**MAHANADI COALFIELDS LIMITED**
**CORPORATE IDENTITY NUMBER**: U10102OR1992GOI003038

| REGISTERED AND CORPORATE OFFICE | CONTACT PERSON | TELEPHONE AND E-MAIL | WEBSITE |
|---|---|---|---|
| Jagruti Vihar, Burla, Sambalpur 768020, Odisha, India | Soubhagya Parida<br>*Company Secretary and Compliance Officer* | **Tel:** +91 (0663) 254 2977<br>**Email:** cs.mcl@coalindia.in | www.mahanadicoal.in |

**OUR PROMOTERS: PRESIDENT OF INDIA, ACTING THROUGH THE MINISTRY OF COAL, GOVERNMENT OF INDIA AND COAL INDIA LIMITED**

**DETAILS OF THE OFFER TO THE PUBLIC**

| TYPE OF OFFER | FRESH ISSUE SIZE | OFFER FOR SALE SIZE | TOTAL OFFER SIZE | ELIGIBILITY AND RESERVATION |
|---|---|---|---|---|
| Offer for Sale | Not applicable | Up to 661,836,300 Equity Shares of face value of ₹ 2 each aggregating up to ₹ [●] million | Up to 661,836,300 Equity Shares of face value of ₹ 2 each aggregating up to ₹ [●] million | The Offer is being made pursuant to Regulation 6(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"). For further details, see "*Other Regulatory and Statutory Disclosures – Eligibility for the Offer*" on page 546 of the Red Herring Prospectus. For details of share reservation among Qualified Institutional Buyers ("**QIBs**"), Non-Institutional Bidders ("**NIBs**"), Retail Individual Bidders ("**RIBs**"), Eligible Employees and Eligible Shareholders, see "*Offer Structure*" beginning on page 570 of the Red Herring Prospectus. |

**DETAILS OF THE SELLING SHAREHOLDER, OFFER FOR SALE AND WEIGHTED AVERAGE COST OF ACQUISITION PER EQUITY SHARE**

| NAME OF THE SELLING SHAREHOLDER | TYPE | MAXIMUM NUMBER OF OFFERED SHARES | WACA (IN ₹ PER EQUITY SHARE)[#] |
|---|---|---|---|
| Coal India Limited | Promoter Selling Shareholder | Up to 661,836,300 Equity Shares of face value of ₹ 2 each aggregating up to ₹ [●] million | 0.26[^] |

[#] *As certified by our Statutory Auditors, M/s Kadmawala & Co., with firm registration number 323212E, pursuant to their certificate dated November 13, 2026.*
[^] *As adjusted for Split of Equity Shares.*

**RISKS IN RELATION TO THE FIRST OFFER**

This being the first public issue of our Company, there has been no formal market for the Equity Shares of our Company. The face value of our Equity Shares is ₹ 2 each. The Floor Price, Cap Price and the Offer Price (as determined by our Company, in consultation with the BRLMs on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process and in accordance with SEBI ICDR Regulations, and as stated in "*Basis for Offer Price*" beginning on page 121 of the Red Herring Prospectus) should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active and/or sustained trading in the Equity Shares or regarding the price at which the Equity Shares will be traded after listing.

**GENERAL RISK**

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer including the risks involved. The Equity Shares in the Offer have not been recommended or approved by the Securities and Exchange Board of India ("**SEBI**"), nor does the SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the Bidders is invited to "*Risk Factors*" beginning on page 20 of the Red Herring Prospectus.

**ISSUER'S AND SELLING SHAREHOLDER'S ABSOLUTE RESPONSIBILITY**

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that the Red Herring Prospectus contains all information with regard to our Company and the Offer, which is material in the context of the Offer, that the information contained in the Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission or inclusion of which makes the Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions, misleading in any material respect. Further, the Promoter Selling Shareholder, accepts responsibility for and

confirms only the statements specifically made or confirmed by such Promoter Selling Shareholder in the Red Herring Prospectus solely in relation to such Promoter Selling Shareholder and the Offered Shares and assumes responsibility that such statements are true and correct in all material respects and are not misleading in any material aspect.

## LISTING

The Equity Shares offered through the Red Herring Prospectus are proposed to be listed on the Stock Exchanges being BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**", and together with BSE, the "**Stock Exchanges**"). For the purposes of the Offer, NSE is the Designated Stock Exchange.

## BOOK RUNNING LEAD MANAGERS

| NAME OF THE BOOK RUNNING LEAD MANAGER AND LOGO | | CONTACT PERSON(S) | TELEPHONE AND E-MAIL |
|---|---|---|---|
| SBICAPS Complete Investment Banking Solutions | **SBI Capital Markets Limited** | Aradhy Rajyaguru/Raghavendra Bhat | **Tel:** +91 22 4006 9807<br>**E-mail:** mcl.ipo@sbicaps.com |
| AXIS CAPITAL | **Axis Capital Limited** | Tosit Agarwal/Pavan Naik | **Tel:** +91 22 4325 2183<br>**E-mail:** mcl.ipo@axiscap.in |
| BOBCAPS TRUST \| INNOVATION \| EXCELLENCE | **BOB Capital Markets Limited** | Nivedika Chavan | **Tel:** +91 22 61389353<br>**E-mail:** mcl.ipo@bobcaps.in |
| IDBI capital | **IDBI Capital Markets & Securities Limited** | Indrajit Bhagat/Chinmay Gosavi | **Tel:** +91 22 40691953<br>**Email:** mcl.ipo@idbicapital.com |
| IIFL CAPITAL | **IIFL Capital Services Limited** | Jesica Thakkar/Pawan Kumar Jain | **Tel:** +91 (22) 4646 4728<br>**E-mail:** mcl.ipo@iiflcap.com |

