



BURNPUR CEMENT LIMITED

Corporate Office : "7/1 Anandilal Poddar Sarani (Russel Street)
5th floor, Flat No -5B, Kanchana Building, Kolkata - 700071
Phone : 033-2265 3167 / 033- 4003 0212
Web : www.burnpurcement.com
CIN No. : L27104WB1986PLC040831

16.10.2021

To The Corporate Relationship Department BSE Limited Phiroz Jeejeebhoy Towers, Fort Dalal Street Mumbai – 400 001 Script Code – 532931	To National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 Script Code – BURNPUR
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Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement), Regulations, 2015.

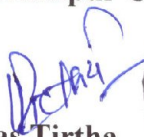
Sub: Minutes of the Annual General Meeting of the Company held on 21st September, 2021.

Dear Sir/Madam,

In Accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement), Regulations, 2015 we hereby enclosing the minutes of the Annual General Meeting (AGM) of the Company held on Tuesday, 21st September, 2021, the proceedings of which has already been uploaded on 21st September, 2021.

Kindly take the above in record and acknowledge.

Thanking you,
For Burnpur Cement Limited


Tapas Tirtha
Company Secretary
Encl: As Above





MINUTES OF THE 35TH ANNUAL GENERAL MEETING OF M/S BURNPUR CEMENT LIMITED HELD VIA VIDEO CONFERENCE/ OTHER AUDIO VISUAL MEANS AND DEEMED TO BE HELD AT PALASHDIHA, PANCHGACHIA ROAD, KANYAPUR, ASANSOL, WEST BENGAL - 713341 ON TUESDAY THE 21ST DAY OF SEPTEMBER, 2021 AT 12.00 NOON AND CONCLUDED AT 12.50 P.M.

Present:

Mr. Rajesh Sharma	Independent Director Chairman
Mr. Indrajeet Kumar Tiwary	Whole-time Director
Mr. Pawan Pareek	Executive Director & CFO
Mr. Parvez Hayat	Independent Director
Mr. Ram Narain	Non-Executive Director
Mr. Ritesh Aggarwal	Non-Executive Director and representative of UVARC Limited

In attendance:

Mr. Tapas Tirtha	Company Secretary
Mr. Gopal Bisht	Internal Auditor
Mr. Manjeet Verma	Statutory Auditor
Mr. Pankaj Kumar Modi	Scrutinizer

Members:

Seventy Five (75)	Members (through VC/OAVM)
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In view of the restrictions imposed by the Government due to Covid'19 and in compliance with the Ministry of Corporate Affairs Circulars, the 35th Annual General Meeting of the Company was held through Video Conference/Other Audio Visual Means ("VC/OAVM") Facility.

Chairman

Although the Chairman was present in the Meeting, Mr. Indrajeet Kumar Tiwary, Executive Director was elected as Chairman of the meeting by the members present and took over the charge of the meeting.

Quorum

The requisite quorum being present, the Chairman declared the meeting is valid and called the meeting in order.

Business of the Meeting

The Chairman welcomed the members present and delivered speech addressing the share holders of the Company and thanked the shareholders for attending the meeting. He intimated the shareholders about progress and prospectus of the company. He also informed that the State Bank of India and Central Bank of India have assigned their debts (approx. 76% of the total secured financial debt) to M/s UV Asset Reconstruction Company Limited (UVARCL), an ARC (Asset Reconstruction Company) under the SARFAESI Act, 2002 and following the acquisition of approximately 76% of the total financial debts and after observation of the business of the company, UV Asset Reconstruction Company Limited was of opinion that then management was not competent enough to utilise the remaining resources optimally and run the business. The inefficiency of the earlier management was resulting in losses and also non-payment of its financial liabilities. Thus,

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exercising the power given under section 9(1)(a), 15 and 16 of SARFAESI Act, 2002, UVARCL changed the management of the Company with effect from 01st October 2019.

