



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, सेक्टर 16-ए, नोएडा-201 301 उत्तर प्रदेश

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

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

Dated: 10.10.2019

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

Sub: Compliance Report on Corporate Governance for the Quarter ended 30th September, 2019

Ref: Regulation 27(2) of the SEBI (LODR) Regulations, 2015 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/78 dated July 16, 2019

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 ended 30th September, 2019 (Annexure I) alongwith the Annexure III for information to be submitted at the end of six months after end of Financial Year 2018-19 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 30.09.2019)

ANNEXURE I

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	PAN \$ & DIN	Category (Chairperson / Executive / Non-Executive / independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of directors in listed entities including this listed entity [in reference to regulation 17A(1)]	No of Independent Directors in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	No of memberships in Audit / Stakeholder Committee (s) including this listed entity (Refer regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Utpal Bora	07567357 ACUPB3686P	Executive /Chairman and Managing Director	18.07.2016		30.09.2019		25.09.1959	3	0	0	0
Mr.	Biswajit Roy	07109038 AAQPR130K	Executive	08.05.2015				01.07.1961	2	0	1	0
Mr.	Pramod Kumar Sharma	07194463 AJCPS3016K	Executive	01.06.2015				01.06.1960	1	0	1	0
Dr.	P.Chandrasekaran	07778883 ABUPC4618B	Executive	01.04.2017				29.06.1961	2	0	1	0
Mr.	Harish Madhav	08489650 AFVPM5451P	Executive	02.08.2019				05.06.1964	1	0	1	0
Mr.	Amar Nath	05130108 AANPN9808N	Non-Executive /Nominee	15.10.2018				30.03.1966	2	0	1	0



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Mr.	Rohit Mathur	08216731 ACZPM5865E	Non-Executive / Nominee	27.05.2019				20.09.1968	1	0	0	0
Prof. (Dr)	Asha Kaul	06987839 AIHPK6722A	Non-Executive / Independent	15.09.2017			3 yrs	23.09.1960	1	1	1	0
Dr.	Priyank Sharma	07940638 ATZPS2629F	Non-Executive / Independent	15.09.2017			3 yrs	26.09.1975	1	1	0	1
Mr.	S. Manoharan	03521659 ACTPM5701H	Non-Executive / Independent	15.09.2017			3 yrs	29.05.1950	1	1	1	1
Ms.	Amina R. Khan	07940639 AACP1666J	Non-Executive / Independent	15.09.2017			3 yrs	18.06.1966	1	1	2	0
Dr.	Tangor Tapak	08516744 AFZPT1572N	Non-Executive / Independent	09.08.2019			3 yrs	05.02.1962	1	1	0	0
Mr.	Anil kaushal	08245841 AAIPK4188R	Non-Executive / Independent	09.08.2019			3 yrs	17.06.1954	1	1	0	0
Mr.	Gagann Jain	08516710 ACVPJ6359G	Non-Executive / Independent	09.08.2019			3 yrs	06.01.1973	1	1	0	0
Whether Regular chairperson appointed							YES					
Whether Chairperson is related to managing director or CEO							NO (Chairman also holds Position of MD & CEO)					



CORPORATE GOVERNANCE REPORT (FOR THE QUARTER ENDED 30.09.2019)

*\$PAN of any director would not be displayed on the website of Stock Exchange
&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.*

II. Composition of Committees

<i>Name of Committee</i>	<i>Whether Regular chairperson appointed</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$</i>
Audit & Ethics Committee	Yes	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
Nomination & Remuneration Committee	Yes	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
Risk Management Committee	Yes	1. Shri. S Manoharan 2. Shri.Pramod Kumar Sharma 3. Dr.P.Chandrasekaran 4. Shri Harish Madhav	Chairman-Non-Executive/Independent Member-Executive Member-Executive Member-Executive
Stakeholders Relationship Committee	Yes	1. Shri. S Manoharan 2. Ms. Amina R. Khan 3. Shri.Pramod Kumar Sharma 4. Shri Harish Madhav	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



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III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	
10.04.2019	09.08.2019	Yes	11	5	
23.04.2019	17.09.2019	Yes	12	6	
27.05.2019					
14.06.2019					
28.06.2019					
<i>* to be filled in only for the current quarter meetings</i>					
IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)**</i>	<i>Number of Directors present**</i>	<i>Number of independent directors present**</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 15.07.2019 09.08.2019 16.09.2019	Yes Yes Yes	5 2 4	4 2 3	Audit & Ethics Committee 22.04.2019 27.05.2019 28.06.2019	37
Stakeholders' Relationship Committee -				Stakeholders' Relationship Committee 28.05.2019	
Nomination and Remuneration Committee -				Nomination and Remuneration Committee 10.04.2019 14.06.2019	
Risk Management Committee 16.08.2019	Yes	4	1	Risk Management Committee 22.04.2019	
					
<i>* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i>					
<i>**to be filled in only for the current quarter meetings</i>					

CORPORATE GOVERNANCE REPORT (FOR THE QUARTER ENDED 30.09.2019)

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	<i>refer note below</i> Yes
Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes
Note:	
<p>1 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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>	
VI. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 - Yes</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p>a. Audit Committee - Yes</p> <p>b. Nomination & Remuneration Committee - Yes</p> <p>c. Stakeholders Relationship Committee - Yes</p> <p>d. Risk management committee (applicable to the top 100 listed entities)- Yes</p> <p>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</p> <p>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</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors Meeting held on 17.09.2019. Any comments/observations/advice of the board of directors may be mentioned here - Noted</p>	
Name & Designation	<p align="center">ए. के. साहु / A. K. SAHOO कम्पनी सचिव / Company Secretary ऑयल इंडिया लिमिटेड / Oil India Limited प्लॉट नं. 19, सेक्टर 16ए, नोएडा-201301 (उ.प्र.)</p>
	<p>Company Secretary / Compliance Officer / Managing Director / CEO / CFO</p>

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

CORPORATE GOVERNANCE REPORT

ANNEXURE - III

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	Yes
<i>Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting</i>	20(3)	Yes
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	Yes
Note		
<p>1 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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
Name & Designation		
	<p>ए. के. साहु / A. K. SAHOO कम्पनी सचिव / Company Secretary ऑयल इंडिया लिमिटेड / Oil India Limited प्लॉट नं. 19, सेक्टर 16ए, नोएडा-201301 (उ.प्र.) Plot No. 19, Sector 16A, NOIDA-201301 (U.P.)</p>	
Company Secretary / Compliance Officer / Managing Director / CEO / CFO		