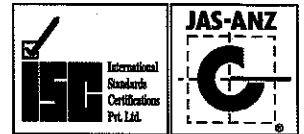




BARAK VALLEY CEMENTS LTD.

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

Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

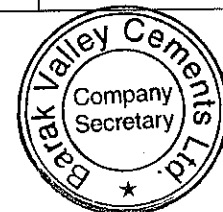
Name of the Company: Barak Valley Cements Limited

Symbol: BVCL

Quarter ending on: 30th September, 2013

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 I		
(A) Composition of Board	49 I (A)	Yes	The Position of Independent Director in composition of Board was vacated on 28.06.2013 and the same will be filled within stipulated period of 180 days from the date of such vacancy i.e. on or before 24.12.2013.
(B) Non-executive Directors' Compensation & Disclosures	49 I (B)	Yes	---
(C) Other Provisions as to Board and Committees	49 I (C)	Yes	---
(D) Code of Conduct	49 I (D)	Yes	---
II. Audit Committee	49 II		
(A) Qualified & Independent Audit Committee	49 II (A)	Yes	---
(B) Meeting of Audit Committee	49 II (B)	Yes	---
(C) Powers of Audit Committee	49 II (C)	Yes	---
(D) Role of Audit Committee	49 II (D)	Yes	---
(E) Review of Information by Audit Committee	49 II (E)	Yes	---

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III. Subsidiary Companies	49 III	Yes	---
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 IV (A)	Yes	---
(B) Disclosure of Accounting Treatment	49 IV (B)	Yes	Appropriate disclosures will be given in Corporate Governance Report for the Financial Year 2013-14.
(C) Board Disclosures	49 IV (C)	Yes	---
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 IV (D)	N.A	---
(E) Remuneration of Directors	49 IV (E)	Yes	Has been complied in the Annual Report of Financial Year 2012-13 and the compliance will continue in next Annual Report for the Financial Year 2013-14.
(F) Management	49 IV (F)	Yes	Provisions of Clause 49 (IV) (F) (i) has been complied in the Annual Report for Financial Year 2012-13 and the compliance will continue in next Annual Report for the Financial Year 2013-14.
(G) Shareholders	49 IV (G)	Yes	Provisions of Clause 49 (IV) (G) (i) & (ia) has been complied in the Annual Report for Financial Year 2012-13 and the compliance will continue in next Annual Report for the Financial Year 2013-14.
V. CEO/CFO Certification	49 V	Yes	---

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VI. Report on Corporate Governance	49 VI	Yes	Provisions of Clause 49 (VI) (i) has been complied in the Annual Report for Financial Year 2012-13 and the compliance will continue in next Annual Report for the Financial Year 2013-14.
VII. Compliance	49 VII	Yes	Provision of Clause 49 VII has been complied in the Annual Report for the Financial Year 2012-13 and the compliance will continue in next Annual Report for 2013-14.

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(IV A).
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.

For BARAK VALLEY CEMENTS LIMITED

Bhavna Jangid
Bhavna Jangid
 (Company Secretary)

