

<p>भारत कोकिंग कोल लिमिटेड Bharat Coking Coal Limited <i>(A Mini Ratna Company)</i> (A Subsidiary of Coal India Ltd.) (www.bcclweb.in)</p>		<p>पं.का -: कोयला भवन, कोयला नगर, धनबाद - 826005 Regd. Off: Koyla Bhawan, Koyla Nagar Dhanbad - 826005 CIN: U10101JH1972GOI000918 दूरभाष: 0326-2230190 ईमेल: cos.bccl@coalindia.in</p>
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बोर्ड सचिवालय/Board Secretariat

संदर्भ संख्या : बीसीसीएल/सीएस/एफ— EGM : 169(H)

दिनांक : 23.04.2025

विषय: भारत कोकिंग कोल लिमिटेड के सदस्यों की 18वीं असाधारण आम बैठक की अल्प अवधि सूचना

Sub: Shorter Notice 18th Extraordinary General Meeting of the members of Bharat Coking Coal Limited

Shorter Notice is hereby given to the Shareholders of Bharat Coking Coal Limited that the 18th Extra Ordinary General Meeting of Bharat Coking Coal Limited will be held at its Registered Office, Koyla Bhawan, P.O. Koyla Nagar, Dhanbad on **28.04.2025 at 04.00 P.M** through Video Conference (VC)/ Other Audio Visual Means (OAVM) to transact the following businesses:

Special Business:

1. Increase in the Number of Shareholders by Coal India Limited (the promoter) from Four to Seven for the purpose of converting

To consider and if thought fit, to pass with or without modifications, the following resolution as **Special Resolution:**

"RESOLVED THAT pursuant to provisions under section 2(71), 4(1)(a), 14 of the Companies Act, 2013, as amended, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and rules notified thereunder ("Companies Act") and, to provision of Regulation 6 and 26 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable laws and the provisions of the memorandum and articles of association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary from the concerned authorities or bodies, consent and approval of the members of the Company be and is hereby accorded to increase in the number of shareholders of Bharat Coking Coal Limited ("**the Company**") **from four to seven** by Coal India Limited ("**the Promoter**"), in compliance with the provisions of the Companies Act, 2013, and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 for conversion of company from Public limited to Private limited company".

"FURTHER RESOLVED THAT approval be and is hereby accorded for transfer of one equity share of BCCL presently held in the name of CIL to Shri Murli Krishna Ramaiah, Director (Personnel), BCCL as a nominee shareholder of CIL."

"FURTHER RESOLVED THAT approval be and is hereby accorded for transfer of one equity share of BCCL presently held in the name of CIL to Shri Sanjay Kumar Singh, Director (T/ OP), BCCL as a nominee shareholder of CIL."

"FURTHER RESOLVED THAT approval be and is hereby accorded for transfer of one equity share of BCCL presently held in the name of CIL to Shri Manoj Kumar Agarwal, Director (T/ P&P), BCCL as a nominee shareholder of CIL."

2. Conversion of Bharat Coking Coal Limited from Private limited to Public limited with necessary amendments in the Articles of Association.

To consider and if thought fit, to pass with or without modifications, the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions of the companies Act, 2013 and rules made thereunder if any, including any statutory modification(s) and re-enactment(s) thereof for the time being in force subject to Articles of Association of the company and subject to such approvals, consents, sanctions and permissions from any appropriate authority (ies) as may be necessary, consent and approval of the members of the company be and is hereby accorded, to convert this company into a public limited company with necessary changes in the Article of Association"

"RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby authorized to file the information with the Registrar of Companies concerned in the prescribed form and to do all such acts, deeds and things as may be required to give effect to the above said resolution."

3. Sub-Division of Face Value of Equity Shares of the Company.

To consider and if thought fit, to pass with or without modifications, the following resolution as **Special Resolution**:

"RESOLVED THAT, subject to approval of the Board of Directors of CIL and shareholders of the Company and pursuant to provisions of Sections 13, 61(1)(d), 64 and all other applicable provisions, if any, of the Companies Act, 2013, as amended, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and rules notified thereunder ("Companies Act"), any other applicable laws and the provisions of the memorandum and articles of association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary from the concerned authorities or bodies, consent and approval of the members of the company be and is hereby accorded to sub-divide each of the 5,10,00,000 fully paid-up equity shares of the Company having a face value of ₹1000/- each into 5,10,00,00,000 equity shares having a face value of ₹10/- each.

