



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

Plot No. : 19, Sector 16-A, Noida-201 301, Uttar Pradesh

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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: 10.01.2020

National Stock Exchange of India Ltd.

Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051

BSE Ltd.

Department of Corporate Service,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Scrip: OIL

Scrip: 533106

Sub: **Compliance Report on Corporate Governance for the Quarter ended 31st December, 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,

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Compliance Report on Corporate Governance in the format as prescribed by SEBI for the Quarter ended 31st December, 2019 is submitted herewith.

The above is for your information please.

Thanking you,

Yours faithfully,
For **Oil India Limited**

(A.K. Sahoo)
Company Secretary &
Compliance Officer

Encl: As above

CORPORATE GOVERNANCE REPORT (FOR THE QUARTER ENDED 31.12.2019)

1. Name of Listed Entity : **OIL INDIA LIMITED**
 2. Quarter ending : **31st December, 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 hip in listed entities including this listed entity [in reference to regulation 17A(1)]	No of Independent Directors hip 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.	Sushil Chandra Mishra	08490095 ACMPM2150M	Executive /Chairman and Managing Director	01.10.2019				01.07.1962	1	0	0	0
Mr.	Biswajit Roy	07109038 AAQPR1301K	Executive	08.05.2015				01.07.1961	1	0	1	0
Mr.	Pramod Kumar Sharma	07194463 AJCPS3016K	Executive	01.06.2015				01.06.1960	1	0	1	0



CORPORATE GOVERNANCE REPORT (FOR THE QUARTER ENDED 31.12.2019)

Dr.	P.Chandrasekaran	07778883 ABUPC4618B	Executive	01.04.2017			29.06.1961	1	0	0	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
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		28 Months	23.09.1960	1	1	1	0
Dr.	Priyank Sharma	07940638 ATZPS2629F	Non-Executive /Independent	15.09.2017		28 Months	26.09.1975	1	1	0	1
Mr.	S. Manoharan	03521659 ACTPM5701H	Non-Executive /Independent	15.09.2017		28 Months	29.05.1950	1	1	2	0
Ms.	Amina R. Khan	07940639 AACPK1666J	Non-Executive /Independent	15.09.2017		28 Months	18.06.1966	1	1	1	1
Dr.	Tangor Tapak	08516744 AFZPT1572N	Non-Executive /Independent	09.08.2019		5 Months	05.02.1962	1	1	1	0
Mr.	Anil kaushal	08245841 AAIPK4188R	Non-Executive /Independent	09.08.2019		5 Months	17.06.1954	1	1	1	0
Mr.	Gagann Jain	08516710 ACVPJ6359G	Non-Executive /Independent	09.08.2019		5 Months	06.01.1973	1	1	0	0
Whether Regular chairperson appointed						YES					
Whether Chairperson is related to managing director or CEO						NO, Chairman holds Position of MD & CEO					



CORPORATE GOVERNANCE REPORT (FOR THE QUARTER ENDED 31.12.2019)

\$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

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$	Date of Appointment	Date of Cessation
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 6. Shri Anil Kaushal	Chairperson-Non-Executive/Independent Member-Non-Executive/Nominee Member-Non-Executive/Independent Member-Non-Executive/Independent Member-Non-Executive/Independent Member-Non-Executive/Independent	23.09.2017 15.10.2018 23.09.2017 23.09.2017 23.09.2017 09.11.2019	- - - - - -
Nomination & Remuneration Committee	Yes	1. Prof.(Dr.) Asha Kaul 2. Dr. Priyank Sharma 3. Shri Rohit Mathur 4. Shri Amar Nath 5. Ms. Amina R. Khan	Chairperson-Non-Executive/Independent Member-Non-Executive/Independent Member-Non-Executive/Nominee Member-Non-Executive/Nominee Member-Non-Executive/Independent	23.09.2017 23.09.2017 09.11.2019 15.10.2018 23.09.2017	- - - 09.11.2019 09.11.2019
Risk Management Committee	Yes	1. Shri S Manoharan 2. Prof.(Dr.) Asha Kaul 3. Ms. Amina R. Khan 4. Shri Gagann Jain 5. Shri Biswajit Roy 6. Shri P.K. Sharma 7. Dr. P. Chandrasekaran 8. Shri Harish Madhav	Chairperson-Non-Executive/Independent Member-Non-Executive/Independent Member-Non-Executive/Independent Member-Non-Executive/Independent Member-Executive Member-Executive Member-Executive Member-Executive	23.09.2017 09.11.2019 09.11.2019 09.11.2019 09.11.2019 01.06.2015 01.04.2017 02.08.2019	- - - - - - - -
Stakeholders Relationship Committee	Yes	1. Ms. Amina R. Khan 2. Shri S Manoharan* 3. Dr. Tangor Tapak 4. Shri Biswajit Roy 5. Shri P.K. Sharma 6. Shri Harish Madhav	Chairperson-Non-Executive/Independent Member-Non-Executive/Independent Member-Non-Executive/Independent Member-Executive Member-Executive Member-Executive	09.11.2019 23.09.2017 09.11.2019 09.11.2019 01.06.2015 02.08.2019	- - - - - -



CORPORATE GOVERNANCE REPORT (FOR THE QUARTER ENDED 31.12.2019)

\$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

**Shri S. Manoharan Ceased from the Chairmanship of the Stakeholder Relationship Committee on 09.11.2019.*

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>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
09.08.2019 17.09.2019	09.11.2019 23.12.2019	Yes Yes	12 13	7 6	52

** to be filled in only for the current quarter meetings*

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 23.10.2019 09.11.2019 23.12.2019	Yes Yes Yes	4 4 5	3 4 4	Audit & Ethics Committee 15.07.2019 09.08.2019 16.09.2019	43
Stakeholders' Relationship Committee 24.12.2019	Yes	6	3	Stakeholders' Relationship Committee -	
Nomination and Remuneration Committee 23.12.2019	Yes	3	2	Nomination and Remuneration Committee -	
Risk Management Committee 24.12.2019	Yes	7	3	Risk Management Committee 16.08.2019	



CORPORATE GOVERNANCE REPORT (FOR THE QUARTER ENDED 31.12.2019)

V. Related Party Transactions	
Subjet	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 09.11.2019. Any comments/observations/advice of the board of directors may be mentioned here – Noted.</p>	
Name & Designation	<p align="center">ए. क. साहू / 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	

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.