

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
rashmibajpai@orientalinsurance.co.in

Deptt : Board Sectt

10/01/2024

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

Sub: Sub: Corporate Governance Report by "High Value Debt Listed Entities" for Quarter ended 31st December, 2023

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

Dear Sir/Madam,

Please find enclosed our submission to NSE regarding above given subject which are self-explanatory, for your reference and record.

Thanking you.

Yours faithfully,
For The Oriental Insurance Company Limited

Rashmi Bajpai
General Manager & Company Secretary

Rashmi Bajpai

From: Rashmi Bajpai
Sent: Wednesday, January 10, 2024 3:21 PM
To: 'Divya Kesarkar (REGUOPS)'
Cc: DL-Debt-Compliance; Girish Anand Mohan
Subject: RE: Submission of Corporate Governance Report by "High Value Debt Listed Entities" for the Quarter Ended December 31, 2023
Attachments: Corporate Governance Report - Quarter Ended 31.12.2023.xlsx

Madam

The PDF disclosure has been uploaded on NEAPS.
The Excel file is attached herewith.

Please acknowledge

सादर धन्यवाद / Thanks & Regards

रश्मि बाजपेयी / Rashmi Bajpai
महा प्रबन्धक व कंपनी सचिव / General Manager & Company Secretary

दि ओरिएण्टल इश्योरेंस कंपनी लिमिटेड, कॉर्पोरेट कार्यालय, 4 तल, प्लेट ए, ऑफिस ब्लॉक IV, एनबीसीसी ऑफिस कॉम्प्लेक्स, किदवई नगर पूर्व, नई दिल्ली - 110 023

The Oriental Insurance Company Ltd., Corporate Office, 4th Floor, Plate 'A', Block IV, NBCC Office Complex, Kidwai Nagar (East), New Delhi-110 023

CIN: U66010DL1947GOI007158 वेब/Website: www.orientalinsurance.org.in

ई-मेल/E-mail: rashmibajpai@orientalinsurance.co.in

फोन / Phone: 011-24348410

From: Divya Kesarkar (REGUOPS) [mailto:dkesarkar@nse.co.in]

Sent: Tuesday, January 9, 2024 6:14 PM

Cc: DL-Debt-Compliance

Subject: RE: Submission of Corporate Governance Report by "High Value Debt Listed Entities" for the Quarter Ended December 31, 2023

Dear Sir/Ma'am,

Request you to mail the attached excel file on email id : DL-Debt-Compliance dl-debtcompliance@nse.co.in.

Also, kindly submit the PDF disclosure on the following path NEAPS > Compliance > Announcement-Debt > Disclosure under Regulation 27(2).

Thanks & Regards,

Divya Kesarkar
Asst-Manager – Listing Compliance
National Stock Exchange of India Limited (NSE)
Mob. No: 8655648370
www.nseindia.com



Non-Confidential

From: Divya Kesarkar (REGUOPS)
Sent: Tuesday, January 9, 2024 4:54 PM
Cc: DL-Debt-Compliance <dl-debtcompliance@nse.co.in>
Subject: Submission of Corporate Governance Report by "High Value Debt Listed Entities" for the Quarter Ended December 31, 2023

Dear Sir/Madam,

Pursuant to Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, "The provisions of Regulation 15 and Regulation 16 to Regulation 27 shall apply to a listed entity which has listed its non-convertible debt securities and has an outstanding value of listed non-convertible debt securities of Rupees Five Hundred Crore and above"

Provided that in case an entity that has listed its non-convertible debt securities triggers the specified threshold of Rupees Five Hundred Crore during the course of the year, it shall ensure compliance with these provisions within six months from the date of such trigger.

Provided further that abovementioned provisions shall be applicable to a 'high value debt listed entity' on a 'comply or explain' basis until March 31, 2024 and on a mandatory basis thereafter.

Further, pursuant to Regulation 27(2)(a), "The listed entity shall submit a quarterly compliance report on corporate governance in the format as specified by the Board from time to time to the recognized stock exchange(s) within twenty one days from the end of each quarter".

