

दि ओरिएण्टल इश्योरेंस कम्पनी लिमिटेड

(भारत सरकार का उपक्रम)

पंजीकृत एवं प्रधान कार्यालय: "ओरिएण्टल हाउस", पो.बॉ.नं. 7037

ए-25/27, आसफ अली रोड, नई दिल्ली-110002

सिन: यू66010डीएल1947जीओआई007158



THE ORIENTAL INSURANCE COMPANY LIMITED

(A Government of India Undertaking)

Regd. & Head Office: "Oriental House" P.B. NO. 7037

A-25/27, Asaf Ali Road, New Delhi-110002

CIN - U66010DL1947GOI007158

e-mail: rashmibajpai@orientalinsurance.co.in

Deptt : Board Sectt

03/07/2023

Shri Prashant Joshi  
Group Head  
SBICAP Trustee Company Limited  
Mistry Bhavan, 4<sup>th</sup> Floor  
122, Dinshaw Wachha Road  
Churchgate  
Mumbai- 400020

Dear Sir/ Madam

**Sub: Quarterly Corporate Governance Disclosure As per SEBI Circular No SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31/05/2021 (Corporate Governance on high value debt listed entities).**

**Ref: ISIN INE06GZ08015- Security OICL 29 (OICL 8.80% 2029 (Series I) Type-PT**

Dear Sir/Madam,

We are enclosing herewith our submission dated 3<sup>rd</sup> July 2023 to NSE on the above subject which are self-explanatory.

Kindly take the above on records and oblige.

Thanking you.

Yours faithfully,

**For The Oriental Insurance Company Limited**

**Rashmi Bajpai**

**General Manager & Company Secretary**

**Rashmi Bajpai**

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**From:** neaps@nse.co.in  
**Sent:** Monday, July 3, 2023 5:36 PM  
**To:** Rashmi Bajpai  
**Cc:** Rashmi Bajpai  
**Subject:** Announcement Submitted for The Oriental Insurance Company Limited, The Oriental Insurance Company Limited,  
**Attachments:** 2023Jul158158\_Debt\_Acknowledgment.pdf

Please be sure before clicking on Links/Attachments to identify/avoid SPAM.

Dear Sir/Madam ,

Thanks for filing through NSEs Electronic Application Processing System (NEAPS). The Exchange has received the submission from The Oriental Insurance Company Limited, The Oriental Insurance Company Limited, of Announcement on 03-Jul-2023.

(Acknowledgement attached).

The Exchange will revert in case of any observations.

Regards,  
National Stock Exchange of India Limited.  
Listing Compliance  
Direct No. 2659 8458/8235/8236



National Stock Exchange Of India Limited

*Date of*

03-Jul-2023

**NSE Acknowledgement**

<b>Symbol:-</b>	Debt
<b>Name of the Company: -</b>	The Oriental Insurance Company Limited, The
<b>Submission Type:-</b>	Announcement
<b>Short Description:-</b>	Others
<b>Date of Submission:-</b>	03-Jul-2023 17:36:27
<b>NEAPS App. No:-</b>	2023/Jul/158/158

Disclaimer : We hereby acknowledge receipt of your submission through NEAPS. Please note that the content and information provided is pending to be verified by NSEIL.

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ए-25/27, आसफ अली रोड, नई दिल्ली-110002

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CIN - U66010DL1947GOI007158

e-mail: rashmibajpai@orientalinsurance.co.in

Deptt : Board Sectt

03/07/2023

**Manager**

**Listing Compliance Department**

**National Stock Exchange of India Ltd. (NSE)**

**5<sup>th</sup> Floor, Exchange Plaza**

**Bandra Kurla Complex**

**Bandra (East)**

**Mumbai-400051**

**Sub: Quarterly Corporate Governance Disclosure As per SEBI Circular No SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31/05/2021 (Corporate Governance on high value debt listed entities).**

**Ref: ISIN INE06GZ08015- Security OICL 29 (OICL 8.80% 2029 (Series I) Type-PT**

**Dear Sir/Madam,**

In pursuant to Corporate Governance Disclosure As per SEBI Circular No SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31/05/2021, we are submitting the Quarterly Corporate Governance Disclosure for the Quarter ended 30/06/2023.

Kindly take the above on records and oblige.

Thanking you.

