



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

4<sup>th</sup> Floor, 35, Nutan Bharat Co-operative Housing Society Limited  
R.C. Dutt Road, Alkapuri, Vadodara - 390007  
Phone: 0265 – 6192600, Fax No: 0265 – 6192666, Email: [rakesh.johari@opalindia.in](mailto:rakesh.johari@opalindia.in)  
CIN: U23209GJ2006GOI060282, Website: [www.opalindia.in](http://www.opalindia.in)

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**Ref. No.:** OPaL/CS/BSE/2025-26/CG Report/ Q4

**Date:** 20.04.2026

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

**Subject:** **Compliance Report on Corporate Governance under Regulation 27 (2) (a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the quarter ended March 31, 2026**

Dear Sir/ Madam,

Pursuant to Regulation 27(2) (a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulations), please find attached Quarterly Compliance Report on Corporate Governance for the quarter ended March 31, 2026. The said report has also been submitted in XBRL mode.

You are requested to kindly take the above information on record.

Thanking you.

Yours faithfully

**For ONGC Petro additions Limited**

(Rakesh Johari)  
Company Secretary & Compliance Officer  
ACS 19153

<b>General information about company</b>	
Scrip code	958456
NSE Symbol	NOT LISTED
MSEI Symbol	NOT LISTED
ISIN	INE163N08065
Name of the entity	ONGC Petro additions Limited
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter	Yearly
Date of Report	31-03-2026
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Arun Kumar Singh	AJHPS5991E	06646894	Non-Executive - Non Independent Director	Chairperson related to Promoter		06-10-1962
2	Mr	Gurinder Singh	ALHPS5493F	09708331	Executive Director	Not Applicable	MD	06-09-1965
3	Mr	Pankaj Kumar	AENPK0522N	09252235	Non-Executive - Non Independent Director	Not Applicable		30-06-1966
4	Mr	Aloke Kumar Banerjee	ADCPB8571C	05287459	Non-Executive - Independent Director	Not Applicable		13-04-1955
5	Mr	Ramaswamy Jagannathan	ADTPJ0509K	06627920	Non-Executive - Independent Director	Not Applicable		17-02-1959
6	Mr	Deepak Gupta	ACYPG5712B	09503339	Non-Executive - Non Independent Director	Not Applicable		12-02-1969
7	Mr	Prasoon Kumar	ADHPK4592R	08165637	Non-Executive - Non Independent Director	Not Applicable		06-11-1967
8	Mr	Satish Kumar Dwivedi	AAZPD3254C	10537158	Non-Executive - Non Independent Director	Not Applicable		30-07-1967
9	Mr	Muthu Raju Paravasa Raju Vijay Kumar	AADPV2016N	05170323	Non-Executive - Non Independent Director	Not Applicable		30-09-1969
10	Ms	Dipti Sanzgiri	ABTPS7926D	07303466	Non-Executive - Independent Director	Not Applicable		04-01-1960
11	Mr	Sanjay Varma	ABIPV9410A	05155972	Executive Director	Not Applicable		24-06-1964
12	Mr	Sanjay Bharti	AEGPB8546L	11149267	Executive Director	Not Applicable		11-02-1972

**I. Composition of Board of Directors**

**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active

**I. Composition of Board of Directors**

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number 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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		16-12-2022				3	0	0	0	Others		
2	NA		19-08-2022	06-09-2025			0	0	1	0	Others		
3	NA		05-10-2021				2	0	2	0	Others		
4	NA		07-05-2019	07-05-2024		82.24	0	0	1	1	Others		
5	NA		12-05-2021	12-05-2021		58.19	0	0	2	1	Others		
6	NA		04-05-2023				3	0	1	0	Others		
7	NA		04-05-2023				0	0	1	0	Others		
8	NA		05-03-2024				0	0	1	0	Others		
9	NA		26-04-2024	26-04-2024		23.05	3	3	4	2	Others		
10	NA		26-04-2024	26-04-2024		23.05	0	0	0	0	Others		
11	NA		04-09-2024				0	0	0	0	Others		
12	NA		17-06-2025				0	0	0	0	Others		

**Text Block**

Textual Information(1)	<p>Pursuant to the amendments to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations), effective 22nd January, 2026, the threshold for identification of a High Value Debt Listed Entity (HVDLE) has been revised from Rs. 1,000 crore to Rs. 5,000 crore of outstanding listed non-convertible debt securities.</p> <p>As on 31st March, 2026, the outstanding listed Non-Convertible Debentures (NCDs) of the Company aggregate to Rs. 2,169 crore, which is below the revised threshold of Rs. 5,000 crore.</p> <p>Accordingly, the Company does not qualify as a High Value Debt Listed Entity (HVDLE) under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as at the said date.</p> <p>In view of the above, the provisions of Regulations 15 to 27 under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, do not apply to OPaL with effect from 22nd January, 2026.</p>
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<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

