



Oil and Natural Gas Corporation Limited
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Ref. No.: ONGC/ NCD/Qty. Compliance/ Q2/ 20-21

Date: 7th October, 2020

Mr. Nikhil Lohana
Chief Manager
IDBI Trusteeship Services Limited
Asian Building, Ground Floor,
17, R. Kamani Marg, Ballard Estate,
Mumbai – 400 001.

Sir,

**Subject : Submission of Quarterly Compliance Report for Non-Convertible
Debentures (NCDs) the Quarter ending 30th September, 2020.**

Please find enclosed herewith the Quarterly Compliance Report in respect of 5.25% ONGC 2025 Series I (ISIN No. INE213A08016) and 6.40% ONGC 2031 Series II (ISIN No. INE213A08024) NCDs for the Quarter ended 30th September, 2020.

Yours faithfully,

For Oil and Natural Gas Corporation Limited

(V. Sreedher)
Dy. General Manager (F&A) – Incharge Treasury

V. SREEDHER
Dy. General Manager (F&A)
ONGC Treasury Management Group
Tower-A, 3rd Floor, Nelson Mandela Marg
Vasant Kunj, New Delhi-110070

SEBI REGULATORY PERIODICAL COMPLIANCE REPORT FOR THE QUARTER ENDED 30th SEPTEMBER, 2020.

Sr	Requirement	Compliance (Enclose proof in support of Compliance)	
1.	Issue/Tranche Size (Pl Attach Signed IM/Term Sheet)	INE213A08016	INE213A08024
		Rs. 500 crore	Rs. 1000 crore
		Final IM is already provided. Term sheet is attached at Annexure-1	Final IM is already provided. Term sheet is attached at Annexure-2
2	ISIN Numbers	INE213A08016 and INE213A08024	
3	Public/Rights/ Privately Placed	Private Placement	
4	Listed/Unlisted	Listed	
5	Names of the Exchanges where Debentures are Listed	Bombay Stock Exchange	
6	Secured/Unsecured	Unsecured	
7	Name of the Credit Rating Agency	ICRA Limited India Ratings & Research Private Limited	
8	Rating disclosed in the Offer document	[ICRA] AAA (Stable) IND AAA / Stable	
9	Rating given in each Financial Year (FY) after closure of Issue(1 st FY, 2 nd FY,etc.	[ICRA] AAA (Stable) IND AAA / Stable	
10	Date of Opening of Issue	INE213A08016	INE213A08024
		29 th July, 2020	7 th August, 2020
11	Date of Closure of Issue	INE213A08016	INE213A08024
		29 th July, 2020	7 th August, 2020
12	Date of Allotment	INE213A08016	INE213A08024
		31 st July, 2020	11 th August, 2020
13	Date of Dispatch of Debentures/Credit of Debentures to Debenture Holder's Demat Account CDSL/NSDL Letters to be Enclosed	INE213A08016	INE213A08024
		31 st July, 2020	11 th August, 2020

		Annexure 3(a) and 3 (b)	Annexure 4(a) and 4 (b)				
14	Date of Execution of Debenture Trustee Agreement	INE213A08016 24 th July, 2020	INE213A08024 5 th August, 2020				
15	Date of Execution of Trust Deed	INE213A08016 28 th August, 2020	INE213A08024 18 th September, 2020				
16	Date of Creation of Charge	Not Applicable since unsecured					
17	Date of Registration of Charge with ROC (ROC Certificate to be enclosed)	Not Applicable since unsecured					
18.	Date of Transfer of Funds from Escrow Account to the Issuer's Account (Letter of Bankers to the Issue to be enclosed)	INE213A08016 31 st July, 2020	INE213A08024 11 th August, 2020				
19	Copy of Listing Agreement to be enclosed	Bank Statement is enclosed – Annexure 5 Listed agreement is not required as company is already listed. The debentures are listed on BSE on 12 th August, 2020 and 19 th August, 2020 respectively. Intimation of Listing attached. <table><tr><td>INE213A08016</td><td>INE213A08024</td></tr><tr><td>Annexure 6</td><td>Annexure 7</td></tr></table>		INE213A08016	INE213A08024	Annexure 6	Annexure 7
INE213A08016	INE213A08024						
Annexure 6	Annexure 7						
20	Number of Debenture Holders on the date of Allotment with ISIN	INE213A08016 9 List of Debenture Allotees is attached at Annexure 8	INE213A08024 13 List of Debenture Allotees is attached at Annexure 9				
21	Number of Debenture Holders at the end of the current quarter.	INE213A08016 7 Benpos Report as on 30.09.2020 attached at	INE213A08024 8 Benpos Report as on 30.09.2020 attached at				

