation from the Company as envisaged under SEBI (Prohibition of Insider Trading) Regulations, 1992.

2.8 **“Dependent”** shall include the spouse, dependent children, dependent parents and such other dependent family members of the Officers and other Designated Employees as may be notified by him/her.

2.9 **“Director”** means a member of the Board of Directors of the Company.

2.10 **“Insider”** means any person who,

- i. is or was connected with the company or is deemed to have been connected with the company and who is reasonably expected to have access to unpublished price sensitive information in respect of securities of a company, or
- ii. has received or has had access to such unpublished price sensitive information.

2.11 **“Officers”** includes any Director, secretary or any person (including an auditor of the Company, wherever applicable) in accordance with whose directions or instructions the Board of Directors or any one or more of the Directors is accustomed to act.

2.12 **“Price Sensitive Information”** means any information, which relates directly or indirectly to the Company and which if published, is likely to materially affect the price of Securities of the Company.

Explanation:

The following shall be deemed to be Price Sensitive Information:

- i. Periodical audited or un-audited financial results of the Company;
- ii. Intended declaration of dividends (both interim and final);
- iii. Issue of Securities or buy-back of Securities;
- iv. Any major expansion plans or execution of new projects;
- v. Amalgamation, mergers or takeovers;
- vi. Disposal of the whole or a substantial part of the Undertaking;
- vii. Any significant changes in policies, plans or operations of the Company;
- viii. Any proposed Joint Venture/foreign collaboration and major consultancy work in India or abroad;
- ix. Any change in status of the Company;
- x. Any other event as may be notified by the Company from time to time.

2.13 **“Regulations”** means the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and any amendment thereof.

2.14 **“Reporting Officer”** means the person to whom Compliance Officer reports as per the rules of the Company.

2.15 **“Securities”** includes the following Securities issued by the Company from time-to-time:

- i. Shares, scrips, bonds, debentures, debenture stock or other marketable Securities of a like nature,
- ii. Futures, options, derivatives or hybrids in relation to shares of the Company,
- iii. Such other instruments recognized as Securities.

2.16 **“Unpublished”** means information, which is not published by the Company or its agents and is not specific in nature.

Explanation: Speculative reports in print or electronic media shall not be considered as published information

2.17 **“Working day”** shall mean the working day when the regular trading is permitted on the concerned stock exchange where securities of the company are listed. All capitalized terms used in this Code but not defined herein shall have the meanings assigned to them under the Regulations, Act or the Companies Act, 1956, as the case may be.

CHAPTER- III

3.0 Applicability:

This Code shall be applicable to all the Officers and other Designated Employees of the Company for Dealing in Securities as described under Clause 2.6 hereinbefore.

CHAPTER-IV

4.0 COMPLIANCE OFFICER:

The Company Secretary shall be the Compliance Officer for the purposes of this Code. In his absence, the Deputy Company Secretary to be nominated by Company Secretary shall act as Compliance Officer. In order to discharge his/her functions effectively, the Compliance Officer shall be adequately empowered and provided with adequate manpower and infrastructure to effectively discharge his/her functions. In the performance of his/her duties, the Compliance Officer shall have access to all information and documents relating to the Securities, Designated Employees and Price Sensitive Information of the Company. A Register of all the Officers and other Designated Employees shall be maintained by the Compliance Officer in consultation with General Manager (Personnel) CIL, Corporate Office under the overall supervision and control of the Reporting Officer and all changes taking place in the list from time to time shall be incorporated therein. The Compliance Officer shall act as the focal point for dealings with SEBI in connection with all matters relating to the compliance and effective implementation of the Regulations and this Code.

4.1 DUTIES OF THE COMPLIANCE OFFICER:

4.1.1. The Compliance Officer shall be responsible for:

- Setting forth policies and prescribing procedures for various activities referred to in the Code.
- Monitoring adherence to the rules for the preservation of Price Sensitive Information.
- Grant of pre-clearance approvals to all the Officers and other Designated Employees for Dealing in Securities either in their own name or in the name of their Dependents and monitoring of such dealings.
- Placing status reports, detailing Dealing in the Securities by all the Officers and other Designated Employees either in their own name or in the name of their Dependents along with the documents that such persons have executed in accordance with the pre-clearance procedure prescribed under the Code on regular basis to his/her Reporting Officer.

- Assisting all the Officers and other Designated Employees to whom this Code is applicable in addressing any clarifications regarding the Regulations and the Code.
- Any other responsibilities as assigned under this Code or under the Regulations.

CHAPTER - V

5.0 PRESERVATION OF —PRICE SENSITIVE INFORMATION—

- 5.1 All the Officers and other Designated Employees shall maintain the confidentiality of all Price Sensitive Information coming into their possession or control. To comply with this confidentiality obligation, all the Officers and other Designated Employees shall not, inter alia:
- Pass on Price Sensitive Information to any person directly or indirectly by way of making a recommendation for the purchase or sale of Securities of the Company, or
 - Disclose Price Sensitive Information to their family members, friends, business associates or any other individual, or
 - Price Sensitive Information in public places, or
 - Disclose Price Sensitive Information to any other employee who does not need to know the information for discharging his or her professional duties, or
 - Recommend to anyone that they may undertake Dealing in Securities of the Company while being in possession, control or knowledge of Price Sensitive Information, or
 - Be seen or perceived to be Dealing in Securities of the Company on the basis of unpublished Price Sensitive Information.

