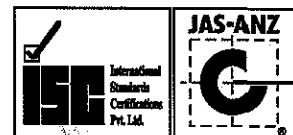




BARAK VALLEY CEMENTS LTD.

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: 0809/BVCL/2014-15

Dated: 08.09.2014

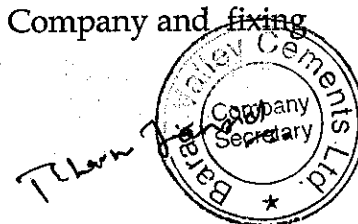
To
The General Manager,
Department of Corporate Services,
Bombay Stock Exchange Limited
Phiroze Jee Jee Bhoy Tower
Dalal Street, Fort
Mumbai-400001
Fax: 022-22722061/41/39
Phone No. 91-22-22721233/4

**Sub: Outcome of the 15th Annual General Meeting along with proceedings
Scrip Code: 532916**

Dear Sir,

This is with reference to the Annual General Meeting of the Company held today i.e. on 8th day of September, 2014 at 12.30 P.M. at the Registered Office of the Company. The requisite quorum for the Annual General Meeting of the Company was present and the following businesses were transacted at the meeting:

1. To consider and Adopt the audited Balance Sheet of the Company as at 31st March, 2014 and Profit & Loss A/c for the year ended on that date along with the Directors' and Auditors' thereon.
2. To appoint a Director in place of Sh. Mahendra Kumar Agarwal (DIN:00044343), who retire by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Sh. Prahlad Rai Chamaria (DIN: 00037589), who retire by rotation and being eligible, offers himself for reappointment.
4. To Appoint M/s Kumar Vijay Gupta & Co., Chartered Accountants (Firm Registration No. 007814-N) as Statutory Auditor of the Company and fixing their remuneration.



5. To appoint Smt. Renu Kejriwal (DIN: 06768299) as an Independent Director of the Company.
6. To re-appoint Sh. Kamakhaya Chamaria (DIN: 00612581) as a Managing Director of the Company designated as Key Managerial Personnel for a period of three years effective from 30th September, 2014.
7. To re-appoint Sh. Bijay Kumar Garodia (DIN: 00044379) as a Whole Time Director of the Company designated as Key Managerial Personnel for a period of three years effective from 1st June, 2014.
8. To re-appoint Sh. Santosh Kumar Bajaj (DIN: 00045759) as a Whole Time Director of the Company designated as Key Managerial Personnel for a period of three years effective from 30th September, 2014.
9. To re-appoint Sh. Brahm Prakash Bakshi (DIN: 00129132) as an Independent Director of the Company.
10. To re-appoint Dr. Dhanpat Ram Agarwal (DIN: 00322861) as an Independent Director of the Company.
11. To re-appoint Sh. Vishal More (DIN: 01513638) as an Independent Director of the Company.
12. To re-appoint Sh. Ramesh Chandra Bajaj (DIN: 01054099) as an Independent Director of the Company.
13. To approve the remuneration of the Cost Auditor for the Financial Year ending March 31, 2015.
14. To Approve the limit under the provision of Section 180(1)(a) of the Companies Act, 2013.
15. To approve borrowing limits for the Company. Under the provision of section 180(1)(c) of the Companies Act, 2013.

Pursuant to the requirement of Clause 31(d), please also find enclosed herewith a copy of proceedings of the said Annual General Meeting as Annexure 'A.'

The result of Poll ordered at the Annual General Meeting and electronic voting opted by the shareholders on all the resolution from item no. 1 to item no. 15 of the notice of 15th Annual General Meeting will be forwarded separately on declaration

T. K. J.
Company Secretary
Bharat Heavy Electricals Ltd.

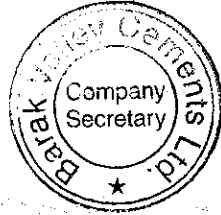
of voting results in the format as specified under clause 35A of the listing agreement.