In view of the above, all the high value debt listed entities are requested to submit the aforesaid disclosure as per the format prescribed under SEBI Circular No. SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103 dated July 29, 2022 (updated as on June 30, 2023) **on or before January 21, 2024, on the following path NEAPS > Compliance > Announcement-Debt > Disclosure under Regulation 27(2).**

Note: Submissions under NEAPS will only be considered. In case the company has already submitted the above disclosure, kindly ignore the same.

Thanks & Regards,
Divya Kesarkar
Asst-Manager – Listing Compliance
National Stock Exchange of India Limited (NSE)
Mob. No: 8655648370
www.nseindia.com



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Non-Confidential

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This message has been analyzed by Deep Discovery Email Inspector.

Rashmi Bajpai

From: neaps@nse.co.in
Sent: Wednesday, January 10, 2024 3:25 PM
To: Rashmi Bajpai
Cc: Rashmi Bajpai
Subject: Announcement Submitted for The Oriental Insurance Company Limited, The Oriental Insurance Company Limited,
Attachments: 2024Jan531531_Debt_Acknowledgment.pdf

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 10-Jan-2024.

(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

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This message has been analyzed by Deep Discovery Email Inspector.



National Stock Exchange Of India Limited

Date of 10-Jan-2024

NSE Acknowledgement

Symbol:-	Debt
Name of the Company: -	The Oriental Insurance Company Limited, The
Submission Type:-	Announcement
Short Description:-	Disclosure under Regulation 27(2)
Date of Submission:-	10-Jan-2024 15:25:22
NEAPS App. No:-	2024/Jan/531/531

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.

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

rashmibajpai@orientalinsurance.co.in

Deptt: Board Sectt.

10/01/2024

Manager

Listing Compliance Department

National Stock Exchange of India Ltd. (NSE)

5th Floor, Exchange Plaza

Bandra Kurla Complex

Bandra (East)

Mumbai-400051

Sub: Corporate Governance Report by "High Value Debt Listed Entities" for Quarter ended 31st December, 2023

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

Dear Sir/Madam,

In pursuant to your e-mail dated 9th January 2024, we are submitting the Corporate Governance Report for the Quarter ended 31/12/2023, in enclosed format. (Annexure 1)

As per SEBI Circular No SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31/05/2021, we have already submitted the Quarterly Corporate Governance Disclosure in the format "Annexure-1", for the Quarter ended 31/12/2023, on 4th January 2024 through NEAPS portal. (Annexure 2)

Kindly take the above on records and oblige.

Thanking You,

Yours Faithfully,

For The Oriental Insurance Company Limited

Rashmi Bajpai

General Manager & Company Secretary

Girish Anand Mohan

From: Rashmi Bajpai
Sent: Tuesday, January 9, 2024 6:15 PM
To: Girish Anand Mohan
Subject: Fwd: Submission of Corporate Governance Report by "High Value Debt Listed Entities" for the Quarter Ended December 31, 2023
Attachments: image001.png; Format of Corporate Governance Report.xlsx

Sent from my iPhone

Begin forwarded message:

From: "Divya Kesarkar (REGUOPS)" <dkesarkar@nse.co.in>
Date: 9 January 2024 at 6:13:42 PM IST
Cc: DL-Debt-Compliance <dl-debtcompliance@nse.co.in>
Subject: RE: Submission of Corporate Governance Report by "High Value Debt Listed Entities" for the Quarter Ended December 31, 2023

Dear Sir/Ma'am,

Request you to mail the attached excel file on email id : DL-Debt-Compliance dl-debtcompliance@nse.co.in.

Also, kindly submit the PDF disclosure on the following path NEAPS > Compliance > Announcement-Debt > Disclosure under Regulation 27(2).

Thanks & Regards,
Divya Kesarkar
Asst-Manager – Listing Compliance
National Stock Exchange of India Limited (NSE)
Mob. No: 8655648370
www.nseindia.com

Non-Confidential

From: Divya Kesarkar (REGUOPS)
Sent: Tuesday, January 9, 2024 4:54 PM
Cc: DL-Debt-Compliance <dl-debtcompliance@nse.co.in>
Subject: Submission of Corporate Governance Report by "High Value Debt Listed Entities" for the Quarter Ended December 31, 2023

Dear Sir/Madam,

Pursuant to Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, "The provisions of Regulation 15 and Regulation 16 to Regulation 27 shall apply to a listed entity which has listed its non-convertible debt securities and has an outstanding value of listed non-convertible debt securities of Rupees Five Hundred Crore and above"

Provided that in case an entity that has listed its non-convertible debt securities triggers the specified threshold of Rupees Five Hundred Crore during the course of the year, it shall ensure compliance with these provisions within six months from the date of such trigger.