## DETAILS OF REGISTRAR TO THE OFFER

| NAME AND LOGO OF REGISTRAR | | CONTACT PERSON | TELEPHONE AND E-MAIL |
|---|---|---|---|
| KFINTECH EXPERIENCE TRANSFORMATION | **KFin Technologies Limited** | William R. | **Tel:** +91 4067162222/1800 309 4001<br>**E-mail:** mahanadi.ipo@kfintech.com |

## BID/OFFER PERIOD

| | | | | | |
|---|---|---|---|---|---|
| **ANCHOR INVESTOR BIDDING DATE** | Wednesday, November 18, 2026 | **BID/OFFER OPENS ON** | Thursday, November 19, 2026 | **BID/OFFER CLOSES ON[(1)]** | Monday, November 23, 2026 |

[(1)] *UPI mandate end time and date shall be at 5:00 pm on the Bid/Offer Closing Date.*

**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS**

| | |
|---|---|
| Please scan this QR code to view the Red Herring Prospectus and this Abridged Prospectus | The following is a general summary of certain disclosures in the Red Herring Prospectus and the terms of the Offer and is not exhaustive, nor does it purport to contain a summary of all the disclosures in the Red Herring Prospectus or all details relevant to prospective investors. This summary should be read in conjunction with, and is qualified in its entirety by, more detailed information appearing elsewhere in the Red Herring Prospectus, which is available at the websites of SEBI at www.sebi.gov.in, National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com, respectively, the Company at www.mahanadicoal.in/ipo/einvestor_relation.php and the BRLMs at www.sbicaps.com, www.axiscapital.co.in, www.bobcaps.in, www.idbicapital.com, and www.iiflcapital.com.<br><br>References below to page numbers are to page numbers of the Red Herring Prospectus dated November 13, 2026. Unless otherwise specified all capitalised terms used herein and not specifically defined bear the same meaning as ascribed to them in the Red Herring Prospectus. |

## 1. Summary of the primary business

### *a) Business overview – products and services*

Our Company is the largest single coal producing company in India in terms of production in Fiscal 2026, accounting for 21.00% of the domestic coal production (*source: CRISIL Report*). As at April 1, 2026, the Talcher and Ib Valley coalfields held a total estimated coal resource of approximately 106.76 billion tonnes (*source: CRISIL Report*). As at April 1, 2026, our audited coal reserves as per the JORC Code stood at 9,840.31 MT, which would sustain our production operations for around 45 years considering the present production level (the Annual Coal Production of 218.31 MT in Fiscal 2026) (*source: DMT Report*).

Our primary product is non-coking coal. We produce various grades of non-coking coal, including washed / beneficiated coal.

### *b) Industries served and typical customers*

We cater to the power utilities sector, including state power utilities, private power utilities, captive power plants and independent power producers, as well as non-power industries, including the cement sector and the sponge iron sector.

### *c) Segment reporting and revenue contribution*

Our Company is primarily engaged in coal mining and related services. All of our activities revolve around the coal mining. As such, we do not have separate reportable segments.

### *d) Key geographies served*

We sell our coal in India.

***e) Revenue concentration among top 5 customers***

| Particulars | Six months period ended September 30, 2026 | | Six months period ended September 30, 2025 | |
|---|---|---|---|---|
| | Amount (in ₹ million) | As a percentage of revenue from operations (%) | Amount (in ₹ million) | As a percentage of revenue from operations (%) |
| Revenue from our top 5 customers | 61,248.66 | 38.06% | 62,514.34 | 42.46% |

| Particulars | Fiscal 2026 | | Fiscal 2025 | | Fiscal 2024 | |
|---|---|---|---|---|---|---|
| | Amount (in ₹ million) | As a percentage of revenue from operations (%) | Amount (in ₹ million) | As a percentage of revenue from operations (%) | Amount (in ₹ million) | As a percentage of revenue from operations (%) |
| Revenue from our top 5 customers | 125,528.58 | 41.09% | 129,724.72 | 41.38% | 121,378.70 | 38.37% |

***f) Key manufacturing or other facilities***

Not applicable.

***g) Business strengths and strategies***

*Strengths*

1. The largest single coal producing company in India, accounting for 21.00% of domestic coal production in Fiscal 2026, with coal reserves sufficient to sustain around 45 years of production at current levels.

2. We benefit significantly from the strategic support and vast resources of Coal India Limited, the largest coal producing company in the world.

3. Low-cost, mechanised mining operations in strategically located coalfields, supported by integrated coal evacuation infrastructure.

4. Favourable rail-led evacuation network that reduces our dependence on road transportation, lowers customer logistics costs, and improves the reliability and speed of our coal evacuation, complemented by port connectivity.

5. Well-positioned to capitalize on India's robust, long-term non-coking coal demand, backed by vast coal resources, well-developed infrastructure, a customer base in 16 states in Fiscal 2026 and long-standing relationships with major power sector customers.

6. Strong financial performance, with the highest EBITDA Margin, Operating EBITDA Margin and PAT Margin among peer coal producers in India for Fiscal 2026.

7. Experienced Board and management team supported by a large pool of employees, including technically qualified professionals.

*Strategies*

1. Enhance production capacity through the expansion of existing mines and the development of new mining projects.

2. Increase our customer base with expansion in product portfolio by coal beneficiation.

3. Expand and modernize our coal evacuation infrastructure through first-mile connectivity projects, SILO/Rapid Loading System, Rail Connectivity and Dedicated Coal Corridors

4. Leverage technology, mechanization and digital initiatives to improve productivity, quality, safety and operational excellence

5. Expansion to new business verticals by focusing on coal gasification, renewable energy, other mineral mining, and rare earths.

