



ONGC Petro additions Limited
(A subsidiary of Oil and Natural Gas Corporation Limited)
SECRETARIAT

4th Floor, 35, Nutan Bharat Co-operative Housing Society Limited
R.C. Dutt Road, Alkapuri, Vadodara - 390007
Ph: 0265-6192600, Fax No: 0265-6192666, Email: rakesh.johari@opalindia.in
CIN: U23209GJ2006GOI060282, Website: www.opalindia.in

Ref. No.: OPaL/CS/BSE/2025/Reg. 24A/2024-25

Date: May 22, 2025

To,
The Secretary,
BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai- 400 001

Subject: Annual Secretarial Compliance Report for the financial year ended March 31, 2025 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we are enclosing herewith the Annual Secretarial Compliance Report of the Company for the financial year ended March 31, 2025 issued by M/s K.K. Patel & Associates, Practicing Company Secretary.

Kindly take the same on your records.

Thanking you,

Yours truly,

For ONGC Petro additions Limited

(Rakesh Johari)
Company Secretary & Compliance Officer
ACS 19153



Secretarial Compliance Report of ONGC Petro additions Limited
(CIN: U23209GJ2006GOI060282) for the year ended on March 31, 2025

We, K. K. Patel & Associates, Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and the explanation provided by the officers and staff of **ONGC Petro additions Limited** ("the Company/ listed entity");
- (b) the filings/submissions made by the listed entity to the Stock Exchanges;
- (c) website of the listed entity.
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification.

For the year ended on **March 31, 2025** ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars and guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined (to extend applicable), includes:

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; **(The provisions of Regulation 16 to 27 of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been made applicable to high value debt listed entities on comply or explain basis up to March 31, 2025)**
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the period under review)**
- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the Company during the period under review)**
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the period under review)**
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the period under review)**
- (f) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021;
- (g) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the review period:



- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

| Sr. No | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Regulation/ Circular No. | Deviations | Action taken by | Type of Action (Advisory/Circularisation/Fine/Show Cause Notice/Warning, etc.) | Details of Violation | Fine Amount | Observations/Remarks of the Practicing Company Secretary | Management Response | Remarks |
|--------|---|--------------------------|--|-----------------|--|---|---------------------|--|---|---------|
| 1. | <p>Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015: Regulation 60(2):</p> <p>The listed entity shall give notice in advance of at least seven working days (excluding the date of intimation and the record date) to the recognised stock exchange(s) of the record date or of as many days as the stock exchange(s) may agree to or require specifying the purpose of the record date.</p> | Reg. 60(2) | Delay in submission of the notice of the Record Date of NCD. | BSE | Fine | <p>Fines as per SEBI circular no. SEBI/HO/DDHS/Div1/P/CIR/2022/000000103 dated July 29, 2022- Regulation 60(2)-for Month ended June, 2024</p> | Rs. 10,000 per ISIN | <p>During the Financial Year 2024-25, BSE has imposed SOP fines under Regulation 60 (2) of SEBI (LODR), 2015, since an inadvertent instance where the required intimation of the Record Date to the BSE has been made beyond the stipulated timelines. BSE vide email dated July 30, 2024 imposed fine of Rs. 10,000 per ISIN. OPaL vide letter no. OPaL/CS/BSE/2024/Record Date dated 26/06/2024 and Ref/Secy/OPaL/1 dated 01/08/2024 requested for waiver of fine.</p> | <p>The matter of waiver of fine is under consideration with BSE.</p> <p>The Company has since taken all effective steps to ensure timely due compliance of all applicable disclosure requirements including as required under Regulation 60 (2) of SEBI (LODR) Regulations, 2015.</p> | None |