Provided that nothing contained above shall be applicable to any communication required in the ordinary course of business or profession or employment or under any law.

5.2 Limited access to confidential information:

All the Officers and other Designated Employees who are privy to the confidential information shall, in preserving the confidentiality of information, and to prevent its wrongful dissemination, adopt among others but not limited to the following safeguards:

- To keep files containing confidential information secured.
- To keep computer files with adequate security of login through a password.
- To follow the guidelines for maintenance of electronic records and systems as may be prescribed by the Compliance Officer from time to time.

5.3 Need to know:

All the Officers and other Designated Employees, who are privy to unpublished Price Sensitive Information, shall handle the same strictly on a —Need to Know— basis. This means the unpublished Price Sensitive Information shall be disclosed only to those persons within the Company who need to know the same in the course of performance or discharge of their respective professional duties and whose possession of unpublished Price Sensitive Information will not in any manner give rise to a conflict of interest or likelihood of misuse of the information.

CHAPTER - VI

6.0 TRADING WINDOW:

6.1 The company shall specify a trading period, to be called —Trading Window—, for trading in the Securities. The trading window shall be closed during the time the information referred to in clause

2.12 is unpublished.

All the Officers and other Designated Employees shall be subject to trading restrictions enumerated in Clause 6.2.

6.2 All the Officers and other Designated Employees shall not deal in any transaction involving the purchase or sale of the Securities either in their own name or in the name of their Dependents when the "Trading Window" is closed. The Trading Window shall be closed in the following events:

S.No.	Events/Particulars	Restricted Period	
		From	To
1	2	3	4
(i)	Declaration of financial results of first quarter	20 th July or such other date as may be notified	To be notified by the Compliance Officer depending upon the date of the Board Meeting
(ii)	Declaration of Half- yearly financial results	20 th October or such other date as may be notified	To be notified by the Compliance Officer depending upon the date of the Board Meeting
(iii)	Declaration of financial results of third quarter	20 th January or such other date as may be notified	To be notified by the Compliance Officer depending upon the date of the Board Meeting
(iv)	Declaration of Annual audited financial results	20 th May or such other date as may be notified	To be notified by the Compliance Officer depending upon the date of the Board Meeting
(v)	Intended declaration of dividends (both interim and final)	20 th May or such other date as may be notified by the Compliance Officer depending upon the date of the Board Meeting	To be notified by the Compliance Officer depending upon the date of the Board Meeting
(vi)	Issue of Securities (public/right/bonus) or buy-back of Securities	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board with the approval of the Reporting Officer	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board Board of Directors
(vii)	Any major expansion plans or execution of new projects	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board with the approval of the Reporting Officer	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board Board of Directors
(viii)	Amalgamation, mergers or takeover	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board with the approval of the Reporting Officer	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board Board of Directors
(ix)	Disposal of the whole or a substantial part of the undertaking	Shall be notified by the Compliance Officer as and when the proposal is	Shall be notified by the Compliance Officer as and when the proposal is

	put up to the Board with the approval of the Reporting Officer	put up to the Board Board of Directors
--	--	--

S.No.	Events/Particulars	Restricted Period	
		From	To
(x)	Any significant changes in policies, plans or operations of the Company	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board with the approval of the Reporting Officer	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board Board of Directors
(xi)	Any proposed Joint Venture/Foreign Collaboration and major Consultancy work in India or abroad	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board with the approval of the Reporting Officer	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board Board of Directors
(xii)	Any change in status of the Company	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board with the approval of the Reporting Officer	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board Board of Directors
(xiii)	Any other event as may be notified by the Company from time to time including the Press Conferences	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board with the approval of the Reporting Officer	Shall be notified by the Compliance Officer as and when the proposal is put up to the Board Board of Directors

The Trading Window shall be opened 24 hours after the Price Sensitive Information referred to in Clause 6.2, for which trading window is closed, is made public.

6.3 The remaining days of a year other than the days mentioned under Clause 6.2 above shall be called "Valid Trading Window".

All the Officers and other Designated Employees shall conduct all their Dealing in Securities either in their own name or in the name of their Dependents only in a "Valid Trading Window" and shall not deal in any transaction involving the purchase or sale of Securities when the Trading Window is closed.

6.4 In case of employee stock option schemes("ESOPs"), exercise of option may be allowed in the period when the Trading Window is closed. However, sale of shares allotted on exercise of ESOPs shall not be allowed when the Trading Window is closed.

6.5 Subject to the provisions of clause 7.0 of this Code, all the Officers and other Designated Employees shall be eligible to conduct all their Dealing in Securities either in their own name or in the name of their Dependents on any day of the year other than the periods mentioned pursuant to clause 6.2 of this Code.