6. We prioritize community engagement for inclusive growth and sustainable livelihood generation through our CSR programs as well as community outreach.

7. Implement energy conservation, sustainability and mine repurposing initiatives

For further and complete information, see "*Our Business*" beginning on page 225 of the Red Herring Prospectus.

## 2. Summary of the Industry *(Source: CRISIL Report)*

Coal extraction is primarily undertaken through two mining methods: Opencast (OC) Mining and Underground (UG) Mining. The selection of a mining method depends on factors such as the depth and thickness of coal seams, geological conditions, stripping ratio, production requirements, safety considerations, and economic viability. While both the methods continue to be employed in India, coal production is overwhelmingly dominated by opencast operations owing to their higher productivity, greater mechanization, lower unit production costs, and superior resource recovery rates.

Coal, the primary source of fuel for India's thermal power plants, accounts for ~70% of the country's electricity generation mix (Fiscal 2026). The power sector, which is heavily reliant on coal, is also closely tied to the steel and cement industries, as electricity is a critical input for the production of steel and cement.

As at April 1, 2026, India's total coal resource base is estimated at ~411.53 billion tonnes (Bt), reflecting the country's significant position among the world's leading coal-rich nations. Coal resources are heavily concentrated in the eastern and central parts of the country, with Odisha (106.76 Bt), Jharkhand (93.66 Bt), and Chhattisgarh (86.41 Bt) emerging as the three largest coal resource-bearing states.

For further information, see "*Industry Overview*" beginning on page 142 of the Red Herring Prospectus.

## 3. Promoters

The Promoters of our Company are the President of India, acting through the Ministry of Coal, Government of India and Coal India Limited.

### *President of India*

Our individual Promoter is the President of India acting through the Ministry of Coal, Government of India. As our individual Promoter is the President of India, acting through the Ministry of Coal, Government of India, disclosures and confirmations in relation to the Promoter Group (as defined in Regulation 2(1)(pp) of the SEBI ICDR Regulations) with respect to the President of India, acting through the Ministry of Coal, Government of India have not been provided in the Red Herring Prospectus.

### *Corporate Promoter*

### Coal India Limited

Coal India Limited was originally incorporated as a private limited company with the name of 'Coal Mines Authority Limited', under the Companies Act, 1956 on June 14, 1973. Subsequently, pursuant to a

shareholder's resolution dated October 15, 1975 and approval of the Ministry of Law, Justice and Company Affairs, the name of Coal India Limited was changed to 'Coal India Limited' and received a fresh certificate of incorporation consequent upon change of name dated October 21, 1975 from the Registrar of Companies, West Bengal. Thereafter, pursuant to a resolution passed by the shareholders dated February 16, 2010 and approval of the Ministry of Coal, Government of India, Coal India Limited was converted into a public limited company with effect from February 24, 2010.

For further information, see "*Our Management*" and "*Our Promoters and Promoter Group*" beginning on pages 284 and 302, respectively of the Red Herring Prospectus.

## 4. Objects of the Offer

The objects of the Offer are to (i) to carry out the Offer for Sale of up to 661,836,300 equity shares of face value of ₹ 2 each of our Company by the Selling Shareholder aggregating up to ₹ [●] million; and (ii) achieve the benefits of listing the Equity Shares on the Stock Exchanges.

Further, our Company expects that listing of the Equity Shares will enhance our visibility and brand image and provide liquidity and a public market for the Equity Shares in India.

Our Company will not receive any proceeds from the Offer (the "**Offer Proceeds**") and all the Offer Proceeds will be received by the Selling Shareholder after deduction of Offer related expenses and relevant taxes thereon, to be borne by the Selling Shareholder.

For details of the Offered Shares, see *"Objects of the Offer"* beginning on page 118 of the Red Herring Prospectus.

## 5. Pre-Offer and post-Offer shareholding of our Promoters, the members of our Promoter Group and additional top 10 Shareholders

The aggregate pre-Offer shareholding of our Promoters, our Promoter Group and the additional top 10 Shareholders as a percentage of the pre-Offer paid-up Equity Share capital of our Company as on the date of pre-Offer and price band advertisement and as on the date of Allotment is set out below:

| S No. | Name of the Shareholder | Pre-Offer shareholding as on the date of the Red Herring Prospectus | | Post-Offer shareholding as at Allotment*@ | | | |
|---|---|---|---|---|---|---|---|
| | | Number of Equity Shares of face value ₹ 2 each | Percentage of total pre-Offer paid up Equity Share capital | At the lower end of the Price Band (₹ [●]) | | At the upper end of the Price Band (₹ [●]) | |
| | | | | Number of Equity Shares of face value ₹ 2 each | Percentage of total post-Offer paid up Equity Share capital | Number of Equity Shares of face value ₹ 2 each | Percentage of total post-Offer paid up Equity Share capital |
| ***Promoter*** | | | | | | | |
| 1. | Coal India Limited^ | 6,618,363,000[$] | 100.00 | [●] | [●] | [●] | [●] |
| **Total (A)** | | 6,618,363,000 | 100.00 | [●] | [●] | [●] | [●] |
| ***Promoter Group (other than the Promoters)*** | | | | | | | |
| 1. | Nil | Nil | Nil | [●] | [●] | [●] | [●] |
| **Total (B)** | | Nil | Nil | [●] | [●] | [●] | [●] |
| ***Additional top 10 Shareholders*** | | | | | | | |
| 1. | Nil | Nil | Nil | [●] | [●] | [●] | [●] |
| **Total (C)** | | Nil | Nil | [●] | [●] | [●] | [●] |
| ***Other public shareholders*** | | | | | | | |
| 1. | Nil | Nil | Nil | [●] | [●] | [●] | [●] |
| **Total (D)** | | Nil | Nil | [●] | [●] | [●] | [●] |
| **Total (A+B+C)** | | **6,618,363,000** | **100.00** | [●] | [●] | [●] | [●] |

* *To be filled at the Prospectus stage.*

^ *Also a Selling Shareholder.*

*@ Subject to finalisation of the Basis of Allotment.*

*$ Includes 500 Equity Shares held by of ₹ 2 each held by (i) Achyut Ghatak; (ii) Asheesh Kumar; (iii) B. Sairam; (iv) Mukesh Choudhary; (v) Sanjay Kumar Jha; and (vi) Uday Anantrao Kaole, each, jointly with Coal India Limited in the capacity of nominee shareholders of Coal India Limited.*

Further, none of the members of our Promoter Group hold any Equity Shares in our Company.