The company is trying every means to improve its performance. As your Company sells its entire finished products to Ultratech Cement Limited pursuant to the off-take agreement, the impact of demand and supply of Ultratech Cement directly affects the performance of the Company. Further, the company has negotiated its commercial and other terms with Ultratech Cement Limited and has entered into a new offtake agreement with Ultratech Cement Limited with the improved terms and conditions with effect from 01st December 2020. The salient developments done in the new offtake agreement are:

- Better offtake charges
- Higher amount of reimbursement of Fixed Overheads
- Reimbursement of Variable cost e.g. labour charges, BIS Fees on actual basis
- Minimum agreed quantity has been increased by 93% approximately
- Reimbursement of maintenance cost of the Plant
- Better commercial terms

Furthermore, the quantity of sale has been increased by 57% approximately during the year in comparison to the previous year. the company has incurred a loss of Rs. 7,743.79 lakhs and the major amount of loss includes the finance cost, Depreciation and amount of loss written off against the sale of asset of Asansol unit by West Bengal Financial Corporation.

Then, the Chairman informed the shareholders that the Company has appointed Mr. Pankaj Kumar Modi, Practising Company Secretary as scrutinizer of the company to scrutinize the remote e-votes and e-voting done during the time of AGM and after the report from scrutinizer the result of voting will be declared. He informed the members that the remote e-voting process has been closed and invited the members to cast their vote via e-voting facility at the Annual General Meeting held thorough VC/OAVM, who have not casted his vote through remote e-voting. Thereafter he invited members to discuss the agenda of the meeting.

ITEM 1: ADOPTION OF ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2021 : ORDINARY RESOLUTION.

Mr. Arindam Ray proposed and Mr. Sujan Modak seconded, that the following resolution be adopted as an Ordinary Resolution:

“RESOLVED THAT the Audited Balance Sheet of the Company as on 31st March 2021 and the Audited Profit and Loss Account for the year ended on that date, together with the Director’s and Auditor’s Reports thereon, be and are hereby received, approved and adopted.”

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Voting (E-Voting & Ballot Paper) Result as per Scrutinizer’s report:



Total no of Votes Casted	Total no vote casted in favour	Total no of votes casted against	Result
7334641	7334195	446	Passed by requisite majority

The Resolution which is an ordinary resolution was passed by requisite majority.

ITEM 2: RATIFICATION OF REMUNERATION OF COST AUDITOR APPOINTED FOR THE FINANCIAL YEAR 2021-22: ORDINARY RESOLUTION

Mr. Tapas Kumar Dutta proposed and Mr. Sujan Modak seconded, that the following resolution be adopted as an Ordinary Resolution:

RESOLVED THAT pursuant to Section 148 and other applicable provision if any of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014, the Cost Auditor M/s. Som Das & Associates, Cost Accountants, Kolkata appointed by the Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year 2021-22 be paid the remuneration Rs. 20,000/- (Rupees Twenty Thousands) plus GST as applicable and reimbursement of out of pocket expenses.

Voting (E-Voting & Ballot Paper) Result as per Scrutinizer's report:

Total no of Votes Casted	Total no vote casted in favour	Total no of votes casted against	Result
7334841	7329895	4946	Passed by requisite majority

The Resolution which is an ordinary resolution was passed by majority

Further, Mr. Ritesh Aggarwal being the representative of UV Asset Reconstruction Company Limited declared that the directors appointed by them w.e.f. 01/10/2019 pursuant to the change of management of Burnpur Cement Ltd u/s 9(1) a read with section 15 and 16 of the SARFAESI Act 2002 and Mr. Pawan Pareek, Executive Director of the company is liable to retire by rotation as per The Companies Act 2013 in the 35th Annual General Meeting. He further declared that Mr. Pawan Pareek who was liable to retire by rotation, will continue to act as the Director of Burnpur Cement Limited.

The 35th Annual General Meeting of the Company concluded at 12.50 P.M. with a vote of thanks to the chair.

Place: Asansol
Date: 16/10/2021


Chairman

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