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		Annexure 10 (a) and 10 (b)	Annexure 11 (a) and 11 (b)	
22.	Valuation of properties as done by the Approved Valuer. Name of the Valuer and Amount of Valuation to be given.	Not Applicable since unsecured		
23.	<p>Status of Utilization of Issue Proceeds under Regulation 15(1A) © of the SEBI(Debtenture Trustees) Regulations, 1993</p> <p>i) As disclosed in the offer document</p> <p>ii) Actual Utilization</p> <p>iii) Reasons for deviation, if any</p>	<p>(i) The funds raised through the Issue of Debtentures shall be utilized for the purpose of capital expenditure or working capital requirement or refinancing of existing loans or other general corporate purposes.</p> <p>(ii) For working capital requirement</p> <p>(iii) No deviation</p>		
24.	Date of Statutory Auditor's Certificate for Utilization of Issue Proceeds under Regulation 15(1A) © of the SEBI(Debtenture Trustees) Regulations, 1993 (Attach the Certificate)	As the proceeds are utilised for working capital requirement/ repayment of working capital loan, the utilization certificate would be provided at the year end.		
25.	Issue wise (In case of Multiple Issues) Creation of Debtenture Redemption Reserve as stipulated in the Debtenture Trust Deed/Companies Act, 2013/SEBI Guidelines duly supported by Auditor's Certificate	<div>DRR required as per the Companies Act</div>	<div>DRR Created</div>	<div>Investments made</div> <div>Not Applicable</div>
26.	Evidence of maintenance of the debtenture redemption reserve and investment of the monies lying therein as stipulated in the guidelines formulated (or modified or revised) by the central government or any other statutory or regulatory authority;	Not Applicable		
27.	Schedule and Status of Payment of Interest on due dates (1. Schedule should be for entire Tenure of the Debtentures	<div>Due Date for Payment</div>	<div>Amount due</div>	<div>Actual Date of Payment</div>

	2. Interest Payment confirmation letter written to IDBI Trusteeship Services Ltd. to be attached)	31.7.2021	Rs. 26.25 Crore	
		11.08.2021	Rs. 64 Crore	
		List containing the names of the debenture holders, amount paid to each debenture holder, date of payment, mode of payment (NEFT/DD/Cheque etc to be enclosed) – Amount is not yet due for interest payment		
28.	Schedule & Status of redemption of Debentures on due dates (1. Schedule should be for entire Tenure of the Debentures 2. Redemption Confirmation letter written to IDBI Trusteeship Services Ltd. to be attached)	Due Date for Payment	Amount due	Actual Date of Payment
		11.04.2025	Rs. 500 Crore	-
		11.04.2031	Rs. 1,000 Crore	-
		List containing the names of the debenture holders, amount paid to each debenture holder, date of payment, mode of payment (NEFT/DD/Cheque etc to be enclosed)- Amount is not yet due for payment		
29	Amount outstanding as on 30/09/2020	1. Principal :NIL 2. Interest : NIL		
30.	Copy of the Certificate under Regulation 57(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with respect to obligations regarding disclosure of payment of interest or principal of listed debt securities submitted to the stock exchanges and extracts of the disclosure of the same on the website by the issuer.	As there is no payment due for interest and principal , hence not Applicable		
31.	Extracts of the disclosures with respect to default on interest or redemption amount with respect to the listed debt securities made by the Issuer on its website under Regulation 62(1) of SEBI (LODR)	There is no default , hence not Applicable		

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	Regulations,2015				
32	The Properties secured for the Debentures are adequately insured and policies are in the joint names of the Trustees. Please enclose a copy of Insurance Policy.	Not Applicable since unsecured			
33	In case of default (Principal & Interest), number of installments defaulted at the end of quarter with amount overdue (give due date wise Principal & Interest separately and reasons therefor)	No Applicable			
34	Breach of any Covenants of Debenture Trust Deed/Information Memorandum/ Disclosure Document/Term Sheet (Please specify)	No breach of covenant			
35	Minimum Security Cover/Asset Cover required as per Information Memorandum/Offer Document under Regulation 56(1)(d) of the SEBI(LODR) Regulations, 2015 (Half Yearly at the end of each Half Year after closure of the Issue (1 st HY, 2 nd HY, ...etc.)	Required as Per Offer Documents (%)	Maintained as on date.(%)		
		Not Applicable since unsecured	Not Applicable since unsecured		
36.	A Statement that the assets of the body corporate and of the Guarantor, if any which are available by way of security are sufficient to discharge the claims of the debenture holders as and when they become due. (Security Cover Ratio)	Not Applicable since unsecured			
37.	Redemption Schedule	Sr.	Due Date	Amount of Instalment	Actual Date of Payment in r/o due dates fallen due