For further details, see "*Capital Structure*" beginning on page 104 of the Red Herring Prospectus.

## 6. Summary of Restated Consolidated Financial Information

The following details of certain financial information as set out under the SEBI ICDR Regulations for the six-month period ended September 30, 2026, September 30, 2025, Fiscal 2026, Fiscal 2025 and Fiscal 2024, as derived from the Restated Consolidated Financial Information are set forth below:

*(in ₹ million, except per share data)*

| Sr. no. | Particulars | As at and for the | | | | |
|---|---|---|---|---|---|---|
| | | Six-month period ended September 30, 2026 | Six-month period ended September 30, 2025 | Financial year ended March 31, 2026 | Financial year ended March 31, 2025 | Financial year ended March 31, 2024 |
| 1 | Equity share capital | 13,236.73 | 13,236.73 | 13,236.73 | 13,236.73 | 13,236.73 |
| 2 | Net Worth (in ₹ million)(1) | 223,998.03 | 199,661.53 | 213,712.33 | 183,434.93 | 161,199.13 |
| 3 | Revenue from Operations(2) | 160,930.40 | 147,245.40 | 305,495.90 | 313,530.20 | 316,343.50 |
| 4 | EBITDA (3) | 74,639.80 | 70,342.80 | 160,849.30 | 153,311.10 | 166,369.10 |
| 5 | Profit after Tax(4) | 48,806.60 | 45,737.10 | 106,981.20 | 108,251.20 | 118,415.50 |
| 6 | Basic earnings per equity share (in ₹) (5)(9)(10) | 7.37* | 6.91* | 16.13 | 16.35 | 17.89 |
| 7 | Diluted earnings per equity share (in ₹) (6)(9)(10) | 7.37* | 6.91* | 16.13 | 16.35 | 17.89 |
| 8 | Return on average net worth (RoNW) (in %)(7) | 22.29 | 23.87 | 53.77 | 62.81 | 80.56 |
| 9 | Net Asset Value per Equity Share (in ₹)* (8) | 33.84 | 30.17 | 32.29 | 27.72 | 24.36 |
| 10 | Total borrowings | 27.60 | 34.00 | 31.60 | 33.50 | 39.50 |
| 11 | Net cash flows generated from operating activities | 89,971.30 | 24,354.70 | 124,775.30 | 77,049.60 | 63,255.80 |
| 12 | Net cash flow (used in) investing activities | (34,326.60) | 5,459.20 | (50,679.90) | 21,171.70 | 34,365.40 |
| 13 | Net cash flow generated from/ (used in) financing activities | (38,505.10) | (29,507.40) | (76,512.10) | (86,008.40) | (90,020.20) |

*Notes:*

** Not Annualised*

*(1) 'Net worth' is calculated as the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation. 'Net Worth' is the total equity attributable to equity-holders of the company, as appearing in the Restated Consolidated Financial Information less OCI -Re-measurement of Defined Benefits Plans (net of Tax) Reserve.*

*(2) Revenue from operations means the revenue from operations as appearing in the Restated Consolidated Financial Information.*

*(3) EBITDA is calculated as restated profit / (loss) for the period / year, plus finance costs, total taxes, and depreciation and amortisation expense.*

*(4) Profit after tax (PAT) means restated profit / (loss) for the period/financial year as appearing in the Restated Consolidated Financial Information.*

*(5) Basic earnings per equity share is computed by dividing net profit after tax attributable to the equity shareholders for the financial year/period by the weighted average number of equity shares outstanding during the financial year/period.*

*(6) Diluted earnings per equity share is computed and disclosed by dividing the net profit after tax attributable to the equity shareholders for the year after giving impact of dilutive potential equity shares for the financial year / period by the weighted average number of equity shares and dilutive potential equity shares outstanding during the financial year/period.*

*(7) Return on average net worth ratio (%) = Profit/ (loss) for the year attributable to owners of our Company divided by average net worth as attributable to owners of our Company at the end of the period/ year.*

*(8) Net asset value per Equity Share = Net worth as attributable to owners of our Company at the end of the year divided by number of equity shares outstanding at the end of the period/ year.*

*(9) Earnings per share (EPS) equals profit for the year / period attributable to the shareholders of the company divided by the Weighted average number of Equity Shares outstanding during the year / period. Since there is no dilutive capital, Basic and Diluted EPS would be same.*

*(10) Pursuant to resolutions passed by our Board and our Shareholders in their respective meetings held on August 22, 2026, and August 27, 2026, respectively, the authorised share capital of our Company was sub-divided from 13,958,200 equity shares of face value of ₹ 1,000 each into 6,979,100,000 Equity Shares of face value of ₹2 each. Accordingly, the issued, subscribed and paid-up equity share capital of our Company was sub-divided from 13,236,726 equity shares of face value of ₹ 1,000 per equity share to 6,618,363,000 Equity Shares of face value of ₹ 2 per Equity Share. Sub-division of shares has been retrospectively considered for the computation of EPS and Net Asset Value per Equity Share for all Fiscals presented.*

For further details, see "*Restated Consolidated Financial Information*", "*Other Financial Information*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 308, 471 and 475, respectively of the Red Herring Prospectus.

