

## I. COMPOSITION OF BOARD OF DIRECTORS:

| Sl. No. | Name of the Director    | PAN            | DIN          | Category of Director             | Date of Birth | Initial Date of Appointment | Date of Re-Appointment | Date of Cessation | Tenure (months) | No. of Directorship in listed entities including this listed entity | No. of Independent Directorship in listed entities including this listed entity | No. of Memberships in Audit/ Stakeholder Committee(s) in listed entities including this listed entity | No. of post of Chairperson in Audit/ Stakeholder Committee in listed entities including this listed entity |
|---------|-------------------------|----------------|--------------|----------------------------------|---------------|-----------------------------|------------------------|-------------------|-----------------|---|---|---|--|
| 1       | S.M.VAIDYA              | ACLPV<br>2181N | 0699<br>5642 | Non-Executive - Chairman         | 07-08-1963    | 01-08-2019                  | 01-07-2020             |                   |                 | 2   | 0   | 0   | 0  |
| 2       | ARVIND KUMAR            | ABOPK<br>6524C | 0922<br>4177 | Executive Director               | 17-10-1967    | 27-08-2021                  |                        |                   |                 | 1   | 0   | 0   | 0  |
| 3       | RAJEEV AILAWADI         | AACPA<br>3718K | 0782<br>6722 | Executive Director               | 23-02-1963    | 08-05-2018                  | 11-09-2020             |                   |                 | 1   | 0   | 1   | 0  |
| 4       | S.KRISHNAN              | AAEPK<br>0023F | 0869<br>1391 | Executive Director               | 05-07-1963    | 01-03-2020                  | 20-08-2021             |                   |                 | 1   | 0   | 0   | 0  |
| 5       | H.SHANKAR               | AAQPH<br>9410D | 0884<br>5247 | Executive Director               | 06-03-1969    | 01-10-2020                  | 20-08-2021             |                   |                 | 1   | 0   | 0   | 0  |
| 6       | MANOJ SHARMA            | AJGPS<br>5320K | 0877<br>7977 | Non-Executive - Nominee Director | 24-10-1961    | 24-07-2020                  | 11-09-2020             |                   |                 | 1   | 0   | 0   | 0  |
| 7       | DEEPAK SRIVASTAVA       | BOSPS<br>7859L | 0927<br>5923 | Non-Executive - Nominee Director | 30-06-1981    | 10-08-2021                  |                        |                   |                 | 1   | 0   | 2   | 0  |
| 8       | MOHAMMED BAGHER DAKHILI | ZZZZZ<br>9999Z | 0770<br>4367 | Non-Executive - Nominee Director | 12-10-1952    | 23-01-2017                  |                        |                   |                 | 2   | 0   | 1   | 1  |

|    |                     |                |              |  |                |            |            |                |    |   |   |   |   |
|----|---------------------|----------------|--------------|--|----------------|------------|------------|----------------|----|---|---|---|---|
| 9  | BABAK BAGHERPOUR    | ZZZZZ<br>9999Z | 0834<br>1090 | Non-<br>Executive -<br>Nominee<br>Director     | 09-03-<br>1975 | 27-03-2019 |            |                |    | 2 | 0 | 1 | 0 |
| 10 | AMITABH MATHUR      | AAJPM<br>1992N | 0727<br>5427 | Non-<br>Executive -<br>Independent<br>Director | 04-05-<br>1958 | 29-07-2019 | 21-08-2019 |                | 36 | 1 | 1 | 1 | 0 |
| 11 | MYNENI NARAYANA RAO | ACIPM<br>2696L | 0057<br>7494 | Non-<br>Executive -<br>Independent<br>Director | 01-09-<br>1955 | 29-07-2019 | 21-08-2019 |                | 36 | 3 | 3 | 2 | 1 |
| 12 | SOBHA SURENDRAN     | GQTPS<br>2157D | 0859<br>9985 | Non-<br>Executive -<br>Independent<br>Director | 24-03-<br>1974 | 31-10-2019 | 11-09-2020 |                | 36 | 1 | 1 | 1 | 0 |
| 13 | SUKH RAM MEENA      | AFAPM<br>0972J | 0901<br>1328 | Non-<br>Executive -<br>Nominee<br>Director     | 15-07-<br>1964 | 28-12-2020 |            | 10-08-<br>2021 |    | 1 | 0 | 2 | 0 |
| 14 | D.DURAIGANESAN      | EUOPD<br>5371P | 0820<br>0628 | Non-<br>Executive -<br>Independent<br>Director | 02-06-<br>1961 | 14-08-2018 | 21-08-2019 | 14-08-<br>2021 | 36 | 1 | 1 | 1 | 1 |