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Further, pursuant to Regulation 27(2)(a), "The listed entity shall submit a quarterly compliance report on corporate governance in the format as specified by the Board from time to time to the recognized stock exchange(s) within twenty one days from the end of each quarter".

In view of the above, all the high value debt listed entities are requested to submit the aforesaid disclosure as per the format prescribed under SEBI Circular No. SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103 dated July 29, 2022 (updated as on June 30, 2023) **on or before January 21, 2024, on the following path NEAPS > Compliance > Announcement-Debt > Disclosure under Regulation 27(2).**

Note: Submissions under NEAPS will only be considered. In case the company has already submitted the above disclosure, kindly ignore the same.

Thanks & Regards,
Divya Kesarkar
Asst-Manager – Listing Compliance
National Stock Exchange of India Limited (NSE)
Mob. No: 8655648370
www.nseindia.com
<image001.png>

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This message has been analyzed by Deep Discovery Email Inspector.

Corporate Governance Report - High Value Debt Listed Entities

Name of the Listed Entity	The Oriental Insurance Company Limited
Quarter Ended	31/12/2023
Date of Submission of report on NEAPS	04/01/2024
Whether the Company was HVDL as on as on end of the quarter.	Yes
Whether HVDL provisions have become applicable during the course of the quarters if the answer to above is NO.	NA

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 Reap-appointmen t	Date of Cessation	Ten ure*	Date of Birth	No. Of direct orship in listed entitie s including this listed entity [in refere nce to Regul ation 17A(1)]	No of Indepe ndent directo rship in listed entities including this listed entity [in referen ce to proviso to regulati on 17A(1)]	Number of member ships in Audit/ Stakehol der Committ ee (s) includin g this listed entity (Refer Regulati on 26(1) of Listing Regulati ons)	No of post of Chairperso n in Audit/ Stakeholde r Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation s)
Mr.	Rashmi Ramth Singh	AGXPS9349B 08975825	Chairperson & Executive Director	Chairman-cum- Managing Director - 17/03/2023	N/A		9	10-Feb-65	1	0	0	0
Ms.	Sunita Tuli Nagpal	ABEPN3597Q 09795266	Executive Director	17-Nov-22	N/A	31-10-2023	11	20-Oct-63	1	0	0	0
Mr.	Sudhir Shyam	AOBPS2633A 08135013	Non-Executive- Nominee Director	18-Dec-20	N/A		36	27-Aug-71	1	0	1	0
Mr.	Jitendra Asati	AQTPA3878K 10042542	Non-Executive- Nominee Director	5-Jan-23	N/A		11	20-May-82	1	0	1	0
Mr.	P. Reghunathan Nair	AEPPP2572P 09462743	Non-Executive- Independent Director	21-Dec-21	N/A		24	30-Nov-57	1	1	1	1
Mr.	Atul Kumar Goel	ABFPG1580P 07266897	Non-Executive- Independent Director	8-Feb-22	N/A		22	26-Dec-64	2	1	1	0
Whether Regular chairperson appointed				Yes, Chairman-cum-Managing Director was appointed by The Government of India								
Whether Chairperson is related to managing director or CEO				Not Applicable								
<i>\$PAN of any director would not be displayed on the website of Stock Exchange</i>												
<i>&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</i>												

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 Reap- appoi ntmen t	Date of Cessation	Ten ure*	Date of Birth	No. Of direct orship in listed entitie s includi ng this listed entity [in refer ence to Regul ation 17A(1)]	No of Indepe ndent directo rship in listed entitie s includi ng this listed entity [in refer ence to proviso to regulati on 17A(1)]	Number of member ships in Audit/ Stakehol der Committ ee (s) includin g this listed entity (Refer Regulati on 26(1) of Listing Regulati ons)	No of post of Chairperso n in Audit/ Stakeholde r Committee held in listed entitie s includin g this listed entity (Refer Regulation 26(1) of Listing Regulation s)

