INTEGRATED GOVERNANCE REPORT
{Regulation 27(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015}

Name of Listed entity : **Indian Oil Corporation Limited (L23201MH1959GOI011388)**
Quarter ending : **30th September 2026**

(I) Composition of Board of Directors

Whether the listed entity has a Regular Chairperson : Yes
Whether Chairperson is related to MD or CEO : No

Title (Shri / Smt/ Ms/ Dr)	Name of the Director	DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Birth	Whether the Directors are disqualified?	Current status	Date of Appointment in the current term / cessation	Tenure of Director in months (to be filled in only for Independent Director)	No. of Director-ship in listed entities including this listed entity	No. of Independent Directorship in listed entities including this listed entity	No. of memberships in Audit Committee (AC) / Stakeholder Committee (SC) including this listed entity	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Shri	Arvinder Singh Sahney	10652030	Chairperson - Executive	09-10-1970	No	Active	13-11-2024	NA	3	Nil	Nil	Nil
Shri	Anuj Jain	10310088	Executive Director	23-10-1971			09-10-2023	NA	1	Nil	Nil	Nil
Ms	Rashmi Govil	10531397	Executive Director	12-09-1970			15-03-2024	NA	1	Nil	Nil	Nil
Shri	Arvind Kumar	09224177	Executive Director	17-10-1967			17-07-2024	NA	1	Nil	Nil	Nil
Shri	Suman Kumar	09724749	Executive Director	15-07-1968			26-02-2025	NA	1	Nil	Nil	Nil
Shri	Saumitra Priya Srivastava	10236956	Executive Director	13-10-1967			03-10-2025	NA	1	Nil	Nil	Nil
Dr	Sujata Sharma	07775238	Non-Executive – Nominee Director	15-07-1976			11-05-2024	NA	1	Nil	Nil	Nil
Shri	A. Amarnath	11690405	Non-Executive – Nominee Director	21-05-1981			05-06-2026	NA	1	Nil	Nil	Nil
Dr	Alka Mundra	01581040	Non-Executive-Independent Director	30-09-1973			15-08-2026/ 18-09-2026	1	1	1	Nil	Nil

(II) Composition of Committees

Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members, Committee Position	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee*	-				
2. Nomination & Remuneration Committee*	-				
3. Stakeholders Relationship Committee*	-				
4. Risk Management Committee*	-				
5. Corporate Social Responsibility Committee*	-				

* Due to the non-availability of requisite number of Independent Directors, the committees have been discontinued until such time as requisite number of Independent Directors are appointed to the Board and the Committee is reconstituted.

(III) Meeting of Board of Directors

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)	Whether requirement of quorum met (details)	Total no. of Directors as on date of the meeting	Number of Directors present (including Independent Director)	Number of Independent Directors attending the meeting
18-05-2026	-	Yes	07	07	0
30-06-2026	42 days	Yes	08	08	0
16-07-2026	15 days	Yes	08	08	0
31-07-2026	14 days	Yes	08	08	0
21-09-2026	51 days	Yes	08	07	0

(IV) Meeting of Committees

Name of Committee	Date(s) of Meeting (Enter dates of previous quarter and Current quarter in chronological order	Maximum gap between any two consecutive meetings in number of days	Whether requirement of quorum met (details)	Number of Directors as on date of meeting	Number of Directors present (including Independent Director)	Number of Independent Directors attending the meeting	Number of members attending the meeting (other than Board of Directors)
Audit Committee*	-						
Corporate Social Responsibility*	-						
Stakeholders Relationship Committee*	-						
Nomination & Remuneration Committee*	-						
Risk Management Committee*	-						

* No Committee meetings were held during the previous and current quarters due to the non-availability of Independent Directors. The Committees will be reconstituted upon the appointment of the requisite number of Independent Directors to the Board.

