

Sec.3.4.I(L)

12th October, 2018

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 under Regulation 27(2)(a) of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

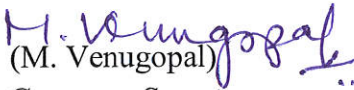

We are submitting herewith the Quarterly Compliance Report on Corporate Governance for the 2nd Quarter ended 30th September, 2018 in the prescribed format as required under Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to kindly take the above on record.

Thanking You,

Yours faithfully,

For Bharat Petroleum Corporation Limited


(M. Venugopal)
Company Secretary


Encl.: A/a

XBRL Excel Utility	
1.	Overview
2.	Before you begin
3.	Index
4.	Steps for Filing - Corporate Governance Report

1. Overview

The excel utility can be used for creating the XBRL/XML file for e-filing of Corporate Governance Report

XBRL filing consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to BSE Listing Center Website (www.listing.bseindia.com) .

2. Before you begin

1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above.
2. The system should have a file compression software to unzip excel utility file.
3. Make sure that you have downloaded the latest Excel Utility from BSE Website to your local system.
4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility
5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine. Please first go through Enable Macro - Manual attached with zip file.

3. Index

1	Details of general information about company	General Info
2	Composition of BOD	Annexure I - Composition of BOD
3	Composition of Committee	Annexure I - Composition of Committee
4	Meeting of BOD	Annexure I - Meeting of BOD
5	Meeting of Committees	Annexure I - Meeting of Committees
6	Related Party Transaction	Annexure I - Related Party Transaction
7	Affirmation	Annexure I - Affirmation
8	Website	Annexure II - Website
9	Annual Affirmation	Annexure II - Annual Affirmation
10	Annual Affirmation Continue	Annexure II - Annual Affirmation Continue
11	Annexure III	Annexure III
12	Signatory Details	Signatory Details

4. Steps for Filing Corporate Governance Report

I. Fill up the data: Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.)

- Use paste special command to paste data from other sheet.

II. Validating Sheets: Click on the "Validate" button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same.

III. Validate All Sheets: Click on the "Home" button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets.

Excel Utility will not allow you to generate XBRL/XML until you rectify all errors.

IV. Generate XML : Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on 'Generate XML' to generate XBRL/XML file.

- Save the XBRL/XML file in your desired folder in local system.

V. Generate Report : Excel Utility will allow you to generate Report. Now click on 'Generate Report' to generate html report.

- Save the HTML Report file in your desired folder in local system.
- To view HTML Report open "Chrome Web Browser" .
- To print report in PDF Format, Click on print button and save as PDF.

VI. Upload XML file to BSE Listing Center: For uploading the XBRL/XML file generated through Utility, login to BSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML.

5. Fill up the data in excel utility

1. Cells with red fonts indicate mandatory fields.
2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML.
3. You are not allowed to enter data in the Grey Cells.
4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field.
5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML.
6. Select data from "Dropdown list" wherever applicable.
7. Adding Notes: Click on "Add Notes" button to add notes

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General information about company

Scrip code	500547 ✓
NSE Symbol	
MSEI Symbol	
ISIN	INE029A01011 ✓
Name of the entity	Bharat Petroleum Corporation Limited ✓
Date of start of financial year	01-04-2018 ✓
Date of end of financial year	31-03-2019 ✓
Reporting Quarter	Half Yearly ✓
Date of Report	30-09-2018 ✓
Risk management committee	Applicable ✓

Enter the quarter
ended date only

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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															
Is there any change in information of board of directors compare to previous quarter															
Aid Notes															
Yes															
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(3) 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 28(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Dujkumar Duraiswamy	AABR3436D	00872597	Executive Director	Chairperson		01-10-2016			2	1	1		
2	Mr	Ramesh Srinivasan	AABR93148P	07164250	Executive Director	Not Applicable		01-03-2016	24-09-2018		2	0	0		
3	Mr	Ramamoorthy Ramachandran	AADPR4980P	07040995	Executive Director	Not Applicable		01-08-2016			1	0	0		
4	Mr	Padmakar Kappagumula	AHNPP7413M	08071800	Executive Director	Not Applicable		01-02-2018			1	0	0		
5	Mr	Rajiv Bansal	AANPB1019R	00245460	Non-Executive - Nominee Director	Not Applicable		28-11-2017			2	0	0		
6	Mr	K. Ellangoon	AEVPR4879K	05272476	Non-Executive - Nominee Director	Not Applicable		20-03-2018			1	0	0		
7	Mr	Rajesh Kumar Mangal	ACEPM9449H	03033081	Non-Executive - Independent Director	Not Applicable		01-12-2015		36	1	1	1		
8	Mr	Dreepak Bhogwani	AZTBD7487D	07951577	Non-Executive - Independent Director	Not Applicable		01-12-2015		36	1	2	0		
9	Mr	Gopal Chandra Nanda	AAGPN8433N	06441034	Non-Executive - Independent Director	Not Applicable		01-12-2015		36	1	2	1		
10	Mr	Vishal Y Sharma	AACP99765J	03134411	Non-Executive - Independent Director	Not Applicable		09-02-2017		36	1	1	0		
11	Mrs	Jane Mary Shanti Sundharum	ABCF51545F	06534695	Non-Executive - Independent Director	Not Applicable		21-09-2017		36	1	0	0		
12	Mr	Vinay Sheel Oberoi	AAAPO2110Q	07941886	Non-Executive - Independent Director	Not Applicable		21-09-2017		36	1	0	0		
13	Mrs	Tamilisa Sundarajan	ADIFT13729J	07949616	Non-Executive - Independent Director	Not Applicable		28-09-2017		36	1	0	0		