"RESOLVED FURTHER THAT pursuant to the sub-division of the authorised share capital of the Company, the existing issued, paid-up and subscribed share capital of the Company shall automatically, and without further corporate action required on the part of the Company, its shareholders, or any other party, be sub-divided from ₹46,57,00,00,000 consisting of 4,65,70,000 equity shares of face value of ₹1000/- each to ₹46,57,00,00,000 consisting of 4,65,70,00,000 equity shares of face value of ₹10/-.

"RESOLVED FURTHER THAT, upon the sub-division of the Equity Shares as aforesaid, the equity shares held in the dematerialized form, the number of sub-divided equity shares

be credited to the respective beneficiary accounts of the shareholders with the depository participants, in lieu of existing credits representing the equity shares before sub-division.

"RESOLVED FURTHER THAT subject to the approval of the shareholders of the Company and pursuant to Section 13 and other applicable provisions, if any, of the Companies Act, 2013, as amended, and the rules and regulations made thereunder (including the Companies (Incorporation) Rules, 2014, as amended) (collectively referred to as the **"Companies Act"**), the consent and approval of the members of the Company be and is hereby accorded for substituting the existing **Clause V** of the Memorandum of Association of the Company (**"Memorandum of Association"**) with the following clause:

Clause V of Memorandum of Association

The Authorized Share Capital of the Company is ₹51,00,00,00,000/- (Rupees Five Thousand one hundred Crore only) divided into 5,10,00,00,000 (Five Hundred Ten Crore only) equity shares of ₹10/- (Rupees Ten only) each.

"RESOLVED FURTHER THAT, on sub-division, subject to the applicable provisions of Companies Act, 2013 and the articles of association of the Company, such sub-divided equity shares shall rank *pari passu* in all respects with the existing fully paid-up equity shares of face value ₹1000/- each.

4. Alteration in Registered Office clause in the Memorandum of Association of Company.

To consider and if thought fit, to pass with or without modifications, the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 12 and 13 of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), and such other rules and regulations, as may be applicable, the consent of members of the company be and is hereby accorded for necessary correction in the Registered office **Clause II** of the Memorandum of Association of the Company by substituting with the following clause:

"The Registered Office of the Company will be situated in Dhanbad, Jharkhand.

5. Adoption of revised Articles of Association.

To consider and if thought fit, to pass with or without modifications, the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 5, 14 and 15 of the Companies Act, 2013 ("the Act") Schedule I made thereunder read with Companies (Incorporation) Rules, 2014 and other applicable provisions if any, of the Companies Act, 2013 (including any statutory modification (s) or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to alter the existing Articles of Association of the Company by **addition of the followings**:

