

## **NOMINATION & REMUNERATION COMMITTEE**

### **Composition of Nomination & Remuneration Committee**

1. Shri Samik Bhattacharya, Independent Director	Chairman
2. Shri Vinod Seshan, Director, MoP&NG	Member
3. Shri Raju Revanakar, Independent Director	Member
4. Shri Harish Madhav, Director (Finance)	Invitee
5. Shri P.K. Goswami, Director (Operations)	Invitee
6. Dr. Manas Kumar Sharma, Director (E&D)	Invitee
7. Director (HR)	Invitee

### **Terms of Reference**

- a. OIL being a Public Sector Undertaking, the appointment and terms & conditions of remuneration of Functional Directors are determined by the Administrative Ministry i.e. Ministry of Petroleum and Natural Gas. Certain perquisites, facilities and terms & conditions not specifically spelt out in their appointment letters would be governed in accordance with the rules and regulations of the Company.
- b. The Committee would review and approve pay and allowances including Performance Related Payment (PRP) payable to Board Level and below Board level executives.
- c. Consideration of all issues / areas concerning the Human Resource Planning & Management, HR Policies & Initiatives.
- d. Recommendation of Promotions of Senior Management (Executive Director Level).
- e. Recommend to the board, all remuneration, in whatever form, payable to senior management.
- f. Any other matter may be referred to the Committee.
- g. Committee would also have responsibility for administering the issue of shares under Employees' Quota, ESOS, ESOP etc. to the Eligible Employees.