

Annexure I
Report on Corporate Governance

1. Name of Listed Entity: - **Gulf Oil Lubricants India Limited**
2. Quarter Ending: - September 30, 2019

I. Composition of Board of Directors

Title	Name of the Director	PAN ⁵ & DIN	Category (Chairperson/Executive /Non-Executive/ Independent/Non-Executive/ N ominee) ⁸	Date of Initial Appointment	Date of Re-appointment	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)]	Number 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.	Sanjay G. Hinduja	PAN No.: ABZPH7832H DIN: - 00291692	Chairman	May 29, 2014	September 17, 2019	N.A.	N.A.	May 5, 1964	1	-	2	-
Mr.	Shom A. Hinduja	PAN No.: - AAAPH8523R DIN: - 07128441	Non-Executive	August 3, 2016	September 24, 2018	N.A.	N.A.	October 29, 1990	1	-	-	-
Mr.	M. S. Ramachandran	PAN No.: AGJPM9097J DIN: - 00943629	Independent-Non-Executive	June 4, 2014 [#]	June 4, 2019	N.A.	5 years and 4 months	February 26, 1945	6	6	2	1
Mr.	Ashok Kini	PAN No.: AIIPA3890N DIN: - 00812946	Independent-Non-Executive	June 4, 2014 [#]	June 4, 2019	N.A.	5 years and 4 months	December 12, 1945	3	3	3	1
Mrs.	Kanchan Chitale	PAN No.: AABPC6604M DIN: - 00007267	Independent-Non-Executive	June 4, 2014 [#]	June 4, 2019	N.A.	5 years and 4 months	December 19, 1952	4	4	3	3
Mr.	Ravi Chawla	PAN No.: - ACGPC3611F DIN: - 02808474	Managing Director	May 25, 2013	June 6, 2017	N.A.	N.A.	February 16, 1966	1	-	1	-



#date of initial appointment was May 29, 2014.

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 of directors means 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

Name of Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mrs. Kanchan Chitale	Chairperson (Independent – Non Executive)	06.06.2014	N.A.
		Mr. Sanjay G. Hinduja	Member (Non-Executive – Non Independent)	22.09.2015	N.A.
		Mr. Ashok Kini	Member (Independent – Non Executive)	06.06.2014	N.A.
2. Nomination & Remuneration Committee	Yes	Mr. Ashok Kini	Chairman (Independent – Non Executive)	06.06.2014	N.A.
		Mr. Sanjay G. Hinduja	Member (Non-Executive – Non Independent)	06.06.2014	N.A.
		Mr. M. S. Ramachandran	Member (Independent Non Executive)	06.06.2014	N.A.
3. Risk Management Committee (if applicable)	Yes	Mr. M. S. Ramachandran	Chairman (Independent – Non Executive)	13.02.2019	N.A.
		Mr. Shom A. Hinduja	Member (Non-Executive – Non Independent)	13.02.2019	N.A.
		Mr. Ravi Chawla	Member (Executive)	13.02.2019	N.A.
		Mr. Manish Kumar Gangwal	Member (Chief Financial Officer)	13.02.2019	N.A.
4. Stakeholder Relationship Committee	Yes	Mr. M. S. Ramachandran	Chairman (Independent – Non Executive)	06.06.2014	N.A.
		Mr. Sanjay G. Hinduja	Member (Non-Executive – Non Independent)	06.06.2014	N.A.
		Mr. Ravi Chawla	Member (Executive)	06.06.2014	N.A.

&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	Whether requirement of Quorum met* (Yes/No)	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
May 15, 2019	July 30, 2019 and September 17, 2019	Yes	6 All Directors were present	3 All Independent Directors were present	75 days

* to be filled in only for the current quarter meetings

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)* (Yes/No)	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 Meeting was held on July 30, 2019	Yes, all members of Audit Committee were present at the meeting.	3	2	May 15, 2019	75 days



Risk Management Committee Meeting was held on July 29, 2019	Yes, all members of Risk Management Committee were present at the meeting.	-	-	-	-
Stakeholder Relationship Committee Meeting was held on July 30, 2019 and August 20, 2019	Yes, all members of Stakeholder Relationship Committee were present at the meeting.	-	-	May 15, 2019	-
Corporate Social Responsibility Committee Meeting was held on July 30, 2019	Yes, all members of Corporate Social Responsibility Committee were present at the meeting.	-	-	May 15, 2019	-

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

**to be filled in only for the current quarter meetings

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
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

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. 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.
- 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

For Gulf Oil Lubricants India Limited


Vinayak Joshi
Company Secretary & Compliance Officer



Note: -

Information at Table I and II above need to be necessarily given in 1st 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

Affirmations		
Broad Heading	Regulation	Compliance Status (Yes/No/N.A.)^{refer note below}
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
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
Note <ol style="list-style-type: none"> 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. 2. If the status is "No" details of non-compliance may be given here. 3. If the Listed Entity would like to provide any other information the same may be indicated here. 		
For Gulf Oil Lubricants India Limited   Vinayak Joshi Company Secretary & Compliance Officer		