Dematerialization	"Dematerialization" is the process by which shareholder/ debenture holder can get physical share/debenture certificates converted into electronic balances in his account maintained with the participant of a Depository.
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Depositories Act	"Depositories Act" means the Depositories Act, 1996 and includes any statutory modification or enactment thereof.
Depository	"Depository" shall mean a Depository as defined in Clause (e) sub-section (1) of section 2 of the Depositories Act, 1996 and includes a company formed and registered under the Companies Act, 1956 which has been granted a certificate of registration under sub-section (1A) of section 12 of the Securities and Exchange Board of India Act, 1992.
Lien	"Lien" shall mean any right, title or interest existing or creating or Lien purporting to exist or created by way of or in the nature of sale, agreement to sell, pledge, hypothecation, license, hire purchase, lease tenancy, mortgage, charge, co-ownership, trespass, squatting, attachment or other process of any court, tribunal, or authority, statutory liabilities which are recoverable by a sale of property or any other third party rights or encumbrance generally.
Marginal Notes	"Marginal notes" hereto shall not affect the construction hereof.
Postal Ballot	"Postal Ballot" means voting by post through postal papers distributed amongst eligible voters and shall include voting by Electronic Mode or any other mode as permitted under Applicable Law.
Registered Owner	"Registered Owner" means a depository whose name is entered as such - in the records of the company.
Registrar and Transfer Agent	"Registrar and Transfer Agent" (RTA) is a private firm that is registered with SEBI and provides services for companies that have issued shares to the public.
SEBI	"SEBI" means the Securities & Exchange Board of India.
Marginal Notes	"The marginal notes hereto shall not affect the construction hereof"
Right of Members or Debenture Holders to Certificate.	<p>Subject to the requirements of listing agreement and the byelaws of the stock exchange, every member shall be entitled, without payment, to one or more certificates in marketable lots, for all the shares of each class or denomination registered un his name, or if the director so approve (upon payment such fees as the directors may from time to time determine) to several certificates, each for one or more of such shares and the company shall complete and have ready for delivery such certificate within three months from the date of allotment unless the conditions of issues thereof otherwise provide, or within fifteen days of the receipt of application of registration of transfer, transmission, sub-divisions, consolidation or renewal of any of its shares, as the case may be. Every certificate of shares shall be under the seal of the company and shall specify the number and distinctive numbers of shares in respect of which it is issued and amount paid-up thereon and shall be in forms as the directors may prescribe or approve, provided that in respect of a share or share held jointly by several persons, the company shall not be bound to issue more than one certificate and delivery to all such holders.</p> <p>Provided that in case of securities held that the members/bond/debenture holders in dematerialized form, no shares/bonds/debentures certificates shall be issued.</p> <p>No certificates of any shares or shares shall be issued either in exchange for those which are sub-divided or consolidated or in replacement of those which are defaced, torn or old, decrepit, worn-out or where the cages on the reserve for recording transfers have been fully utilized unless the certificate in lieu of which it is issued is surrendered to the company.</p>
Employees Stock Options	<p>Subject to the provisions of section 62 of the Act and the applicable Law, the company may issue options to any director, not being independent Directors, officers, or employees of the company, its subsidiaries which would give such Directors, officers or employees, the benefit or right to purchase or subscribe at a future date, the securities offered by the company at a predetermined price, in terms of schemes of employee stock options or employees share Purchase or both : provided that it will be lawful for such scheme to require an employee, officer or Directors, upon leaving the company to transfer securities acquired in pursuance of such an option, to trust or other body established for benefit of Employees.</p>

<p>Power to issue Sweat Equity Shares</p>	<p>Subject to and in compliance with section 54 and other applicable Law the company may issue equity share to its employees or Directors or for consideration other than cash for providing know-how or making available right in the nature of intellectual property right or value additions, by whatever name called.</p>
<p>Dematerialization of Securities</p>	<p>(a) Notwithstanding anything contained in these Articles, the Board shall be entitled to dematerialize or rematerialize its securities (both present and future) held by it with the depository and to offer its Securities for subscription in a dematerialized form pursuant to the depositories Act, 1996 and the rule framed there under if any</p> <p>(b) Every persona subscribing to securities offered by the company shall have the option to received the security certificates or to hold securities with a depository, such a person who is the beneficial owner of securities can at any time opt out a depository, if permitted by law, in respect of any security and the company shall in the manner and within the time prescribed provided by the Depositories Act, 1996 issued to the beneficial owner the required certificates of securities.</p> <p>If a person opts to hold his securities with a depository, then notwithstanding anything to the contrary contained in the Act in these Articles , the company shall intimate such Depository the details of allotment of the securities and on receipt of the information the Depository shall enter in its record the name of the allottee as the beneficial owner of the securities.</p> <p>(c) All securities held by a depository shall be dematerialized and shall be in fungible form. Nothing contained in section 89 of the Act shall apply to a depository in respect of securities held by it on behalf of the beneficial owners.</p> <p>(d) (i) Notwithstanding anything to the contrary contained in the Act or in these Articles , a depository shall be deemed to be the registered owner for the purposes of effecting transfer of ownership of security on behalf of the beneficial owner.</p> <p>(ii) Save as otherwise provided in (i) above, the Depository as the registered owner of the securities shall not have any voting rights or any other rights in respect of the securities held by it.</p> <p>(iii) Every person holding securities of the company and whose name is entered as the beneficial owner in the records of the Depository shall be deemed to be member / debenture holder, as the case as the case may be of the company. The beneficial owner of securities shall be entitled to all the rights and benefits and be subject to all the liabilities in respect of his securities which are held by a depository.</p> <p>(e) Notwithstanding anything to the contrary contained in the Act or in these Articles where securities are hold in depository, the records of the beneficial ownership may be served by such Depository on the company by means of Electronic Mode.</p> <p>(f) Nothing contained in the Act or in these Articles, shall apply to a transfer or transmission of securities of securities where the company has not issued any certificates and where such securities are being held in an electronic and fungible from in a Depository .In such cases the provisions of the depositories Act, 1996 shall apply</p> <p>(g) Notwithstanding anything to the contrary contained in the Act or these Articles, after any issue where the securities are dealt with by a Depository the company shall intimated the details thereof to the depository immediately on allotment of the such securities.</p> <p>(h) Nothing contained in the Act or in these Articles the necessity of having distinctive number for securities issued by the company shall apply to securities held by a Depository.</p> <p>(i) Notwithstanding anything contained in these Articles the company shall have the right to issue securities in a public offer in dematerialized from as required by applicable law and subject to the provisions of Applicable Law,</p>


