

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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure 1 to be submitted by listed entity on quarterly basis																					
I. Composition of Board of Directors																					
Whether the listed entity has a Regular Chairperson										Yes											
Whether Chairperson is related to MD or CEO										No											
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Current status	Whether special resolution passed? [Refer Reg. 17(1A) 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 of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity with 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)	Notes for not providing PAN
1	Mr	S.M.VAIDYA	ACLPV2181N	06995642	Non-Executive - Nominee Director	Chairperson related to Promoter		07-08-1963	No	Active	NA		01-08-2019				2	0	0	0	
2	Mr	ARVIND KUMAR	ABOPK6524C	09224177	Executive Director	Not Applicable	CEO-MD	17-10-1967	No	Active	NA		27-08-2021				1	0	0	0	
3	Mr	H.SHANKAR	AAQPH9410D	08845247	Executive Director	Not Applicable		06-03-1965	No	Active	NA		01-10-2020				1	0	0	0	
4	Mr	ROHIT KUMAR AGRAWALA	ACVPA7046F	10048961	Executive Director	Not Applicable		25-06-1973	No	Active	NA		01-03-2023				1	0	1	0	
5	Ms	SUKLA MISTRY	ADQPM3375H	09309378	Non-Executive - Nominee Director	Not Applicable		08-04-1964	No	Active	NA		16-11-2021				2	0	0	0	
6	Mr	DEEPAK SRIVASTAVA	BOSP57859L	09275923	Non-Executive - Nominee Director	Not Applicable		30-06-1981	No	Active	NA		10-08-2021				1	0	2	0	
7	Mr	BABAK BAGHERPOUR	ZZZZ9999Z	08341090	Non-Executive - Nominee Director	Not Applicable		09-03-1975	No	Active	NA		27-03-2019				2	0	1	0	DIRECTOR IS A FOREIGN NATIONAL.
8	Mr	MOHAMMED BAGHER DAKHIL	ZZZZ9999Z	07704367	Non-Executive - Nominee Director	Not Applicable		12-10-1952	No	Active	NA		23-01-2017				2	0	0	0	DIRECTOR IS A FOREIGN NATIONAL.
9	Mr	RAVI KUMAR RUNGTA	AEQPR4709H	00993270	Non-Executive - Independent Director	Not Applicable		16-08-1972	No	Active	Yes	23-08-2022	16-11-2021	23-08-2022		36	1	1	0	1	
10	Mr	C.K.SHIVANNA	BMQPS1112R	09398521	Non-Executive - Independent Director	Not Applicable		25-07-1967	No	Active	Yes	23-08-2022	16-11-2021	23-08-2022		36	1	1	1	1	
11	Mr	K.SURENDARAN	BHUPS9036C	10091005	Non-Executive - Independent Director	Not Applicable		10-03-1970	No	Active	Yes	22-08-2023	27-03-2023	22-08-2023	25-03-2024	36	1	1	0	0	
12	Mr	P.KANNAN	AACP6960B	10250173	Executive Director	Not Applicable		23-10-1966	No	Active	NA		01-08-2023				1	0	0	0	
13	Mr	INDER JEET	ADKPJ6046Q	10385230	Non-Executive - Nominee Director	Not Applicable		11-08-1975	No	Active	NA		07-11-2023				1	0	0	0	