## II. COMPOSITION OF COMMITTEES:

### A. AUDIT COMMITTEE:

| Sr. No. | DIN      | Name of Committee Members | Category of Director                 | Category in Committee | Date of Appointment | Date of Cessation |
|---------|----------|---------------------------|--------------------------------------|-----------------------|---------------------|-------------------|
| 1       | 00577494 | MYNENI NARAYANA RAO       | Non-Executive - Independent Director | Chairperson           | 17-10-2019          |                   |
| 2       | 07275427 | AMITABH MATHUR            | Non-Executive - Independent Director | Member                | 17-10-2019          |                   |
| 3       | 09275923 | DEEPAK SRIVASTAVA         | Non-Executive - Nominee Director     | Member                | 10-08-2021          |                   |
| 4       | 08200628 | D.DURAIGANESAN            | Non-Executive - Independent Director | Member                | 25-02-2020          | 14-08-2021        |
| 5       | 09011328 | SUKH RAM MEENA            | Non-Executive - Nominee Director     | Member                | 28-12-2020          | 10-08-2021        |

### B. NOMINATION & REMUNERATION COMMITTEE:

| Sr. No. | DIN      | Name of Committee Members | Category of Director                 | Category in Committee | Date of Appointment | Date of Cessation |
|---------|----------|---------------------------|--------------------------------------|-----------------------|---------------------|-------------------|
| 1       | 07275427 | AMITABH MATHUR            | Non-Executive - Independent Director | Chairperson           | 17-10-2019          |                   |
| 2       | 08599985 | SOBHA SURENDRAN           | Non-Executive - Independent Director | Member                | 09-09-2021          |                   |
| 3       | 08777977 | MANOJ SHARMA              | Non-Executive - Nominee Director     | Member                | 24-07-2020          |                   |
| 4       | 09275923 | DEEPAK SRIVASTAVA         | Non-Executive - Nominee Director     | Member                | 10-08-2021          |                   |
| 5       | 08200628 | D.DURAIGANESAN            | Non-Executive - Independent Director | Member                | 17-10-2019          | 14-08-2021        |
| 6       | 09011328 | SUKH RAM MEENA            | Non-Executive - Nominee Director     | Member                | 28-12-2020          | 10-08-2021        |

**C. STAKEHOLDERS RELATIONSHIP COMMITTEE:**

| Sr. No. | DIN      | Name of Committee Members | Category of Director                 | Category in Committee | Date of Appointment | Date of Cessation |
|---------|----------|---------------------------|--------------------------------------|-----------------------|---------------------|-------------------|
| 1       | 08599985 | SOBHA SURENDRAN           | Non-Executive - Independent Director | Chairperson           | 09-09-2021          |                   |
| 2       | 07826722 | RAJEEV AILAWADI           | Executive Director                   | Member                | 08-05-2018          |                   |
| 3       | 09275923 | DEEPAK SRIVASTAVA         | Non-Executive - Nominee Director     | Member                | 10-08-2021          |                   |
| 4       | 08341090 | BABAK BAGHERPOUR          | Non-Executive - Nominee Director     | Member                | 27-03-2019          |                   |
| 5       | 08200628 | D.DURAIGANESAN            | Non-Executive - Independent Director | Chairperson           | 17-10-2019          | 14-08-2021        |
| 6       | 09011328 | SUKH RAM MEENA            | Non-Executive - Nominee Director     | Member                | 28-12-2020          | 10-08-2021        |

**D. RISK MANAGEMENT COMMITTEE:**

| Sr. No. | DIN      | Name of Committee Members | Category of Director                 | Category in Committee | Date of Appointment |
|---------|----------|---------------------------|--------------------------------------|-----------------------|---------------------|
| 1       | 09224177 | ARVIND KUMAR              | Executive Director                   | Chairperson           | 27-08-2021          |
| 2       | 07826722 | RAJEEV AILAWADI           | Executive Director                   | Member                | 27-03-2019          |
| 3       | 08691391 | S.KRISHNAN                | Executive Director                   | Member                | 01-03-2020          |
| 4       | 08845247 | H.SHANKAR                 | Executive Director                   | Member                | 01-10-2020          |
| 5       | 08777977 | MANOJ SHARMA              | Non-Executive - Nominee Director     | Member                | 24-07-2020          |
| 6       | 00577494 | MYNENI NARAYANA RAO       | Non-Executive - Independent Director | Member                | 17-10-2019          |