## 7. Summary of Key Performance Indicators

Our Company considers the following key performance indicators ("KPI") to have a bearing for arriving at the basis for the Offer Price The table below also sets forth KPIs as at/ for the Financial Years/ period ended for the six-month period ended September 30, 2026, September 30, 2025, Fiscal 2026, Fiscal 2025 and Fiscal 2024:

| Sr. No. | Key performance indicators | Unit | As of, and for the financial year / period ended | | | | |
|---|---|---|---|---|---|---|---|
| | | | September 30, 2026 | September 30, 2025 | March 31, 2026 | March 31, 2025 | March 31, 2024 |
| ***Financial indicators*** | | | | | | | |
| 1. | Revenue from Operations[(1)] | ₹ in million | 160,930.40 | 147,245.40 | 305,495.90 | 313,530.20 | 316,343.50 |
| 2. | Revenue CAGR[(2)] | % | - | | (1.73) | | |
| 3. | EBITDA[(3)] | ₹ in million | 74,639.80 | 70,342.80 | 160,849.30 | 153,311.10 | 166,369.10 |
| 4. | EBITDA Margin as a percentage of Total Income[(4)] | % | 43.63 | 44.60 | 47.45 | 46.42 | 49.53 |
| 5. | Operating EBITDA[(5)] | ₹ in million | 64,491.90 | 59,877.00 | 127,352.40 | 136,554.80 | 146,809.20 |
| 6. | Operating EBITDA CAGR[(6)] | % | - | | (6.86) | | |
| 7. | Operating EBITDA margin as a percentage of Revenue from Operation[(7)] | % | 40.07 | 40.66 | 41.69 | 43.55 | 46.41 |
| 8. | Profit after tax (PAT)[(8)] | ₹ in million | 48,806.60 | 45,737.10 | 106,981.20 | 108,251.20 | 118,415.50 |
| 9. | PAT CAGR[(9)] | % | - | | (4.95) | | |
| 10. | PAT Margin (% of Total Income)[(10)] | % | 28.53 | 29.00 | 31.56 | 32.77 | 35.25 |
| 11. | Return on average capital employed (RoACE)[(11)] | % | 30.44* | 32.46* | 73.26 | 83.17 | 107.04 |
| 12. | Return on Net Worth[(12)] | % | 22.29* | 23.87* | 53.77 | 62.81 | 80.56 |
| 13. | Capex[(13)] | ₹ in million | 11,871.20 | 16,239.70 | 29,296.10 | 29,075.20 | 38,398.00 |
| 14. | Trade receivables as number of days of Revenue from operations[(14)] | Days | 36 | 39 | 41 | 28 | 22 |

| Sr. No. | Key performance indicators | Unit | As of, and for the financial year / period ended | | | | |
|---|---|---|---|---|---|---|---|
| | | | September 30, 2026 | September 30, 2025 | March 31, 2026 | March 31, 2025 | March 31, 2024 |
| 15. | Current ratio[15] | Number/In Times | 2.04 | 2.14 | 2.11 | 1.96 | 2.04 |
| 16. | Net asset value (NAV) per equity share[16][18] | in ₹ | 33.84 | 30.17 | 32.29 | 27.72 | 24.36 |
| 17. | Earning Per Shares (EPS – Basic)[17] [18] | in ₹ | 7.37* | 6.91* | 16.13 | 16.35 | 17.89 |
| 18. | Earning Per Shares (EPS – Diluted)[17] [18] | in ₹ | 7.37* | 6.91* | 16.13 | 16.35 | 17.89 |
| ***Operational indicators*** | | | | | | | |
| 19. | Production of Coal[19] | MT | 87.54 | 96.53 | 218.31 | 225.17 | 206.10 |
| 20. | Production from Open cast mine as % of total production[20] | % | 99.83 | 99.82 | 99.85 | 99.79 | 99.78 |
| 21. | Offtake of Coal[21] | MT | 111.24 | 103.05 | 211.35 | 210.45 | 199.02 |
| 22. | Offtake of Coal as % of total coal production[22] | % | 127.07 | 106.75 | 96.81 | 93.46 | 96.56 |
| 23. | Dispatch of Coal[23] | MT | 111.24 | 102.68 | 210.74 | 210.46 | 199.02 |
| 24. | Dispatch of Coal as % of total coal production[24] | % | 127.07 | 106.37 | 96.53 | 93.47 | 96.56 |
| 25. | Overburden Removal[25] | M. Cubic Meter | 114.99 | 144.83 | 327.22 | 337.39 | 276.49 |
| 26. | Stripping Ratio[26] | Cubic Meter / Tonne Coal Extracted | 1.31 | 1.50 | 1.50 | 1.50 | 1.34 |
| 27. | Year End Man Power[27] | No. | 20,526 | 20,722 | 20,602 | 21,060 | 21,493 |
| 28. | Output per Manshift (OMS)[28] | Tonne | 21.29 | 26.67 | 30.34 | 29.56 | 27.24 |

*Notes:*

**Not Annualised*

*1) Revenue from operations means the revenue from operations as appearing in the Restated Consolidated Financial Information.*

*2) Revenue CAGR for the period Fiscal 2024 to Fiscal 2026 is calculated by dividing the Revenue from operation for the Fiscal 2026 by the Revenue from operation for the Fiscal 2024, raising it to the power of one divided by the number of compounding periods i.e. 2 years, and subtracting by one.*