8

CHAPTER-VII

7.0 PRE-CLEARANCE OF DEALINGS IN SECURITIES

7.1 Applicability:

All the Officers and other Designated Employees and their dependents (as defined by the company) who intend to deal in the Securities beyond the minimum threshold limits mentioned in Clause 7.2 shall obtain pre-clearance of the transactions as per the pre-dealing procedure as described hereunder.

Application for pre-clearance shall be made only during Valid Trading Window period. Applications submitted during a period when the Trading Window is closed shall be invalid and will be deemed to have been automatically rejected.

7.2 Pre-clearance will not be necessary if the deal is for 8,000 equity shares to be traded in a single transaction or less than 25,000 equity shares to be traded in series of transactions within one week.

7.3 Pre-clearance Procedure:

All the Officers and other Designated Employees and their dependents (as defined by the company) shall make pre-clearance application to the Compliance Officer. The application shall indicate the estimated number of Securities that the employee intends to deal in, the details as to the depository with which he/she has a security account, the details as to Securities in such depository mode and such other details, as may be required by the Compliance Officer from time-to-time in this behalf.

An undertaking shall be executed in favour of the Company by such Officers and other Designated Employees incorporating, inter-alia, the following clauses, as may be applicable:

- (b) that he/she does not have any access or has not received "Price Sensitive Information" up to the time of signing the undertaking;
- (c) that in case he/she has access to or receives "Price Sensitive Information" after the signing of the undertaking but before the execution of the transaction he/ she shall inform the Compliance Officer of the change in his/her position and that he/she would completely refrain from dealing in the Securities of the Company till the time such information becomes public;
- (e) that he/she has not contravened the Code of internal procedures and conduct for prevention of insider trading in Dealing in Securities as notified by the Company from time to time;
- (f) that he/she shall hold their investments in Securities for a minimum holding period as specified under Clause 7.5;
- (g) that he/she undertakes to submit the necessary report within two days of execution of the transaction or a "Nil" report, after the expiry of one week from the date of validity of the approval if the transaction is not undertaken;
- (h) that he/she is aware that, he/she shall be liable to face penal consequences as set forth in the Code including disciplinary action under the Code, in case the above declarations are found to be misleading or incorrect at any time
- (g) That he/she hereby undertakes not to transact in Securities in the sanctioned period in case trading window is declared closed subsequently;
- (h) that he/she has made a full and true disclosure in the matter.

A combined proforma for application-cum-undertaking is annexed to this code as FORM-II.

All the Officers and other Designated Employees shall execute documents as may be prescribed by the Compliance Officer from time- to-time. Such application for pre-dealing approval with enclosures must necessarily be sent through electronic mail followed by hard copies of all the documents. The e-mail for this purpose should be sent to the address i.e.

complianceofficer@coalindia.in or to such other e-mail ID as may be notified by the Compliance Officer from time to time.

7.3 Approval:

(a) Immediately on receipt of the pre-clearance application, the date and time of the receipt of the same shall be recorded thereon by the Compliance Officer. The Compliance Officer shall process the pre-clearance applications and if pre-clearance application is in accordance and in compliance with provisions of this Code, the Compliance Officer shall endeavor to communicate the pre-clearance immediately but not later than 48 hours from the time of receiving the application. Dealing in Securities by the Compliance Officer shall require prior clearance from the Reporting Officer.

(b) Every approval letter shall be issued in such format (**Form-III**) or as may be prescribed by the Company from time-to-time. Every approval shall be dated and shall be valid for a period of one week from the date of approval, however such approval is automatically deemed to be withdrawn if such period is superseded by closure of Trading Window.

7.4 Completion of Pre-cleared Dealing:

(a) All the Officers and other Designated Employees and their dependents (as defined by the company) who intends to deal in the Securities shall ensure that they complete execution of every pre-cleared deal in the Securities as prescribed above within one week from the date of the approval. Such Officer or Designated Employee shall file within two working days of the execution of the transaction, the details of such transaction, with the Compliance Officer in the prescribed form. In the event of executing the transaction or not executing the transaction, a report to that effect shall be filed with the Compliance Officer (Form-V).

(b) If a deal is not executed by the concerned Officer or Designated Employee pursuant to the approval granted by the Compliance Officer within one week, the Officer or Designated Employee shall apply once again to the Compliance Officer for pre-clearance of the transaction.

7.5 Holding Period:

7.5.1. All directors/ officers/ designated employees who buy or sell any number of shares of the company shall not enter into an opposite transaction i.e. sell or buy any number of shares during the next six months following the prior transaction. All directors / officers / designated employees shall also not take positions in derivative transactions in the shares of the company at any time. In case of subscription in the primary market (initial public offers), the above mentioned entities shall hold their investments for a minimum period of 30 days. The holding period would commence when the securities are actually allotted.

