

**CORPORATE 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 : 30<sup>th</sup> June 2018

**(I) Composition of Board of Directors**

Title (Mr. / Mrs.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment in the current term / cessation	Tenure (to be filled in only for ID)	No. of Directorship in listed entities including this listed entity	Number 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
Mr.	Sanjiv Singh	AANPS1390Q05280701	Chairman - Executive	01-07-2014/ 30-06-2020	NA	2	Nil	Nil
Mr.	A. K. Sharma	ABDPS3281K06665266	Executive Director	27-10-2014/ 31-01-2019	NA	1	1 (SC)	Nil
Mr.	Ashutosh Jindal	ABZPJ0151F05286122	Nominee Director	12-02-2016	NA	1	Nil	Nil
Mr.	Sanjay Kapoor	ABOPK7179F07348106	Independent Director	02-12-2015/ 01-12-2018	3 years	1	Nil	2 (AC & SC)
Mr.	Parindu Bhagat	AAYPB8993K01934627	Independent Director	02-12-2015/ 01-12-2018	3 years	1	1 (AC)	Nil
Mr.	G. K. Satish	AMLPS5017Q06932170	Executive Director	01-09-2016/ 31-08-2021	NA	2	Nil	Nil
Mr.	Dr S S V Ramakumar	ABBP1077Q07626484	Executive Director	01-02-2017 / 31-01-2022	NA	1	Nil	Nil
Mr.	Vinoo Mathur	ADOPM9438K01508809	Independent Director	22-09-2017 / 21-09-2020	3 years	1	Nil	Nil
Mr.	Samirendra Chatterjee	AAAPC0426E06567818	Independent Director	22-09-2017 / 21-09-2020	3 years	1	Nil	Nil
Mr.	Chitta Ranjan Biswal	AECPB5584J02172414	Independent Director	22-09-2017 / 21-09-2020	3 years	1	Nil	Nil
Mr.	Jagdish Kishwan	AADPK4319H07941042	Independent Director	22-09-2017 / 21-09-2020	3 years	1	Nil	Nil
Mr.	Sankar Chakraborti	ACSPC0681M06905980	Independent Director	22-09-2017 / 21-09-2020	3 years	1	Nil	Nil
Mr.	D. S. Shekhawat	ACTPS0620B07404367	Independent Director	22-09-2017 / 21-09-2020	3 years	1	1 (AC)	Nil
Mr.	B. V. Rama Gopal	AAHPB5232E07551777	Executive Director	12-02-2018 /31-07-2019	NA	1	Nil	Nil
Mr.	Ranjan Kumar Mohapatra	AASPM8784H08006199	Executive Director	19-02-2018 / 18-02-2023	NA	1	1(SC)	Nil
Ms.	Sushma Rath Taishete	AEWPR7214P03585278	Nominee Director	11-05-2018	NA	1	Nil	Nil

**(II) Composition of Committees**

Name of Committee	Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)
1. Audit Committee	Shri Sanjay Kapoor, Chairman Shri Parindu Bhagat, Member Shri D. S. Shekhawat, Member	Independent Director Independent Director Independent Director
2. Nomination & Remuneration Committee	Dr.Jagdish Kishwan, Chairman Shri Chitta Ranjan Biswal, Member Shri Ashutosh Jindal, Member Shri Sanjiv Singh, Member	Independent Director Independent Director Government Nominee Director Chairperson (Executive Director)
3. Risk Management Committee	Shri Sanjiv Singh, Chairman Shri A. K. Sharma, Member Shri B. V. Rama Gopal, Member Shri G.K.Satish, Member	Chairperson (Executive Director) Executive Director Executive Director Executive Director
4. Stakeholders' Relationship Committee	Shri Sanjay Kapoor, Chairman Shri D.S.Shekhawat Shri A. K. Sharma, Member Shri Ranjan Kumar Mohapatra, Member	Independent Director Independent Director Executive Director Executive Director

**(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	Maximum gap between any two consecutive (in number of days)
30-01-2018 28-02-2018 28-03-2018	26-04-2018 22-05-2018 26-06-2018	34 days

**(IV) Meeting of Committees**

Audit Committee			
Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
21-05-2018 25-06-2018	Yes	29-01-2018 27-03-2018	56 days

**(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	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**(VI) Affirmations**

1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015
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
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
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
5	This report shall be placed before Board of Directors in the next Board Meeting.



**(Kamal Kumar Gwalani)**  
**Company Secretary**