*3) EBITDA is calculated as restated profit / (loss) for the period / year, plus finance costs, total taxes, and depreciation and amortisation expense.*

*4) EBITDA Margin (as a percentage of Total Income) refers to the percentage derived by dividing EBITDA by total income.*

*5) Operating EBITDA is calculated as restated profit / (loss) for the period / year, plus finance costs, total taxes, and depreciation and amortisation expense, minus other income*

*6) Operating EBITDA CAGR for the period Fiscal 2024 to Fiscal 2026 is calculated by dividing the Operating EBITDA for the Fiscal 2026 by the Operating EBITDA for the Fiscal 2024, raising it to the power of one divided by the number of compounding periods i.e. 2 years, and subtracting by one.*

*7) Operating EBITDA Margin (as a percentage of Revenue from Operations) refers to the percentage derived by dividing Operating EBITDA by Revenue from Operations.*

*8) Profit after tax (PAT) means restated profit / (loss) for the period/financial year as appearing in the Restated Consolidated Financial Information*

*9) PAT CAGR for the period Fiscal 2024 to Fiscal 2026 is calculated by dividing the PAT for the Fiscal 2026 by the PAT for the Fiscal 2024, raising it to the power of one divided by the number of compounding periods i.e. 2 years, and subtracting by one.*

*10) PAT Margin (as a percentage of Total Income) refers to the percentage derived by dividing profit after tax for the period/ financial year by*

*total income for the period/ financial year.*
*11) Return on average capital employed (RoACE) refers to the EBIT divided by average capital employed for the year/period. EBIT means restated profit / (loss) for the period / year, plus finance costs and total taxes. Capital employed is the total equity attributable to equity-holders of the company, as appearing in the Restated Consolidated Financial Information plus non-current borrowings. Average capital employed is the sum of opening and closing capital employed divided by two.*
*12) Return on Net Worth is calculated as restated profit / (loss) for the period / year attributable to the owners of the Company divided by average net worth. Net worth is calculated as the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation. 'Net Worth' is the total equity attributable to equity-holders of the company, as appearing in the Restated Consolidated Financial Information less OCI -Re-measurement of Defined Benefits Plans (net of Tax) Reserve. Average net worth is the sum of opening and closing net worth divided by two.*
*13) Capex refers to the total capital expenditure for the respective financial years / period.*
*14) Trade receivables as number of days of revenue from operations refers to Trade Receivables on the reporting date (excluding unbilled receivables) as appearing in the Restated Consolidated Financial Information divided by Revenue from operations multiplied by number of days in the financial year / period.*
*15) Current ratio has been calculated as current assets divided by current liabilities as at the end of the financial year / period.*
*16) Net asset value (NAV) per equity share refers to Net worth as at the end of the year / period divided by number of equity shares outstanding at the end of the financial year / period. 'Net worth' is calculated as the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation. 'Net Worth' is the total equity attributable to equity-holders of the company, as appearing in the Restated Consolidated Financial Information less OCI -Re-measurement of Defined Benefits Plans (net of Tax) Reserve.*
*17) Earnings per share (EPS) equals profit for the year / period attributable to the shareholders of the company divided by the Weighted average number of Equity Shares outstanding during the year / period. Since there is no dilutive capital, Basic and Diluted EPS would be same.*
*18) Pursuant to resolutions passed by the Board of Directors of the Company at its meeting held on August 22, 2026, the sub division of the existing paid up shares of the Company from 13,236,726 equity shares of ₹ 1,000 each into 6,618,363,000 equity shares of ₹ 2 each, which was approved by the shareholders in the Extra ordinary General Meeting held on August 27, 2026. The disclosure of EPS (Basic and Diluted) and NAV presented has been arrived at after giving effect to the sub-division.*
*19) Production of coal refers to total coal produced by the Company during the period / financial year.*
*20) Refers to percentage of production of coal produced by the Company during the period / financial year from Opencast mines.*
*21) Refers to the total coal dispatched to customers plus the raw coal transferred to washeries for washing plus any internal or colliery consumption.*
*22) Refers to the total coal dispatched to customers plus the raw coal transferred to washeries for washing plus any internal or colliery consumption as a percentage of total coal production.*
*23) Refers to the total coal dispatched to customers. Where dispatch quantities are not separately disclosed, sales quantity has been used as a proxy for dispatch volume.*
*24) Refers to the total coal dispatched to customers as a percentage of total coal production.*
*25) Refers to overburden removed by the company during the period/financial year. Overburden refers to the layer of soil, rock, and other material that lies above coal seams and is required to be removed during opencast mining to access coal seams.*
*26) Refers to the quantity of overburden removed for extracting one unit of coal during the mining process.*
*27) Refers to the total number of employees on the Company's rolls as at the end of the period/financial year.*
*28) Output per manshift (OMS) in coal mining refers to the average quantity of coal produced per man per shift.*

For definitions of the above KPIs, see "*Definitions and Abbreviations – Key Performance Indicators (as defined in the Basis for Offer Price section)*" on page 14 of the Red Herring Prospectus. Further, for comparison with the listed peer(s) and more detailed disclosure on such KPIs, see "*Basis for Offer Price - Comparison of our key performance indicators with listed industry peers*" on page 127 of the Red Herring Prospectus.

## 8. Risk Factors

1. Our revenues are primarily derived from the sale of raw non-coking coal, which accounted for 97.38%, 97.13%, 97.41%, 97.10% and 99.94% of our sale of products for the six months periods ended September 30, 2026 and September 30, 2025 and Fiscals 2026, 2025 and 2024, respectively. Any decline in demand for raw non-coking coal could have a material adverse effect on our business, financial condition, results of operations and cash flows.