7.5.2. In case the sale of Securities is necessitated by personal emergency, the holding period may be waived by the Compliance Officer after recording in writing his / her reasons in this regard. In respect of the Compliance Officer, such relaxation shall require prior approval of the Reporting Officer. However, no such sale will be permitted when the Trading Window is closed. Provided however, that the decision of the Compliance Officer/ Reporting Officer with regard to waiver of the holding period shall be at the sole discretion of the Compliance Officer/Reporting Officer and shall be final.

7.5.3. The Compliance Officer shall maintain a Register of Pre-clearance of trading of Securities and record therein the name and designation of the employee submitting the application, date of the application, date and time of receipt of the application, nature of the transaction, number of Securities, consideration value, name of the Dependent, if the transaction is in the name of the dependent and date and details of the actual transaction. A proforma of the register is given in **FORM- IV**.

7.5.4. The Compliance Officer shall also maintain a register of "waiver of restriction on holding period" and shall record thereon the name of the Officers or Designated Employees, details of Securities for which waiver is granted, date of waiver and the grounds of the waiver. A proforma of the register is given in **FORM VI**.

7.6 Advice regarding Pre-Clearance:

In case of doubt, all the Officers and other Designated Employees shall consult the Compliance Officer or such other officer designated by him/her from time-to-time whether the provisions relating to *pre-clearance* are applicable to any proposed transaction by the Officers and other Designated Employees in the Securities.

8.0 REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES

8.1 Furnishing of details of Securities:

In addition to complying with the reporting requirements as prescribed under this Code, all the Officers and other Designated Employees shall file with the Compliance Officer, inter alia, the details of holdings and/or dealings in the Securities either in their own name or in the name of their Dependents within fifteen working days of the date of adoption of the Code.

All the Officers and other Designated Employees of the Company shall be required to forward following details of the transactions in Securities either in their own name or in the name of their Dependents to the Compliance Officer:

Initial disclosure at the time of joining:

(a) All holdings in Securities (proforma disclosure form is given in FORM-VII) at the time of the joining of the Company (including that of his/her Dependent) within two working days. Further, no Officer and other Designated Employee shall take positions in derivative transactions in the share of the company after joining the company or becoming Officer or Designated Employee, as the case may be

(b) If any Officer and other Designated Employee does not hold any Securities either in their own name or in the name of their Dependents at the time of joining the company or becoming Officer or Designated Employee, as the case may be, acquires Securities or taken subsequently, he/she shall make disclosure of such acquisition within two working days of acquisition. Proforma is given in FORM-VIII. Further, no Officer and other Designated Employee shall take positions in derivative transactions in the share of the company after joining the company or becoming Officer or Designated Employee, as the case may be. Continual disclosure for any change in shareholding

(c) Any change in shareholding (including that of his/her Dependent) including shares acquired after pre-clearance under clause 7.0 hereinbefore, shall be intimated to the Compliance Officer within 2 working days of such change. Proforma is given in FORM-VIII.

Annual disclosure

(d) Annual statement of all holdings (including his/her Dependent) in Securities as at 31 March of each year shall be furnished to the Compliance Officer by the 7 of next month. Proforma is given in FORM-IX.

8.2 The compliance officer shall maintain records of all the declarations, initial disclosure, periodical disclosure and annual disclosure received under sub-clause 8.1 above as given by all the Officers and other Designated Employees for a minimum period of three years. Proforma of the register to be maintained is given in Form-X.

8.3 The Compliance Officer shall maintain a Register of all the Officers and other Designated Employees as per FORM-XI.

9.0 PENALTY FOR CONTRAVENTION:

9.1 All the Officers and other Designated Employees shall be individually responsible for complying with the provisions of this Code (including to the extent the provisions hereof are applicable to his/her Dependents).

9.2 All the Officers and other Designated Employees who violate this Code shall, in addition to any other penal action that may be taken by the Company pursuant to law, be also subject to disciplinary action by the Competent Authority as defined in the Employee (Conduct, Discipline and Appeal) Rules of the Company, if any.

9.3 Action taken by the Company for violation of the Regulations and the Code against any Officers and other Designated Employees will not preclude SEBI from taking any action for violation of the Regulations or any other applicable laws/rules/regulations.

9.4.1 Under Section 15G of the SEBI Act, any Insider who indulges in insider trading in contravention of Regulation 3 is liable to a **penalty of Rs. 25 crore or three times of the amount of profits** made out of insider trading, whichever is higher.

9.4.2 Under Section 24 of the SEBI Act, any one who contravenes the Regulations is punishable with imprisonment for a maximum period of ten years or with fine which may extend to Rs.25 crore or with both.

9.4.3 Without prejudice to its rights under Section 24 of the SEBI Act and under Clause 11 of the Regulations, SEBI can also pass any or all of the following orders to an Insider found indulging in insider trading

- directing him / her not to deal in the Company's Securities in any particular manner.
- Prohibiting him/her from disposing of any of the Securities acquired in violation of the Regulations.
- restraining him/her from communicating or counseling any other person to deal in Company's Securities.
- declaring the transactions in Securities as null and void.
- directing the person who acquired Securities in violation of the Regulations, to deliver the Securities back to the seller or alternatively pay the Seller the price as provided.
- directing him/her to transfer specified amount to investor protection fund of a recognized Stock Exchange.

