

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

# Annual Return

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L23201MH1959GOI011388

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACI1681G

(ii) (a) Name of the company

INDIAN OIL CORPORATION LIA

(b) Registered office address

Indian Oil Bhavan, G-9 All Yavar Jung Marg,  
BANDRA (EAST)  
MUMBAI  
Maharashtra  
400051

(c) \*e-mail ID of the company

kgwalani@indianoil.in

(d) \*Telephone number with STD code

02226447054

(e) Website

www.iocl.com

(iii) Date of Incorporation

30/06/1959

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Union Government Company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	NATIONAL STOCK EXCHANGE LTD	1,024
2	BSE LTD	1

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,  
Financial District, Nanakramguda, Serilingampally

(vii) \*Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

(b) Due date of AGM

31/08/2021

(c) Whether any extension for AGM granted

Yes  No

(f) Specify the reasons for not holding the same

AGM will be held on 27th August 2021

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C5	Coke and refined petroleum products	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

37

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Chennai Petroleum Corporation	L40101TN1965GOI005389	Subsidiary	51.89
2	Indian Catalyst Pvt. Ltd.	U11201GJ2006PTC048372	Subsidiary	100
3	Lanka IOC PLC		Subsidiary	75.12
4	IndianOil (Mauritius) Ltd.		Subsidiary	100
5	IOC Middle East FZE		Subsidiary	100
6	IOC Sweden AB		Subsidiary	100
7	IOCL (USA) Inc.		Subsidiary	100
8	IndOil Global B.V.		Subsidiary	100
9	IOCL Singapore Pte. Ltd.		Subsidiary	100
10	Avi-Oil India Pvt. Ltd.	U23201DL1993PTC190652	Associate	25
11	Relhi Aviation Fuel Facility Pvt. L	U74999DL2009PTC193079	Associate	37
12	Green Gas Limited	U23201UP2005PLC030834	Associate	49.97
13	GSPL India Gasnet Ltd.	U40200GJ2011SGC067449	Associate	26
14	GSPL India Transco Ltd.	U40200GJ2011SGC067450	Associate	26
15	Hindustan Urvarak & Rasayan L	U24100DL2016PLC358399	Associate	29.67
16	IHB Ltd.	U60230GJ2019PLC109127	Associate	50
17	Indian Oiltanking Ltd.	U23200MH1996PLC102222	Associate	49.38
18	Indian Oil Ruchi Biofuels LLP		Joint Venture	50
19	Indian Synthetic Rubber Privat	U25190DL2010PTC205324	Associate	50
20	IndianOil Adani Gas Pvt. Ltd.	U40300DL2013PTC258690	Associate	50
21	Indian Oil LNG Pvt. Ltd.	U23200TN2015PTC100731	Associate	50
22	IOC Phinergy Pvt. Ltd.	U31109DL2021PTC377250	Associate	50
23	IndianOil Petronas Pvt. Ltd.	U74899WB1998PTC219339	Associate	50
24	IndianOil Skytanking Pvt. Ltd.	U11202KA2006PTC040251	Associate	50

25	Indradhanush Gas Grid Limited	U40300AS2018GOI018660	Associate	20
26	Kochi Salem Pipeline Private Li	U40300KL2015PTC037849	Associate	50
27	Lubrizol India Pvt. Ltd.	U23201MH1966PTC013538	Associate	26
28	Mumbai Aviation Fuel Farm Fa	U63000MH2010PTC200463	Associate	25
29	NPCIL – IndianOil Nuclear Ener	U40104MH2011GOI215870	Associate	26
30	Petronet CI Limited	U23201GJ2000PLC039031	Associate	26
31	Petronet India Limited	U45203MH1997PLC108251	Associate	18
32	Petronet LNG Limited	L74899DL1998PLC093073	Associate	12.5
33	Petronet VK Limited	U23200GJ1998PLC034144	Associate	50
34	atnagiri Refinery & Petrochemi	U23200MH2017PLC300014	Associate	50
35	Suntera Nigeria 205 Ltd.		Joint Venture	25
36	Ujjwala Plus Foundation	U74999MH2017NPL297692	Associate	50
37	IndianOil Total Private Limited	U23209MH2020PTC347367	Associate	50

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	15,000,000,000	9,414,158,922	9,414,158,922	9,414,158,922
Total amount of equity shares (in Rupees)	150,000,000,000	94,141,589,220	94,141,589,220	94,141,589,220

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	15,000,000,000	9,414,158,922	9,414,158,922	9,414,158,922
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000,000	94,141,589,220	94,141,589,220	94,141,589,220

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>				
At the beginning of the year	9,414,158,922	94,141,589,220	94,141,589,220	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				