**Annexure 1 Text Block**

Textual Information(1)	<p>Pursuant to the amendments to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations), effective 22nd January, 2026, the threshold for identification of a High Value Debt Listed Entity (HVDLE) has been revised from Rs. 1,000 crore to Rs. 5,000 crore of outstanding listed non-convertible debt securities.</p> <p>As on 31st March, 2026, the outstanding listed Non-Convertible Debentures (NCDs) of the Company aggregate to Rs. 2,169 crore, which is below the revised threshold of Rs. 5,000 crore.</p> <p>Accordingly, the Company does not qualify as a High Value Debt Listed Entity (HVDLE) under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as at the said date.</p> <p>In view of the above, the provisions of Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, do not apply to OPaL with effect from 22nd January, 2026.</p>
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Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05287459	Aloke Kumar Banerjee	Non-Executive - Independent Director	Chairperson	07-05-2019		Textual Information(1)
2	06627920	Ramaswamy Jagannathan	Non-Executive - Independent Director	Member	28-12-2021		
3	09503339	Deepak Gupta	Non-Executive - Non Independent Director	Member	27-07-2023		

**Sr Text Block**

Textual Information(1)

Shri Alope Kumar Banerjee appointed as a Member of the Audit Committee with effect from 7th May, 2019. Further, Shri Alope Kumar Banerjee was appointed as Chairman of the Audit Committee with effect from 24th April, 2021.

<b>Nomination and remuneration committee</b>							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06627920	Ramaswamy Jagannathan	Non-Executive - Independent Director	Chairperson	27-07-2023		Textual Information(1)
2	05287459	Aloke Kumar Banerjee	Non-Executive - Independent Director	Member	07-05-2019		
3	09252235	Pankaj Kumar	Non-Executive - Non Independent Director	Member	28-12-2021		

**Sr Text Block**

Textual Information(1)

Shri Ramaswamy Jagannathan was appointed as a member of Nomination and remuneration committee on 27.07.2023 , Further Shri Ramaswamy Jagannathan was appointed as a chairman of Nomination and Remuneration Committee with effect from 22.04.2024

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06627920	Ramaswamy Jagannathan	Non-Executive - Independent Director	Chairperson	28-12-2021		
2	08165637	Prasoon Kumar	Non-Executive - Non Independent Director	Member	27-07-2023		
3	10537158	Satish Kumar Dwivedi	Non-Executive - Non Independent Director	Member	05-03-2024		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06627920	Ramaswamy Jagannathan	Non-Executive - Independent Director	Chairperson	28-12-2021		Textual Information(1)
2	09252235	Pankaj Kumar	Non-Executive - Non Independent Director	Member	28-12-2021		Textual Information(2)
3	09708331	Gurinder Singh	Executive Director	Member	18-11-2022		
4	08165637	Prasoon Kumar	Non-Executive - Non Independent Director	Member	27-07-2023		
5	99999999	Arup Jhampri	Chief Operating Officer	Member	18-11-2022		Textual Information(3)

<b>Sr Text Block</b>	
Textual Information(1)	Shri Ramaswamy Jagannathan was appointed as a member of Risk Management Committee on 28.12.2021 , Further Shri Ramaswamy Jagannathan was appointed as a Chairman of Risk Management Committee with effect from 27.07.2023.
Textual Information(2)	Shri Pankaj Kumar was appointed as the Chairman of the Risk Management Committee with effect from 28th December, 2021. Further, Shri Pankaj Kumar ceased to be the Chairman of Risk Management Committee with effect from 27th July, 2023 and he continues to be a Member of Risk Management Committee with effect from 27th July, 2023.
Textual Information(3)	Shri Arup Jhampri is a Chief Operating Officer of the Company and does not have DIN. Hence as per Instruction Kit 99999999 has been entered.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05287459	Aloke Kumar Banerjee	Non-Executive - Independent Director	Chairperson	11-09-2019		
2	09708331	Gurinder Singh	Executive Director	Member	18-11-2022		
3	11149267	Sanjay Bharti	Executive Director	Member	25-06-2025		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	27-10-2025				Yes	12	10	3
2		22-01-2026	86		Yes	12	11	4
3		11-03-2026	47		Yes	12	11	4