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

Thanking You,

For BARAK VALLEY CEMENTS LIMITED

T. Charan Jangid
Bhavna Jangid
(Company Secretary)

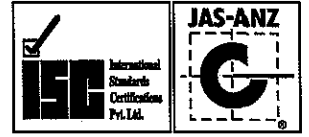


Encl: As Above



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QAC/R91/1941

CIN:L01403AS1999PLC005741

Annexure 'A'

PROCEEDINGS OF THE 15TH ANNUAL GENERAL MEETING OF THE MEMBERS OF BARAK VALLEY CEMENTS LIMITED HELD ON MONDAY, 8TH SEPTEMBER, 2014 AT 12:30 P.M. AT 202, ROYAL VIEW, B.K. KAKOTI ROAD, ULUBARI, GUWAHATI, ASSAM-781007

- As Sh. Bijay Kumar Garodia, Chairman of the Board took the chair and welcomed the Members of the Company.
- The Chairman announced that 44 Members in person and 1 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.
- 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 Ms. Bhavna Jangid, Company Secretary to read the Auditor's Report for the year ended 31st March, 2014 and the same was read by her 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 Chairman then took up the business items set out in the Notice convening the said Annual General Meeting.

ORDINARY BUSINESS:

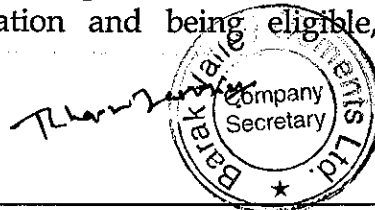
- Item No. 1: To consider and adopt the audited Balance Sheet of the Company as at 31st March, 2014 and Statement of Profit and Loss A/c for the year ended on that date together with the Report of the Directors and Auditors thereon.

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

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

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

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



The aforesaid resolution was passed as **ordinary resolution**.

- Item no. 4: To appoint 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 next annual general meeting and to authorize the board of directors to fix their remuneration.

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

SPECIAL BUSSINESS:

- Item no. 5: To appoint Smt. Renu Kejriwal (DIN: 06768299) as an independent director of the company.

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

- Item no. 6: To re-appoint Sh. Kamakhya Chamaria (DIN: 00612581) as a Managing Director of the company designated as Key Managerial Personnel for a period of three years effective from 30th September, 2014.

The aforesaid resolution was passed as **Special Resolution**.

- Item no. 7: To re-appoint Sh. Bijay Kumar Garodia (DIN: 00044379) as a whole time director of the company designated as key managerial personnel for a period of three years effective from 1st June, 2014.

The aforesaid resolution was passed as **Special Resolution**.

- Item no. 8: To re-appoint Sh. Santosh Kumar Bajaj (DIN: 00045759) as a whole time director of the company designated as key managerial personnel for a period of three years effective from 30th September, 2014.

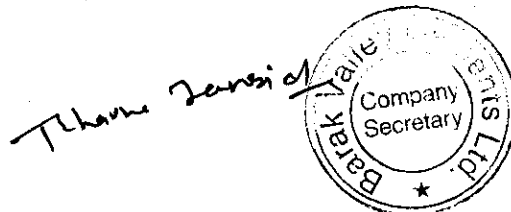
The aforesaid resolution was passed as **Special Resolution**.

- Item no. 9: To re-appoint Sh. Brahm Prakash Bakshi (DIN: 00129132) as an Independent Director of the company.

The aforesaid resolution was passed as **Special Resolution**.

- Item no. 10: To re-appoint Dr. Dhanpat Ram Agarwal (DIN:00322861) as an Independent Director of the company.

The aforesaid resolution was passed as **Special Resolution**.



- Item no. 11: To re-appoint Sh. Vishal More (DIN: 01513638) as an Independent Director.

The aforesaid resolution was passed as **Special Resolution**.

- Item no. 12: To re-appoint Sh. Ramesh Chandra Bajaj (DIN: 01054099) as an Independent Director of the company.

The aforesaid resolution was passed as **Special Resolution**.

- Item no. 13: To ratify and approve the remuneration of the cost auditor for the financial year ending march 31, 2015.

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

- Item no. 14: To approve the limit under the provision of section 180(1)(a) of the Companies Act, 2013.

The aforesaid resolution was passed as **Special Resolution**.

- Item no. 15: To approve borrowing limits for the company. Under the provision of section 180(1)(c) of the Companies Act, 2013.

The aforesaid resolution was passed as **Special 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.

For BARAK VALLEY CEMENTS LIMITED

Bhavna Jangid
Bhavna Jangid
(Company Secretary)