<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	9,414,158,922	94,141,589,220	94,141,589,220	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input style="width:100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width:100%;" type="text"/>	
Type of transfer	<input style="width:50%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width:50%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width:50%;" type="text"/>
Ledger Folio of Transferor		<input style="width:100%;" type="text"/>	
Transferor's Name	<input style="width:50%;" type="text"/>	<input style="width:50%;" type="text"/>	<input style="width:50%;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width:100%;" type="text"/>	
Transferee's Name	<input style="width:50%;" type="text"/>	<input style="width:50%;" type="text"/>	<input style="width:50%;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width:100%;" type="text"/>	
Type of transfer	<input style="width:50%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width:50%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width:50%;" type="text"/>

Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	

**(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	159,102	1000000	159,102,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			88,250,300,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			775,922,600,000
Deposit			0
<b>Total</b>			<b>1,023,274,900,000</b>

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	79,950,000,000	79,152,000,000	0	159,102,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**



Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

(i) Turnover

5,148,904,700,000

(ii) Net worth of the Company

1,000,636,800,000

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	4,848,133,178	51.5	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	

10.	Others	0	0	0	
	<b>Total</b>	4,848,133,178	51.5	0	0

Total number of shareholders (promoters)

1

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	566,029,575	6.01	0	
	(ii) Non-resident Indian (NRI)	15,837,923	0.17	0	
	(iii) Foreign national (other than NRI)	930	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	10,800,000	0.11	0	
	(iii) Government companies	1,822,805,752	19.36	0	
3.	Insurance companies	781,474,043	8.3	0	
4.	Banks	1,565,090	0.02	0	
5.	Financial institutions	202,366	0	0	
6.	Foreign institutional investors	122,509	0	0	
7.	Mutual funds	438,909,744	4.66	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	39,463,392	0.42	0	
10.	Others Trusts, Clearing Members, I +	888,814,420	9.44	0	
	<b>Total</b>	4,566,025,744	48.49	0	0

Total number of shareholders (other than promoters)

970,620

Total number of shareholders (Promoters+Public/  
Other than promoters)

970,621

## (c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EATON VANCE TRUST	DEUTSCHE BANK AG DB HOUSE, H			122,509	

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**  
 (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	604,752	970,620
Debenture holders	94	234

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

## (A) \*Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	8	8	6	2	0	0
(i) Non-Independent	8	0	6	0	0	0
(ii) Independent	0	8	0	2	0	0
<b>C. Nominee Directors representing</b>	0	2	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	2	0	2	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	<b>8</b>	<b>10</b>	<b>6</b>	<b>4</b>	<b>0</b>	<b>0</b>

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

## (B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Shri Shrikant Madhav V	06995642	Whole-time director	16,572	
Shri G. K. Satish	06932170	Whole-time director	2,172	
Dr. S. S. V. Ramakumar	07626484	Whole-time director	9,300	
Shri Ranjan Kumar Moh	08006199	Whole-time director	9,600	
Shri Gurmeet Singh	08093170	Whole-time director	2,172	01/04/2021
Shri Sandeep Kumar G	07570165	Whole-time director	10,872	
Dr. Navneet Mohan Kot	02651712	Nominee director	0	
Smt. Indrani Kaushal	02091078	Nominee director	0	
Shri Rajendra Arlekar	08518169	Director	0	11/07/2021
Ms. Lata Usendi	07384547	Director	0	
Shri Kamal Kumar Gwal	AAEPG4814A	Company Secretar	2,000	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Shri Sanjiv Singh	05280701	Whole-time director	01/07/2020	Cessation
Shri Vinoo Mathur	01508809	Director	22/09/2020	Cessation
Shri Samirendra Chatte	06567818	Director	22/09/2020	Cessation
Shri C. R. Biswal	02172414	Director	22/09/2020	Cessation
Dr. Jagdish Kishwan	07941042	Director	22/09/2020	Cessation
Shri Sankar Chakrabort	06905980	Director	22/09/2020	Cessation
Shri D. S. Shekhawat	07404367	Director	22/09/2020	Cessation
Shri Akshay Kumar Sing	03579974	Whole-time director	01/02/2021	Cessation

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	21/09/2020	824,411	405	70.98

**B. BOARD MEETINGS**

\*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/06/2020	18	18	100
2	31/07/2020	17	17	100
3	31/08/2020	17	17	100
4	21/09/2020	17	16	94.12
5	30/10/2020	11	11	100
6	27/11/2020	11	11	100
7	31/12/2020	11	11	100
8	29/01/2021	11	11	100
9	26/02/2021	10	9	90
10	16/03/2021	10	9	90
11	27/03/2021	10	10	100

