



**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

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CIN: U23209GJ2006PLC060282, Website: [www.opalindia.in](http://www.opalindia.in)

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**Ref. No.:** OPaL/CS/BSE/2024-25/CG Report/ Q1

**Date:** July 18, 2024

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

**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 June 30, 2024**

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 June 30, 2024.

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**

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of the Listed Entity:	ONGC Petro additions Limited
2. Quarter ending:	30 <sup>th</sup> June, 2024

### 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 Directorship in listed Entities including this listed entity [in reference to proviso to regulation 17A(1)]	No. 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)
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	3	-	2	-
Mr.	Aloke Kumar Banerjee	ADCPB8571C 05287459	Non-Executive/ Independent Director	07/05/2019	07/05/2024	-	5 Years 1 Month	13/04/1955	-	-	-	1
Mr.	Rajiv	ADEPR4588F 08256137	Non-Executive/ Independent Director	18/04/2019	-	18/04/24	5 Years	23/10/1953	-	-	1	-
Mr.	Ramaswamy Jagannathan	ADTPJ0509K 06627920	Non-Executive/ Independent Director	12/05/2021	-	-	3 Years 1 Month	17/02/1959	-	-	3	1
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	-
Mr.	Satish Kumar Dwivedi	AAZPD3254C 10537158	Non-Executive Director	05/03/2024	-	-	-	30/07/1967	-	-	1	-
Mr.	Muthu Raju Paravasa Raju Vijay Kumar	AADPV2016N 05170323	Non-Executive/ Independent Director	26/04/2024	-	-	2 Months	30/09/1969	3	3	3	1
Ms.	Dipti Sanzgiri	ABTPS7926D 07303466	Non-Executive/ Woman Independent Director	26/04/2024	-	-	2 Months	04/01/1960	-	-	-	-

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/ 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 30.06.2024

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category&	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Shri Alope Kumar Banerjee 2. Shri Rajiv 3. Shri Ramaswamy Jagannathan 4. Shri Deepak Gupta	Chairperson, Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive Director	24/04/2021 06/05/2019 28/12/2021 27/07/2023	NA 18/04/2024 NA NA
2. Nomination & Remuneration Committee	Yes	1. Shri Rajiv 2. Shri Alope Kumar Banerjee 3. Shri Ramaswamy Jagannathan 4. Shri Pankaj Kumar	Chairperson, Non-Executive - Independent Director Non-Executive - Independent Director Chairperson, Non-Executive - Independent Director* Non-Executive Director	18/04/2019 07/05/2019 22/04/2024 28/12/2021	18/04/2024 NA NA NA
3. Risk Management Committee	Yes	1. Shri Ramaswamy Jagannathan 2. Shri Pankaj Kumar 3. Shri Gurinder Singh 4. Shri Prasoon 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	NA NA NA NA NA NA
4. Stakeholders Relationship Committee	Yes	1. Shri Ramaswamy Jagannathan 2. Shri Prasoon Kumar 3. Shri Satish Kumar Dwivedi	Chairperson, Non-Executive - Independent Director Non-Executive Director Non-Executive Director	28/12/2021 27/07/2023 05/03/2024	NA NA NA
5. Corporate Social Responsibility Committee	Yes	1. Shri Alope Kumar Banerjee 2. Shri Rajiv 3. Shri Gurinder Singh	Chairperson, Non-Executive - Independent Director Non-Executive - Independent Director Managing Director, Executive	11/09/2019 11/09/2019 18/11/2022	NA 18/04/2024 NA

& 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.

\* Due to cessation of Shri Rajiv, Shri Ramaswamy Jagannathan Member of Nomination and Remuneration Committee has been appointed as Chairperson of the Committee with effect from 22/04/2024.

### 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)
15/01/2024	16/04/2024	Yes	8	2	19 days
24/01/2024	10/05/2024	Yes	9	4	23 days
27/03/2024	14/06/2024	Yes	9	3	34 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*
<b>Audit Committee</b>					
15/04/2024	Yes	4	3	24/01/2024	31 days
09/05/2024	Yes	2	2	14/03/2024	23 days
<b>Nomination &amp; Remuneration Committee</b>					
11/04/2024	Yes	4	3	-	106 days {Last meeting held on 26/12/2023}
07/06/2024	Yes	2	2	-	56 days
<b>Risk Management Committee</b>					
-	-	-	-	05/02/2024	-
-	-	-	-	13/03/2024	36 days
<b>Stakeholders Relationship Committee</b>					
-	-	-	-	13/03/2024	365 days {Last meeting held on 13/03/2023}
<b>Corporate Social Responsibility Committee</b>					
-	-	-	-	13/03/2024	349 days {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.

<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		Yes	
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>			
<b>VI. 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
Date of the event	N.A.	Brief details of the event	N.A.
<b>VII. Affirmations</b>			
<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</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 March 31, 2024 was placed before the Board in its meeting held on May 10, 2024 and the Corporate Governance Report for the quarter ended June 30, 2024 will be placed in subsequent Board meeting.</li> </ol>			
<b>For ONGC Petro additions Limited</b>			
<p><b>(Rakesh Johari)</b>  <b>Company Secretary &amp; Compliance Officer</b></p>			