

**Annexure I**  
**Report on Corporate Governance**

1. Name of Listed Entity: - **Gulf Oil Lubricants India Limited**
2. Quarter Ending: - September 30, 2018

<b>I. Composition of Board of Directors</b>								
Title	Name of the Director	PAN § & DIN	Category (Chairperson/Executive /Non-Executive/Independent/Nominee) &	Date of Appointment in the current term / Cessation	Tenure*	No of Directorship in listed entities including this listed entity (Ref. Regulation 25(1) of Listing Regulations)	Number of memberships in Audit / Stakeholder Committee(s) including this listed entity (Ref. Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Ref. Regulation 26(1) of Listing Regulations)
Mr.	Sanjay G. Hinduja	PAN No.: ABZPH7832H DIN: - 00291692	Chairman	May 29, 2014	NA	1	2	-
Mr.	Shom A. Hinduja	PAN No.: -AAAPH8523R DIN: - 07128441	Non Executive	August 3, 2016	NA	1	-	-
Mr.	M. S. Ramachandran	PAN No.: AGJPM9097J DIN: - 00943629	Independent	May 29, 2014	4 Years 4 Months	6	2	1
Mr.	Ashok Kini	PAN No.: AIIPA3890N DIN: - 00812946	Independent	May 29, 2014	4 Years 4 Months	2	2	1
Mrs.	Kanchan Chitale	PAN No.: AABPC6604M DIN: - 00007267	Independent	May 29, 2014	4 Years 4 Months	3	-	3
Mr.	Ravi Chawla	PAN No.: - ACGPC3611F DIN: - 02808474	Managing Director	June 06, 2017  @ (Re-appointed as Managing Director with effect from June 06, 2017)	NA	1	1	-

§ PAN Number 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



*(Handwritten signature)*

\* 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

	Name of Committee	Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) <sup>§</sup>
1.	Audit Committee	1. Mrs. Kanchan Chitale 2. Mr. Sanjay G. Hinduja 3. Mr. Ashok Kini	Chairperson (Independent – Non Executive) Member (Non Executive – Non Independent) Member (Independent – Non Executive)
2.	Nomination & Remuneration Committee	1. Mr. Ashok Kini 2. Mr. Sanjay G. Hinduja 3. Mr. M. S. Ramachandran	Chairman (Independent – Non Executive) Member (Non Executive – Non Independent) Member (Independent Non Executive)
3.	Risk Management Committee (if applicable)	Not applicable	Not applicable
4.	Stakeholder Relationship Committee	1. Mr. M. S. Ramachandran 2. Mr. Sanjay G. Hinduja 3. Mr. Ravi Chawla	Chairman (Independent – Non Executive) Member (Non Executive – Non Independent) Member (Executive )

§ 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

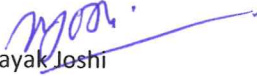

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
May 19, 2018	August 7, 2018 and September 24, 2018	79 Days

## IV. Meeting of Committees

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*
Audit Committee Meeting held on August 7, 2018	Yes, All members of Audit Committee were present at the meeting.	Audit Committee Meeting held on May 18, 2018	80 Days

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

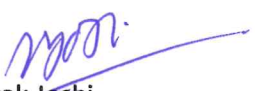



<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Whether prior approval of Audit Committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p>Note</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. 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><del>Risk management Committee</del></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>This report and/or the reports submitted in previous quarter has been place before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: - Nil</li> </ol>	
<p>For Gulf Oil Lubricants India Limited</p> <p>  Vinayak Joshi  Company Secretary &amp; Compliance Officer</p> 	

**Note: -**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

## ANNEXURE III

<b>Affirmations</b>		
<b>Broad Heading</b>	<b>Regulation</b>	<b>Compliance Status (Yes/No/N.A.)</b> <small>refer note below</small>
Copy of the Annual Report including Balance sheet, Profit and loss account, Directors report, Corporate governance report, Governance report, Business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<b>Note</b> <ol style="list-style-type: none"> <li>1. 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, incase the Listed Entity has no Related Party Transactions, the words "N.A." may be indicated.</li> <li>2. If the status is "No" details of non-compliance may be given here.</li> <li>3. If the Listed Entity would like to provide any other information the same may be indicated here.</li> </ol>		
<b>For Gulf Oil Lubricants India Limited</b> <div style="display: flex; justify-content: space-between; align-items: flex-start; margin-top: 20px;"> <div style="text-align: center;">  <p><b>Vinayak Joshi</b> Company Secretary &amp; Compliance Officer</p> </div> <div style="text-align: center;">  </div> </div>		