**C. COMMITTEE MEETINGS**

Number of meetings held

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	udit Committee	21/05/2020	3	3	100
2	udit Committee	23/06/2020	3	3	100
3	udit Committee	30/07/2020	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
4	Audit Committee	18/09/2020	3	3	100
5	Audit Committee	29/10/2020	3	3	100
6	Audit Committee	30/12/2020	3	2	66.67
7	Audit Committee	28/01/2021	3	3	100
8	Audit Committee	23/03/2021	3	2	66.67
9	Nomination & J	25/01/2021	4	4	100
10	Stakeholders	27/03/2021	3	3	100

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Shri Shrikant M	11	11	100	2	2	100	
2	Shri G. K. Sati	11	10	90.91	8	8	100	
3	Dr. S. S. V. Ra	11	11	100	0	0	0	
4	Shri Ranjan Ki	11	11	100	8	8	100	
5	Shri Gurmeet	11	11	100	8	5	62.5	
6	Shri Sandeep	11	11	100	9	8	88.89	
7	Dr. Navneet M	11	11	100	1	1	100	
8	Smt. Indrani K	11	9	81.82	4	2	50	
9	Shri Rajendra	11	11	100	13	13	100	
10	Ms. Lata User	11	11	100	5	5	100	

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Shrikant Madha	Chairman	6,238,000	0	0	0	6,238,000
2	Shri G. K. Satish	Director (Plannin	7,203,377	0	0	0	7,203,377
3	Dr S. S. V. Ramaku	Director (Resear	7,164,792	0	0	0	7,164,792
4	Shri Ranjan Kumar	Director (Humar	6,221,721	0	0	0	6,221,721
5	Shri Sandeep Kuma	Director (Financ	6,257,283	0	0	0	6,257,283
6	Shri Sanjiv Singh	Chairman	12,453,393	0	0	0	12,453,393
7	Shri Akshay Kumar	Director (Pipel	8,133,185	0	0	0	8,133,185
8	Shri Gurmeet Singh	Director (Market	14,280,853	0	0	0	14,280,853
	Total		67,952,604	0	0	0	67,952,604

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Kamal Kumar Gwal	Company Secre	6,078,525	0	0	0	6,078,525
	Total		6,078,525	0	0	0	6,078,525

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Rajendra Arlek	Independent Dir	1,000,000	0	0	0	1,000,000
2	Ms. Lata Usendi	Independent Dir	680,000	0	0	0	680,000
3	Shri Vinoo Mathur	Independent Dir	320,000	0	0	0	320,000
4	Shri Samirendra Ch	Independent Dir	360,000	0	0	0	360,000
5	Shri C. R. Biswal	Independent Dir	160,000	0	0	0	160,000
6	Dr. Jagdish Kishwal	Independent Dir	320,000	0	0	0	320,000
7	Shri Sankar Chakra	Independent Dir	360,000	0	0	0	360,000
8	Shri D. S. Shekhaw	Independent Dir	320,000	0	0	0	320,000
	Total		3,520,000	0	0	0	3,520,000

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

B. V. Dholakia

Whether associate or fellow

Associate  Fellow

Certificate of practice number

507

**I/We certify that:**

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.



**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ..  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

DIN of the director

**To be digitally signed by**

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

**List of attachments**

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MGT8\_2020\_21.pdf  
Annexure\_KMP\_Committee\_Meetings.pdf

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**




**Indian Oil Corporation Limited**  
**[CIN – L23201MH1959GOI011388]**

Regd. Office: 'IndianOil Bhavan', G-9, Ali Yavar Jung Marg, Bandra (E), Mumbai - 400051  
Tel: 022-26447327, Email Id: investors@indianoil.in, Website: www.iocl.com

**Annexure to the Annual Return for the year 2020-21**

**IX (C) COMMITTEE MEETINGS**

S.No.	Type of Meeting	Date of Meeting	Total number of members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
11	Corporate Social Responsibility & Sustainable Development Committee Meeting	18-Jun-2020	5	5	100
12	Corporate Social Responsibility & Sustainable Development Committee Meeting	29-Jul-2020	5	5	100
13	Corporate Social Responsibility & Sustainable Development Committee Meeting	21-Sept-2020	5	5	100
14	Corporate Social Responsibility & Sustainable Development Committee Meeting	29-Dec-2020	5	4	80
15	Corporate Social Responsibility & Sustainable Development Committee Meeting	22-Jan-2021	5	3	60
16	Corporate Social Responsibility & Sustainable Development Committee Meeting	26-Feb-2021	5	5	100
17	Corporate Social Responsibility & Sustainable Development Committee Meeting	27-Mar-2021	5	5	100
18	Risk Management Committee	21-Jan-2021	4	3	75

