



BARAK VALLEY CEMENTS LTD.

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CIN : L01403AS1999PLC005741



ISO 9001 : 2008 CERT. No.:
QAC/R91/1941

Ref: 2405/BVCL/2019-20

May 24, 2019

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: Annual Secretarial Compliance Report for the Financial Year 2018-19

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of SEBI Circular having reference no CIR/CFD/CMD1/27/2019, dated February 8, 2019, we hereby submit the Annual Secretarial Compliance Report of the Company for the Financial Year 2018-19, as received from the Practicing Company Secretary.

Hope you will find the same in order.

This is for your information and record purpose.

Thanking you,

For BARAK VALLEY CEMENTS LIMITED



Gaurav Aggarwal
Company Secretary & Compliance Officer

**SECRETARIAL COMPLIANCE REPORT
OF
BARAK VALLEY CEMENTS LIMITED FOR THE YEAR ENDED MARCH 31, 2019**

(Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015 vide SEBI Circular no. CIR/CFD/CMD1/27/2019)

To,
The Board of Directors
Barak Valley Cements Limited
202, Royal view, 2nd Floor,
B.K Kakoti Road, Ulubari,
Guwahati, Assam-781007

We Shailendra Roy & Associates have examined:

- (a) all the documents and records made available to me and explanation provided by **Barak Valley Cements Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) all other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended March 31, 2019 ("Review Period") in respect of compliance with the provisions of:
 - (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Others Regulations, as applicable to the company and Circulars/ guidelines issued thereunder;

And based on the above examination, I hereby report that, during the review period:

- (a) The Listed Entity has complied with the provisions of the above regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

S.No	Compliance Requirement (Regulations/ Circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NIL			

- (b) The listed entity has maintained proper records under the provisions of the above regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

S.No	Actions taken by	Details of violation	Details of action taken E.g. Fines, Warning Letter, Debarment, etc.	Observations/ Remarks of the Practicing Company Secretary, if Any
NIL				



(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

S.No	Observations of the Practicing Company Secretary in the previous report	Observations made in the Secretarial Compliance Report for the year ended (The years are to be mentioned)	Actions Taken by the Listed Entity, if any	Comments of the Secretarial Company on the actions taken by the listed entity
Not Applicable				

Note:-

- 1) List of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations; **(Not Applicable)**
- 2) List of all the observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/observations; **(Not Applicable)**

**For Shailendra Roy & Associates
Company Secretaries**



**Shailendra Kumar Roy
Company Secretary in practice
CP. No. 11738
M. No. 25823**

**Date: May 21, 2019
Place: New Delhi**