

COMMITTEES OF THE BOARD OF DIRECTORS OF BARAK VALLEY CEMENTS LIMITED

Barak Valley Cements Limited is having following Board Level Committees:

- A. Audit Committee
- B. Sub-Audit Committee
- C. Nomination and Remuneration Committee
- D. Share Transfer Committee
- E. Stakeholder's Relationship Committee
- F. General Purpose Committee

A. AUDIT COMMITTEE

Pursuant to the provisions of Section 177 of the Companies Act, 2013 and Clause 49 of the Listing Agreement, Company have a duly qualified and Independent Audit Committee, presided by an Independent Director. The Audit Committee of the Board comprises three Non- Executive Independent Directors and one Executive Non-Independent Director.

Composition of the Audit Committee:

Sl.	Name of the Member	Designation of the Committee	Category
1	Sh. Vishal More	Chairman	Independent and Non-Executive Director
2	Sh. Brahm Prakash Bakshi	Member	Independent and Non-Executive Director
3	Sh. Ramesh Chandra Bajaj	Member	Independent and Non-Executive Director
4	Sh. Kamakhya Chamaria	Member	Non-Independent and Executive Director

B. SUB-AUDIT COMMITTEE

The Board has also set up a Sub-Audit Committee on 15th May, 2009 in order to strengthen the Internal Audit procedure by keenly observing and implementing the findings & comments of the Internal Auditors of the Company and reporting the same to the Audit Committee.

The committee consists of following executives of the Company:

- 1. Sh. S.K.P Dalmia
- 2. Sh. Shishir Bajoria
- 3. Sh. Rahul Bagaria
- 4. Sh. Rajesh Aggarwal

C. NOMINATION & REMUNERATION COMMITTEE

The Board had constituted the Nomination & Remuneration committee on 30th May, 2014 headed by Sh. Brahm Prakash Bakshi who is an Independent and Non- Executive Director.

The Nomination and Remuneration Committee determines the Company's remuneration policy, having regard to performance standards and existing industry practice.

Composition of the Nomination & Remuneration Committee:

Sl. No	Name	Designation in Committee	Category
1	Sh. Brahm Prakash Bakshi	Chairman	Non-Executive & Independent Director
2	Dr. Dhanpat Ram Agarwal	Member	Non-Executive & Independent Director
3	Sh. Ramesh Chandra Bajaj	Member	Non-Executive & Independent Director

4	Sh. Bijay Kumar Garodia	Member	Executive & Non-Independent Director
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D. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Board had constituted the stakeholder's relationship committee on 30th May, 2014. The said committee has been constituted at the Board level, under the Chairmanship of Sh. Brahm Prakash Bakshi, a Non-Executive, Independent director.

Composition of the Stakeholders' Relationship Committee:

The Committee consists of three Directors out of which two are Non-Executive and Independent Directors and one is an Executive and Non-Independent Director:

Sl. No.	Name	Designation in Category	Category
1	Sh. Brahm Prakash Bakshi	Chairman	Non-Executive & Independent Director
2	Dr. Dhanpat Ram Agarwal	Member	Non-Executive & Independent Director
3	Sh. Kamakhya Chamaria	Member	Executive & Non- Independent Director

E. SHARE TRANSFER COMMITTEE

The Share Transfer Committee was set up on September 07, 2006. The Terms of reference of the committee includes approval of share transfer, issue of duplicate/rematerialized shares, transmission of shares, consolidation, splitting of share certificates.

Composition of the Share Transfer Committee:

The detail of the members of the Share Transfer Committee is as follows:

Sl. No.	Name	Designation in Committee
1	Sh. Prahlad Rai Chamaria	Chairman
2	Sh. Santosh Kumar Bajaj	Member
3	Mr. Divyang Jain*	Member

* The Company Secretary of the Company to act as Member of the Share Transfer Committee.

E. GENERAL PURPOSE COMMITTEE

The Board had constituted a General Purpose Committee on 30th January, 2010 to smoothly and swiftly carry out the day to day businesses and transactions of the Company. The Committee is headed by Sh. Kamakhya Chamaria who is also the Vice-Chairman & Managing Director of the Company.

Composition of General Purpose Committee:

The Committee consists of five Directors out of which four are Executive Directors and one is Non-Executive Director. The Committee is under the guidance & Chairmanship of Sh. Kamakhya Chamaria.

Sl. No.	Name	Designation in Committee	Category
1	Sh. Kamakhya Chamaria	Chairman	Executive & Non-Independent Director
2	Sh. Bijay Kumar Garodia	Member	Executive & Non-Independent Director
3	Sh. Mahendra Kumar Agarwal	Member	Non-Executive & Non-

			Independent Director
4	Sh. Santosh Kumar Bajaj	Member	Executive & Non-Independent Director
5	Sh. Prahlad Rai Chamaria	Member	Non-Executive & Non-Independent Director