	trading in the securities of the company post- listing shall be in the demat segment of the relevant stock Exchange, in accordance with the directions of SEBI, the stock exchange and the terms of the listing agreements to be entered in to with the relevant Stock Exchanges.
Underwriting and Brokerage	<p>(i) subject to provision of section 40(6) of the Act and the Rules made thereunder and subject to the applicable SEBI Guidelines and subject to the terms of issue of the shares or Debentures or any securities as defined in the Securities Contract (Regulation) Act, 1956 the company may at any time pay a commission out of proceeds of the issue or profit or both to any person in consideration of his subscribing or agreeing to subscribe (whether absolute or conditionally) for any share or debenture of the company or underwriting or procuring or agreeing to procure subscriptions (whether absolute or conditionally) for shares , debentures of the company so that the commission shall not exceed in the case of share five percent of the price at which the shares are issued and in the case of the debentures, two and a half per cent of the price at which the debentures are issued or at such rate as may be fixed by the Board within the overall limit prescribed under the Act or Securities and Exchange Board of India Act, 1992. Such commission may be satisfied by payment of cash or allotment of fully or partly paid shares / debentures / securities or partly in one way and partly in other.</p> <p>(ii) The company may, subject to applicable law pay a reasonable and lawful sum of brokerage.</p>

“RESOLVED FURTHER THAT in pursuance with the provisions of Section 5, 14 and 15 of the Companies Act, 2013 (“the Act”) Schedule I made thereunder read with Companies (Incorporation) Rules, 2014 and other applicable provisions if any, of the Companies Act, 2013 (including any statutory modification (s) or re-enactment thereof for the time being in force), the consent of the members of the company be and is hereby accorded to alter the existing Articles of Association of the Company by **modification of the following:**

Security or Securities	"Security or Securities" means the shares, Debentures and/or such other securities as may be treated as securities under Applicable Law.
Shares	"Shares" means the shares into which the capital of the company is divided whether held in tangible or fungible form.
Transfer & Transmission of Shares	<p>a) Subject to the provision of the listing agreement between the company and the stock exchange, in the event that the proper documents have been lodged, the company shall register the transfer in the name of the transferee except::</p> <p>When the transferee is, in exceptional circumstances, not approved by the Directors in accordance with the provisions contained herein;</p> <p>When any statutory prohibition or any attachment or prohibitory order of a competent authority restrains the Company from transferring the securities out of the name of the transferor;</p> <p>When the transferor object to the transfer provided he serves on the company within a reasonable time a prohibitory order of a court of competent jurisdiction.</p> <p>Subject to the provisions of Section 56 of the Act, these Articles and other applicable provisions of the Act or any other law for the time being in force, the board may refuse, in the interest of the company or in pursuance of power under any applicable law, to register the transfer of, or the transmission by operation of law of the right to, any shares or interest of a member in or Debenture of the company. The company shall within one month from the date on which the instrument of transfer, or the intimation of such transmission, as the case may be, was delivered to the company, send notice of the refusal to the transferee and the transferor or to the person giving intimation of such transmission, as the case may be, giving reasons for such refusal. Provided that the registration of a transfer shall not be refused on the ground of the transferor bring either alone or jointly with any</p>