**E. CORPORATE SOCIAL RESPONSIBILITY & SUSTAINABILITY DEVELOPMENT COMMITTEE:**

| Sr. No. | DIN      | Name of Committee Members | Category of Director                 | Category in Committee | Date of Appointment | Date of Cessation |
|---------|----------|---------------------------|--------------------------------------|-----------------------|---------------------|-------------------|
| 1       | 00577494 | MYNENI NARAYANA RAO       | Non-Executive - Independent Director | Chairperson           | 25-02-2020          |                   |
| 2       | 07704367 | MOHAMMED BAGHER DAKHILI   | Non-Executive - Nominee Director     | Member                | 23-01-2017          |                   |
| 3       | 07826722 | RAJEEV AILAWADI           | Executive Director                   | Member                | 08-05-2018          |                   |
| 4       | 08845247 | H.SHANKAR                 | Executive Director                   | Member                | 01-10-2020          |                   |
| 5       | 09275923 | DEEPAK SRIVASTAVA         | Non-Executive - Nominee Director     | Member                | 10-08-2021          |                   |
| 6       | 09011328 | SUKH RAM MEENA            | Non-Executive - Nominee Director     | Member                | 28-12-2020          | 10-08-2021        |

**F. OTHER COMMITTEE:**

| Sr. No. | DIN      | Name of Committee Members | Name of the Committee   | Category of Director                 | Category in Committee |
|---------|----------|---------------------------|-------------------------|--------------------------------------|-----------------------|
| 1       | 08777977 | MANOJ SHARMA              | BOARD PROJECT COMMITTEE | Non-Executive – Nominee Director     | Chairperson           |
| 2       | 09275923 | DEEPAK SRIVASTAVA         | BOARD PROJECT COMMITTEE | Non-Executive – Nominee Director     | Member                |
| 3       | 07275427 | AMITABH MATHUR            | BOARD PROJECT COMMITTEE | Non-Executive – Independent Director | Member                |
| 4       | 07826722 | RAJEEV AILAWADI           | BOARD PROJECT COMMITTEE | Executive Director                   | Member                |
| 5       | 08691391 | S.KRISHNAN                | BOARD PROJECT COMMITTEE | Executive Director                   | Member                |
| 6       | 08845247 | H.SHANKAR                 | BOARD PROJECT COMMITTEE | Executive Director                   | Member                |

### III. MEETING OF BOARD OF DIRECTORS:

| Sr. No. | Date(s) of meeting<br>(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 (Yes/No) | Number of Directors present (Other than Independent Directors) | No. of Independent Directors present at the meeting |
|---------|--|---|--|--|---|
| 1       | 28-04-2021   | -   | Yes  | 7  | 4   |
| 2       | 25-06-2021   | 57  | Yes  | 7  | 4   |
| 3       | 22-07-2021   | 26  | YES  | 7  | 4   |

### IV. MEETING OF BOARD SUB-COMMITTEES:

| Sr. No. | Name of Committee         | Date(s) of meeting<br>(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 (Yes/No) | Number of Directors present (Other than Independent Directors) | No. of Independent Directors attending the meeting |
|---------|---------------------------|--|---|--|--|--|
| 1       | Audit Committee           | 28-04-2021   |   | Yes  | 0  | 3  |
| 2       | Audit Committee           | 22-07-2021   | 84  | YES  | 0  | 3  |
| 3       | Risk Management Committee | 28-04-2021   |   | Yes  | 4  | 1  |

### V. RELATED PARTY TRANSACTIONS:

| Sr. No. | Subject  | Compliance status (Yes/No/NA) |
|---------|--|-------------------------------|
| 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                           |

## VI. AFFIRMATIONS:

| Sr. No. | Subject  | Compliance status (Yes/No) |
|---------|--|----------------------------|
| 1       | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015  | No*                        |
| 2       | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015<br><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.<br><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.<br><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.<br><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                        |

