



# BARAK VALLEY CEMENTS LTD.

281, Deepali, Pitam Pura, Delhi-34 Tel. : +91-11-27033828 / 829 Fax : +91-11-27033830  
E-mail : delhi@barakcement.com • Website : www.barakcement.com  
CIN : L01403AS1999PLC005741



## Corporate Governance Report on quarterly basis

1. Name of Listed Entity: Barak Valley Cements Limited  
2. Quarter ending: December 31, 2019  
3. Script Code: 532916

Annexure - 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 Re-appointment | Date of Cessation | Tenure* (inMonths) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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) |
| Mr.                                  | Kamakhya Chamaria      | ABTPC7503L00612581  | Executive   | 30-Sep-09                   | 30-Sep-17              | -                 | -                  | 1  | 0   | Audit Committee-1<br>Stakeholder Committee-1  | 0  |
| Mr.                                  | Santosh Kumar Bajaj    | ACQPB0818D00045759  | Executive   | 13-Mar-06                   | 30-Sep-17              | -                 | -                  | 1  | 0   | Audit Committee-0<br>Stakeholder Committee-0  | 0  |
| Mr.                                  | Mahendra Kumar Agarwal | ABMPA8813G00044343  | Non Independent - Non Executive                                       | 30-Nov-99                   | 28-Sep-18              | -                 | -                  | 1  | 0   | Audit Committee-0<br>Stakeholder Committee-0  | 0  |
| Mr.                                  | Dhanpat Ram Agarwal    | ACZPA4900E00322861  | Independent - Non Executive   | 13-Mar-06                   | 27-Sep-19              | -                 | 60                 | 2  | 2   | Audit Committee-1<br>Stakeholder Committee-2  | 1  |
| Mrs.                                 | Renu Kejriwal          | ARZPK9611R06768299  | Independent - Non Executive   | 20-Dec-13                   | 27-Sep-19              | -                 | 60                 | 1  | 1   | Audit Committee-1<br>Stakeholder Committee-0  | 1  |
| Mr.                                  | Shyam Agarwal          | AFUPA9611G08294059  | Independent - Non Executive   | 14-Nov-18                   | 27-Sep-19              | -                 | 60                 | 1  | 1   | Audit Committee-1<br>Stakeholder Committee-1  | 1  |
| Mr.                                  | Nishant Garodia        | AJSPG6638IH00129815 | Non Independent - Non Executive                                       | 13-Feb-19                   | 27-Sep-19              | 13-Nov-19         | -                  | 0  | 0   | Audit Committee-0<br>Stakeholder Committee-0  | 0  |
| Mr.                                  | Puran Chand            | ACDPC1778N08468978  | Independent - Non Executive   | 29-May-19                   | 27-Sep-19              | -                 | 60                 | 1  | 1   | Audit Committee-0<br>Stakeholder Committee-0  | 0  |

\*PAN number of any director would not be displayed on the website of Stock Exchange  
\*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  
\*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                |  |  |  | Date of Appointment                              | Date of Cessation        |
|--|--|--|--|--|--------------------------|
| Name of Committee                            | Name of Committee members  | Category (Chairperson/Executive/Non-Executive/independent/Nominee)   |  |  |                          |
| 1. Audit Committee                           | Mrs. Renu Kejriwal<br>Sh. Shyam Agarwal<br>Sh. Kamakhya Chamaria                                   | Chairperson-Independent - Non Executive<br>Independent - Non Executive<br>Executive  |  | 13-Aug-18<br>13-Feb-19<br>09-Jun-07              | -<br>-<br>-              |
| 2. Nomination & Remuneration Committee       | Mrs. Renu Kejriwal<br>Dr. Dhanpat Ram Agarwal<br>Sh. Mahendra Kumar Agarwal<br>Sh. Nishant Garodia | Chairperson - Independent - Non Executive<br>Independent - Non Executive<br>Non-Independent-Non Executive<br>Non Independent - Non Executive |  | 13-Feb-19<br>07-Sep-06<br>13-Nov-19<br>13-Feb-19 | -<br>-<br>-<br>13-Nov-19 |
| 3. Risk Management Committee (if applicable) | Not Applicable   |  |  |  |                          |
| 4. Stakeholders Relationship Committee*      | Sh. Shyam Agarwal<br>Dr. Dhanpat Ram Agarwal<br>Sh. Kamakhya Chamaria                              | Chairperson - Independent - Non Executive<br>Independent - Non Executive<br>Executive  |  | 13-Feb-19<br>07-Sep-06<br>25-Jul-08              | -<br>-<br>-              |

\* 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

| 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) | No. of Directors Present | No. of Independent Directors Present at the meeting |
| August 13, 2019                                     | November 13, 2019                                   | 91 Days   |                          |   |
|   | December 31, 2019                                   | 47 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* | No. of Directors Present | No. of Independent Directors Present at the meeting |
| Audit Committee -<br>August 13, 2019                        | Yes - 3 members present                     | November 13, 2019   | 91 Days   |                          |   |
| Nomination and Remuneration committee -<br>August 13, 2019  | Yes - 2 members                             | December 31, 2019   |   |                          |   |

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional



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ISO 9001:2015 CERT. No.:  
QAC/R91/1941

| V. Related Party Transactions  |  |
|--|--|
| Subject  | Compliance status (Yes/No/NA) refer note below |
| Whether prior approval of audit committee obtained   | YES  |
| Whether shareholder approval obtained for material RPT   | N.A.   |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | YES  |

**Note**  
 1. 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.  
 2. If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - Risk Management committee - Not applicable - (applicable to the top 500 listed companies)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: No Comments.

For Barak Valley Cements Limited



Kamakhya Chamaria  
Managing Director

**Note:**  
 Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.