



# BARAK VALLEY CEMENTS LTD.

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CIN : L01403AS1999PLC005741



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

## Corporate Governance Report on quarterly basis

1. Name of Listed Entity: Barak Valley Cements Limited  
2. Quarter ending: June 30, 2019  
3. Script Code: 532916

Annexure - I

I. Composition of Board of Directors											
Title (Mr./Ms.)	Name of the Director	PAN <sup>1</sup> & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) <sup>2</sup>	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure <sup>3</sup> (in Months)	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 Stakeholder Committee-1	0
Mr.	Santosh Kumar Bajaj	ACQPB0818D00045759	Executive	13-Mar-06	30-Sep-17	-	-	1	0	Audit Committee-0 Stakeholder Committee-0	0
Mr.	Mahendra Kumar Agarwal	ABMPA8813G00044343	Non Executive	30-Nov-99	28-Sep-18	-	-	1	0	Audit Committee-0 Stakeholder Committee-0	0
Mr.	Dhanpat Ram Agarwal	ACZPA4900E00322861	Independent - Non Executive	13-Mar-06	08-Sep-14	-	60	3	3	Audit Committee-2 Stakeholder Committee-3	3
Mrs.	Renu Kejriwal	ARZPK9611R06768299	Independent - Non Executive	20-Dec-13	08-Sep-14	-	60	1	1	Audit Committee-1 Stakeholder Committee-0	1
Mr.	Shyam Agarwal	AFUPA9611G08294059	Independent - Non Executive	14-Nov-18	-	-	60	1	1	Audit Committee-1 Stakeholder Committee-1	1
Mr.	Nishant Garodia	AJSPG6638H00129815	Non Independent - Non Executive	13-Feb-19	-	-	-	1	0	Audit Committee-0 Stakeholder Committee-0	0
Mr.	Puran Chand	ACDPC3778N08468978	Independent - Non Executive	29-May-19	-	-	60	1	1	Audit Committee-0 Stakeholder Committee-0	0

<sup>1</sup>PAN number of any director would not be displayed on the website of Stock Exchange

<sup>2</sup>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

<sup>3</sup>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 Sh. Shyam Agarwal Sh. Kamakhya Chamaria	Chairperson-Independent - Non Executive Independent - Non Executive Executive	13-Aug-18 13-Feb-19 09-Jun-07	- - -
2. Nomination & Remuneration Committee	Mrs. Renu Kejriwal Dr. Dhanpat Ram Agarwal Sh. Nishant Garodia	Chairperson - Independent - Non Executive Independent - Non Executive Non Independent - Non Executive	13-Feb-19 07-Sep-06 13-Feb-19	- - -
3. Risk Management Committee (if applicable)	Not Applicable		Not Applicable	
4. Stakeholders Relationship Committee <sup>1</sup>	Sh. Shyam Agarwal Dr. Dhanpat Ram Agarwal Sh. Kamakhya Chamaria	Chairperson - Independent - Non Executive Independent - Non Executive Executive	13-Feb-19 07-Sep-06 25-Jul-08	- - -

<sup>1</sup>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
February 13, 2019	May 29, 2019	104 Days	5	3

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 <sup>*</sup>	No. of Directors Present	No. of Independent Directors Present at the meeting
Audit Committee - February 13, 2019	Yes - 3 members	May 29, 2019	104 Days	3	2
Nomination and Remuneration committee - February 13, 2019	Yes - 2 members	May 29, 2019	104 Days	2	2

<sup>\*</sup> 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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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
<b>Note</b>	
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 2. 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 - Not applicable - (applicable to the top 500 listed companies) 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 obligations and disclosure requirements) Regulations, 2015. 5. 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.	
F. 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.