II. Composition of Committees							
Is there any change in information of committees compare to previous quarter					Yes		
<u>Audit Committee Details</u>							
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	00993270	RAVI KUMAR RUNGTA	Non-Executive - Independent Director	Chairperson	11-08-2022		
2	09398521	C.K.SHIVANNA	Non-Executive - Independent Director	Member	11-08-2022		
3	09275923	DEEPAK SRIVASTAVA	Non-Executive - Nominee Director	Member	10-08-2021		
<u>Nomination and remuneration committee</u>							
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	00993270	RAVI KUMAR RUNGTA	Non-Executive - Independent Director	Chairperson	27-04-2022		
2	09398521	C.K.SHIVANNA	Non-Executive - Independent Director	Member	27-04-2022		
3	09309378	SUKLA MISTRY	Non-Executive - Nominee Director	Member	16-11-2021		
4	09275923	DEEPAK SRIVASTAVA	Non-Executive - Nominee Director	Member	10-08-2021		
5	10091005	K.SURENDARAN	Non-Executive - Independent Director	Member	27-03-2023	25-03-2024	Tendered his Resignation vide Letter dated 25.03.2024.
<u>Stakeholders Relationship Committee</u>							
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	09275923	DEEPAK SRIVASTAVA	Non-Executive - Nominee Director	Member	10-08-2021		
2	08341090	BABAK BAGHERPOUR	Non-Executive - Nominee Director	Member	27-03-2019		
3	10048961	ROHIT KUMAR AGRAWALA	Executive Director	Member	01-03-2023		
4	09398521	C.K.SHIVANNA	Non-Executive - Independent Director	Chairperson	31-03-2023		
<u>Risk Management Committee</u>							
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	09224177	ARVIND KUMAR	Executive Director	Chairperson	27-08-2021		
2	10250173	P.KANNAN	Executive Director	Member	01-08-2023		
3	08845247	H.SHANKAR	Executive Director	Member	01-10-2020		
4	09309378	SUKLA MISTRY	Non-Executive - Nominee Director	Member	16-11-2021		
5	00993270	RAVI KUMAR RUNGTA	Non-Executive - Independent Director	Member	11-08-2022		
6	10048961	ROHIT KUMAR AGRAWALA	Executive Director	Member	01-03-2023		
<u>Corporate Social Responsibility Committee</u>							
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	09398521	C.K.SHIVANNA	Non-Executive - Independent Director	Chairperson	11-08-2022		
2	07704367	MOHAMMED BAGHER DAKHILI	Non-Executive - Nominee Director	Member	23-01-2017		
3	08845247	H.SHANKAR	Executive Director	Member	01-10-2020		
4	09275923	DEEPAK SRIVASTAVA	Non-Executive - Nominee Director	Member	10-08-2021		
5	10048961	ROHIT KUMAR AGRAWALA	Executive Director	Member	01-03-2023		

III. Meeting of Board of Directors							
Sr	Date(s) of meeting (if any) in the previous quarter	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 (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1		25-10-2023		Yes	12	11	2
2		22-01-2024	88	Yes	13	12	3
3		20-02-2024	28	Yes	13	13	3

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	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	25-10-2023			Yes	3	3	2	0
2	Audit Committee	21-01-2024	87		Yes	3	3	2	0
3	Audit Committee	24-02-2024	33		Yes	3	3	2	0
4	Nomination and remuneration committee	31-01-2024			Yes	5	5	3	0
5	Corporate Social Responsibility Committee	21-01-2024			Yes	5	5	1	0
6	Other Committee	13-12-2023		Board project Committee	Yes	5	5	1	0
7	Other Committee	21-01-2024	38	Board project Committee	Yes	5	5	1	0
8	Other Committee	19-02-2024	28	Board project Committee	Yes	5	5	1	0

V. Related Party Transactions		
Sr	Subject	Compliance status (Yes/No/NA)
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

VI. Affirmations		
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	No
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	No
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	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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	<p><u>NOTES FOR COMPOSITION OF BOARD OF DIRECTORS & NOMINATION AND REMUNERATION COMMITTEE</u></p> <p>CPCL HAS NOT BEEN ABLE TO COMPLY WITH THE REQUIREMENT OF 50% INDEPENDENT DIRECTORS ON ITS BOARD AND 2/3RD INDEPENDENT DIRECTORS IN THE NOMINATION & REMUNERATION COMMITTEE. 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.</p> <p>AFTER APPOINTMENT OF REQUIRED INDEPENDENT DIRECTORS BY THE GOVERNMENT OF INDIA, COMPOSITION OF NOMINATION AND REMUNERATION COMMITTEE SHALL BE COMPLIED WITH.</p>
Sr	Subject	Compliance status
1	Name of signatory	P.SHANKAR
2	Designation	Company Secretary and Compliance Officer

