



गेल (इंडिया) लिमिटेड

(भारत सरकार का उपक्रम – महारत्न कंपनी)

GAIL (India) Limited

(A Government of India Undertaking - A Maharatna Company)

ND/GAIL/SECTT/2022

गेल भवन,
16 भीकाएजी कामा प्लेस
नई दिल्ली-110066, भारत
GAIL BHAWAN,
16 BHIKAJI CAMA PLACE
NEW DELHI-110066, INDIA
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ई-मेल/E-mail: info@gail.co.in

06.07.2022

1. Listing Compliance National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai – 400051 Symbol:- GAIL	2. Listing Compliance BSE Limited Floor 1, Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400001 Scrip Code:- 532155
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Sub.: Compliance Report on Corporate Governance – Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 30.06.2022.

Dear Sir/Madam,

Please find enclosed herewith Compliance Report on Corporate Governance, in the prescribed format, for the quarter ended 30.06.2022

This is in compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The above is for your information and records.

Thanking you
Yours faithfully

(A.K. Jha)
Company Secretary

Encl.: As above

Copy to:

Deutsche Bank AG, Filiale Mumbai
TSS & Global Equity Services
The Capital, 14th Floor
C-70, G Block, Bandra Kurla Complex
Mumbai -400051

K/A- Ms. Aparna Salunke

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity : GAIL (INDIA) LIMITED
 2. Quarter ending : 30.06.2022

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 Years)	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) AC – Audit Committee SRC – Stakeholders Relationship Committee	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.	Manoj Jain	AAPPJ6121Q & 07556033	Chairperson - Executive Director	05.06.18	---	---	---	19.08.62	3	0	AC - 0 SRC - 0	AC - 0 SRC - 0
Mr.	M V Iyer	AABPI7021E & 08198178	Executive Director	25.11.20	---	---	---	05.10.63	1	0	AC - 1 SRC - 0	AC - 0 SRC - 0
Mr.	Rakesh Kumar Jain	ABFPJ7153F & 08788595	Executive Director	01.12.21	---	---	---	19.06.66	2	0	AC - 2 SRC - 1	AC - 1 SRC - 0
Mr.	Deepak Gupta	ACYPG5712B & 09503339	Executive Director	12.02.22	---	---	---	12.02.69	1	0	AC - 0 SRC - 1	AC - 0 SRC - 0

Dr.	Navneet Mohan Kothari	AIWPK6532D & 02651712	Non- executive Director – Nominee Director	16.06.21	---	---		05.09.77	2	0	AC – 1 SRC – 0	AC – 0 SRC – 0
Mr.	Akhilesh Jain	ADJPJ8024H & 07731983	Non- executive Director - Independent Director	08.11.21	---	---	---	15.12.73	1	1	AC – 1 SRC – 0	AC – 1 SRC – 0
Mr.	Sher Singh	CXOPS5508N & 09404758	Non- executive Director - Independent Director	22.11.21	---	---	---	01.01.65	1	1	AC – 0 SRC – 0	AC – 0 SRC – 0
Mr.	Sanjay Kashyap	AJDPK9077B & 09402360	Non- executive Director - Independent Director	17.11.21	---	---	---	03.07.74	1	1	AC – 0 SRC – 0	AC – 0 SRC – 0
Dr.	Nandhag opal Narayana samy	ADOPN7134P & 06535490	Non- executive Director - Independent Director	17.11.21	---	---	---	15.06.70	1	1	AC – 0 SRC – 0	AC – 0 SRC – 0
Ms.	Kangaba m Inaocha Devi	BGDPD1744E & 07812922	Non- executive Director - Independent Director	18.11.21	---	---	---	14.11.77	1	1	AC – 0 SRC – 1	AC – 0 SRC – 1
Dr.	Ravikant Kolhe	AGWPK0219K & 09406892	Non- executive Director - Independent Director	22.11.21	---	---	---	02.08.64	1	1	AC – 1 SRC – 0	AC – 0 SRC – 0

Mr.	E. S. Ranganathan ¹	AIIPS9128D & 07417640	Executive Director	01.07.20	---	---	---	30.05.63	1	0	AC - 0 SRC - 0	AC - 0 SRC - 0
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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)

Note 1: - President of India (vide letter no. C-31022/1/2022-VIG-PNG dated 18.01.2022) in exercise of the powers conferred by Rule 25 of GAIL Employees (Conduct Discipline and Appeal) Rules, 1986 placed Shri E. S. Ranganathan under suspension with effect from 18.01.2022.

II. Composition of Committees

Name of Committee	Whether Regular chairperson 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	---
		Prof. Dr. Ravikant Kolhe	Non-executive Director -Independent Director	03.12.2021	---
		Shri M V Iyer	Executive Director	01.02.2022	
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	---
		Shri Navneet Mohan Kothari	Non-executive Director – Nominee Director	06.08.2021	---
Risk Management Committee	Yes	Shri Sher Singh	Chairperson / Non-executive Director - Independent Director	03.12.2021	---
		Smt. Kangabam Inaocha Devi	Non-executive Director -Independent Director	03.12.2021	---
		Shri Rakesh Kumar Jain	Executive Director	03.12.2021	---
		Shri M V Iyer	Executive Director	25.11.2020	---
Stakeholders Relationship Committee	Yes	Smt. Kangabam Inaocha Devi	Chairperson/ Non-executive Director - Independent Director	03.12.2021	---
		Shri Rakesh Kumar Jain	Executive Director	03.12.2021	---
		Shri Deepak Gupta	Executive Director	25.02.2022	---

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	Whether requirement of Quorum met*(Yes/No)	Number of Directors present*	Number of independent directors' present*	Maximum gap between any two consecutive meetings in number of days
03.02.2022	06.05.2022	Yes	11	6	
12.02.2022	27.05.2022	Yes	11	6	
11.03.2022	19.06.2022	Yes	11	6	
31.03.2022					

* is filled only for Current Quarter Meetings

IV. Meeting of Committees					
Date (s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met* (Yes/ No)	Number of Directors present*	Number of Independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee					
28.04.2022	Yes	3	2	28.01.2022	
27.05.2022	Yes	3	2	03.02.2022	
19.06.2022	Yes	3	2	03.03.2022	
				30.03.2022	
Stakeholders Relationship Committee					
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Nomination & Remuneration Committee					
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Risk Management Committee					
---	---	---	---	30.03.2022	---

* 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 ²

Note 2: - The details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee in its 221st meeting held on 28.04.2022

VI. Affirmations

1. 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 30.06.2022, GAIL's Board comprised of Five whole-time Directors including CMD and One Government Nominee Director and Six Independent Directors. As such, GAIL is fully compliant with regard to the composition of Board, 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.
2. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. 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.
4. Compliance Report on Corporate Governance for the Quarter and year ended 31.03.2022 was put up in 440th Meeting of the Board held on 06.05.2022.



(A K Jha)
Company Secretary