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

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(if applicable)	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	1. NA 2. 31 October, 2023 3. NA 4. 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))
^{&} Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating					

III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met* (Yes / No)</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
11/8/2023	9/11/2023	Yes	5	2	43
26/09/2023					

** to be filled in only for the current quarter meetings*

IV. Meetings of Committees		- Audit Committee			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)* (Yes / No)</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days *</i>
9/11/2023	Yes	4	2	11/8/2023	43
				26/09/2023	
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional					
**to be filled in only for the current quarter meetings					

V. Related Party Transactions		
Subject	Compliance status (Yes/No) refer note below	Detailed Reason / explanation for Non- compliance
Whether prior approval of audit committee obtained	Yes	NA
Whether shareholder approval obtained for material RPT	NA	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 31.03.2023 placed in 113th Audit Committee Meeting held on 11.08.2023	NA

VI. Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No)	Detailed Reason / explanation for Non-compliance
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Yes	All the Directors are appointed by the MOF , Government of India
Board composition	17(1), 17(1A) & 17(1B)	Yes	All the Directors are appointed by the MOF , Government of India
Meeting of board of directors	17(2)	Yes	
Quorum of board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for Appointments	17(4)	Yes	All the Directors are appointed by the MOF , Government of India
Code of Conduct	17(5)	Yes*	
Fees/compensation	17(6)	Yes	The Sitting fee paid is in accordance with directions issued by the MOF, Government of India
Minimum Information Compliance Certificate	17(7)	Yes	
	17(8)	Not Applicable 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.
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	Exempted for Government Companies
Recommendation of board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	All the Directors are appointed by the MOF , Government of India
Meeting of Audit Committee	18(2)	Yes	
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes	Exemption provided by the IRDAI
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	Exemption provided by the IRDAI
Meeting of Nomination & Remuneration Committee	19(3A)	Yes	Exemption provided by the IRDAI
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	Not applicable because all the shareholding of the company vested in the President of India.
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes	Not applicable because all the shareholding of the company vested in the President of India.

Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes	
Meeting of Risk Management Committee	21(3A)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	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)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	Disclosed in the Financial Statement of the Company on Annual Basis.
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	Company is not having any Material subsidiary
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	Not applicable
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Yes	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	As per provisions of Companies Act, Independent Directors have no obligation to inform the company regarding their meeting.
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
Directors and Officers insurance	25(10)	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	As per IRDAI CG Guidelines
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	Not applicable because all the shareholding of the company vested in the President of India.
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.	-	Yes	Company is not having any Material subsidiary
The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.	-		As Per Companies Act 2013 and IRDAI CG Guidelines 2016.

The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	-		
a. Audit Committee		Yes	As Per Companies Act 2013 and IRDAI CG Guidelines 2016.
b. Nomination & Remuneration Committee		Yes	Exemption provided by the IRDAI
c. Stakeholders Relationship Committee		Yes	Not applicable because all the shareholding of the company vested in the President of India.
d. Risk management committee (as applicable)		Yes	As per IRDAI CG Guidelines 2016
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	As Per Companies Act 2013 and IRDAI CG Guidelines 2016.
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	As Per Companies Act 2013 and IRDAI CG Guidelines 2016.
This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	-	Yes	Board noted the information
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	NO	Exemption provided by the IRDAI
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	Yes	Not applicable because all the shareholding of the company vested in the President of India.
Whether "Corporate Governance Report" disclosed in Annual Report	53	Yes	Annual Corporate Governance Report was filled to the IRDAI as per the directions given under IRDAI CG Guidelines 2016

Please note that the companies are advised to submit the disclosure with an additional below mentioned format:

Details of Cyber Security Incidence	
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Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	Yes/No	No
Date of the event	Brief details of the event	Not Applicable

* As provided by the IRDAI

Note:

In general The Oriental Insurance Company Limited has complied with all the provisions given in regulation 16 to 27 of SEBI LODR 2015 subject to following-

- 1) The Oriental Insurance Company Limited is a Public Sector Undertaking and its 100% shareholding is with Government Of India.
- 2) The Company is an Unlisted entity as per Companies Act 2013.
- 3) The Company is established by General Insurance Business Nationalisation Act 1972 (Section 10 A of GIBNA 1972) and governed by the provisions of Insurance Act 1938, IRDAI ACT 1999 and Companies Act 2013 and guidelines issued by IRDAI. The provisions of these Acts and Guidelines covers the whole spectrum of Reg 16 to 27 of SEBI LODR 2015.
- 4) The appointment of Directors of the company is solely in the hand of Department of Financial Services, Ministry of Finance, Government of India.
- 5) The Company had issued the NCD's as per the IRDAI (Other forms of capital) Regulation 2015 after getting the permission from IRDAI.

