



ऑयल इंडिया लिमिटेड

(भारत सरकार का उद्यम) पंजीकृत कार्यालय: दुलियाजान, असम

Oil India Limited

(A Government of India Enterprise) Registered Office "Duliajan, Assam

प्लॉट. न. 19, सैक्टर 16-ए, नोएडा-201 301 उत्तर प्रदेश

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CIN : L11101AS1959GOI001148 ई-मेल / E-mail : oilindia@oilindia.in, वेबसाईट / Website : www.oil-india.com

Ref No. OIL/SEC/32-33/NSE-BSE/Reg 27(2)

Dated: 04.07.2019

National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051. Scrip Code - OIL	BSE Ltd. Department of Corporate Service, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001. Scrip Code - 533106
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Sub: Compliance Report on Corporate Governance for the Quarter ended 30th June, 2019

Ref: Regulation 27(2) of the SEBI (LODR) Regulations, 2015 and SEBI Circular CIR/CFD/CMD/5/2015 dated. 24.09.2015

Dear Sir / Madam,

In terms of Regulation 27(2) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations 2015, Compliance Report on Corporate Governance for the Quarter (Annexure I) ended 30th June, 2019 is submitted herewith.

Kindly take it on records please.

Thanking you,

Yours faithfully,
For Oil India Limited

(A.K. Sahoo)
Company Secretary

Encl: As above

CORPORATE GOVERNANCE REPORT (FOR THE QUARTER ENDED 30.06.2019)

I. Composition of Board of Directors								
Title (Mr / Ms)	Name of the Director	PAN & DIN	Category & (Chairperson /Executive/ Non-Executive/ independent/ Nominee)	Date of Appointment (A) in the current term/cessation (C)	Tenure*	No of Directorship in public entities including this listed entity (Refer Regulation 17A of LODR) Note - (ii)	Number of memberships in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of LODR) Note - (ii)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer 26(1) of LODR) Note - (ii)
Mr	Utpal Bora**	07567357 ACUPB3686P	Executive /Chairman and Managing Director	18.07.2016	NA	3	0	0
Mr	Biswajit Roy	07109038 AAQPR1301K	Executive	08.05.2015	NA	2	1	0
Mr	Pramod Kumar Sharma	07194463 AJCPS3016K	Executive	01.06.2015	NA	1	1	0
Dr	P.Chandrasekaran	07778883 ABUPC4618B	Executive	01.04.2017	NA	2	1	0
Mr	Amar Nath	05130108 AANPN9808N	Non-Executive /Nominee	15.10.2018	NA	2	1	0
Mr	Rohit Mathur	08216731 ACZPM5865E	Non-Executive /Nominee	27.05.2019(A)	NA	1	0	0
Prof (Dr)	Asha Kaul	06987839 AIHPK6722A	Non-Executive /Independent	15.09.2017	15.09.2017 - 07.09.2020	1	1	0



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Dr	Priyank Sharma	07940638 ATZPS2629F	Non-Executive /Independent	15.09.2017	15.09.2017 - 07.09.2020	1	0	1
Mr	S.Manoharan	03521659 ACTPM5701H	Non-Executive /Independent	15.09.2017	15.09.2017 - 07.09.2020	1	1	1
Ms	Amina R. Khan	07940639 AACP1666J	Non-Executive /Independent	15.09.2017	15.09.2017 - 07.09.2020	1	2	0
Mr	B.N. Reddy	08389048 AFUPR1849D	Non-Executive /Nominee	13.03.2019 (A) 27.05.2019 (C)	NA	-	-	-

Notes :

(i) PAN number is written in Bold & italics

(ii) In terms of FAQ No 9 dated 26.01.16 released by SEBI, Directorship in Companies and Membership / Chairmanship of Committees is calculated taking into account Listed & Unlisted Public Limited Companies.

&Category of directors means executive / non-executive / independent / Nominee. if a director fits into more than one category write all categories separating them with hyphen

* To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

** Mr. Utpal Bora is holding additional charge of Director (Finance) w.e.f. 01.03.2019.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non-Executive/independent / Nominee)
1. Audit & Ethics Committee	1. Dr. Priyank Sharma 2. Shri Amar Nath 3. Shri. S Manoharan 4. Prof.(Dr.) Asha Kaul 5. Ms. Amina R. Khan	Chairman-Non-Executive/Independent Member-Non-Executive/Nominee Member-Non-Executive/Independent Member-Non-Executive/Independent Member-Non-Executive/Independent



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2. Nomination & Remuneration Committee	1. Prof.(Dr.) Asha Kaul 2. Shri Amar Nath 3. Dr. Priyank Sharma 4. Ms. Amina R. Khan	Chairperson-Non-Executive/Independent Member-Non-Executive/Nominee Member-Non-Executive/Independent Member-Non-Executive/Independent
3. Risk Management Committee	1. Shri. S Manoharan 2. Shri.Pramod Kumar Sharma 3. Dr.P.Chandrasekaran	Chairman-Non-Executive/Independent Member-Executive Member-Executive
4. Stakeholders' Relationship Committee	1. Shri. S Manoharan 2. Ms. Amina R. Khan 3. Shri.Pramod Kumar Sharma 4. Director (Finance)	Chairman-Non-Executive/Independent Member-Non-Executive/Independent Member-Executive Member-Executive

Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
06.02.2019 12.02.2019 13.02.2019 25.02.2019	10.04.2019 23.04.2019 27.05.2019 14.06.2019 28.06.2019	43

IV. Meeting of Committees



CORPORATE GOVERNANCE REPORT (FOR THE QUARTER ENDED 30.06.2019)

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit & Ethics Committee 22.04.2019 27.05.2019 28.06.2019	YES	12.02.2019	68
Stakeholders' Relationship Committee 28.05.2019	YES	09.01.2019	138
Nomination and Remuneration Committee 10.04.2019 14.06.2019	YES	-	
Risk Management Committee 22.04.2019	YES	-	

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
Whether prior approval of Audit & Ethics Committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.



VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.-
No
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit & Ethics Committee-**Yes**
 - b. Nomination & Remuneration Committee -**Yes**
 - c. Stakeholders Relationship Committee- **Yes**
 - d. Risk Management Committee (applicable to the top 100 listed entities)-**Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **Yes**
5. The report submitted for the previous quarter ending 31th March, 2019 was placed before Board of Directors meeting held on 27th May, 2019. Any comments/observations/advice of Board of Directors may be mentioned under:-
The BSE Ltd. and National Stock Exchange of India Ltd. had imposed fine on the Company for non-compliances with respect to Board composition for the quarter ended 31.03.2019. The subject regulation(s) and its non-compliances were informed to the Board in detail. The Board took note of the above and advised to send suitable reply to the exchanges intimating the factual position of the compliance status which is beyond the control of the company alongwith the request to waive the fine.

Name & Designation



(A.K. Sahoo)
Company Secretary

