



BARAK VALLEY CEMENTS LTD.

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E-mail : delhi@barakcement.com • Website : www.barakcement.com
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: September 30, 2019
3. Script Code: 532916

Annexure - I

I. Composition of Board of Directors											
Title (Mr./Ms.)	Name of the Director	PAN ¹ & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ²	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure ³ (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.	Kamakhyia 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	27-Sep-19	-	60	2	2	Audit Committee-1 Stakeholder Committee-2	1
Mrs.	Renu Kejriwal	ARZPK9611R06768299	Independent - Non Executive	20-Dec-13	27-Sep-19	-	60	1	1	Audit Committee-1 Stakeholder Committee-0	1
Mr.	Shyam Agarwal	AFUPA9611G08294059	Independent - Non Executive	14-Nov-18	27-Sep-19	-	60	1	1	Audit Committee-1 Stakeholder Committee-1	1
Mr.	Nishant Garodia	AJSPG6638H00129815	Non Independent - Non Executive	13-Feb-19	27-Sep-19	-	-	1	0	Audit Committee-0 Stakeholder Committee-0	0
Mr.	Puran Chand	ACTDP03778N08468978	Independent - Non Executive	29-May-19	27-Sep-19	-	60	1	1	Audit Committee-0 Stakeholder Committee-0	0

¹PAN number of any director would not be displayed on the website of Stock Exchange
²Category 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				
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Mrs. Renu Kejriwal Sh. Shyam Agarwal Sh. Kamakhyia 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	Sh. Shyam Agarwal Dr. Dhanpat Ram Agarwal Sh. Kamakhyia Chamaria	Chairperson - Independent - Non Executive Independent - Non Executive Executive	13-Feb-19 07-Sep-06 25-Jul-08	- - -

& 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
May 29, 2019	August 13, 2019	75 Days	6	4

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 - May 29, 2019	Yes - 3 members	August 13, 2019	75 Days	3	2
Nomination and Remuneration committee - May 29, 2019	Yes - 2 members	August 13, 2019	75 Days	2	2

* 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

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, 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.



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Corporate Governance Report on Half-Yearly Basis

Annexure-III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

III. Affirmations			
S. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
3	Presence of Chairperson of the nomination and remuneration committee at the Annual General Meeting	19(3)	Yes
4	Presence of Chairperson of the stakeholder relationship committee at the Annual General Meeting	20(3)	Yes
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	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.

3 If the Listed Entity would like to provide any other information the same may be indicated here.

For Barak Valley Cements Limited

Kamakhya Chamaria
Managing Director