2. Our business is primarily dependent on the sale of coal to the thermal power sector, with our revenue from sale of products to the thermal power sector (including State, Central GENCO and IPPs) representing 69.64%, 70.35%, 68.62%, 70.60% and 69.41% of our sale of products in the six months periods ended September 30, 2026 and September 30, 2025 and Fiscals 2026, 2025 and 2024, respectively. Any adverse changes in the conditions affecting the thermal power sector could adversely affect our business, financial condition, results of operations and cash flows.

3. Our revenue from government-owned and controlled power generation companies and utilities contributed 41.68%, 47.64%, 44.81%, 47.53% and 41.89% of our revenue from operations in the six months periods ended September 30, 2026 and September 30, 2025 and Fiscals 2026, 2025 and 2024, respectively, which exposes us to additional regulatory scrutiny and delayed collection of receivables.

4. Our total contingent liabilities represented 55.86%, 38.09%, 39.80%, 55.18% and 61.56% of our Net Worth as at September 30, 2026, September 30, 2025, March 31, 2026, 2025 and 2024, respectively. These contingent liabilities have not been provided for in our financial statements, and if they materialise, they may have a material adverse effect on our financial condition, results of operations and cash flows.

5. Our Company is currently wholly owned by Coal India Limited and controlled by the GoI, and we rely on the support and resources provided by Coal India Limited. Any misalignment in strategic priorities or changes in Coal India Limited's overall strategy could affect our long-term planning and operational stability and may have an adverse effect on our business, financial condition, results of operations and cash flows. In addition, our executive employees are seconded from Coal India Limited and the terms of their secondment may be altered at any time, which may have an adverse effect on our business, financial condition, results of operations and cash flows. Further, some of Coal India Limited's other subsidiaries are also involved in coal mining and Coal India Limited and conflicts of interest may also arise between our Company and other subsidiaries of Coal India Limited.

6. Our business largely depends upon our top 10 customers, which accounted for 51.95%, 58.04%, 55.94%, 55.71% and 53.30% of our revenue from operations in the six months periods ended September 30, 2026 and September 30, 2025 and Fiscals 2026, 2025 and 2024, respectively. The loss of any of these customers could have an adverse effect on our business, financial condition, results of operations and cash flows.

7. We are reliant on third-party contractors to conduct a substantial amount of operating activities, which exposes us to fluctuations in contractual costs and risks relating to the quality of their services. In addition, we depend on a limited number of third-party contractors, with our top 10 contractors representing 63.61%, 56.38%, 60.02%, 47.83% and 42.62% of our contractual expenses in the six months periods ended September 30, 2026 and September 30, 2025 and Fiscals 2026, 2025 and 2024, respectively, and any disruptions in the supply of services from our top contractors could adversely affect our business, financial condition, results of operations and cash flows.

8. Our mining operations involve activities that are inherently hazardous in nature and are subject to extensive governmental regulation relating to employee safety and health, which may impose significant compliance-related costs on us. A violation of health and safety requirements or the occurrence of accidents could disrupt our operations, increase our operating costs and may result in a suspension of operations and/or the imposition of civil or criminal liabilities, which could adversely affect our business, financial condition, results of operations, and cash flows.

9. We do not maintain insurance coverage in accordance with applicable industry standards and our insurance coverage may not be adequate or we may incur uninsured losses or losses in excess of our insurance coverage which could have an adverse effect on our business, results of operations, financial condition and cash flows.

10. Information relating to our resources and reserves base included in the Red Herring Prospectus are estimates, and our actual resources and reserve may differ materially from these estimates. Additionally, certain resources and reserves information provided in the Red Herring Prospectus has been prepared and classified in accordance with Indian Standard Procedure guidelines (the "ISP Guidelines"), which has not been audited by DMT and differs from international standards.

**9. Weighted average cost of acquisition of specified securities of our Promoters and the Selling Shareholder**

The weighted average cost of acquisition of specified securities by our Promoters and the Selling Shareholder as on the date of the Red Herring Prospectus is as follows:

| Sr. No. | Name of the Promoters | Number of Equity Shares of face value of ₹2 each held as on the date of the Red Herring Prospectus** | Weighted Average cost of acquisition per Equity Share of face value of ₹2 each (in ₹)* | Number of Equity Shares of face value of ₹2 each acquired in the last one year | Weighted Average cost of acquisition per Equity Share acquired in the last one year of face value of ₹2 each (in ₹)* | Number of Equity Shares of face value of ₹2 each acquired in the last three year | Weighted Average cost of acquisition per Equity Share acquired in the last three years of face value of ₹2 each (in ₹)* |
|---|---|---|---|---|---|---|---|
| ***Promoters*** | | | | | | | |
| 1. | Coal India Limited[#$] | 6,618,363,000 | 0.26 | Nil | Nil | Nil | Nil |
| 2. | President of India, acting through the Ministry of Coal, Government of India | Nil | Nil | Nil | Nil | Nil | Nil |

*# Also, the Selling Shareholder.*

** As certified by our Statutory Auditors, M/s Kadmawala & Co., with firm registration number 323212E, pursuant to their certificate dated November 13, 2026.*

*** As adjusted for Split of Equity Shares.*

*$ Includes 500 Equity Shares of ₹ 2 each are held by (i) Achyut Ghatak; (ii) Asheesh Kumar; (iii) B. Sairam; (iv) Mukesh Choudhary; (v) Sanjay Kumar Jha; and (vi) Uday Anantrao Kaole, each, jointly with Coal India Limited in the capacity of nominee shareholders of Coal India Limited.*

**Weighted average cost of all equity shares transacted in the three years, 18 months and one year preceding the date of the Red Herring Prospectus**

