



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: 11.07.2018

| | |
|---|---|
| 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- 400001 |
|---|---|

Sub : Compliance Report on Corporate Governance for the Quarter ended 30th June, 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 (Annexure I) ended 30th June, 2018 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 (30.06.2018)

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 - (ii) |
|--------------------------|---------------------------|-------------------------------|---|--|---------|---|--|--|
| 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. | Diwakar Nath Misra | 07464700 AJEPM6045Q | Non-Executive /Nominee | 29.11.2017 | NA | 1 | 1 | 0 |



CORPORATE GOVERNANCE REPORT (30.06.2018)

| | | | | | | | | |
|-------|----------------|-------------------------------|-------------------------------|------------|----------------------------|---|---|---|
| Prof. | 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 AACPK1666J | Non-Executive /Independent | 15.09.2017 | 15.09.2017 - 07.09.2020 | 1 | 2 | 0 |

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

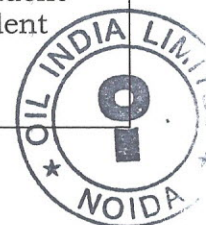
*To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



CORPORATE GOVERNANCE REPORT (30.06.2018)

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. S Manoharan 3.Prof.(Dr.) Asha Kaul 4.Ms. Amina R Khan 5.Shri. DiwakarNath Misra | Chairman-Non-Executive/Independent Member-Non-Executive / Independent Member- Non-Executive/ Independent Member- Non-Executive/ Independent Member- Non-Executive/Nominee |
| 2.Nomination & Remuneration Committee | 1.Prof.(Dr.) Asha Kaul 2.Dr. Priyank Sharma 3.Ms. Amina R Khan 4.Shri. Diwakar Nath Misra 5.Mrs. Rupshikha Saikia Borah 6.Shri. Biswajit Roy | Chairperson-Non-Executive/Independent Member-Non-Executive / Independent Member-Non-Executive / Independent Member- Non-Executive/Nominee Member-Executive Member-Executive |
| 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 |



CORPORATE GOVERNANCE REPORT (30.06.2018)

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

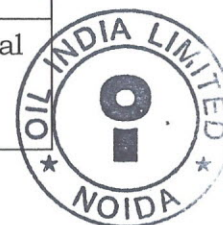
III. Meeting of Board of Directors

| <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> |
|---|--|--|
| 10.01.2018 09.02.2018 27.03.2018 | 16.04.2018 28.05.2018 20.06.2018 | 41 |



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| 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 27.04.2018 28.05.2018 | YES | 09.02.2018 | 76 |
| Nomination and Remuneration Committee 16.04.2018 | YES | 08.02.2018 | |
| Risk Management Committee 20.06.2018 | YES | 08.02.2018 | |
| Stakeholders' Relationship Committee - | YES | 08.02.2018 | |
| <i>*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i> | | | |



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V. Related Party Transactions

| <i>Subject</i> | <i>Compliance status (Yes/No/NA)</i> 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.



CORPORATE GOVERNANCE REPORT (30.06.2018)

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 31st March, 2018 was placed before Board of Directors meeting held on 28th May, 2018. Any comments/observations/advice of Board of Directors may be mentioned here:- **Nil**

Name& Designation

(S.K. Senapati)

Company Secretary