9.5 In case it is observed by the Compliance Officer that there has been a violation of the Regulations by any Officer or other Designated Employee (including that of his/her Dependents), he/she shall forthwith inform the Reporting Officer about the violation. The penal action will be initiated on obtaining suitable directions from the Reporting Officer. The Compliance Officer shall simultaneously inform SEBI about any such violation.

10. CLARIFICATIONS:

For all queries concerning this Code, employees may please contact the Compliance Officer.

COAL INDIA LIMITED
New Delhi

FORM - I
REGISTER OF PERIODS OF CLOSER OF TRADING WINDOW

S. No.	PURPOSE FOR WHICH TRADING WINDOW CLOSED	START DATE OF CLOSER OF TRADING WINDOW	DATE OF NOTIFYING CLOSER OF TRADING WINDOW IF ANY	DATE OF OPENING TRADING WINDOW	DATE OF NOTIFYING OF PENING OF TRADING WINDOW	REMARKS

COAL INDIA LIMITED
KOLKATA
FORM-II

APPLICATION FOR PRE-CLEARANCE OF TRADES IN SECURITIES

To
The Compliance officer
COAL INDIA LIMITED
10 N.S.ROAD
KOLKATA
700001

Dear Sir,

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended, and the Company's Code of internal procedures and conduct for prevention of Insider Trading in Dealing in Securities and Code of Corporate Disclosure Practices, I seek approval for purchase/sale/subscription of the Securities (give description) as per the details given below:

Name, Designation & Emp. No.:

Department:

Date of Joining/ becoming the Officer/ other Designated Employee:

S.No.	No. of Securities held (including the dependent members as on the date of application)	Folio No. / DP ID & Client ID	Nature of new transaction for which approval is sought	Estimated number of securities to be dealt
1	2	3	4	5

Estimated consideration value	Whether proposed transaction under self name or by Dependent	Name of Dependent , if is by Dependents	Date of purchase /allotment	Previous approval no and date of purchase /allotment
6	7	8	9	10

--	--	--	--	--

UNDERTAKING

In this connection I solemnly confirm and declare:

- a) that I do not have access and/or have not received any "Price Sensitive Information" up to the time of signing the undertaking;
- b) that in case I have access to or receive "Price Sensitive Information" after the signing of the undertaking but before the execution of the transaction, I shall inform the Compliance Officer of any change in my position and that I shall refrain from Dealing in Securities till the time such information becomes public;
- c) that I have not contravened the Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices as notified by the company from time to time.
- d) that I shall hold the Securities for a minimum holding period as specified under Clause 7.5 of the Code.
- e) that I undertake to submit the necessary report within two days of execution of the transaction/a "Nil" report if the transaction is not undertaken.
- f) that I am aware that, I shall be liable to face penal consequences as set forth in the Code including disciplinary action under the Code of the Company, in case the above declarations are found to be misleading or incorrect at any time.
- g) that I hereby undertake **not** to transact in Securities in the sanctioned period in case trading window is declared closed subsequently.
- (h) that I hereby made a full and true disclosure in the matter.

Pre-clearance may kindly be accorded in terms of provisions of the Code of Conduct for Code of internal procedures and conduct for prevention of Insider Trading in Dealing in Securities and Code of Corporate Disclosure Practices of COAL INDIA LIMITED.

Date...
Place...

Signature... ..
Name & Designation...

FOR OFFICE USE

- Serial number of the application received:**
- Date & time of receipt of the Application:**
- Date & time of communication of the pre-clearance or otherwise:**
- Reasons for not giving pre-clearance:**
- Signature of the Compliance Officer/ Authorised Officer**

COAL INDIA LIMITED
KOLKATA
FORM-III
Letter of intimation of pre-clearance

Name...

Employee No...

Designation.....

Dear Sir,

With reference to your above application seeking approval for undertaking certain transactions in Securities detailed therein, please be informed that you are hereby authorised/not authorised to undertake the transaction(s) as detailed in your said application. Kindly note that in terms of the Code of internal procedures and conduct for prevention of Insider Trading in Dealing in Securities and Code of Corporate Disclosure Practices of COAL INDIA LIMITED, the above mentioned transaction is to be completed within i.e. within seven days of the pre-clearance.