The weighted average cost of acquisition of all equity shares transacted in the last one year, 18 months and three years preceding the date of the Red Herring Prospectus is mentioned below

| Period | Weighted average cost of acquisition per Equity Share (in ₹)* | Cap Price is 'x' times the weighted average cost of acquisition# | Range of acquisition price per Equity Share: lowest price –highest price (in ₹)* |
|---|---|---|---|
| Last one year preceding the date of the Red Herring Prospectus | N.A. | [●] | N.A. |
| Last 18 months preceding the date of the Red Herring Prospectus | N.A. | [●] | N.A. |
| Last three years preceding the date of the Red Herring Prospectus | N.A. | [●] | N.A. |

** As certified by our Statutory Auditors, M/s Kadmawala & Co., with firm registration number 323212E, pursuant to their certificate dated November 13, 2026.*

*# To be updated on finalization of Price Band.*

## 10. Board of Directors and Key Managerial Personnel

The names and designations of members of the Board of Directors and Key Managerial Personnel are set forth below:

| S. No. | Name | Designation |
|---|---|---|
| ***Board of Directors*** | | |
| 1. | Uday Anantrao Kaole | Chairman cum Managing Director[^] |
| 2. | Nirmal Kumar Singh | Director (Finance) and Chief Financial Officer[^] |
| 3. | Rekha Pandey | Director (HR)[^] |
| 4. | Sanjay Kumar Jha | Director (Technical)[^] |
| 5. | Sanjeev Kumar Kassi | Part-time Director[#] |
| 6. | Mukesh Choudhary | Part-time Director[*] |
| ***Key Managerial Personnel*** | | |
| 1. | Soubhagya Parida | Company Secretary and Compliance Officer |

# *Appointed as nominee of Ministry of Coal, Government of India.*
* *Appointed as nominee of Coal India Limited by Ministry of Coal, Government of India.*
^ *Also the KMPs of our Company.*

For further details, see "*Our Management*" beginning on page 284 of the Red Herring Prospectus.

## 11. Auditor Qualifications

Except as disclosed in "*Risk Factors - Our Statutory Auditors have included certain emphasis of matters and other matters in their audit reports on the audited consolidated financial statements for the six months periods ended September 30, 2026 and September 30, 2025 and Fiscals 2026 and 2025. Our previous auditor, M/s Shiv and Associates, Chartered Accountants, has included certain emphasis of matters and other matters in their audit report on the audited consolidated financial statements for Fiscal 2024*." and the "*Restated Consolidated Financial Information*", on pages 65 and 308 of the Red Herring Prospectus, respectively, the Statutory Auditors of our Company have not expressed any qualification, reservation, adverse remark, emphasis of matter, or other observation on our financial statements for the periods covered in the Red Herring Prospectus.

## 12. Summary table of outstanding litigations

A summary of outstanding litigation proceedings involving our Company, Subsidiaries, Promoter, Directors, Key Managerial Personnel and Senior Management, as on the date of the Red Herring Prospectus, in terms of the SEBI ICDR Regulations and the Materiality Policy is provided below:

| Category of Individuals/ entities | Criminal proceedings | Tax proceedings | Actions by Statutory or regulatory authorities | Disciplinary actions including penalty imposed by SEBI or Stock Exchanges against our Promoter in the last five financial years | Number of Material litigations | Aggregate amount involved* (₹ in million) |
|---|---|---|---|---|---|---|
| **Company** | | | | | | |
| By our Company | 72 | NA | N.A. | N.A. | 2 | 15,043.96 |
| Against our Company | 49 | 111 | 52 | | Nil | 118,126.71 |
| **Directors** | | | | | | |
| By our Directors | Nil | N.A. | N.A. | N.A. | Nil | Nil |
| Against our Directors | Nil | Nil | Nil | | Nil | Nil |
| **Promoter** | | | | | | |
| By our Promoter | 1 | N.A. | N.A. | N.A. | Nil | Nil |
| Against our Promoter | 2 | 14 | 6 | 1 | Nil | 10,797.92 |
| **Subsidiaries** | | | | | | |
| By our Subsidiaries | Nil | N.A. | N.A. | N.A. | Nil | Nil |
| Against our Subsidiaries | Nil | 1 | Nil | | Nil | 42.05 |
| **Key Managerial Personnel (excluding our Directors)** | | | | | | |
| By our KMPs | Nil | N.A. | N.A. | N.A. | N.A. | Nil |
| Against our KMPs | Nil | | Nil | | | Nil |
| **Senior Management (excluding our Key Managerial Personnel)** | | | | | | |
| By our SMPs | Nil | N.A. | N.A. | N.A. | N.A. | Nil |
| Against our SMPs | Nil | N.A. | Nil | | | Nil |

** To the extent ascertainable and quantifiable*

***Note:***

*(1) Determined in accordance with the Materiality Policy.*

In terms of Schedule VI, Part A, Paragraph 13(A) of the SEBI ICDR Regulations, our Company has not identified any group companies of our Company.

For further details of the outstanding litigation proceedings, see "*Outstanding Litigation and Material Developments*" beginning on page 527.

**The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act the securities laws of any state of the United States and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. The Equity Shares are being offered and sold (i) within the United States only to persons reasonably believed to be "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) pursuant to Rule 144A or another exemption from the registration requirements of the U.S. Securities Act and (ii) outside the United States in offshore transactions as defined in and in reliance on Regulation S under the U.S. Securities Act and in accordance with the applicable laws of the jurisdictions where those offers and sales occur.**

**The above information is given for the benefit of the Bidders. Our Company, the Promoter Selling Shareholder and the BRLMs are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of the Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that the number of Equity Shares Bid for do not exceed the applicable limits under laws or regulations.**