(V) 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 ***IndianOil has not been able to comply with the requirement of 50% Independent Directors, 50% Non-Executive Directors and 1 Woman Independent Director on its Board as IndianOil being a Government Company under the administrative control of the Ministry of Petroleum & Natural Gas, the power to appoint Directors on the Board vests with Government. The matter is being pursued regularly by IndianOil with Government of India.***	No
2	The composition of the following committees is in terms of SEBI (Listing Obligations and disclosure requirements) Regulations, 2015 a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders' Relationship Committee d. Risk Management Committee **Due to the non-availability of requisite number of Independent Directors, the committees have been discontinued until such time as requisite number of Independent Directors are appointed to the Board and the Committee is reconstituted.**	No
3	The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	No
4	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
5	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

(VI) Details of Cyber Security incidence

Subject	Status (Yes / No / NA)
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

(VII) Half yearly Affirmations

Sn.	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR Core, if applicable, displayed on website	46(2)	Yes
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	NA
3	Presence of Chairperson of the Nomination and Remuneration committee at the Annual General Meeting	19(3)	NA
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	NA
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
6	Compliance with the condition laid down for Secretarial Auditor or the person signing the Secretarial compliance Report	24A(1A), 24A(1B), 24A(1C),	Yes
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes
8	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

(VIII) Additional Half Yearly Disclosure for the period ended September 2026

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	**Aggregate amount advanced during six months**	**Balance outstanding at the end of six months**	
Promoter or any other entity controlled by them	**Not Applicable***		
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	**Type (guarantee, comfort letter etc.)**	**Aggregate amount of issuance during six months**	**Balance outstanding at the end of six months(taking into account any invocation)**
Promoter or any other entity controlled by them	**Not Applicable***		
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	**Type of security (cash, shares etc.)**	**Aggregate value of security provided during six months**	**Balance outstanding at the end of six months**
Promoter or any other entity controlled by them	**Not Applicable***		
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
D) Additional Information			
II. Affirmations		**Compliance Status**	**Company Remarks**
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		**Not Applicable***	

***Note: In line with foot note 1(a), (b) and (d) of annexure I (Part F) of SEBI circular dated 31-December-2024 related to "Disclosure of Loans/Guarantees/ Comfort Letters/Securities etc.", the above are not applicable to Indian Oil Corporation Limited.**

Sd/-
(Anuj Jain)
CFO

Place: New Delhi
Date: 30.10.2026

(IX) Investor Grievance Report

No. of Investor Complaints pending at the beginning of quarter	0
No. of Investor Complaints received during the quarter	10
No. of Investor Complaints disposed off during the quarter	9
No. of Investor Complaints those remaining unresolved at the end of the quarter	1

(X) Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies-

Sr No	Name of the unlisted company in which shares or voting right have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the previous quarter
1	**IndianOil MCPI Yarn Private Limited**	**17-09-2026***	**0%**	**50%**	50%

***Note :** IndianOil MCPI Yarn Private Limited was incorporated as a JV between Indian Oil Corporation Limited & MCPI Pvt Ltd on 17-09-2026.

(XI) Disclosure of Updates to Ongoing Tax Litigations or Disputes

Sr. Name	Name of the Opposing Party	Date of initiation of the litigation/ dispute	Status of the litigation/ dispute as per last disclosure	Current Status of litigation/ dispute
1.	Income-tax Department, Mumbai	23-03-2019	Various disallowances as per the Assessment Order for Assessment Year 2016-17 Appeal partly allowed by CIT(A) vide order dt. 23.10.2025 allowing relief of Rs. 1,102.91 crore. Appeal before ITAT has been filed by the Company for seeking relief towards balance disputed tax of Rs. 91.16 crore. Appeal is pending as on date. Against the order of CIT(A), Income-tax Department has also filed an appeal before the ITAT on 31.12.2025 contesting disputed tax of Rs. 905.71 crore. Appeal is pending as on date.	The appeals filed by IOCL and the Income-tax Department before the Mumbai Bench of ITAT have been adjourned sine die and remain pending as on date.
2.	Commissioner Central Goods and Service Tax, Mumbai	06-09-2023	Show Cause Notice (SCN) raised on IndianOil proposing Demand of Excise duty of Rs.4002 crore on the ethanol portion contained in Ethanol Blended Motor Spirit (EBMS) sold by IndianOil during the period 01.03.2014 to 31.12.2018. The SCN was adjudicated by Commissioner, Mumbai and IndianOil got a favourable order vide Order in Original (OIO) dated 06.02.2023 and concluded the proceedings. Against the said OIO, department has filed the appeal which has been admitted by CESTAT, Mumbai vide order dated 06.09.2023 (received on 28.09.2023) and the case would be listed for merit hearing.	Departmental appeal admitted by CESTAT, Mumbai. Case pending for merit hearing.