		1.	11 th April, 2025	Rs. 500 crore	-
		2.	11 th April, 2031	Rs. 1000 Crore	-
38.	List containing Names, Addresses and Email Ids of Debenture holders at the end of quarter i.e. as on 30/09/2020, to be enclosed.	INE213A08016		INE213A08024	
		7		8	
		Benpos Report as on 30.09.2020 attached at Annexure 10 (a) and 10 (b)		Benpos Report as on 30.09.2020 attached at Annexure 11 (a) and 11 (b)	
39.	The number and nature of Complaints/grievances received, number of Complaints/grievances resolved and number of Complaints/grievances pending settlement at the end of quarter. Please enclose list containing the names of Complainants; nature of Complaints, date of resolution of complaints etc.	No complaints are received. The certificate as received from Alankit Assignment Limited (RTA) is attached- Annexure 12			
41.	Any major change in composition of Board of Directors, which may amount to change in control as defined in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	No			
41.	Submission Half Yearly Communications to Stock Exchange/s on half yearly basis under Regulation 52(4) and 52(5) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly countersigned by the trustee	The Half Yearly Accounts for the half year ending 30.09.2020 is under finalization and the same would be provided to Trustee at the time of filling with Stock exchange.			

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42.	Form GNL 2, PAS 3 along with Information Memorandum (in PAS 4) and PAS 5 along with challan filed with the Registrar of Companies. Confirmation the said filing has been done within 30 days from the date of Information Memorandum.	PAS-3 along with PAS- 5 is filled with ROC on the date of allotment i.e. 31.07.2020 and 11.08.2020.				
		Particulars	INE213A08016	INE213A08024		
		PAS -3	Annexure 13	Annexure 14		
		PAS-4	Annexure 15	Annexure 16		
		Challan for Filling PAS-3	Annexure 17	Annexure 18		
43.	Form PAS 5 along with Information Memorandum filed with SEBI along with acknowledgement receipt. (if applicable). Confirmation the said filing has been done within 30 days from the date of Information Memorandum.	Not Applicable.				
44.	Form MGT14 in respect of the shareholder and board resolution for issue of debentures along with challan filed with Registrar of Companies	MGT -14 in respect of Board resolution for NCD issuance along with copy of Challan is attached. Annexure 19 and Annexure 20				
45.	Accounts for this quarter.	The Quarterly results for Quarter ending 30 th September, 2020 are under finalization and same would be provide at the time of filing to the Stock exchange.				
46.	Financials of the Issuer (as submitted by the Issuer company as per Regulation 56(1)(a) of the SEBI (LODR) Regulations, 2015	End of each Financial Year (FY) after closure of issue (1 st FY, 2 nd FY, 3 rd FY.....etc.)- Not Applicable as the NCDs are issued in FY 20-21 1. Income from Operations – 2. Net Profit for the period – 3. Reserve excluding revaluation reserves 4. Debenture Redemption Reserve				
47.	Delay or default in payment of interest/principal amount in terms of Regulation 15(1)(q) of SEBI (DT) Regulations, 1993					
	Financial Year	Principal/Interest outstanding (in Rs. in Cr)	Due date of Payment	Actual Date of Payment	Status of Payment(Paid on time/Default/Paid with delay	Reasons for delay/non-payment, if any

	Not Applicable			
48	Trading Status of the debt security	At the end of FY	Name of Stock Exchange	Whether Traded/ Delisted/ Suspended
		End of each FY after closure of Issue (1 st FY, 2 nd FY, 3 rd FYetc.	BSE	Traded
49.	Cash flows of the Issuer are adequate for payment of Interest and redemption of Principal with details thereof.	Cash Flows of the company are adequate to discharge the interest and repayment of principal. The cash flow statement for the Half Year ending 30 th September, 2020 would be provided after finalization.		
50.	<p>i) Certificate from Director/Managing Director of the Issuer company and</p> <p>ii) Certificate from an Independent Chartered Accountant certifying the value of book debts/receivables as on 30th September, 2020 together with a List of Receivables in the following format:-</p> <p>a) Valuation/Amount of Receivables charged for each Issue</p> <p>b) Less Valuation/Amount of Receivables charged stands repaid</p> <p>c) Less Valuation/Amount of charged Non Performing Receivables</p> <p>d) Net Value of charged Standard/Performing/ No default Receivables</p> <p>e) Security cover for the Debentures</p> <p>iii) Certificate from Statutory Auditor giving the value of</p>	Not Applicable since unsecured		

	book debts/receivables for the Financial Year 2019-2020 (As on 31st March, 2020)	
51	Any significant change in the composition of the Board of Directors of the Issuer from the disclosures in the Offer Document at the end of each Financial Year after closure of the issue (1 st FY, 2 nd FY, 3 rd FYetc)	NO

V. Sreedher 7/11/20

V. SREEDHER
Dy. General Manager (F&A)
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