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)			
I. Disclosure on website in terms of Listing Regulations			
Sr	Item	Compliance status (Yes/No/NA)	Web address
1	Details of business	Yes	https://cpcl.co.in/business/refinery/manali-refinery/
2	Terms and conditions of appointment of independent directors	Yes	https://cpcl.co.in/investors/financials/statutory-disclosure/
3	Composition of various committees of board of directors	Yes	https://cpcl.co.in/company/leadership/sub-committees/
4	Code of conduct of board of directors and senior management personnel	Yes	https://cpcl.co.in/wp-content/uploads/Policies/Code%20of%20Conduct_CPC L.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://cpcl.co.in/wp-content/uploads/Policies/Whistle%20Blower%20Policy%20-2019.pdf
6	Criteria of making payments to non-executive directors	NA	
7	Policy on dealing with related party transactions	Yes	https://cpcl.co.in/wp-content/uploads/2021/06/Related-Party-Transaction-Policy2021.pdf
8	Policy for determining 'material' subsidiaries	NA	
9	Details of familiarization programmes imparted to independent directors	Yes	https://cpcl.co.in/investors/financials/statutory-disclosure/
10	Email address for grievance redressal and other relevant details	Yes	https://cpcl.co.in/investors/share-holder-information/investor-relations/
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://cpcl.co.in/wp-content/uploads/SEBI%20DISCLOSURE%20DOCUMENTS/OTHERS/Nodal%20Officer%20%26%20RTA%20Details.pdf
12	Financial results	Yes	https://cpcl.co.in/investors/financials/financial-performance/
13	Shareholding pattern	Yes	https://cpcl.co.in/investors/financials/statutory-disclosure/

14	Details of agreements entered into with the media companies and/or their associates	NA	
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes	https://cpcl.co.in/investors/financials/exchange-intimations/
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes	https://cpcl.co.in/investors/financials/exchange-intimations/
16	New name and the old name of the listed entity	NA	
17	Advertisements as per regulation 47 (1)	Yes	https://cpcl.co.in/investors/financials/exchange-intimations/
18	Credit rating or revision in credit rating obtained	Yes	https://cpcl.co.in/investors/share-holder-information/credit-rating/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	
20	Secretarial Compliance Report	Yes	https://cpcl.co.in/investors/financials/exchange-intimations/
21	Materiality Policy as per Regulation 30 (4)	Yes	https://cpcl.co.in/wp-content/uploads/Policies/Material%20Policy-2016.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	https://cpcl.co.in/wp-content/uploads/Policies/Material%20Policy-2016.pdf
23	Disclosures under regulation 30(8)	Yes	https://cpcl.co.in/investors/financials/statutory-disclosure/
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA	
25	Dividend Distribution policy as per Regulation 43A(1)	Yes	https://cpcl.co.in/wp-content/uploads/Policies/Dividend%20Distribution%20Policy.pdf
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://cpcl.co.in/investors/financials/statutory-disclosure/
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	https://cpcl.co.in/investors/financials/statutory-disclosure/

28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	https://cpcl.co.in/investors/financials/exchange-intimations/
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II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	No	CPCL HAS NOT BEEN ABLE TO COMPLY WITH THE REQUIREMENT OF 50% INDEPENDENT DIRECTORS ON ITS BOARD AND 2/3RD INDEPENDENT DIRECTORS IN THE NOMINATION & REMUNERATION COMMITTEE. 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.
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	NA	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	No	CPCL HAS NOT BEEN ABLE TO COMPLY WITH THE REQUIREMENT OF 2/3RD INDEPENDENT DIRECTORS IN THE NOMINATION & REMUNERATION COMMITTEE. 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.
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	

26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	Yes	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	

III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
1	Name of signatory	P.SHANKAR
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	-	-	
Promoter Group or any other entity controlled by them	-	-	
Directors (including relatives) or any other entity controlled by them	-	3915969.45	
KMPs or any other entity controlled by them	200000	333819.73	
(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			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-
(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			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-
(D) Additional Information			
Affirmations		Compliance Status	
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	
Name	ROHIT KUMAR AGRAWALA		
Designation	CFO		
Place	Chennai		
Date	4/15/2024		

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

Signatory Details	
Name of signatory	P.SHANKAR
Designation of person	Company Secretary and Compliance Officer
Place	CHENNAI
Date	4/15/2024