

Sec.3.4.1(L)

19.7.2022

The Secretary,  
**BSE Ltd.**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001  
**BSE Scrip Code : 500547**

The Secretary,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, Plot No C/1,  
G Block, Bandra-Kurla Complex,  
Mumbai 400 051  
**NSE Symbol: BPCL**

Dear Sir/Madam,

**Sub: Compliance Report on Corporate Governance pursuant to Regulation 27(2)(a) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

We are enclosing the Compliance Report on Corporate Governance for the quarter ended 30<sup>th</sup> June, 2022 in the prescribed format under Regulation 27(2)(a) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Thanking You,

Yours faithfully,  
For Bharat Petroleum Corporation Limited



(V. Kala)

Company Secretary

<b>General information about company</b>	
Scrip code	500547
NSE Symbol	BPCL
MSEI Symbol	NOTLISTED
ISIN	INE029A01011
Name of the entity	BHARAT PETROLEUM COPORATION LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	30-06-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

## Annexure I

Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																			
Whether the listed entity has a Regular Chairperson																			
Add																			
Whether Chairperson is related to MD or CEO																			
No																			
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
Act	Delete																		
1	Mr	Arun Kumar Singh	06646894	Executive Director	Chairperson	CEO-MD	06-10-1962	NA		01-10-2018	30-08-2019			3	0	0	0		
2	Mr	Vetsa Ramakrishna Gupta	08188547	Executive Director	Not Applicable		29-06-1971	NA		07-09-2021	27-09-2021			1	0	1	0		
3	Mr	Sanjay Khanna	09485131	Executive Director	Not Applicable		11-05-1969	NA		22-02-2022	17-04-2022			1	0	0	0		
4	Mr	Gudey Srinivas	02568812	Non-Executive - Nominee Director	Not Applicable		10-08-1966	NA		13-10-2021	17-04-2022			2	0	0	0		
5	Mr	Suman Billa	00368821	Non-Executive - Nominee Director	Not Applicable		24-12-1970	NA		16-03-2022	17-04-2022			1	0	0	0		
6	Mr	Harshadkumar Prabhudas Shah	08511473	Non-Executive - Independent Director	Not Applicable		23-01-1951	NA		16-07-2019	30-08-2019		35	1	1	1	1	1	
7	Mr	Pradeep Vishambhar Agrawal	00048699	Non-Executive - Independent Director	Not Applicable		20-07-1969	NA		12-11-2021	17-04-2022		8	1	1	1	0		
8	Mr	Bhagwati Prasad Saraswat	09396479	Non-Executive - Independent Director	Not Applicable		30-06-1960	NA		12-11-2021	17-04-2022		8	1	1	1	0		
9	Mr	Ghanshyam Sher	09396915	Non-Executive - Independent Director	Not Applicable		01-08-1956	NA		12-11-2021	17-04-2022		8	1	1	2	0		
10	Mrs	Alswarya Biswal	09396589	Non-Executive - Independent Director	Not Applicable		20-11-1979	NA		12-11-2021	17-04-2022		8	1	1	1	0		
11	Mr	Gopal Krishan Agarwal	00226120	Non-Executive - Independent Director	Not Applicable		01-06-1962	NA		12-11-2021	17-04-2022		8	1	1	2	1		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00226120	Gopal Krishan Agarwal	Non-Executive - Independent Director	Chairperson	04-12-2021		
2	09396915	Ghanshyam Sher	Non-Executive - Independent Director	Member	04-12-2021		
3	00048699	Pradeep Vishambhar Agrawal	Non-Executive - Independent Director	Member	04-12-2021		
4	09396479	Bhagwati Prasad Saraswat	Non-Executive - Independent Director	Member	16-02-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09396479	Bhagwati Prasad Saraswat	Non-Executive - Independent Director	Chairperson	04-12-2021		
2	02568812	Gudey Srinivas	Non-Executive - Nominee Director	Member	04-12-2021		
3	09396589	Aiswarya Biswal	Non-Executive - Independent Director	Member	04-12-2021		
4	08511473	Harshadkumar Prabhudas Shah	Non-Executive - Independent Director	Member	01-01-2022		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08511473	Harshadkumar Prabhudas Shah	Non-Executive - Independent Director	Chairperson	11-02-2020		
2	08188547	Vetsa Ramakrishna Gupta	Executive Director	Member	07-09-2021		
3	09396589	Aiswarya Biswal	Non-Executive - Independent Director	Member	16-02-2022		
4	00226120	Gopal Krishan Agarwal	Non-Executive - Independent Director	Member	16-02-2022		
5	09396915	Ghanshyam Sher	Non-Executive - Independent Director	Member	16-02-2022		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08511473	Harshadkumar Prabhudas Shah	Non-Executive - Independent Director	Chairperson	12-03-2020		
2	08188547	Vetsa Ramakrishna Gupta	Executive Director	Member	07-09-2021		
3	00226120	Gopal Krishan Agarwal	Non-Executive - Independent Director	Member	16-02-2022		
4	09485131	Sanjay Khanna	Executive Director	Member	22-02-2022		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08511473	Harshadkumar Prabhudas Shah	Non-Executive - Independent Director	Chairperson	10-07-2020		
2	08188547	Vetsa Ramakrishna Gupta	Executive Director	Member	07-09-2021		
3	02568812	Gudey Srinivas	Non-Executive - Nominee Director	Member	21-10-2021		
4	09396589	Aiswarya Biswal	Non-Executive - Independent Director	Member	16-02-2022		
5	00368821	Suman Billa	Non-Executive - Nominee Director	Member	16-03-2022		



**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory								
Sr	Name of 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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	11-01-2022				Yes	3	3
2	Audit Committee	31-01-2022	19			Yes	3	3
3	Audit Committee	22-02-2022	21			Yes	4	4
4	Audit Committee	22-03-2022	27			Yes	4	4
5	Audit Committee	07-04-2022	15			Yes	4	4
6	Audit Committee	28-04-2022	20			Yes	4	4

Annexure 1								
IV. Meeting of Committees								
Sr	Name of 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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
7	Audit Committee	24-05-2022	25			Yes	4	4
8	Audit Committee	20-06-2022	26			Yes	4	4
9	Nomination and remuneration committee	20-06-2022				Yes	4	3
10	Corporate Social Responsibility Committee	22-03-2022				Yes	4	2
11	Corporate Social Responsibility Committee	25-05-2022				Yes	5	2
12	Corporate Social Responsibility Committee	20-06-2022				Yes	5	2
13	Risk Management Committee	24-05-2022				Yes	4	2
14	Stakeholders Relationship Committee	22-03-2022				Yes	5	4

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	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

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	V. Kala
2	Designation	Company Secretary

<b>Signatory Details</b>	
Name of signatory	V. Kala
Designation of person	Company Secretary
Place	Mumbai
Date	20-07-2022