



ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Castrol India Limited**
 2. Quarter ending - **31-Dec-2018**

i. Composition Of Board Of Director

Name of the Director	DI N	P A N	Categ ory (Chair perso n /Execut ive/No n- Executi ve/ Indepe ndent/ Nomin ee)	Sub Cate gory	Dat e of App oint me nt	Dat e of ces ati on	Te nur e	No of Direc torsh ip in listed entiti es inclu ding this listed entit y	No of mem bersh ips in Audit / Stake holde r Com mitte e(s) inclu ding this listed entit y	No of post of Chairpe rson in Audit/ Stakeho lder Commit tee held in listed entities includin g this listed entity	Me mbe rsh ip in Com mitt ees of the Com pany	Rem arks
S.M.D atta	00 03 28 12	AA GP D6 96 3M	ID,C & NED		01- Oct- 2014		51	4	6	2	AC,SC, NRC	
R. Gopal akrish nan	00 02 78 58	AA DP G7 65 7C	ID		01- Oct- 2014		51	1	1	0	AC,NRC	
Uday Khann a	00 07 91 29	AF EP K7 06 1E	ID		01- Oct- 2014		51	5	4	4	AC	



Omer Dormen	07 28 20 01	CIKP D44 97A	ED	MD	12- Oct- 2015			1	1	0	SC	
Jayanta Chatterjee	06 98 69 18	ACN PC5 377 K	ED		30- Oct- 2014			1	0	0	NA	
Rashmi Joshi	06 64 18 98	AAF PJ16 09K	ED		01- Aug- 2013			1	1	1	SC	
Sashi Mukundan	02 51 97 25	AAQ PM1 309 L	NED,ND		21- Apr- 2009			1	0	0	NA	
Peter Weidner	03 62 03 89	ZZZZ Z99 99Z	NED,ND		05- Apr- 2012			1	0	0	NRC	Foreign National
Shiva McMahon	07 77 07 83	ZZZZ Z99 99Z	NED,ND		11- May- 2017	15- Nov- 2018		1	1	0	AC,NRC	Foreign National
Sangeeta Talwar	00 06 24 78	ACF PT1 415 R	ID		23- Jul- 2018		5	2	2	1	NRC	Ms. Sangeeta Talwar was appointed as an Additional Director with effect from 23 July 2018

Company Remarks	Ms. Shiva McMahon (DIN: 07770783) ceases to be Nominee Director on the Board of Castrol India Limited with effect from close of business hours on 15 November 2018.
Whether Permanent chairperson appointed	Yes



ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Uday Khanna	ID	Chairperson	01-Oct-2014	
2	Shiva McMahan	NED,ND	Member	11-May-2017	15-Nov-2018
3	S.M.Datta	ID,C & NED	Member	01-Oct-2014	
4	R. Gopalakrishnan	ID	Member	01-Oct-2014	

Company Remarks	Ms. Shiva McMahan ceased to be as Member of Audit Committee with effect from close of business hours on 15 November 2018
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	S.M.Datta	ID,C & NED	Chairperson	01-Oct-2014	
2	Rashmi Joshi	ED	Member	01-Aug-2013	
3	Omer Dormen	ED	Member	12-Oct-2015	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	S.M.Datta	ID,C & NED	Member	01-Oct-2014	
2	Peter Weidner	NED,ND	Member	05-Apr-2012	
3	R. Gopalakrishnan	ID	Chairperson	01-Oct-2014	
4	Sangeeta Talwar	ID	Member	23-Jul-2018	
5	Shiva McMahan	NED,ND	Member	11-May-2017	15-Nov-2018



Company Remarks	Ms. Shiva McMahon ceased to be as Member of Nomination and Remuneration Committee with effect from close of business hours on 15 November 2018
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
31-Jul-2018	31-Oct-2018

Company Remarks	
Maximum gap between any two consecutive (in number of days)	91

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	31-Jul-2018	31-Oct-2018		Yes
Stakeholders Relationship Committee	31-Jul-2018	31-Oct-2018		Yes
Nomination & Remuneration Committee	31-Jul-2018	31-Oct-2018		Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	



Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	The Report of the previous quarter has been placed before the Board of Directors at its meeting held on 31 October 2018
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VI. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. 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**
4. 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**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **Mr. Omer Dormen**
Designation : **Managing Director**

ANNEXURE II

**Format 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			
Item	Compliance status (Yes/No/NA)	Company Remark	Website
Details of business	Yes		www.castrol.co.in
Terms and conditions of appointment of	Yes		www.castrol.co.in
Composition of various committees of	Yes		www.castrol.co.in
Code of conduct of board of directors and	Yes		www.castrol.co.in
Details of establishment of vigil	Yes		www.castrol.co.in
Criteria of making payments to non-	Yes		www.castrol.co.in
Policy on dealing with related party	Yes		www.castrol.co.in
Policy for determining 'material'	Not Applicable		
Details of familiarization programs	Yes		www.castrol.co.in
Contact information of the	Yes		www.castrol.co.in
designated officials of the listed			
email address for grievance redressal and	Yes		www.castrol.co.in
Financial results	Yes		www.castrol.co.in
Shareholding pattern	Yes		www.castrol.co.in
Details of agreements entered into	Not Applicable		
with the media companies and/or			
New name and the old name of the listed	Not Applicable		
II Annual Affirmations			
Particulars	Regulation Number	Compliance	Company Remark
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1)	Yes	
Meeting of Board of directors	17(2)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	

Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(5),(6),(7) &	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Not Applicable	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Not Applicable	
Maximum Directorship & Tenure	25(1) & (2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Other Information	
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Name : **Mr. Omer Dornen**
Designation : **Managing Director**