



To
Listing Department
Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th Floor, Plot No C 62 G – Block,
Opp. Trident Hotel, Bandrakurla Complex,
Bandra (E)
Mumbai – 400 098,
India.

Date: 04.07.2017

Sub: Intimation under Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sir,

SUB: Corporate Governance-(Regulation 27 of SEBI (LODR) Regulations, 2015)

Reference: OEGIL

We are pleased to upload corporate governance details for the quarter ended 30.06.2017 as required by clause 27 of LODR.

Kindly confirm our compliance.

For **OPERATIONAL ENERGY GROUP INDIA LIMITED.**

S. SRINATH

(Company Secretary)

Registered Office :

A, 5th Floor, Gokul Arcade - East Wing,
No. 2 & 2A, Sardar Patel Road, Adyar, Chennai - 600 020.
Tel. : 044 - 4394 9300 (50 Lines)
Fax : +91 - 44 - 2442 4156 www.oegindia.com
CIN : U40100TN1994FLC028309



CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 30TH JUNE 2017

1. Name of Listed entity : OPERATIONAL ENERGY GROUP INDIA LIMITED
2. Quarter ending : 30TH JUNE 2017

I. Composition of Board of Director

Title (Mr./ Ms)	Name of the Director	PAN & DIN		Category (Chairperson/ Executive/ Non Executive/ Independent/ Nominee)	Date of Appointment in the current term/cessation		Tenure (in Year)	No. of Directorship in listed entities including this listed entity (Refer Regulation 25 (1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
		PAN	DIN		Appointment	Cessation				
MR.	S. RAMESH	AAEPR6181M	00052842	Executive Chairman & Managing Director	16-09-2016	-	-	1	2	
MRS	USHA RAMESH	AAPJU8711H	00053451	Non-Executive Director	16-09-2016	-	-	1		
MR	GEORGE JAMEIDAS	AAPPG7926G	06777068	Executive Director	02-12-2013	15-06-2017	-	1	1	
MR	P. SWAMINATHAN	AMZPS7392G	02603984	Independent Director	16-09-2016	15-09-2021	5	1	1	
MR	B. VISWANATHAN	ACFPV2806G	00702802	Independent Director	16-09-2016	15-09-2021	5	1		2

[Handwritten Signature]

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)\$
1. Audit Committee	Mr. B. Viswanathan Mr. P. Swaminathan Mr. S. Ramesh	Independent/Chairman Independent Executive Chairman & Managing Director/Chairman
2. Nomination & Remuneration Committee	Mr. B. Viswanathan Mr. P. Swaminathan Mrs. Usha Ramesh	Independent/Chairman Independent Non - Executive
3. Risk Management Committee (if applicable)	Mr. S. Ramesh Mr. B. Viswanathan Mr. P. Swaminathan Mr. S.V. Natarajan Mr. V. Ramabhadran	Executive Chairman & Managing Director/Chairman Independent Independent Chief Executive Officer Chief Financial Officer
4. Stakeholders Relationship Committee	Mr. B. Viswanathan Mr. S. Ramesh Mr. George Jameidas	Independent/Chairman Executive Chairman & Managing Director Executive – Since Resigned
5. Vigil Mechanism Committee	Mr. P. Swaminathan Mr. S. Ramesh	Independent/Chairman Executive Chairman & Managing Director
6. Corporate Social Responsibility Committee	Mr. S. Ramesh Mr. George Jameidas Mrs. Usha Ramesh	Executive Chairman & Managing Director/Chairman Executive – Since Resigned Non - Executive

[Handwritten Signature]

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	Maximum gap between any two consecutive (in number of days)
24-03-2017	15-06-2017	83 days

IV. Meeting of Committees

Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
15-06-2017 (Audit Committee)	Quorum present. Total No. of Members: 3 Members attended: 2	24.03.2017	83 days
15-06-2017 (Nomination & Remuneration)	Quorum present. Total No. of Members: 3 Members attended: 2	24.03.2017	83 days

V. Related Party Transactions

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

Note.

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the listed entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.



VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The Composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a) Audit Committee
 - b) Nomination & remuneration committee
 - c) Stakeholders relationship committee
 - d) Risk management committee (applicable to the top 100 listed entities)
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.
4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligation and disclosure requirements) Regulations , 2015
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - As this is the first report after listing. It will be placed before the next ensuing Board Meeting.



Name: S. Srinath

Designation: Company Secretary