



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



Ref: 3012/BVCL/2020-21

December 30, 2020

To
The General Manager
Department of Corporate Services,
BSE Limited
Phiroze Jee Jee Bhoy Tower
Dalal Street, Fort
Mumbai-400001
Fax: 022-22722061/41/39
Phone No. 91-22-22721233/4

To
The General Manager
Department of Corporate Services,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai-400051
Fax: 022-26598237/38/47
Phone No. 022-2659-8235/36

Scrip Code- 532916

Scrip Code- BVCL

Sub: Proceedings of 21st Annual General Meeting of the Barak Valley Cements Limited held on Wednesday, the 30th December, 2020 as per regulation 30 read with Part-A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to the Regulation 30 read with Part-A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we hereby submit the proceedings (as **Annexure-1**) for the Twenty First Annual General Meeting of Barak Valley Cements Limited ("the Company") duly convened and held on 30th December, 2020 (Wednesday) at its registered office at Debendra Nagar, Jhoombasti, P.O. Badarpurghat, Distt. Karimganj, Assam-788803 at 01.00 P.M.

Pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the Company had provided remote e-voting facility to the Members of the Company in respect of all the items of business as contained in the notice dated November 12, 2020 of the 21st Annual General Meeting. The remote e-voting commenced at 09:00 A.M. on Sunday, December 27, 2020 and ended at 05:00 P.M. on Tuesday, December 29, 2020. Mr. Balwan Jain, Chartered Accountant in Practice (Membership No. 91276) was appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting and ballot process in a fair and transparent manner.

Thanking You,

Yours faithfully,
For **BARAK VALLEY CEMENTS LIMITED**

Deepa
(Company Secretary & Compliance Officer)



REGD. OFFICE & WORKS : Debendra Nagar, Jhoom Basti, P.O. Badarpur Ghat, Distt. : Karimganj-788803 (Assam)

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QAC/R91/1941

Annexure-1

PROCEEDINGS OF 21ST ANNUAL GENERAL MEETING

The Twenty First Annual General Meeting (“AGM”/ “Meeting”) of the Members of Barak Valley Cements Limited (“the Company”) held on Wednesday, the 30th December, 2020 at 01.00 P.M. (IST) at Debendra Nagar, Jhoombasti, P.O. Badarpurghat, Distt. Karimganj, Assam-788803.

In view of the Covid-19 outbreak, the meeting was duly organized adhering to all the preventive measures as suggested by the Ministry of Health Affairs (“MHA”) for maintaining social distancing to limit the spread of Covid-19.

Ms. Deepa, Company Secretary and Compliance Officer of the Company welcomed the Members of the Company. Upon confirmation of the presence of quorum by the Company Secretary Mr. Kamakhya Chamaria, Vice-Chairman and Managing Director of the Company chaired the meeting. The Chairman called the meeting in order and began the proceedings of the meeting. After welcoming the Members of the Company, he introduced Mrs. Renu Kejriwal, Chairman of the Audit Committee and Nomination & Remuneration Committee, Mr. Shyam Agarwal Chairman of Stakeholders Relationship Committee, Mr. Mahendra Kumar Agarwal Director of the Company, Mr. Rajesh Agarwal Chief Financial Officer of the Company, Mr. Mukesh Kumar Shovasaria, Chief Executive Officer of the Company, the Auditors of the Company and Mr. Balwan Jain, in the capacity of Scrutinizer present in the meeting. He further, appraised that the other directors are not able to attend the meeting due to their pre-occupations.

Then Mr. Kamakhya Chamaria, Chairman of the Meeting delivered his speech regarding the general working operations and financial performance of the Company during the financial year 2019-20. He also stated about revenues of the Company increased during the financial year in comparison with previous Financial Year. Then he concluded his speech by stating future plans and growth projections of year ahead.