	<p><i>other person or persons indebted to the company on any account whatsoever except where the company has a lien on shares.</i></p> <p><i>The board may, subject to the right of appeal conferred by provisions of section 58 of the Act, and any other</i></p> <p><i>Law declines to register-</i></p> <p><i>the transfer of a share, not being a fully paid shares, to a person of whom they do not approve; or</i></p> <p><i>any transfer of shares on which the company has a lien.</i></p> <p><i>d) The Board may decline to recognize an instrument of transfer unless-</i></p> <p><i>the instrument of transfer is in the form as prescribed under sub- section (1) of section 56 of the Act or Applicable Law:</i></p> <p><i>the instrument o transfer is accompanied by the certificate of the shares to which it relates, and such other evidences as the Board may reasonably require to show the right of the transferor to make the transfer; and</i></p> <p><i>the instrument of transfer is in respect of only one class of shares.</i></p> <p><i>No fees shall be charged for registration of transfer, transmission, probate. Seceesion certificates and letters of administration, certificate of death or marriage, power of attorney or similar other document.</i></p> <p><i>The instrument of transfer shall be in common form and in writing and all provisions of section 56 of the Act and statutory modifications thereof of the time being shall be duly complied with in respect of all transfer of shares and registration thereof</i></p>
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By order of the Board


(B.K. Parui)


Company Secretary

Registered Office:

Koyla Bhawan, Koyla Nagar
P.O. BCCL Township
Dhanbad-826005
Dated: 23.04.2025

Copy to:

1. All Directors of BCCL : With a request to attend the 18th EGM to be held on 28.04.2025 at 04.00 P.M


Company Secretary

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1. Member entitled to attend and vote at the meeting is entitled to appoint a PROXY to attend and vote instead of himself and the PROXY need not be a member. A proxy form is enclosed.
 2. Explanatory Statement under section 102 of Companies Act, 2013 relating to Special Businesses is attached.

Annexure to Notice

Explanatory statement pursuant to Section 102 of the Companies Act, 2013

As required by Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 1, 2, 3 and 4 of the accompanying Notice dated 22.04.2025.

Item No. 1.

Increase in the Number of Shareholders by Coal India Limited (the promoter) from Four to Seven for the purpose of converting Bharat Coking Coal Limited from Private limited to Public limited.

This proposal is for amending the Articles of Association (AoA) of Bharat Coking Coal Limited to align with the regulatory requirements of the Securities and Exchange Board of India (SEBI) and the listing norms of the relevant stock exchanges. These amendments are essential prior to filing the Draft Red Herring Prospectus (DRHP) with SEBI and the stock exchanges, ensuring compliance and facilitating a smooth IPO process. The AoA has been amended to facilitate the conversion from a private limited to a public limited company besides various other required changes for the purpose of listing.

The decision of the Board of Directors taken in the 420th Board meeting held on 15.04.2025 in this regard was communicated to CIL (the promoter Company) and in connection with that, CIL Board passed the Circular Resolution No. 2 of 2025-26 U/s 175 of the Companies Act'2013 regarding statutory approvals sought by Bharat Coking Coal Limited (BCCL) and agreed to the same.

The promoter Company, i.e., CIL has also communicated its decision of CIL Board taken by Circular Resolution No. 2 of 2025-26 and proposed the name of three new shareholders of the company, as a nominee shareholder of CIL, who are namely:

1. Shri Murli Krishna Ramaiah, Director (Personnel), BCCL;
2. Shri Sanjay Kumar Singh, Director (T/ OP), BCCL;
3. Shri Manoj Kumar Agarwal, Director (T/ P&P), BCCL.

The Board recommends for increase in the Number of Shareholders by Coal India Limited (the promoter) from four to seven for the purpose of converting Bharat Coking Coal Limited from Private limited to Public limited by the members at an Extra Ordinary General Meeting of the Company.

None of the Directors, Key Managerial Personnel and relatives of the Directors & Key Managerial Personnel is concerned or interested in the said resolution except to the extent of shares held by them in the company.

Item No. 2.

Conversion of Bharat Coking Coal Limited from Private limited to Public limited with necessary amendments in the Articles of Association.

The company was incorporated on 01/01/1972 as a private limited company which put some restrictions on the company limiting its scope of working and also put restrictions in obtaining funds from public. The board of directors of your company considered that due to expanded business activities of the company, it is advisable and necessary to convert your company into public limited company.

As per provisions of sections 14 and 18 of the Companies Act, 2013 and rules made thereunder, consent of members is required by way of special resolution to convert the company from private limited to public company.

Pursuant to applicable provisions of the companies Act, 2013, none of the directors of the company and their relatives is concerned or interested financially or otherwise, in the resolution except as a director and/or shareholder.

The promoter Company, i.e., CIL has also communicated its decision of CIL Board taken by Circular Resolution No. 2 of 2025-26 and proposed the conversion of the Company from Private Limited Company to Public Limited Company.