**\*NOTE: CPCL HAS NOT BEEN ABLE TO COMPLY WITH THE REQUIREMENT OF 50% INDEPENDENT DIRECTORS ON ITS BOARD. BEING A GOVERNMENT COMPANY UNDER THE ADMINISTRATIVE CONTROL OF THE MINISTRY OF PETROLEUM & NATURAL GAS, THE DIRECTORS ARE NOMINATED BY THE GOVERNMENT OF INDIA. THE GOVERNMENT OF INDIA IS IN THE PROCESS OF APPOINTING ADDITIONAL INDEPENDENT DIRECTORS. THE MATTER IS BEING PURSUED BY CPCL.**

| Sr. No. | Particulars  | Regulation Number                    | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|---------|--|--------------------------------------|-------------------------------|--|
| 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                           |  |

| <b>Additional Half yearly Disclosure</b>   |  |   |  |
|--|--|---|--|
| Applicability of disclosure  | Applicable   |   |  |
| Reason for Non Applicability   | -  |   |  |
| <b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below</b>          |  |   |  |
| <b>(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b> |  |   |  |
| <b>Entity</b>  | <b>Aggregate amount advanced during six months</b> | <b>Balance outstanding at the end of six months</b> |  |
| Promoter or any other entity controlled by them  | 0.00   | 0.00  |  |
| Promoter Group or any other entity controlled by them  | 0.00   | 0.00  |  |
| Directors (including relatives) or any other entity controlled by them                               | 0.00   | 0.00  |  |
| KMPs or any other entity controlled by them  | 0.00   | 0.00  |  |

| <b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>   |  |   |   |
|---|--|---|---|
| <b>Entity</b>   | <b>Type (guarantee, comfort letter etc.)</b> | <b>Aggregate amount of issuance during six months</b>   | <b>Balance outstanding at the end of six months(taking into account any invocation)</b> |
| Promoter or any other entity controlled by them   | NIL  | 0.00  | 0.00  |
| Promoter Group or any other entity controlled by them   | NIL  | 0.00  | 0.00  |
| Directors (including relatives) or any other entity controlled by them  | NIL  | 0.00  | 0.00  |
| KMPs or any other entity controlled by them   | NIL  | 0.00  | 0.00  |
| <b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>   |  |   |   |
| <b>Entity</b>   | <b>Type of Security (cash, shares etc.)</b>  | <b>Aggregate value of Security provided during six months</b>   | <b>Balance outstanding at the end of six months</b>                                     |
| Promoter or any other entity controlled by them   | NIL  | 0.00  | 0.00  |
| Promoter Group or any other entity controlled by them   | NIL  | 0.00  | 0.00  |
| Directors (including relatives) or any other entity controlled by them  | NIL  | 0.00  | 0.00  |
| KMPs or any other entity controlled by them   | NIL  | 0.00  | 0.00  |
| <b>(D) Additional Information</b>   |  |   |   |
| <b>II. Affirmations</b>   |  |   |   |
| <b>Affirmations</b>   | <b>Compliance Status</b>                     | <b>Company Remarks</b>  |   |
| All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company. | Yes  | No Loans, Guarantees, Comfort Letter, Securities has been directly or indirectly provided to the Promoter or Promoter Group or Directors or KMP's or any Other Entity controlled by them. |   |

|             |                 |  |
|-------------|-----------------|--|
| Name        | RAJEEV AILAWADI |  |
| Designation | CFO             |  |
| Place       | CHENNAI         |  |
| Date        | 05-10-2021      |  |

## VII. GENERAL INFORMATION ABOUT COMPANY:

|  |                                       |
|--|---------------------------------------|
| Scrip code   | 500110                                |
| NSE Symbol   | CHENNPETRO                            |
| MSEI Symbol  | NOTLISTED                             |
| ISIN   | INE178A01016                          |
| Name of the entity   | CHENNAI PETROLEUM CORPORATION LIMITED |
| Date of start of financial year                                | 01-04-2021                            |
| Date of end of financial year                                  | 31-03-2022                            |
| Reporting Quarter  | Half Yearly                           |
| Date of Report   | 30-09-2021                            |
| Risk management committee                                      | Applicable                            |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 listed entities              |



**NAME: P.SHANKAR**

**DESIGNATION: COMPANY SECRETARY & COMPLIANCE OFFICER**

**PLACE: CHENNAI**

**DATE: 05.10.2021**