  
**KAMAL KUMAR GWALANI**  
COMPANY SECRETARY  
**INDIAN OIL CORPORATION LTD.**  
IndianOil Bhavan, G-9, Ali Yavar Jang Marg,  
Bandra (East), Mumbai-400 051.  
Membership No. 13737

**FORM NO. MGT 8**

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and papers of **Indian Oil Corporation Limited (CIN: L23201MH1959GOI011388)** ("Company") as required to be maintained under the Companies Act, 2013 ("Act") and the rules made thereunder for the financial year ended on 31<sup>st</sup> March, 2021 through electronic means due to widespread outbreak of pandemic COVID-19 resulting in partial lockdown during the period under audit. In our opinion and to the best of our information and according to the examination carried out by us and explanations/confirmation furnished to us by the Company, its officers and agents, we certify that:

- A. The annual return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made thereunder in respect of the following, subject to the reporting made thereunder:
  1. Its status under the Act i.e. Listed Central Government Public Limited Company;
  2. Maintenance of registers/records & making entries therein within the time prescribed therefor;
  3. (a) Filing of forms and returns with the Registrar of Companies within the permissible time;  
(b) Filing of Form CRA - 2 and CRA – 4 for appointment of Cost Auditor and filing of Cost Audit Report respectively with the Central Government;  
(c) The Company was not required to file any Form with Regional Director, Court, Tribunal or any other Authority;
  4. (a) Calling/convening/holding meetings of Board of Directors and its committees and the meeting of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;  
(b) There were no resolutions passed through Postal Ballot during the period under review;
  5. In view of the discontinuation of the physical transfer of shares there was no Book Closure of Register of Members. The Company had fixed the cut-off date of 14<sup>th</sup> September, 2020 for the purpose of e-voting for the Annual General Meeting;
  6. The Company has not given advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

7. The Company has not entered into any contract or arrangement with related parties as specified in section 188 of the Act, except those entered on Arm's Length Basis and Ordinary Course of Business;
8. (a) The Company has not received any request for Physical Transfer of shares/securities for the period 1<sup>st</sup> April, 2020 to 31<sup>st</sup> March, 2021, hence was not required to issue security certificate(s);  
  
(b) The Company has processed requests for transmission of equity shares and issued share certificates in said instances;  
  
(c) The Company issued and allotted 79,152 Unsecured Rated, Listed, Taxable, Redeemable Non – Convertible Debentures of Rs.10,00,000 each aggregating to Rs. 7,915.20 Crore on private placement basis.  
  
(d) The Company has not bought back or redeemed any securities or debentures or altered or reduced its share capital or converted any shares;
9. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
10. (a) Declaration and payment of the 1<sup>st</sup> and 2<sup>nd</sup> Interim dividend; transfer of unpaid/unclaimed dividends to the Investor Education and Protection Fund (IEPF) in accordance with Section 125 of the Act;  
  
(b) The Company was not required to transfer any other amount to the IEPF;
11. Signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub-section (3), (4) and (5) thereof;
12. (a) Constitution, Re-Appointment, Resignation, Retirement and Disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them except that;
  - i. *The Company did not have one-third of the Directors on the Board as Independent Directors pursuant to Section 149(4) of the Act from 22.09.2020 till 31.03.2021;*

The Company has represented that being a Central Government Company the selection and appointment of Directors, terms of appointment and the remuneration payable to the Directors is decided by the Government of India as per the Government guidelines and not by the Board of Directors.

  
  - (b) There was no appointment of any Director or KMP during the period under review;
  - (c) The Company has not appointed any Director for filling the casual vacancy .on the Board of Directors of the Company;
13. Appointment of Auditors as per the provisions of Section 139(5) of the Act i.e. C&AG of India;

14. The Company was not required to seek approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. The Company has not accepted any deposits;
16. (a) Borrowings from public financial institutions, banks and others. The members at the Annual General Meeting held on 21<sup>st</sup> September, 2020 approved the increase in the borrowing limits and for creation of charge / security on the moveable / immoveable properties of the Company by way of Special resolution pursuant to Section 180(1) (c) and Section 180(1)(a) of the Act from Rs. 1,10,000 crores to Rs. 1,65,000 crores;  
  
(b) The Company has not created, modified or satisfied any charge during the financial year;  
  
(c) The Company has not borrowed any funds from its Directors;
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. The Company has not altered its Articles of Association and Memorandum of Association.

Place : Mumbai  
Date : \_\_\_\_\_, 2021

For DHOLAKIA & ASSOCIATES LLP  
(Company Secretaries)

UDIN:

**Bhumitra V. Dholakia**  
Designated Partner  
FCS 977 CP 507