Item No. 3.

Sub-Division of Face Value of Equity Shares of the Company.

Bharat Coking Coal Limited is going to issue Initial Public Offering (IPO) and subsequent listing of its equity shares on the reputed stock exchanges. Strategically, as part of the preparation for the Initial Public Offering (IPO), subdividing the equity shares will be required to make the company's stock more accessible to a broader base of potential investors, while ensuring market liquidity and enhancing the attractiveness of the offering.

At present Bharat Coking Coal Limited have 5,10,00,000 equity shares of a face value of ₹1000/- each in the authorized share capital of the Company. It is proposed to sub-divide each of the 5,10,00,000 equity shares of the Company having a face value of ₹1000/- each in the authorized share capital of the Company into 5,10,00,00,000 equity shares having a face value of ₹10/- each. Upon the sub-division of the equity shares as aforesaid, the existing equity shares of face value ₹1000/- each will automatically stand cancelled and sub-divided shares be issued in lieu thereof.

Subsequently, pursuant to the sub-division of the authorized share capital of the Company, the existing issued, paid-up and subscribed share capital of the Company shall automatically, and without further corporate action required on the part of the Company, its shareholders, or any other party, will be sub-divided from ₹46,57,00,00,000 consisting of 4,65,70,000 equity shares of face value of ₹1000/- each to ₹46,57,00,00,000 consisting of 4,65,70,00,000 equity shares of face value of ₹10/-.

For the purpose of splitting of equity shares consent was sought from Coal India Limited on 12.03.2025 and in reply to that request of the BCCL, Coal India Limited has conveyed in-principle approval for undertaking steps including compliance with applicable laws relating to splitting of shares to a Face Value of ₹10/-

The decision of the Board of Directors taken in the 420th Board meeting held on 15.04.2025 in this regard was communicated to CIL (the promoter Company) and in connection with

that, CIL passed the Circular Resolution No. 2 of 2025-26 U/s 175 of the Companies Act'2013 regarding statutory approvals sought by Bharat Coking Coal Limited (BCCL) and agreed to the sam.

The Board recommends for Sub-Division of Face Value of Equity Shares of the Company by the members at an Extra Ordinary General Meeting of the Company.

None of the Directors, Key Managerial Personnel and relatives of the Directors & Key Managerial Personnel is concerned or interested in the said resolution except to the extent of shares held by them in the company.

Item No. 4.

Alteration in Registered Office clause in the Memorandum of Association of Company.

The instant proposal is for amending the Registered office clause of Memorandum of Association (MoA) of Bharat Coking Coal Limited in view of creation of new state named Jharkhand by carving out of Bihar to align with the provisions of section 12 and 13 of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2024 and all other provisions of the Act and also to align with the regulatory requirements of the Securities and Exchange Board of India (SEBI) and the listing norms of the relevant stock exchanges. These amendments are essential prior to filing the Draft Red Herring Prospectus (DRHP) with SEBI and the stock exchanges, ensuring compliance and facilitating a smooth IPO process.

The different clauses of the Memorandum of Association (MoA) of the Company were examined by the PCS engaged for the purpose and the same was also vetted by M/s J Sagar Associates and domestic legal counsel M/s Dentons Link Legal.

The Board recommends for alteration in Registered Office clause in the Memorandum of Association of Company by the members at an Extra Ordinary General Meeting of the Company.

None of the Directors, Key Managerial Personnel and relatives of the Directors & Key Managerial Personnel is concerned or interested in the said resolution except to the extent of shares held by them in the company.

Item No. 5.

Adoption of revised Articles of Association.

This proposal is for amending the Articles of Association (AoA) of Bharat Coking Coal Limited to align with the regulatory requirements of the Securities and Exchange Board of India (SEBI) and the listing norms of the relevant stock exchanges. These amendments are essential prior to filing the Draft Red Herring Prospectus (DRHP) with SEBI and the stock exchanges, ensuring compliance and facilitating a smooth IPO process. The AoA has been amended to facilitate the conversion from a private limited to a public limited company besides various other required changes for the purpose of listing.

The Board recommends for adoption of revised Articles of Association by the members at an Extra Ordinary General Meeting of the Company.

None of the Directors, Key Managerial Personnel and relatives of the Directors & Key Managerial Personnel is concerned or interested in the said resolution except to the extent of shares held by them in the company.