This approval is being issued to you based on the various declarations, representations and warranties made by you in your said application. This approval letter is valid till _____ (i.e. for {1} week). If you do not execute the approved transaction /deal on or before this date you would

have to seek fresh pre-dealing approval before executing any transaction/deal in the Securities. Further, you are required to file the details of the executed transactions in the attached format with in two {2} days from the date of transaction/deal. In case the transaction is not undertaken a —Nil“ report shall be necessary after the expiry of one week from the date of validity of this approval;

Kindly also note that in terms of the Code of internal procedures and conduct for prevention of Insider Trading in dealing with Securities and Code of Corporate Disclosure Practices of COAL INDIA LIMITED the Securities shall be held for a minimum holding period as specified under Clause 7.5 of the Code. The above sanction automatically stands withdrawn if subsequently the trading window is declared closed involving the period of sanction therein

For & on behalf of

COAL INDIA LIMITED

Compliance Officer/Authorised Officer

S.NO.	NAME	DESIGNATION	DEPARTMENT	DATE AND TIME RECEIPT OF CLEARANCE APPLICATION	NATURE OF TRANSACTION	ESTIMATED NUMBER OF SECURITIES INDICATED IN THE APPLICATION
1	2	3	4	5	6	7

ESTIMATED CONSIDERATION VALUE INDICATED IN THE APPLICATION	NAME OF THE DEPENDENT IF THE TRANSACTION IS IN THE NAME OF DEPENDENT	DATE OF COMMUNICATION OF CLEARANCE BY THE COMPLIANCE OFFICER	REASON FOR NON CLEARANCE, IF NOT CLEARED	DATE OF PLACEMENT BEFORE GRIEVANCE COMMITTEE	NUMBER OF SECURITIES ACTUALLY TRADED IF INTIMATED	REMARKS
8	9	10	11	12	13	14

**COAL INDIA LIMITED
KOLKATA
FORM-V**

FORMAT FOR DISCLOSURE OF PRE-APPROVED TRANSACTIONS

(To be submitted within two working days of transaction/Dealing in Securities of the Company)

Date: _____

To,
The Compliance Officer
COAL INDIA LIMITED
10 N.S.ROAD
KOLKATA, 700001

Dear Sir,

DETAILS OF PRE-APPROVED TRANSACTION

Ref: Your Approval letter No. _____ dated _____

I hereby inform you that I

- have not bought/sold/subscribed any Securities
- have bought/sold/subscribed to the _____ Securities (give description) as mentioned below on _____ (insert date)

NAME OF HOLDER	FIRST OF JOINT HOLDER	NO.OF SECRTITIES DEALT WITH	BOUGHT\ SOLD\SUB SCRIBE	DP ID\CLIENT ID (ELECTRONIC FORM) or FOLIO NO.FOR PHYSICAL WHERE THE SECURITY WILL BE DEBITED OR CREDITED	PRICE

** —F“ first holder —J“ joint holder

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 3 (Three) years and produce to the Compliance Officer/SEBI any of the following documents:

COAL INDIA LIMITED
KOLKATA
FORM - VII

PROFORMA FOR INITIAL DISCLOSURE OF DETAILS OF SECURITIES HELD BY
THE OFFICERS AND OTHER DESIGNATED EMPLOYEES

TO
THE COMPLIANCE OFFICER
COAL INDIA LIMITED
10 N.S.ROAD
KOLKATA 700001

Dear Sir,
I, the Officers/ other Designated Employees furnish below the details of the Securities as onin my self name and/or in the name(s) of my Dependent in terms of regulation 13 (2) of SEBI (Prohibition of Insider Trading) Regulation, 1992, as amended, and clause 8.1 of the Code of internal procedures and conduct for prevention of Insider Trading in dealing with Securities and Code of Corporate Disclosure Practices of COAL INDIA LIMITED

Name, Designation & Emp. No.:

Department:

Date of Joining/ becoming the Officer/ other Designated Employee:

I. Details of shareholding of the Officer/ other Designated Employee held in self-name:

Name	No. of securities held	Date of acquisition	of Consideration	Folio no. \DPID\CLIE NT ID

II. Details of Securities held by Dependent.

Name dependent	Relationship	No.of Securities	Date of acquisition	of Consideration	Folio no. \DPID\CLIE

II. Details of any change in shareholding of Dependent

Name of Dependent	Relationship	No. of securities held as on(date of previous disclosure)	Date of transaction	Details of securities purchased		Details of securities sold		No. of securities held as on(date of present disclosure)	Folio no.DP ID & Client ID
				NO	Value	No	Value		

1. I declare that I have complied with the requirement of minimum holding period as specified under Clause 7.5 of the Code.
2. I hereby declare that after date of Joining/ becoming the Officer/ other Designated Employee, I have not taken positions in derivative transactions in the shares of the company.

Signature

Date:
Place:

**COAL INDIA LIMITED
KOLKATA**

**FORM IX
PROFORMA FOR ANNUAL DISCLOSURE OF SECURITIES HOLDING TO BE SUBMITTED BY THE OFFICERS AND OTHER DESIGNATED EMPLOYEES.**

To
The Compliance officer
COAL INDIA LIMITED
10 N.S. ROAD
KOLKATA,700001

Dear Sir,
I, the Officer/ Designated Employee furnish below the details of transaction(s) in the Securities, during the financial yearas well as shareholding as on 31st March.....

