



**ONGC Petro additions 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: subodh.pankaj@opalindia.in  
CIN: U23209GJ2006PLC060282, Website: [www.opalindia.in](http://www.opalindia.in)

**Ref. No.:** OPaL/CS/BSE/2023/CG Report

**Date:** 19.01.2023

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001

**Subject:** **Submission of the Compliance Report on Corporate Governance under Regulation 27 (2) (a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the quarter ended December 31, 2022**

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 December 31, 2022.

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

Thanking you.

Yours faithfully

**For ONGC Petro additions Limited**

  
19/1/2023  
**(Subodh Prasad Pankaj)**  
**Company Secretary & Compliance Officer**  
**Contact No: 9560453117**



# COMPLIANCE REPORT ON CORPORATE GOVERNANCE

**ONGC Petro additions Limited**

**31<sup>st</sup> December, 2022**

1. Name of the Listed Entity:

2. Quarter ending:

## I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent / Nominee) &	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure *	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Director ship in listed Entities including this listed entity [in reference to proviso to regulation 17A(1)]	No. of memberships in Audit/ Stake holder 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)
Mr.	Arun Kumar Singh	AJHPS5991E 06646894	Chairman/ Non-Executive Director	16/12/2022	-	-	-	06/10/1962	3	-	-	-
Mr.	Rajesh Kumar Srivastava	ALOPS1058H 08513272	Chairman/ Non-Executive Director	07/09/2022	-	16/12/2022	-	05/12/1962	3	-	-	-
Mr.	Gurinder Singh	ALHPS5493F 09708331	Managing Director/ Executive Director	19/08/2022	-	-	-	06/09/1965	-	-	-	-
Mr.	Pankaj Kumar	AENPK0522N 09252235	Non-Executive Director	05/10/2021	-	-	-	30/06/1966	2	-	1	-
Ms.	Pomila Jospal	A AHPJ5574B 08436633	Non-Executive Director	15/07/2022	-	-	-	11/01/1964	2	-	4	-
Mr.	Aloke Kumar Banejee	ADCFB8571C 05287459	Non-Executive Independent Director	07/05/2019	-	-	-	13/04/1955	-	-	-	1
Mr.	Rajiv	ADEPR4588F 08256137	Non-Executive Independent Director	18/04/2019	-	-	-	23/10/1953	-	-	1	-
Mr.	Ramaswamy Jagannathan	ADTFJ0509K 06627920	Non-Executive Independent Director	12/05/2021	-	-	-	17/02/1959	-	-	1	1
Mr.	Ashu Shinghal	AALPS1663E 08268176	Non-Executive Director	01/07/2020	-	-	-	16/06/1969	-	-	1	-
Mr.	Kamal Tandon	AADPT2866L 09664746	Non-Executive Director	15/07/2022	-	-	-	27/04/1963	-	-	1	-

Whether Regular chairperson appointed: Yes

Whether Chairperson is related to Managing Director or CEO- No

\$ PAN of any director would not be displayed on the website of Stock Exchange

& 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 as on 31.12.2022**

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominees)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Shri A. K. Banerjee 2. Shri Rajiv 3. Shri Ramaswamy Jagannathan 4. Shri Ashu Shinghal 5. Ms. Pomila Jaspal	Chairperson, Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive Director Non-Executive Director	24/04/2021 06/05/2019 28/12/2021 29/09/2020 18/11/2022	- - - - -
2. Nomination & Remuneration Committee	Yes	1. Shri Rajiv 2. Shri A. K. Banerjee 3. Shri Pankaj Kumar 4. Shri Ashu Shinghal	Chairperson, Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive Director Non-Executive Director	18/04/2019 07/05/2019 28/12/2021 29/09/2020	- - - -
3. Risk Management Committee (if applicable)	Yes	1. Shri Pankaj Kumar 2. Shri Gurinder Singh 3. Shri Arup Jhampri 4. Shri Pankaj Wadhwa 5. Shri Ramaswamy Jagannathan 6. Shri Kamal Tandon	Chairperson, Non-Executive Managing Director COO /c - OPaL CFO - OPaL Non-Executive - Independent Director Non-Executive Director	28/12/2021 18/11/2022 18/11/2022 28/12/2021 01/02/2022 18/11/2022	- - - - - -
4. Stakeholders Relationship Committee	Yes	1. Shri Ramaswamy Jagannathan 2. Ms. Pomila Jaspal 3. Shri Kamal Tandon	Chairperson, Non-Executive - Independent Director Non-Executive Director Non-Executive Director	28/12/2021 18/11/2022 18/11/2022	- - -
5. Corporate Social Responsibility Committee	Yes	1. Shri A. K. Banerjee 2. Shri Rajiv 3. Shri Gurinder Singh 4. Ms. Pomila Jaspal,	Chairperson, Non-Executive - Independent Director Non-Executive - Independent Director Managing Director Non-Executive Director	11/09/2019 11/09/2019 18/11/2022 18/11/2022	- - - -

**& 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**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
15/07/2022	27/10/2022	Yes	8	3	34 days
01/08/2022	-	-	-	-	-
10/08/2022	-	-	-	-	-
22/09/2022	-	-	-	-	-

\* to be filled in only for the current quarter meetings

**IV. Meetings of Committees**

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<b>Audit Committee</b>					
22/10/2022	Yes	4	3	09/09/2022 30/07/2022	46 days
				04/07/2022	
<b>Nomination &amp; Remuneration Committee</b>					
21/10/2022	Yes	4	2	03/08/2022 07/07/2022	26 days
<b>Risk Management Committee</b>					
14/12/2022	Yes			-	-

**Stakeholders Relationship Committee**

No meeting of Stakeholders Relationship Committee was held in this Quarter.



**Corporate Social Responsibility Committee**

No meeting of Corporate Social Responsibility Committee was held in this Quarter.

\*This information has to be mandatorily be given for Audit Committee, for rest of the committees giving this information is optional

\*\*to be filled in only for the current quarter meetings



<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of audit 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 the Audit Committee	Yes
<p><b>Note:</b></p> <ol style="list-style-type: none"> <li>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.</li> <li>If status is "No" details of non-compliance may be given here.</li> </ol>	
<p><b>VI. Affirmations</b></p> <ol style="list-style-type: none"> <li>The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.</li> <li>The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; Remuneration Committee</li> <li>Stakeholders Relationship Committee</li> <li>Risk Management Committee (as applicable)</li> </ol> </li> <li>The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>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.</li> <li>The Corporate Governance report for the quarter ended September 30, 2022 was placed before the Board in its meeting held on October 27, 2022 and the Corporate Governance Report for the quarter ended December 31, 2022 will be placed in subsequent Board meeting</li> </ol> <p><b>SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 is applicable to the Company w.e.f. September 7, 2021. Further, the Company endeavors to achieve full compliance with SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 as applicable on High value Debt Listed Entities by March 31, 2023.</b></p>	
<p><b>For ONGC Petro additions Limited</b></p> <p style="text-align: center;">   <b>(Subodh Prasad Pankaj)</b>  <b>Company Secretary &amp; Compliance Officer</b> </p> <p style="text-align: center;">  </p>	