

Ref: 3009/BVCL/2016-17

September 30, 2016

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

**Sub: Outcome of the 17th Annual General Meeting (AGM) along with Proceedings
in pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015
Symbol: BVCL**

Dear Sir/Madam,

This is with reference to the 17th Annual General Meeting held today i.e. on Friday, the 30th day of September, 2016 at the Registered Office of the Company at 202, Royal View, B.K. Kakoti Road, Near DGP Office, Ulubari, Guwahati, Assam-781007 at 12.30 P.M. The requisite quorum for the Annual General Meeting of the Company was present and the following businesses were transacted at the meeting:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date together with the Report of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Sh. Mahendra Kumar Agarwal (DIN: 00044343), who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a director in place of Sh. Prahlad Rai Chamaria (DIN: 00037589), who retires by rotation and being eligible, offers himself for reappointment.
4. To ratify the appointment of M/s. Kumar Vijay Gupta & Co., Chartered Accountants (Firm Registration No. 007814-N) as Statutory Auditors of the Company and fixing their remuneration.



Divyang
Company Secretary

SPECIAL BUSINESS

5. To ratify and confirm the remuneration payable to the cost auditor for the financial year ending 31st March, 2017.
6. To consider and approve the fees for service of documents.

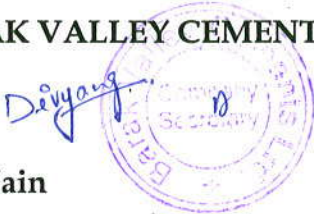
Pursuant to the Regulation 30 read with Para A (13) of Part A of Schedule III of the Securities Exchange Board of India (Listing Obligations & Disclosures Requirements) Regulations, 2015 "Listing Regulations", please also find enclosed herewith a copy of proceedings of the said Annual General Meeting as Annexure 'A'.

Further, pursuant to Regulation 44(3) of the Listing Regulations, the details regarding the voting results shall be submitted within 48 hours of the conclusion of the Annual General Meeting.

You are requested to consider the aforesaid for your official records and oblige.

Thanking You,

For BARAK VALLEY CEMENTS LIMITED


Divyang Jain
(Company Secretary)

Encl: As Above

PROCEEDINGS OF THE 17TH ANNUAL GENERAL MEETING OF THE MEMBERS OF BARAK VALLEY CEMENTS LIMITED HELD ON FRIDAY, 30TH SEPTEMBER, 2016 AT THE REGISTERED OFFICE OF THE COMPANY, 202, ROYAL VIEW, B.K. KAKOTI ROAD, NEAR DGP OFFICE, ULUBARI, GUWAHATI, ASSAM-781007 AT 12:30 P.M.

Directors and Officers present:

1. Mr. Bijay Kumar Garodia, Chairman & Whole time director
2. Mr. Prahlad Rai Chamaria, Director
3. Mr. Kamakhya Chamaria, Vice Chairman & Managing Director
4. Mr. Mahendra Kumar Agarwal, Vice Chairman & Director
5. Mr. Santosh Kumar Bajaj, Whole Time Director
6. Mr. B.P. Bakshi, Independent Director and Chairman of Nomination & Remuneration Committee and Stakeholder Grievance Committee
7. Mr. Vishal More, Independent Director and Chairman of the Audit Committee
8. Mr. Sushil Kumar Kothari, Chief Financial Officer
9. Mr. Divyang Jain, Company Secretary & Compliance Officer

Total 37 Members attended the Meeting as per the following Records of attendance:-

Members present in Person - 33

Authorised Representatives of Bodies Corporate - 02

Proxy holders - 02

The Meeting started at 12:30 P.M.

