



गेल (इंडिया) लिमिटेड

(भारत सरकार का उपक्रम – महारत्न कंपनी)

GAIL (India) Limited

(A Government of India Undertaking - A Maharatna Company)

गेल भवन,
16 भीकाएजी कामा प्लेस
नई दिल्ली-110066, भारत
GAIL BHAWAN,
16 BHIKAJI CAMA PLACE
NEW DELHI-110066, INDIA
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सं.: न दि/गेल/सेक्ट./2023

11.07.2023

1. लिस्टिंग अनुपालन नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड एक्सचेंज प्लाज़ा, 5 ^{वीं} मंजिल, प्लॉट सं. सी/1, जी ब्लॉक, बांद्रा-कुर्ला कॉम्प्लेक्स, बांद्रा (पूर्व) मुम्बई-400051 चिह्न : गेल	2. लिस्टिंग अनुपालन बीएसई लिमिटेड मंजिल 1, फिरोज़ जीजीभॉय टॉवर्स दलाल स्ट्रीट मुंबई - 400001 स्क्रिप कोड: 532155
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विषय: दिनांक 30.06.2023 को समाप्त तिमाही हेतु सेबी (सूचीबद्धता बाध्यताएं एवं प्रकटन अपेक्षाएं) विनियमन, 2015 के विनियम 27(2)(क) के तहत कॉर्पोरेट गवर्नेंस की अनुपालन रिपोर्ट

महोदय/महोदया,

कृपया दिनांक 30.06.2023 को समाप्त तिमाही के लिए निर्धारित प्रारूप में कॉर्पोरेट गवर्नेंस की अनुपालन रिपोर्ट संलग्न है।

यह सेबी (सूचीबद्धता बाध्यताएं एवं प्रकटन अपेक्षाएं) विनियमन, 2015 के अनुपालन में है।

उपर्युक्त आपके सूचनार्थ एवं रिकॉर्ड हेतु है।

धन्यवाद,

भवदीय,

महेश

(महेश कुमार अग्रवाल)
कंपनी सचिव

संलग्न : उपर्युक्तानुसार

प्रति:

1. इयूश बैंक ए जी, फिलिआले मुंबई
टीएसएस एंड ग्लोबल इक्विटी सर्विसेस
द कैपिटल, 14^{वीं} मंजिल, सी-70, जी ब्लॉक,
बांद्रा कुर्ला कॉम्प्लेक्स, मुम्बई-400051
2. आईडीबीआई ट्रस्टशिप सर्विसेज़ लिमिटेड, एशियन बिल्डिंग,
भू-तल, 17, आर. कमानी मार्ग, बलार्ड एस्टेट,
मुम्बई-400 001

ध्यानाकर्षण : सुश्री अपर्णा सालुंके

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity : GAIL (INDIA) LIMITED
 2. Quarter ending : 30.06.2023

I. Composition of Board of Directors												
Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure (In Months)	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in 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) <u>AC – Audit Committee</u> <u>SRC – Stakeholders Relationship Committee</u>	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Sandeep Kumar Gupta	ACXPG1 515B & 07570165	Chairperson - Executive Director	03.10.22	03.10.22	---	---	11.02.66	2	0	AC - 0 SRC - 1	AC - 0 SRC - 0
Mr.	Mahesh Vishwanathan Iyer	AABPI70 21E & 08198178	Executive Director	25.11.20	25.11.20	---	---	05.10.63	2	0	AC - 0 SRC - 0	AC - 0 SRC - 0
Mr.	Rakesh Kumar Jain	ABFPJ71 53F & 08788595	Executive Director	01.12.21	01.12.21	---	---	19.06.66	2	0	AC - 1 SRC - 1	AC - 1 SRC - 0
Mr.	Deepak Gupta	ACYPG5 712B & 09503339	Executive Director	12.02.22	12.02.22	---	---	12.02.69	1	0	AC - 1 SRC - 0	AC - 1 SRC - 0

Ms.	Kangabam Inaocha Devi	BGDPD1 744E & 07812922	Non-executive Director - Independent Director	18.11.21	18.11.21	---	19.8	14.11.77	1	1	AC - 0 SRC - 1	AC - 0 SRC - 1
Dr.	Ravikant Kolhe	AGWPK0 219K & 09406892	Non-executive Director - Independent Director	22.11.21	22.11.21	---	19.8	02.08.64	1	1	AC - 1 SRC - 0	AC - 0 SRC - 0

Whether Regular chairperson appointed: Yes

Whether Chairperson is related to Managing Director or CEO: N.A. (Government of India has appointed same person as a Chairperson and Managing Director)

II. Composition of Committees

Name of Committee	Whether Regular chairpers on appointed	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/ Independent/Nominee)	Date of Appointment in the Committee	Date of Cessation from the Committee
Audit Committee	Yes	Shri Akhilesh Jain	Chairperson/Non-executive Director - Independent Director	03.12.2021	---
		Shri Ayush Gupta	Executive Director	01.09.2022	20.06.2023
		Shri Sanjay Kumar	Executive Director	20.06.2023	---
		Prof. Dr. Ravikant Kolhe	Non-executive Director -Independent Director	03.12.2021	---
Nomination & Remuneration Committee	Yes	Dr. Nandhagopal Narayanasamy	Chairperson/ Non-executive Director - Independent Director	03.12.2021	---
		Shri Sher Singh	Non-executive Director -Independent Director	03.12.2021	---
		Dr. Navneet Mohan Kothari	Non-executive Director – Nominee Director	06.08.2021	19.04.2023
		Shri Sandeep Kumar Gupta	Executive Director	19.04.2023	25.05.2023
		Shri Kushagra Mittal	Non-executive Director – Nominee Director	25.05.2023	---

Stakeholders Relationship Committee					
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Corporate & Social Responsibility Committee					
17.04.2023	Yes	4	2	18.01.2023	88
20.06.2023	Yes	4	2	---	
Risk Management Committee					
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*** is filled only for Current Quarter Meetings**

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of Audit Committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes ¹

Note 1: - The details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee in its 234th meeting held on 28.06.2023.

VI. Affirmations

- GAIL is a Government Company under the administrative control of the Ministry of Petroleum and Natural Gas, Government of India. All the Directors on the Board of GAIL (including Independent Directors) are nominated/appointed by the Government of India. Appointment(s) of Directors is outside the purview/control of the GAIL's management. As on 30.06.2023, GAIL's Board comprised of Six whole-time Directors including CMD and Two Government Nominee Directors and Six Independent Directors. GAIL is fully compliant with regard to the composition of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee as per provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The meetings of the Board of Directors and the Committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Compliance Report on Corporate Governance for the Quarter ended 31.03.2023 was put up in 456th Meeting of the Board held on 18.05.2023.

Mahesh Agarwal

(Mahesh Kumar Agarwal)
Company Secretary