



ONGC Petro additions Limited
SECRETARIAT

4th Floor, 35, Nutan Bharat Co-operative Housing Society Limited
R.C. Dutt Road, Alkapuri, Vadodara - 390007

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CIN: U23209GJ2006PLC060282, Website: www.opalindia.in

Ref. No.: OPaL/CS/BSE/2023-24/CG Report/ Q3

Date: 10.01.2024

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, 2023

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, 2023.

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

Thanking you.

Yours faithfully

For ONGC Petro additions Limited


10/1/24

(Subodh Prasad Pankaj)
Company Secretary & Compliance Officer
Contact No: 9560453117



COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of the Listed Entity: **ONGC Petro additions Limited**
 2. Quarter ending: **31st December, 2023**

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN\$ and DIN	Category&	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 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.	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	2	-	-
Ms.	Pomila Jaspal	AAHPJ5574B 08436633	Non-Executive Director	15/07/2022	-	-	-	11/01/1964	2	4	-	-
Mr.	Aloke Kumar Baneljee	ADCPB8571C 05287459	Non-Executive/ Independent Director	07/05/2019	-	-	07/05/2019 to 06/05/2024	13/04/1955	-	-	-	1
Mr.	Rajiv	ADEPR4588F 08256137	Non-Executive/ Independent Director	18/04/2019	-	-	18/04/2019 to 17/04/2024	23/10/1953	-	1	-	-
Mr.	Ramaswamy Jagannathan	ADTJ0509K 06627920	Non-Executive/ Independent Director	12/05/2021	-	-	12/05/2021 to 11/05/2026	17/02/1959	-	1	-	2
Mr.	Deepak Gupta	ACYPG5712B 09503339	Non-Executive Director	04/05/2023	-	-	-	12/02/1969	1	1	-	-
Mr.	Prasoon Kumar	ADHPK4592R 08165637	Non-Executive Director	04/05/2023	-	-	-	06/11/1967	-	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 means Chairperson and/ or Directors viz. 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 31.12.2023

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Shri Alok Kumar Banerjee 2. Shri Rajiv 3. Shri Ramaswamy Jagannathan 4. Ms. Pomila Jaspal 5. Shri Deepak Gupta	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 18/11/2022 27/07/2023	- - - - -
2. Nomination & Remuneration Committee	Yes	1. Shri Rajiv 2. Shri Alok Kumar Banerjee 3. Shri Ramaswamy Jagannathan 4. Shri Pankaj Kumar	Chairperson, Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive Director	18/04/2019 07/05/2019 27/07/2023 28/12/2021	- - - -
3. Risk Management Committee	Yes	1. Shri Ramaswamy Jagannathan 2. Shri Pankaj Kumar 3. Shri Gurinder Singh 4. Shri Praseon Kumar 5. Shri Arup Jhampri 6. Shri Sanjay Bharti	Chairperson, Non-Executive - Independent Director Non-Executive Director Managing Director, Executive Non-Executive Director COO - OPaL \$ CFO - OPaL \$	28/12/2021 28/12/2021 18/11/2022 27/07/2023 18/11/2022 27/07/2023	- - - - - -
4. Stakeholders Relationship Committee	Yes	1. Shri Ramaswamy Jagannathan 2. Ms. Pomila Jaspal 3. Shri Praseon Kumar	Chairperson, Non-Executive - Independent Director Non-Executive Director Non-Executive Director	28/12/2021 18/11/2022 27/07/2023	- - -
5. Corporate Social Responsibility Committee	Yes	1. Shri Alok Kumar Banerjee 2. Shri Rajiv 3. Shri Gurinder Singh 4. Ms. Pomila Jaspal	Chairperson, Non-Executive - Independent Director Non-Executive - Independent Director Managing Director, Executive Non-Executive Director	11/09/2019 11/09/2019 18/11/2022 18/11/2022	- - - -
<p>& Category means Chairperson and/ or Directors viz. executive/ non-executive/ independent/ Nominee. If a director fits into more than one category write all categories separating them with hyphen. \$ Shri Arup Jhampri, Chief Operating Officer (COO) & Shri Sanjay Bharti, Chief Finance Officer (CFO) are not Board Member of OPaL.</p>					



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)
07/08/2023	07/11/2023	Yes	7	3	91 days

* 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*
Audit Committee					
07/11/2023	Yes	5	3	04/08/2023	94 days
08/12/2023	Yes	4	3		30 days
Nomination & Remuneration Committee					
18/10/2023	Yes	4	3	04/08/2023	74 days
26/12/2023	Yes	3	3		68 days
Risk Management Committee#					
-	-	-	-	-	Last meeting held on 29/03/2023
Stakeholders Relationship Committee					
-	-	-	-	-	Last meeting held on 13/03/2023
Corporate Social Responsibility Committee					
-	-	-	-	-	Last meeting held on 29/03/2023

*to be filled in only for the current quarter meetings

Note: This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.



V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
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

Note:

- 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.
- If status is "No" details of non-compliance may be given here.

VI. Details of Cyber Security Incidence

Whether as per Regulation 27(2) (b) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of the event	NA
Brief details of the event	NA

VII. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders Relationship Committee
 - Risk Management Committee
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- The Corporate Governance report for the quarter ended September 30, 2023 was placed before the Board in its meeting held on November 07, 2023 and the Corporate Governance Report for the quarter ended December 31, 2023 will be placed in subsequent Board meeting.

Provisions of SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 is applicable to the Company w.e.f. September 7, 2021. Accordingly, 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, 2024.

For ONGC Petro additions Limited



(Subodh Prasad Pankaj)
Company Secretary & Compliance Officer