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

Is there any change in information of committees compare to previous quarter

Yes

Audit Committee Details

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	03033081	Shri Rajesh Kumar Mangal	Non-Executive - Independent Director	Chairperson	
2	07351577	Shri Deepak Bhojwani	Non-Executive - Independent Director	Member	
3	06441034	Shri Gopal Chandra Nanda	Non-Executive - Independent Director	Member	
4	01213441	Shri Vishal V Sharma	Non-Executive - Independent Director	Member	
5					
6					
7					
8					
9					
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Nomination and remuneration committee

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	07351577	Shri Deepak Bhojwani	Non-Executive - Independent Director	Chairperson	
2	06441034	Shri Gopal Chandra Nanda	Non-Executive - Independent Director	Member	
3	01213441	Shri Vishal V Sharma	Non-Executive - Independent Director	Member	
4	00245460	Shri Rajiv Bansal	Non-Executive - Nominee Director	Member	
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Stakeholders Relationship Committee

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	06441034	Shri Gopal Chandra Nanda	Non-Executive - Independent Director	Chairperson	
2	07351577	Shri Deepak Bhojwani	Non-Executive - Independent Director	Member	
3					
4					
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Risk Management Committee

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	03033081	Shri Rajesh Mangal	Non-Executive - Independent Director	Chairperson	
2	07049995	Shri Ramamoorthy Ramachandran	Executive Director	Member	
3	01213441	Shri Vishal V Sharma	Non-Executive - Independent Director	Member	
4					
5					
6					
7					
8					
9					
10					

Corporate Social Responsibility Committee

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	03033081	Shri Rajesh Kumar Mangal	Non-Executive - Independent Director	Chairperson	

2	08021800	Shri Padmakar Kappagantula	Executive Director	Member	
3	05272476	Dr. K. Ellangovan	Non-Executive - Nominee Director	Member	
4	00245460	Shri Rajiv Bansal	Non-Executive - Nominee Director	Member	
5					
6					
7					
8					
9					
10					

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
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explanatory[Add Notes](#)**Sr**
**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)**[Add](#)[Delete](#)

1	16-04-2018	
2	29-05-2018	42
3	11-06-2018	12
4	20-07-2018	38
5	08-08-2018	18
6	11-09-2018	33
7	28-09-2018	16

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Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Disclosure of notes on meeting of committees explanatory				Add Notes		Name of other committee
		Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)		
1	Audit Committee		Yes		16-04-2018	0		
2	Audit Committee		Yes		29-05-2018	42		
3	Audit Committee	20-07-2018	Yes			51		
4	Audit Committee	08-08-2018	Yes			18		
5	Audit Committee	06-09-2018	Yes			28		
6	Audit Committee	28-09-2018	Yes			21		
7	Risk Management Committee		Yes		11-06-2018	0		
8	Risk Management Committee	08-08-2018	Yes			0		
9	Corporate Social Responsibility Committee	20-07-2018	Yes			0		
10	Corporate Social Responsibility Committee	31-07-2018	Yes			0		

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Annexure 1

V. Related Party Transactions

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	
Disclosure of notes on related party transactions			<input type="button" value="Add Notes"/>
Disclosure of notes of material transaction with related party			<input type="button" value="Add Notes"/>

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Annexure 1

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	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 100 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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	M. Venugopal
2	Designation	Company Secretary and Compliance Officer

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Annexure III

Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year

I. Affirmations

Sr	Broad heading	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	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Any other information to be provided

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Annexure III

1	Name of signatory	M. Venugopal
2	Designation	Company Secretary and Compliance Office

For Element Petroleum Corporation Ltd
M. Venugopal
Company Secretary



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Signatory Details

Name of signatory	M. Venugopal
Designation of person	Company Secretary and Compliance Office
Place	Mumbai
Date	12-10-2018

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