Yours faithfully,

**For The Oriental Insurance Company Limited**

**Rashmi Bajpai  
General Manager & Company Secretary**

## Report on Corporate Governance

### The Oriental Insurance Company Limited

1. Name of Listed Entity  
2. Quarter Ending

( ISIN INE06GZ08015- Security OICL 29 (OICL 8.80% 2029 (Series I) Type-PT)  
30th June, 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 Appointme nt	Date of Reapp ointm ent	Date of Cessation	Tenure ( In Months)	Date of Birth (MM/DD/YY)	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 Regulation 17A(1)]	No of Membership in Audit/ Stackholders Committee(s) including this Listed Entity [Refer Regulation 26(1) of Listing Regulations]	No of Post of Chairperson in Audit/ Stackholders committee held in listed entities including this listed entity. [Refer Regulation 26(1) of Listing Regulations]
Mr.	Rashmi Raman Singh	AGXPS9349B 08975825	Chairperson & Executive Director	Chairman- cum- Managing Director - 17/03/2023	N/A		3	10-Feb-65	1	0	0	0
Ms.	Sunita Tuli Nagpal	ABEPN3597Q 09795266	Executive Director	17-Nov-22	N/A		7	20-Oct-63	1	0	0	0
Mr.	Sudhir Shyam	AOBPS2633A 08135013	Non-Executive- Nominee Director	18-Dec-20	N/A		30	27-Aug-71	1	0	1	0
Mr.	Jitendra Asati	AQTPA3878K 10042542	Non-Executive- Nominee Director	5-Jan-23	N/A		5	20-May-82	1	0	1	0
Mr.	P. Reghunathan Nair	AEPPP2572P 09462743	Non-Executive- Independent Director	21-Dec-21	N/A		18	30-Nov-57	1	1	1	1
Mr.	Atul Kumar Goel	ABFPG1580P 07266897	Non-Executive- Independent Director	8-Feb-22	N/A		16	26-Dec-64	2	1	1	0

\* Mr Rashmi Raman Singh was appointed as Chairman-cum-Managing Director of the company on 17th March 2023 by the Government of India. We have not taken up the approval of shareholders in accordance to Reg 17 (1C) because Government Of India is the sole shareholder of the Company and in accordance with SEBI Press Release PR No. 6/2023 dated 29th March 2023 compliance of CG Guidelines (From Reg 16 to Reg 27) are not mandatory till 31.03.2024.

\*\* CEO CFO Certificate as given in Reg 17(8) of SEBI LODR is not complied by us in accordance with SEBI Press Release PR No. 6/2023 dated 29th March 2023 compliance of CG Guidelines (From Reg 16 to Reg 27) are not mandatory till 31.03.2024.

## 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	Date of Cessation
1. Audit Committee	Yes	1. Mr P Reghunathan Nair 2. Mr Atul Kumar Goel 3. Mr Sudhir Shyam 4. Mr Jitendra Asati	1. Chairperson- Non Executive-Independent 2. Non Executive- Independent 3. Non Executive-Nominee 4. Non Executive-Nominee	1. 21 January, 2022 2. 11 February, 2022 3. 1 February, 2021 4. 1 February, 2023	NA
2. Nomination & Remuneration Committee	N/A ( Exemption Given by IRDAI)	N/A ( Exemption Given by IRDAI)	N/A ( Exemption Given by IRDAI)	N/A ( Exemption Given by IRDAI)	N/A ( Exemption Given by IRDAI)
3. Risk Management Committee	Yes	1. Mr R R Singh 2. Ms Sunita Tuli Nagpal 3. Mr Atul Kumar Goel 4. Mr Sudhir Shyam	1. Chairperson-Executive 2. Executive 3. Non Executive- Nominee 4. Non Executive- Nominee	1. 1 February, 2023 2. 1 February, 2023 3. 11 February 2022 4. 1 February 2021	NA
4. Stakeholders Relationship Committee	N/A ( 100% Shareholding is with Central Government))	N/A ( 100% Shareholding is with Central Government))	N/A ( 100% Shareholding is with Central Government))	N/A ( 100% Shareholding is with Central Government))	N/A ( 100% Shareholding is with Central Government))

## 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	Number of Directors Present	Number of Independent Directors Present	Maximum gap between any two consecutive (in number of days)
14/02/2023	29/05/2023	Yes	5	2	58
31/03/2023					

**IV. Meeting of Committees**
**Audit Committee**

Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors Present	Number of Independent Directors Present	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive (in number of days)
29/05/2023	Yes	3	2	14/02/2023	58
				31/03/2023	

**V. Related Party Transaction**

Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholders approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes (on half yearly basis); Statement of RPT for half year ended on 30.09.2022 placed in 110th Audit Committee Meeting held on 14.02.2023

**VI. Affirmations**

1. The composition of Board Of Directors is in terms of SEBI( Listing Obligations & Disclosure Requirements) Regulation 2015.	Presently as per Companies Act 2013 (all appointments only with the order of Central Government)
2. The Composition of the following committees is in terms of SEBI( Listing Obligations & Disclosure Requirements) Regulation 2015. a. Audit Committee b. Nomination & Remuneration Committee c. Stackholders Relationship Committee d. Risk Management Committee	Presently as Per Companies Act 2013 (all appointments only with the order of Central Government) NA ( Exemption given by IRDAI) NA ( 100% Shareholding is with Central Government) As Per IRDAI CG Guidelines
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI( Listing Obligations & Disclosure Requirements) Regulation 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 & Disclosure Requirements) Regulation 2015.	Presently as per Companies Act 2013 / IRDAI guidelines
5. This Report and/or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments / observations/advice of the Board of Directors may be mentioned here.	Corporate Governance Report for the last quarter ended on 31.03.2023 placed in 483rd Board Meeting held on 29.05.2023


**RASHMI BAJPAI**
**General Manager & Company Secretary**