



# BARAK VALLEY CEMENTS LTD.

Unit Nos. DSM-450-451-452, DLF Towers, 15 Shivaji Marg,  
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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, 2022  
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> | Date of Birth | Initial Date of Appointment | Date of Re-appointment | Date of Cessation | Tenure <sup>3</sup> (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 / Audit Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
| Mr.                                  | Kamakhyia Chamaria     | AHIPC7503L00612581     | Non-Executive - Non Independent Director  | 26-May-52     | 30-Sep-09                   | 30-Sep-20              | -                 | -                              | 1  | 0   | Audit Committee-1 Stakeholder Committee-1  | 0  |
| Mr.                                  | Santosh Kumar Bajaj    | ACQPB0818D00045759     | Non Independent - Non Executive   | 09-Aug-57     | 13-Mar-06                   | 29-Sep-21              | -                 | -                              | 1  | 0   | Audit Committee-0 Stakeholder Committee-0  | 0  |
| Mr.                                  | Mahendra Kumar Agarwal | ABMPA8813G00044343     | Non Independent - Non Executive   | 07-Oct-63     | 30-Nov-99                   | 30-Dec-20              | -                 | -                              | 1  | 0   | Audit Committee-0 Stakeholder Committee-0  | 0  |
| Mr.                                  | Dhanpat Ram Agarwal    | AC/PA4900E00322861     | Independent - Non Executive   | 13-Jan-59     | 13-Mar-06                   | 27-Sep-19              | -                 | 60                             | 2  | 2   | Audit Committee-1 Stakeholder Committee-2  | 1  |
| Mrs.                                 | Renu Kejriwal          | AR/PK0611R06768299     | Independent - Non Executive   | 20-Aug-73     | 20-Dec-13                   | 27-Sep-19              | -                 | 60                             | 1  | 1   | Audit Committee-1 Stakeholder Committee-0  | 1  |
| Mr.                                  | Shyam Agarwal          | AFUPA0611G08294039     | Independent - Non Executive   | 13-Nov-52     | 14-Nov-18                   | 27-Sep-19              | -                 | 60                             | 1  | 1   | Audit Committee-1 Stakeholder Committee-1  | 1  |
| Mr.                                  | Puran Chand            | ACDPC3778N08468978     | Independent - Non Executive   | 01-Feb-50     | 29-May-19                   | 27-Sep-19              | -                 | 60                             | 1  | 1   | Audit Committee-0 Stakeholder Committee-0  | 0  |
| Mr.                                  | Gaurav Tushyan         | AQPII7464R8210596      | Non-Executive - Non Independent Director  | 25-11-1992    | 28-01-2022                  | -                      | -                 | -                              | 1  | 0   | 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                |                            |                    |  |                     |                   |
|--|----------------------------|--------------------|--|---------------------|-------------------|
| Name of Committee                            | Name of Committee members  | Chairperson Member | Category (Chairperson Executive Non-Executive Independent Nominee) | Date of Appointment | Date of Cessation |
| 1. Audit Committee                           | Mrs. Renu Kejriwal         | Chairperson        | Independent - Non Executive  | 13-Aug-18           | -                 |
|  | Mr. Shyam Agarwal          | Member             | Independent - Non Executive  | 13-Feb-19           | -                 |
|  | Mr. Kamakhyia Chamaria     | Member             | Non-Executive - Non Independent Director                           | 09-Jun-07           | -                 |
| 2. Nomination & Remuneration Committee       | Mrs. Renu Kejriwal         | Chairperson        | Independent - Non Executive  | 13-Feb-19           | -                 |
|  | Mr. Dhanpat Ram Agarwal    | Member             | Independent - Non Executive  | 07-Sep-06           | -                 |
|  | Mr. Mahendra Kumar Agarwal | Member             | Non-Independent-Non Executive                                      | 13-Nov-19           | -                 |
| 3. Risk Management Committee (if applicable) | Not Applicable             |                    |  |                     |                   |
| 4. Stakeholders Relationship Committee       | Mr. Shyam Agarwal          | Chairperson        | Independent - Non Executive  | 13-Feb-19           | -                 |
|  | Dr. Dhanpat Ram Agarwal    | Member             | Independent - Non Executive  | 07-Sep-06           | -                 |
|  | Mr. Kamakhyia Chamaria     | Member             | Non-Executive - Non Independent Director                           | 25-Jul-08           | -                 |

<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

| III. Meeting of Board of Directors                |   |   |                          |   |
|---|---|---|--------------------------|---|
| Dates of Meeting (if any) in the previous quarter | Dates 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 |
| 28-01-2022  | April 22, 2022                                    | 66  | 5                        | 3   |
| 14-Feb-22   | May 25, 2022                                      | 32  | 4                        | 2   |

| IV. Meeting of Committees   |   |   |  |                          |   |
|---|---|---|--|--------------------------|---|
| Dates of meeting of the committee in the relevant quarter   | Whether requirement of Quorum met (details) | Dates 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 |
| May 25, 2022  | Yes - 3 Directors                           | February 14, 2022   | 99   | 3                        | 2   |
| Nomination and Remuneration committee -   |   |   |  |                          |   |
| * This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional |   |   |  |                          |   |

| Stakeholders Relationship Committee - |  |  |  |  |  |
|---------------------------------------|--|--|--|--|--|
|                                       |  |  |  |  |  |

| V. Related Party Transactions  |   |
|--|---|
| Subject  | Compliance status (Yes/No/N/A) 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" if the compliance is not in accordance with the requirements of the applicable laws and regulations, the words "N/A" may be indicated.  
2 If status is "No" details of non-compliance may be given here.

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**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.

For Barak Valley Cements Limited

*Rachna*

Rachna Gumber  
Company Secretary & Compliance Officer



**Note:**

Information at Table I and II above need to be re-confirmed in every 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.