



**REPORT ON CORPORATE GOVERNANCE FOR QUARTER ENDED 30<sup>TH</sup> SEPTEMBER 2022**

1. Name of Listed entity- Gulf Oil Lubricants India Limited
2. Quarter ending- 30<sup>th</sup> September 2022.

**ANNEXURE-I  
COMPOSITION OF BOARD OF DIRECTORS**

Title	Name of the Director	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure (months)	Date of Birth	Whether special resolution passed?	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Sanjay G. Hinduja	00291692	Non-Executive - Non Independent Director	29-05-2014	16-09-2021	-	-	05-05-1964	NA	1	0	0
Mr.	Shom A. Hinduja	07128441	Non-Executive - Non Independent Director	03-08-2016	16-09-2022	-	-	29-10-1990	NA	2	0	0
Mr.	Arvind Uppal	00104992	Non-Executive - Independent Director	11-02-2020	11-02-2020	-	32	19-06-1962	NA	4	3	4
Mrs.	Manju Agarwal	06921105	Non-Executive - Independent Director	19-03-2020	19-03-2020	-	31	30-12-1957	NA	3	3	4
Mr.	Munesh Khanna	00202521	Non-Executive - Independent Director	06-11-2020	06-11-2020	-	23	12-05-1962	NA	3	3	0
Mr.	Ravi Chawla	02808474	Executive Director	25-05-2013	06-06-2020	-	-	16-02-1966	NA	1	0	0

Company Remarks: -

Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson related to Promoter	Yes



**ANNEXURE-II  
COMPOSITION OF COMMITTEES**

**a) Audit Committee: -**

<b>Sr.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Appointment date</b>	<b>Cessation date</b>
1	Manju Agarwal	ID	Chairperson	19-03-2020	-
2	Sanjay G. Hinduja	C,NED	Member	22-09-2015	-
3	Munesh Khanna	ID	Member	06-11-2020	-

Company Remarks

Whether Permanent chairperson appointed- Yes.

**b) Nomination and Remuneration Committee: -**

<b>Sr.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Appointment date</b>	<b>Cessation date</b>
1	Arvind Uppal	ID	Chairperson	11-02-2020	-
2	Sanjay G. Hinduja	C, NED	Member	06-06-2014	-
3	Munesh Khanna	ID	Member	06-11-2020	-

Company Remarks

Whether Permanent chairperson appointed- Yes.

**c) Stakeholders Relationship Committee: -**

<b>Sr.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Appointment date</b>	<b>Cessation date</b>
1	Arvind Uppal	ID	Chairperson	11-02-2020	-
2	Sanjay G. Hinduja	C, NED	Member	06-06-2014	-
3	Ravi Chawla	ED	Member	06-06-2014	-

Company Remarks

Whether Permanent chairperson appointed- Yes.



## Gulf Oil Lubricants India Limited

### d) Risk Management Committee: -

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment date	Cessation date
1	Arvind Uppal	ID	Chairperson	11-02-2020	-
2	Shom A. Hinduja	NED	Member	13-02-2019	-
3	Ravi Chawla	ED	Member	13-02-2019	-
4	Manish Kumar Gangwal	CFO	Member	13-02-2019	-

Company Remarks

Whether Permanent chairperson appointed- Yes.

### e) Corporate Social Responsibility Committee: -

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment date	Cessation date
1	Manju Agarwal	ID	Chairperson	19-03-2020	-
2	Sanjay G. Hinduja	C, NED	Member	06-06-2014	-
3	Ravi Chawla	ED	Member	22-09-2015	-

Company Remarks

Whether Permanent chairperson appointed- Yes.



**ANNEXURE-1  
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	Number of Directors present	Number of Independent Directors present
21-05-2022	-	Yes	6	3
03-08-2022	73	Yes	6	3
30-09-2022	57	Yes	6	3

**MEETING OF COMMITTEES**

Name of the Committee	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	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
Audit Committee	20-05-2022	-	Yes	3	3	2	0
Audit Committee	03-08-2022	74	Yes	3	3	2	0
Nomination and remuneration committee	07-06-2022	-	Yes	3	3	2	0
Stakeholders Relationship Committee	20-05-2022	-	Yes	3	3	1	0
Corporate Social Responsibility Committee	20-05-2022	-	Yes	3	3	1	0
Risk Management Committee	20-05-2022	-	Yes	3	3	1	1



ANNEXURE-1  
V. RELATED PARTY TRANSACTIONS

Sr.	Subject	Compliance
1	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder approval obtained for material RPT	NA
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

ANNEXURE-1  
VI. AFFIRMATIONS

Sr.	Subject	Compliance
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



**ANNEXURE-III**

<b>1</b>	Name of signatory	Mrs. Shweta Gupta
<b>2</b>	Designation	Company Secretary and Compliance Officer

**ANNEXURE-III  
HALF YEARLY AFFIRMATIONS**

<b>Sr.</b>	<b>Particulars</b>	<b>Regulation No.</b>	<b>Compliance Status</b>
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

**ANNEXURE-III**

<b>1</b>	Name of signatory	Mrs. Shweta Gupta
<b>2</b>	Designation	Company Secretary and Compliance Officer