



ऑयल इंडिया लिमिटेड

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

Oil India Limited

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

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

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

Dated: 10.01.2019

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- 400001 Scrip Code - 533106
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Sub: Compliance Report on Corporate Governance for the Quarter ended 31st December, 2018

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 ended 31st December, 2018 (Annexure I) is submitted herewith.

Kindly take it on records please.

Thanking you,

Yours faithfully,
Oil India Limited


(S.K. Senapati)
CGM (Legal & CS)

Encl: As above

CORPORATE GOVERNANCE REPORT (FOR THE QUARTER ENDED 31.12.2018)

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 in the current term /cessation	Tenure*	No of Directorship in public entities including this listed entity (Refer Regulation 25(1) 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 - (iii)
Mr	Utpal Bora	07567357 ACUPB3686P	Executive /Chairman and Managing Director	18.07.2016	NA	3	0	0
Mrs	Rupshikha Saikia Borah	06700534 ACSPB0055A	Executive	01.10.2013	NA	3	2	1
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	Sunjay Sudhir	07396936 ASGPS1102H	Non-Executive /Nominee	07.01.2016	NA	3	1	0
Mr	Amar Nath	05130108 AANPN9808N	Non-Executive /Nominee	15.10.2018	NA	2	1	0
Prof (Dr)	Asha Kaul	06987839 AIHPK6722A	Non-Executive /Independent	15.09.2017	15.09.2017 - 07.09.2020	1	1	0
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	Diwakar Nath Misra	07464700 AJEPM6045Q	Non-Executive /Nominee	29-11-2017	29-11-2017- 14-10-2018	1	1	0
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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.

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 6. Mr. Diwakar Nath Misra	Chairman- Non-Executive/Independent Member-Non-Executive/Nominee (w.e.f 15.10.2018) Member-Non-Executive /Independent Member-Non-Executive/Independent Member-Non-Executive/Independent Member-Non-Executive/Nominee (upto 14.10.2018)



2. Nomination & Remuneration Committee	1. Prof.(Dr.) Asha Kaul 2. Shri. Amar Nath 3. Dr. Priyank Sharma 4. Ms. Amina R. Khan 5. Mr. Diwakar Nath Misra 6. Mrs. Rupshikha Saikia Borah 7. Mr. Biswajit Roy	Chairperson-Non-Executive/Independent Member-Non Executive/Nominee (w.e.f 15.10.2018) Member-Non-Executive/Independent Member-Non-Executive/Independent Member-Non Executive/Nominee (upto 14.10.2018) Member-Executive (upto 12.11.2018) Member-Executive (upto 12.11.2018)
3. Risk Management Committee	1. Shri. S. Manoharan 2. Mrs. Rupshikha Saikia Borah 3. Shri. Pramod Kumar Sharma 4. Dr. P.Chandrasekaran	Chairman-Non-Executive/Independent Member-Executive Member-Executive Member-Executive
4. Stakeholders' Relationship Committee	1. Shri. S. Manoharan 2. Ms. Amina R. Khan 3. Mrs. Rupshikha Saikia Borah 4. Shri. Pramod Kumar Sharma	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

<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>Maximum gap between any two consecutive (in number of days)</i>
27.07.2018 13.08.2018 23.09.2018	12.11.2018 19.11.2018	49



IV. Meeting of Committees			
<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 12.11.2018 26.11.2018	YES	13.08.2018 21.09.2018	51
Stakeholders' Relationship Committee 20.11.2018	YES	27.07.2018	
Nomination and Remuneration Committee -	-	-	
Risk Management Committee 20.11.2018	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	
Subject	Compliance status (Yes/No/NA) refer note below
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

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.
2. 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 30th September, 2018 was placed before Board of Directors meeting held on 12th November, 2018. Any comments/observations/advice of Board of Directors may be mentioned here:- **Nil**

Name & Designation


(S.K. Senapati)
Company Secretary