Further, Ms. Deepa, Company Secretary and Compliance Officer of the Company informed that the Auditors Report on the Financial Statements of the Company for the financial year ended March 31, 2020 and the Secretarial Audit Report for the financial year ended March 31, 2020 do not have any adverse remark and then explained to the members legal aspects of voting through electronic mean and poll. Further, she informed that the Company has engaged NSDL for providing e-voting facility for the Twenty First Annual General Meeting and as per the provisions of the Companies Act, 2013 and other applicable provisions, the remote e-voting facility was provided by the Company from December 27, 2020 (09.00 A.M. IST) to December 29, 2020 (5.00 P.M. IST).

The Chairman announced that the Statutory Registers, Auditors Report, Secretarial Audit Report and other documents which the members entitled to inspect are available for inspection during AGM.

Business Items:

Then Chairman took up the agenda items as stated under Notice of AGM. With the consent of Members present, the Notice of AGM together with Financial Statements and Board Report were taken as read. Thereafter, Chairman proceeded with the Agenda Items set out as below:



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ORDINARY BUSINESS:

- **Item No. 1:** To receive, consider and adopt the audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the Financial Year ended 31st March, 2020 together with the Report of the Board of Directors and Auditors thereon.
- **Item No. 2:** To appoint a director in place of Mr. Mahendra Kumar Agarwal (DIN: 00044343), who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSSINESS:

- **Item no. 3:** Ratification of Remuneration to the Cost Auditor for the Financial Year ending March 31, 2021.
- **Item no. 4:** Re-appointment of Mr. Kamakhya Chamaria (DIN: 00612581) as Managing Director of the Company designated as Key Managerial Personnel of the Company.
- **Item no. 5:** Approval of Disinvestment in Goombira Tea Company Limited, Wholly Owned Material Subsidiary.

The Chairman briefed about all the proposed items and also informed that proposed items were considered and approved by the Board in their board meeting. The Chairman invited the members to raise questions, offer comments or seek clarifications, if any on the Annual Report, Annual Accounts, any of the item stated in the notice of the 21st Annual General Meeting of the Company, performance of the Company or future growth plans of the Company. The members submissions were duly replied by the Chairman with proper clarifications and thanks to the Members for taking keen interest in the affairs of Company.

Mr. Kamakhya Chamaria being interested in the agenda item set out as Item No. 4 handed over the chair to Mr. Mahendra Kumar Agarwal, Non-Executive Director of the Company to conduct the proceedings of the meeting for this item of business; thereafter he resumed the chair after the said item was transacted.

The Chairman informed the members that the Company had provided Remote e-voting facility to the Members of the Company in respect of all the items of business as contained in the notice of the 21st Annual General Meeting and appointed Mr. Balwan Jain, Chartered Accountant in Practice, (Membership No. 91276) as the Scrutinizer for the purpose of scrutinizing the remote e-voting and ballot process in a fair and transparent manner.

The poll process was handed over to the scrutinizer Mr. Balwan Jain, proprietor of M/s Balwan Jain & Co., Practicing Chartered Accountants and the Company Secretary was also requested to assist the Members in exercise of voting. Thereafter, Scrutinizer displayed the empty ballot box and locked the same in the presence of two witnesses. The Scrutinizer instructed the members to cast their vote and drop the ballot papers in ballot box. The shareholders present at the meeting who could not avail Remote e-voting option were given the opportunity to cast their vote through 'Ballot'. However, shareholders present at the meeting have already exercised Remote e-voting option therefore, none of the shareholders opted to cast their vote through 'Ballot'.

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Further, Chairman announced that the Result would be available after receipt of Scrutinizer report(s) and will be intimated to the Stock Exchanges & NSDL and the same will also be uploaded on the Company's Website and displayed on the notice Board of the Company.

At the end of the Meeting, Chairman conveyed his thanks to the Members for their kind cooperation in conducting the AGM and declared the Meeting as closed.

There being no other business to transact, the meeting ended at 02.00 P.M. with a vote of thanks to the Chair.

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