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	21-11-2025				Yes	3	3	2	0
2	Audit Committee	22-01-2026	61			Yes	3	3	2	0
3	Audit Committee	23-02-2026	31			Yes	3	3	2	0
4	Audit Committee	11-03-2026	15			Yes	3	2	2	0
5	Nomination and remuneration committee	13-10-2025				Yes	3	3	2	0
6	Nomination and remuneration committee	19-02-2026	128			Yes	3	3	2	0

**Annexure 1**

**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Corporate Social Responsibility Committee	27-02-2026				Yes	3	3	1	0
8	Risk Management Committee	25-09-2025				Yes	4	2	1	1
9	Risk Management Committee	19-03-2026	174			Yes	4	4	1	1
10	Stakeholders Relationship Committee	23-03-2026				Yes	3	3	1	0

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Rakesh Johari
2	Designation	Company Secretary and Compliance Officer

**Text Block**

Textual Information(1)

The Corporate Governance report for the quarter ended December 31, 2025, was placed before the Board in its meeting held on January 22, 2026, and the Corporate Governance Report for the quarter ended March 31, 2026 will be placed in subsequent Board meeting.

## Annexure II

**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

### I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="https://opalindia.in/aboutus.html">https://opalindia.in/aboutus.html</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://opalindia.in/assets/pdf/new-website/intimation-stock-exchange/terms-and-conditions-of-appointment-of-independent-directors_opal.pdf">https://opalindia.in/assets/pdf/new-website/intimation-stock-exchange/terms-and-conditions-of-appointment-of-independent-directors_opal.pdf</a>
3	Composition of various committees of board of directors	Yes		<a href="https://opalindia.in/core-team-board-directors.html">https://opalindia.in/core-team-board-directors.html</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://opalindia.in/code-of-conduct.html">https://opalindia.in/code-of-conduct.html</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://opalindia.in/whistle-blower-policy.html">https://opalindia.in/whistle-blower-policy.html</a>
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		<a href="https://opalindia.in/RPT-policy.html">https://opalindia.in/RPT-policy.html</a>
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://opalindia.in/assets/pdf/new-website/intimation-stock-exchange/familiarization-programmes-imparted-to-independent-directors-opal-2025-26.pdf">https://opalindia.in/assets/pdf/new-website/intimation-stock-exchange/familiarization-programmes-imparted-to-independent-directors-opal-2025-26.pdf</a>
10	Email address for grievance redressal and other relevant details	Yes		<a href="https://opalindia.in/investor-contact.html">https://opalindia.in/investor-contact.html</a>
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://opalindia.in/investor-contact.html">https://opalindia.in/investor-contact.html</a>
12	Financial results	Yes		<a href="https://opalindia.in/financial-results.html">https://opalindia.in/financial-results.html</a>
13	Shareholding pattern	Yes		<a href="https://opalindia.in/shareholding-pattern.html">https://opalindia.in/shareholding-pattern.html</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		

## Annexure II

**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

### I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	NA		
18	Credit rating or revision in credit rating obtained	Yes		<a href="https://opalindia.in/credit-ratings.html">https://opalindia.in/credit-ratings.html</a>
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		<a href="https://opalindia.in/assets/pdf/new-website/Annual-Secretarial-Compliance-Report-31-03-2024-OPaL.pdf">https://opalindia.in/assets/pdf/new-website/Annual-Secretarial-Compliance-Report-31-03-2024-OPaL.pdf</a>
21	Materiality Policy as per Regulation 30 (4)	NA		
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	NA		
23	Disclosures under regulation 30(8)	NA		
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		<a href="https://opalindia.in/assets/pdf/new-website/annual-return/form-mgt-7-(annual-return)-2024-25.pdf">https://opalindia.in/assets/pdf/new-website/annual-return/form-mgt-7-(annual-return)-2024-25.pdf</a>
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	NA		
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	NA		

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	NA	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	
	Any other information to be provided - Add Notes			

**Annexure II**

<b>Annexure II</b>		
1	Name of signatory	Rakesh Johari
2	Designation	Company Secretary and Compliance Officer

**Annexure II**

**III. Affirmations**

<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

**Annexure II**

<b>Annexure II</b>		
1	Name of signatory	Rakesh Johari
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

**Text Block**

Textual Information(1)

Disclosure under Annexure IV of the format of Compliance report on Corporate Governance by the Listed Entities as per the SEBI Circular SEBI/HO/CFD/CMD- 2/P/CIR/2021/567 dated May 31, 2021. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt; a) by a government company to/ for the Government or government company b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.

<b>Details of Cyber security incidence</b>		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

<b>Signatory Details</b>	
Name of signatory	RAKESH JOHARI
Designation of person	Company Secretary and Compliance Officer
Place	VADODARA
Date	20-04-2026