Rashmi Bajpai

From: neaps@nse.co.in
Sent: Thursday, January 4, 2024 11:41 AM
To: Rashmi Bajpai
Cc: Rashmi Bajpai
Subject: Announcement Submitted for The Oriental Insurance Company Limited, The Oriental Insurance Company Limited, 2024Jan219219_Debt_Acknowledgment.pdf
Attachments:

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 04-Jan-2024.

(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

This message has been analyzed by Deep Discovery Email Inspector.



National Stock Exchange Of India Limited

Date of 04-Jan-2024

NSE Acknowledgement

Symbol:-	Debt
Name of the Company: -	The Oriental Insurance Company Limited, The
Submission Type:-	Announcement
Short Description:-	Disclosure under Regulation 27(2)
Date of Submission:-	04-Jan-2024 11:41:19
NEAPS App. No:-	2024/Jan/219/219

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.

दि ओरिएण्टल इश्योरेंस कम्पनी लिमिटेड
(निगमित कार्यालय)

ब्लॉक-4, प्लेट ए, एनबीसीसी ऑफिस कॉम्प्लेक्स,
ईस्ट किडवाई नगर, नई दिल्ली-110023
दूरभाष : 011-24348348
सीआईएन : यू66010डीएल 1947 जीओआई007158



THE ORIENTAL INSURANCE COMPANY LIMITED
(Corporate Office)

Block-IV, Plate A, NBCC Office Complex,
East Kidwai Nagar, New Delhi-110023
Phone : 011-24348348
CIN : U66010DL1947GOI007158

rashmibajpai@orientalinsurance.com

Deptt: Board Sectt.

03/01/2024

Manager
Listing Compliance Department
National Stock Exchange of India Ltd. (NSE)
5th 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 for Quarter ended 31st
December, 2023

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 31/12/2023.

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 CDSL 29 (CDSL 8.80% 2029 (Series I) Type-PT)
31st December, 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 Reappointment	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	AGXP59349B 08975825	Chairperson & Executive Director	Chairman-cum- Managing Director - 17/03/2023	N/A		9	10-Feb-65	1	0	0	0
Ms.	Sunita Tuli Nagpal	ABEPN3597Q 09795266	Executive Director	17-Nov-22	N/A	31-10-2023	11	20-Oct-63	1	0	0	0
Mr.	Sudhir Shyam	AOBPS2633A 08135013	Non-Executive- Nominee Director	18-Dec-20	N/A		36	27-Aug-71	1	0	1	0
Mr.	Jitendra Asati	AQTPA3878K 10042542	Non-Executive- Nominee Director	5-Jan-23	N/A		11	20-May-82	1	0	1	0
Mr.	P. Reghunathan Nair	AEPPP2572P 09462743	Non-Executive- Independent Director	21-Dec-21	N/A		24	30-Nov-57	1	1	1	1
Mr.	Atul Kumar Goel	ABFPG1580P 07266897	Non-Executive- Independent Director	8-Feb-22	N/A		22	26-Dec-64	2	1	1	0

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 Raghunathan 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	1. NA 2. 31 October, 2023 3. NA 4. 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)
11/8/2023	19/11/2023	Yes	5	2	43
26/09/2023					

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)
9/11/2023	Yes	4	2	11/8/2023	43
				26/09/2023	

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 31.03.2023 placed in 113th Audit Committee Meeting held on 11.08.2023

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. Stakeholders 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 30.09.2023 placed in 486th Board Meeting held on 09.11.2023

VII. Details of Cyber Security Incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the Quarter (Yes/No)	No
Date of Event	Not Applicable



RASHMI BAJPAI
General Manager & Company Secretary