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|---|---|---------------------|---|-----|------|--|---|--|---|
| 2 | Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015: Regulation 50(1)(d) The listed entity shall give prior intimation to the stock exchange of at least two working days in advance, excluding the date of the intimation and the date of the meeting of the board of directors, about the Board meeting in which fund raising by way of issuance of non-convertible securities proposals is to be considered | Regulation 50(1)(d) | Non-submission of Intimation of Board Meeting | BSE | Fine | Fines as per SEBI circular no. SEBI/HO/DDHS_Div1/P/CIR/2022/000000103 dated July 29, 2022-Regulation 50(1)(d)-For Month ended June 2024. | Rs. 5,000 per instance of non-compliance per item | During the Financial Year 2024-25, BSE has imposed SOP fines under Regulation 50(1)(d) of SEBI (LODR) since an inadvertent instance where the required intimation of the 110 th Board Meeting held on March 27, 2024 wherein the agenda of fund raising by way of issuance of non-convertible securities was approved not given to BSE. BSE vide email dated July 30, 2024 imposed fine of Rs. 5,000 per instance of non-compliance per item. OPaL vide letter no. Ref/Secy/OPaL/1 dated 31/07/2024 requested for waiver of fine. | The matter of waiver of fine is under consideration with BSE. The Company has since taken all effective steps to ensure timely due compliance of all applicable disclosure requirements including as required under Regulation 50 of SEBI (LODR) Regulations, 2015. |
|---|---|---------------------|---|-----|------|--|---|--|---|

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr. No. | Observations/Remarks of the Practicing Company Secretary in the previous reports | Observations made in the secretarial compliance report for the year ended | Compliance Requirement (Regulations/circulars/guide lines including specific clause) | Details of Violation/deviations and actions taken/penalty imposed, if any on the listed entity | Remedial actions, if any, taken by the listed entity | Comments of PCS on the actions taken by the listed entity |
|---------|--|---|--|--|--|---|
| NIL | | | | | | |



We hereby report that, during the review Period, the compliance status of the listed entity is appended as below:

| Sr. No. | Particulars | Compliance Status (Yes/No/NA) | Observations/remarks by PCS |
|---------|--|-------------------------------|--|
| 1. | <u>Secretarial Standards:</u> The compliance of the listed entity is in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI) as notified by the Central Government under Section 118(10) of the Companies Act, 2013 and mandatorily applicable. | Yes | None |
| 2. | <u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of the Board of Directors of the listed entities. All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/ circulars/guidelines issued by SEBI. | Yes | None |
| 3. | <u>Maintenance and disclosures on the Website:</u> <ul style="list-style-type: none"> The listed entity is maintaining a functional website. Timely dissemination of the documents/ information under a separate section on the website. Web-links provided in annual Corporate governance reports under Regulation 27(2) are accurate and specific, which redirect to the relevant document(s)/section of the website. | Yes | None |
| 4. | <u>Disqualification of Director(s):</u> None of the director(s) of the listed entity is/ are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity. | Yes | None |
| 5. | <u>Details related to subsidiaries of listed entities have been examined w.r.t.:</u> (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries. | NA NA | The company does not have any subsidiaries |
| 6. | <u>Preservation of Documents:</u> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and the disposal of records as per the policy of preservation of documents and archival policy prescribed under SEBI (LODR) Regulations, 2015. | Yes | None |
| 7. | <u>Performance Evaluation:</u> | Yes | None |



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|-----|---|-------------------|---|
| | The listed entity has conducted performance evaluation of the board, independent directors and the committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations. | | |
| 8. | <u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of the Audit Committee for all related party transactions; (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the audit committee. | Yes NA | None None |
| 9. | <u>Disclosure of events or information:</u> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder. | Yes | Being a debt-listed entity, Regulation 30 is not applicable, however, the Company has provided all the required disclosure(s) under Regulation 51, read with Part B of Schedule III of SEBI (LODR) Regulations, 2015, within the time limits prescribed thereunder. |
| 10. | <u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015. | Yes | None |
| 11. | <u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No action(s) has been taken against the listed entity/ its promoters/ directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/guidelines issued thereunder (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the Last column. | Yes | No action has been taken against the listed entity, its Promoters/ Directors |
| 12. | <u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities. | NA | No reportable event during the period under review. |
| 13. | <u>Additional non-compliances, if any:</u> No additional non-compliances observed for any SEBI regulation/circular/guidance note etc., except as reported above. | Yes | None |



Assumptions & limitations of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of the financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A(2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place : Gandhinagar
Date : 22.05.2025



For, K. K. PATEL & ASSOCIATES
Company Secretaries
FRN: S2004GJ071900
PR Certificate No.: 1636/2021


Kiran Kumar Patel
C.P.No.:6352, FCS:6384
UDIN No. F006384G000410370