- Chairman, other Directors and Officers took the chair.
- The Company Secretary welcomed the Shareholders and requested the Chairman, Sh. Bijay Kumar Garodia, to chair the meeting.
- The Chairman welcomed all the Shareholders, Directors and others at the 17th AGM and introduced the person sitting at the Dais.
- The Chairman announced that 33 Members in person, 2 Members through Authorised representative and 2 Member through Proxy were present and called the meeting to order.
- The Chairman delivered his speech covering various aspects relating to the overall industry review, performance of the Company, initiatives taken by the Company.

Divyang
Secretary
Barak Valley Cements Ltd.

- With the consent of the Members present, Notice of the Annual General Meeting along with all requisite annexure was taken as read.
- The Chairman then requested Mr. Divyang Jain, Company Secretary to read the Auditor's Report for the year ended 31st March, 2016 and the same was read by him in terms of Section 145 of the Companies Act, 2013. With the consent of the Members present, the Annexure of the Auditor's Report was taken as read.
- The Company Secretary informed the Members that pursuant to the provisions of the Companies Act, 2013 and rules framed thereunder and the Listing Regulations, the Company had extended remote e-voting facility to the Members of the Company in respect of the resolutions mentioned in the Notice convening the AGM. The remote e-voting commenced at 09:00 a.m. on September 27, 2016 and ended at 05:00 p.m. on September 29, 2016.

He further informed that the Company has engaged the services of National Securities Depository Limited ("NSDL") as the authorised agency to provide e-voting facility and has 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.

He further informed that the facility for voting through Physical Ballot is also available at the meeting for members who had not cast their vote through Remote E-voting.

He also informed that Mr. Balwan Jain, Scrutinizer, will consider the votes cast through Remote e-voting and Physical ballot and will then prepare consolidated report of voting on the resolutions nos. 1 to 6 as stated in the Notice and submit to the Chairman within 3 working days from the date of conclusion of e-voting period as per Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendment thereof.

He further informed that after receipt of the Scrutinizer's Report, the result will be sent to the Stock Exchanges where the shares of the company are listed and shall be placed on the website of the Company as well on the website of NSDL.

- The Chairman informed that the Statutory Registers, Proxy Registers and other inspection documents were made available for inspection by the members.
- After that, the Chairman took the following agenda items one by one by briefing the justifications:

Divyang


ORDINARY BUSINESS:

- **Item No. 1:** To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March, 2016 and Statement of Profit and Loss A/c for the year ended on that date together with the Report of the Board of Directors and Auditors thereon.

The aforesaid resolution passed as **Ordinary Resolution**.

- **Item No. 2:** To appoint a director in place of Sh. Mahendra Kumar Agarwal (DIN: 00044343), who retires by rotation and being eligible, offers himself for reappointment.

The aforesaid resolution passed as **Ordinary Resolution**.

- **Item no. 3:** To appoint a director in place of Sh. Prahlad Rai Chamaria (DIN: 00037589), who retires by rotation and being eligible, offers himself for reappointment.

The aforesaid resolution passed as **Ordinary Resolution**.

- **Item no. 4:** To ratify the appointment of M/s. Kumar Vijay Gupta & Co., Chartered Accountants (Firm Registration No. 007814-N) as statutory auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 18th Annual General Meeting to be held in the year 2017 and to authorize the board of directors to fix their remuneration.

The aforesaid resolution passed as **Ordinary Resolution**.

SPECIAL BUSSINESS:

- **Item no. 5** To ratify and confirm the remuneration payable to the cost auditor for the financial year ending 31st March, 2017

The aforesaid resolution passed as **Ordinary Resolution**.

- **Item no. 6** To consider and approve the fees for service of documents.

The aforesaid resolution passed as **Ordinary Resolution**.

The Chairman thanked the Members for their active participation and declared the Meeting as closed as all the business had been transacted and invited all the members and colleagues on the Board for tea and refreshment.

Divyang



The Company Secretary proposed a vote of thanks to the Chair and the meeting ended.

For **BARAK VALLEY CEMENTS LIMITED**


Divyang Jain
(Company Secretary & Compliance Officer)