Name, Designation & Emp. No.:
Department:
Date of Joining/ becoming the Officer/ other Designated Employee:

I. Details of transaction/shareholding in own name

No. Of securities held as on 01.04.200	Details of securities purchased during the year		Details of securities sold during the year		No. of securities held as on 31.03.200	Folio No./DP ID & Client ID
	No	Consideration	No	Consideration		

II Details of transaction/shareholdings of Dependent

Name of Dependent	Relationship	No. of securities held as on 01.04.200	Details of securities purchased		Details of securities sold		No. of securities held as on 31.03.200	Folio No./DP ID & Client ID
			NO	Value	No	Value		

1. I declare that I have complied with the requirement of minimum holding period as specified under Clause 7.5 of the Code.
2. I hereby declare that after date of Joining/ becoming the Officer/ other Designated Employee, I have not taken positions in derivative transactions in the shares of the company.

Signature

Date:
Place:

**COAL INDIA LIMITED
KOLKATA
FORM-X**

REGISTER OF DISCLOSURE OF SHAREHOLDING BY ALL THE OFFICERS AND OTHER DESIGNATED EMPLOYEES

Name, Designation & Emp. No.:

Department:

Date of Joining/ becoming the Officer/ other Designated Employee:

INITIAL DISCLOSURE					
1	2	3	4	5	6
	DATE OF RECEIPT OF INFORMATION	NUMBER OF SECURITIES	DATE OF ACQUISITION	CONSIDERATION VALUE	NAME OF THE DEPENDENT IF SECURITIES HELD IN THE NAME OF DEPENDENT

CHANGE IN HOLDING					NAME OF THE DEPENDENT IF SECURITIES HELD IN THE NAME OF DEPENDENT
DATE OF RECEIPT OF INFORMATION	NUMBER OF SECURITIES	DATE OF ACQUISITION	NATURE OF TRANSACTION (PURCHASE OR SALE)	CONSIDERATION VALUE	
7	8	9	10	11	12

YEAR OF DISCLOSURE				
DATE OF RECEIPT OF INFORMATION	NUMBER OF SECURITIES	AGREGATE VALUE	NAME OF THE DEPENDENT IF SECURITIES HELD IN THE NAME OF DEPENDENT	REMARKS
13	14	15	16	17

**COAL INDIA LIMITED
KOLKATA
FORM-XI**

REGISTER OF ALL THE OFFICERS AND OTHER DESIGNATED EMPLOYEES

S. No	NAME	DESIGNATION	DEPARTMENT	EMP NO	DATE OF JOINING OF THE COMPANY

DATE OF BECOMING DESIGNATED EMPLOYEE	DATE OF CEASATION AS DESIGNATED EMPLOYEE	DP BEN ID OR FOLIO NO.	REMARKS

1

**CODE OF CORPORATE DISCLOSURE PRACTICES
FOR PREVENTION OF INSIDER TRADING
(PURSUANT TO REGULATION 12(2) OF
SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS & 1992)
AS AMENDED**

1. Overseeing and co-coordinating disclosure:

General Manager (Accounts) in Corporate Finance Department or any other Executive not below the rank of General Manager in Corporate Finance Department as may be nominated by the Director (Finance)/ Chairman & Managing Director shall be the Public Spokesperson. The Public Spokesperson shall be responsible for ensuring timely and adequate disclosure of Price Sensitive Information pursuant to this Code as required under the Regulations.

The Public Spokesperson with the approval of the Director (Finance) shall be responsible for overseeing and co-ordinating disclosure of Price Sensitive Information to stock exchanges, analysts, shareholders and media, and educating staff on disclosure policies and procedures.

The Public Spokesperson shall also ensure that the guidelines for Interacting with Media, Public etc. applicable for COAL INDIA LIMITED

Information disclosure/dissemination shall be approved in advance by Director (Finance). If information is accidentally disclosed without prior approval, the person responsible may inform the Public Spokesperson immediately, even if the information is not considered price sensitive.

2. Responding to market rumours:

The Directors/ employees of the Company shall promptly deal with any query or request for verification of market rumours received from stock exchanges or from the press or media or from any other source through the Public Spokesperson.

The Public Spokesperson shall respond to any queries or requests for verification of market rumours by exchanges or from the press or media etc., as the case may be. The Public Spokesperson shall be also responsible for deciding in consultation, with the Director (Finance) and the Chairman & Managing Director, if deemed necessary, as to the necessity of a public announcement for verifying or denying rumours and thereafter making appropriate disclosures.

3. Timely reporting of shareholdings/ownership and changes in ownership:

The Compliance Officer shall be responsible for ensuring that disclosures of shareholdings/ownership of major shareholders and disclosure of changes in ownership as required under the Stock Exchange Listing Agreements and/or any rules/regulations made under the Securities & Exchange Board of India Act, 1992, as amended, are made in a timely and adequate manner. The Compliance Officer shall ensure that the Company complies with the disclosure requirements as at Annex-III.

