

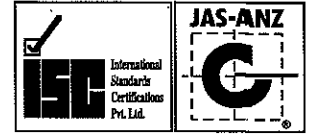


BARAK VALLEY CEMENTS LTD.

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CIN : L01403AS1999PLC005741



Quarterly Compliance Report on Corporate Governance

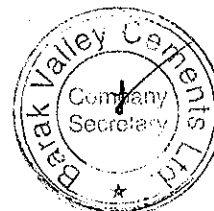
Name of the Company: Barak Valley Cements Limited,

Symbol: BVCL

Quarter Ending on: 30th September, 2015

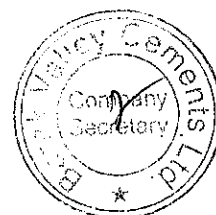
Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	---
(B) Independent Directors	49 (IIB)	Yes	---
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	---
(D) Other provisions as to Board and Committees	49 (IID)	Yes	---
(E) Code of Conduct	49 (IIE)	Yes	---
(F) Whistle Blower Policy	49 (IIF)	Yes	---
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	---
(B) Meeting of Audit Committee	49 (IIIB)	Yes	---
(C) Powers of Audit Committee	49 (IIIC)	Yes	---
(D) Role of Audit Committee	49 (IIID)	Yes	---
(E) Review of Information by Audit	49 (IIIE)	Yes	---

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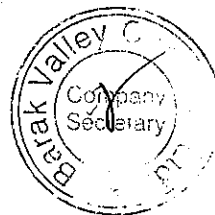
Committee			
IV. Nomination and Remuneration Committee	49 (IV)	Yes	---
V. Subsidiary Companies	49 (V)	Yes	---
VI. Risk Management	49 (VI)	Yes	---
VII. Related Party Transactions	49 (VII)	Yes	---
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	There is no material Related party transactions during the quarter ended 30.09.2015 and clause 49 (VIII A) (2) has been complied and the compliance will continue in the Annual report for the Financial Year 2015-16.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Has been complied in the annual report of Financial year 2014-15 and compliance will continue in the Annual report for the Financial Year 2015-16.
(C) Remuneration of Directors	49 (VIII C)	Yes	Has been complied in the Annual Report of Financial Year 2014-15 and the compliance will continue in next Annual Report for the Financial Year 2015-16.
(D) Management	49 (VIII D)	Yes	Provisions of Clause 49 (VIII D) (1) has been complied in the Annual

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			Report for Financial Year 2014-15 and the compliance will continue in next Annual Report for the Financial Year 2015-16.
(E) Shareholders	49 (VIII E)	Yes	Provisions of Clause 49 (VIII E) (1) & (2) has been complied in the Annual Report for Financial Year 2014-15 and the compliance will continue in next Annual Report for the Financial Year 2015-16
(F) Proceeds from public issues, rights	49 (VIII I)	N.A.	---
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	Provisions of Clause 49 (X) (A) has been complied in the Annual Report for Financial Year 2014-15 and the compliance will continue in next Annual Report for the Financial Year 2015-16.
XI. Compliance	49 (XI)	Yes	Provision of Clause 49 (XI) has been complied in the Annual Report for the Financial Year 2014-15 and the compliance will continue in next Annual Report for 2015-16.

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Note:

1. The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
2. In the column No. 3, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49(VII).
3. In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as – "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

Thanking you,
Yours faithfully,

For BARAK VALLEY CEMENTS LIMITED

Varun Kapoor
Varun Kapoor
(Company Secretary)