4. Disclosure/ dissemination of price sensitive information with special reference to analysts, institutional investors:

Other than the Directors no person, except those authorized by the Public Spokesperson shall disclose any information relating to the Company's Securities to analysts/research persons and institutional investors. The Directors shall include the Public Spokesperson in their handling Price

25

Sensitive Information All the Officers and other Designated Employees of the Company should follow the guidelines given hereunder while dealing with analysts and institutional investors:-

- i. Sharing of non public information: Directors/ other Officers authorized by the Director (Finance) shall provide only public information to the analysts/ research persons/ large investors like institutions. In case non-public information is proposed to be provided, the person proposing to do so shall provide information after consulting the Public Spokesperson in advance. The Public Spokesperson in such cases, shall ensure that that the information provided to the analyst/research person/investor is simultaneously made public at the earliest under intimation to the Public Spokesperson.
 - ii. Handling of unanticipated questions: The Public Spokesperson should tackle the unanticipated questions carefully. The unanticipated questions may be noted and a considered response be given later in consultation with the Director (Finance) and the Chairman & Managing Director. If the answer to any question requires dissemination of Price Sensitive Information, the Public Spokesperson shall report the same to the Director (Finance) and Chairman & Managing Director and obtain necessary approval for its dissemination to the Stock Exchanges/public announcement through press. The Public Spokesperson after dissemination of such Price Sensitive Information aforesaid, respond to such unanticipated questions. The Directors/ employees shall take extreme care and caution when dealing with analysts' questions that raise issues outside the intended scope of discussion.
 - iii. Recording of discussion: All the analyst, broker or Institutional Investor meetings shall be attended by the Public Spokesperson and another senior employee(s) of the Company as may be notified by the Public Spokesperson with the approval of the Director (Finance). The Public Spokesperson in order to avoid misquoting or misrepresentation, shall arrange for recording the discussions at the meeting.
 - iv. Simultaneous release of information: Whenever the Public Spokesperson proposes to organise meetings with investment analysts/institutional investors, the Company shall make a press release or post relevant information on its website after every such meeting. The Company may also consider live web casting of analyst meets. The Public Spokesperson shall be responsible for drafting of the press release or the text of the information to be posted on the Company's web-site with the approval of the Director (Finance) and the Chairman & Managing Director.
5. **Medium of disclosure/ dissemination**: The Public Spokesperson in consultation with Compliance Officer and with approval of the Director (Finance) and the Chairman & Managing Director shall disseminate all Price Sensitive Information on a continuous and in a timely manner to stock exchanges where its Securities are listed and thereafter to the press. As a good corporate practice, the Price Sensitive Information disclosed to the Stock Exchanges and to the Press may also be supplemented by prompt updates on the Company's web-site by the Public Spokesperson. The Company may also consider other modes of public disclosure of Price Sensitive Information so as to improve investor access to the same. The Public Spokesperson shall mark a copy of the press release to the Information Technology Group simultaneously for supplementing the Company's website: www.coalindia.in The information filed by the Company with the Stock Exchanges under the Stock Exchange Listing Agreement shall also be posted on the Company's website.

COAL INDAI LIMITED
KOLKATA
DISCLOSURE NORMS
(PURSUANT TO REGULATION 13 OF
SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS 1992)
AS AMENDED

Disclosures of interest or holding by directors and officers and substantial shareholders of the Company.

(A) Initial Disclosure:

1. Any person who holds more than 5% shares or voting rights in the company shall disclose to the company in FORM - A, the number of shares or voting rights held by such person, on becoming such holder, within 2 working days of:-
 - i. the receipt of intimation of allotment of shares; or
 - ii. the acquisition of shares or voting rights, as the case may be.
2. Any person who is a director or officer of the company shall disclose to the company the number of shares or voting rights held and positions taken in derivatives by such person and his dependents (as defined by the company), within two working days of becoming a director or officer of the company in FORM B.

(B) Continual Disclosure:

3. Any person who holds more than 5% shares or voting rights in the company shall disclose to the company the number of shares or voting right held and change in shareholding or voting rights, even if such change results in shareholding falling below 5% , if there has been change in such holdings from the last disclosure made under sub-regulation (1) or under this sub-regulation; and such change exceeds 2% of total shareholding or voting rights in the company in FORM - C.
4. Any person who is a director or officer of the company, shall disclose to the company and the stock exchange where the securities of the Company are listed, the total number of shares or voting rights held and change in shareholding or voting rights, if there has been a change in such holdings of such person and his dependents (as defined by the company) from the last disclosure made under sub-regulation (2) or under this sub-regulation, and the change exceeds Rupees 5 lac in value or 25000 shares or 1% of total shareholding or voting rights, whichever is lower in FORM - D.
5. The disclosure mentioned in sub-regulations (3) and (4) shall be made within 2 working days of
 - i. the receipt of intimation of allotment of shares, or
 - ii. the acquisition or sale of shares or voting rights, as the case may be.

(C) Disclosure by company to stock exchanges:

6. The company, within two days of receipt, shall disclose to all stock exchanges on which the company is listed, the information received under sub-regulation (1), (2), (3) and (4). The disclosures required under this regulation may also be made through electronic filing in accordance with the system devised by the stock exchange."

(D) Violation of provision relating to disclosure

7. Without prejudice to the directions under regulation 11, if any person violates provisions of these regulations, he shall be liable for appropriate action under Sections 11, 11B, 11D, Chapter VIA and Section 24 of the Act.