



BARAK VALLEY CEMENTS LTD.

Unit No. DSM 450-451-452, DLF Tower, 15 Shivaji Marg,
Najafgarh Road, Delhi 110015 • Tel. : Tel: +91-11-41212600
E-mail : delhi@barakcement.com • Website : www.barakcement.com
CIN : L01403AS1999PLC005741



Ref: 3009/BVCL/2023-24

September 30, 2023

To
The General Manager
Department of Corporate Services,
BSE Limited
Phiroze JeeJeeBhoy Tower,
Dalal Street,
Mumbai-400001
Fax: 91-22-22721919
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. 022-2659-8100/8144

Scrip Code- 532916

Scrip Code- BVCL

Sub: Voting Results and Scrutinizer Report of the 24TH Annual General Meeting of Barak Valley Cements Limited.

Dear Sir(s),

The 24TH Annual General Meeting of Barak Valley Cements Limited was held on Friday, September 29, 2023 at 03.00 P.M. (IST) through video conferencing to transact the business as stated in the Notice dated August 11, 2023 for convening the said AGM.

In this regard, please find enclosed the following:

1. Voting Results of the business transacted at the AGM, as required under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of the Scrutinizer dated September 30, 2023, pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21(2) of the Companies (Management and Administration) Amendment Rules, 2015.

The Voting Results along with the Scrutinizer's Report is also available on the Company's website at www.barakcement.com.

The same is for your information and record.

Thanking You,

Yours faithfully,

For BARAK VALLEY CEMENTS LIMITED

RACHNA GAMBHIR
Digitally signed by
RACHNA GAMBHIR
Date: 2023.09.30
18:46:38 +05'30'

Rachna Gambhir
(Company Secretary & Compliance Officer)

Encl. as above

Pursuant to Regulation 44 of SEBI (LODR) Regulations 2015 - Voting Results of Resolutions passed at AGM held on September 29, 2023

VOTING RESULTS	
Date of the AGM	Friday, September 29, 2023
Total number of shareholders on record date	7617
No. of Shareholders present in the meeting either in person or through proxy:	
i) Promoter and Promoter Group	Not Applicable
ii) Public	
No. of Shareholders attended the meeting through video conferencing:	32
i) Promoter and Promoter Group	14
ii) Public	18

Item No. 1

1. To receive, consider and adopt the audited Financial Statements of the Company (including audited consolidated financial statements) for the financial year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon.

Resolution required:		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution		Not Interested						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	1,23,59,558	47,50,261	38.43%	47,50,261	-	100.00%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1,23,59,558	47,50,261	38.43%	47,50,261	-	100.00%	-
Public- Institutions	E-Voting	3,106	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3,106	-	-	-	-	-	-
Public- Non Institutions	E-Voting	97,97,336	14,53,355	14.83%	13,75,872	77,483	94.66%	5.33%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	97,97,336	14,53,355	14.83%	13,75,872	77,483	94.67%	5.33%
	TOTAL	2,21,60,000	62,03,616	27.99%	61,26,133	77,483	98.75%	1.25%

Based on the foregoing the above Ordinary Resolution voted upon and passed by requisite majority.



Item No. 2

2. To appoint a Director in place of Mr. Mahendra Kumar Agarwal (DIN: 00044343), who retires by rotation and being eligible, has offered himself for re-appointment.

Resolution required:		Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution		Not Interested									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting	1,23,59,558	47,50,261	38.43%	47,50,261	-	100.00%	-			
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	1,23,59,558	47,50,261	38.43%	47,50,261	-	100.00%	-			
Public-Institutions	E-Voting	3,106	-	-	-	-	-	-			
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	3,106	-	-	-	-	-	-			
Public- Non Institutions	E-Voting	97,97,336	14,53,355	14.83%	13,75,872	77,483	94.66%	5.33%			
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	97,97,336	14,53,355	14.83%	13,75,872	77,483	94.67%	5.33%			
TOTAL		2,21,60,000	62,03,616	27.99%	61,26,133	77,483	98.75%	1.25%			

Based on the foregoing the above Ordinary Resolution voted upon and passed by requisite majority.



Item No. 3

3. Ratification of the remuneration payable to the Cost Auditor for the Financial Year ending March 31, 2023.

Resolution required:		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution		Not Interested						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*10	% of Votes against on votes polled (7)=[(5)/(2)]* 10
Promoter and Promoter Group	E-Voting	1,23,59,558	47,50,261	38.43%	47,50,261	-	100.00%	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1,23,59,558	47,50,261	38.43%	47,50,261	-	100.00%	-
Public- Institutions	E-Voting	3,106	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3,106	-	-	-	-	-	-
Public- Non Institutions	E-Voting	97,97,336	14,53,355	14.83%	13,75,872	77,483	94.66%	5.33%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	97,97,336	14,53,355	14.83%	13,75,872	77,483	94.67%	5.33%
	TOTAL	2,21,60,000	62,03,616	27.99%	61,26,133	77,483	98.75%	1.25%

Based on the foregoing the above Ordinary Resolution voted upon and passed by requisite majority.



Item No. 4

4. Regularisation of Additional Director, Mr. Vishal More (DIN: 01513638) by appointing him as Independent Director of the Company.

Resolution required:		Special						
Whether promoter/ promoter group are interested in the agenda/resolution		Not Interested						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*10	% of Votes against on votes polled (7)=[(5)/(2)]*10
Promoter and Promoter Group	E-Voting	1,23,59,558	47,50,261	38.43%	47,50,261	-	100.00%	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1,23,59,558	47,50,261	38.43%	47,50,261	-	100.00%	-
Public-Institutions	E-Voting	3,106	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3,106	-	-	-	-	-	-
Public- Non Institutions	E-Voting	97,97,336	14,53,355	14.83%	13,75,872	77,483	94.66%	5.33%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	97,97,336	14,53,355	14.83%	13,75,872	77,483	94.67%	5.33%
	TOTAL	2,21,60,000	62,03,616	27.99%	61,26,133	77,483	98.75%	1.25%

Based on the foregoing the above Special Resolution voted upon and passed by requisite majority.





BALWAN JAIN & CO.

Chartered Accountants
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Manglam Palace, Sector -3,
Rohini, New Delhi - 110085
Mobile No – 09811063857
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Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended)

September 30, 2023

To,
The Chairman of
24th Annual General Meeting,
Barak Valley Cements Limited
Debendra Nagar, Jhoombasti,
P.O. Badarpurghat, Distt. Karimganj,
Assam-788803

Dear Sir,

Sub: Scrutinizer's Report on voting through remote e-voting/ e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and voting at the 24th Annual General Meeting of Barak Valley Cements Limited held on Friday, the 29th day of September, 2023 at 03:00 P.M.

I, Balwan Jain, Proprietor of M/s. Balwan Jain & Co., Chartered Accountant firm having its registered office at 327, Manglam Palace, Ring Road Mall, Sector- 3, Rohini, New Delhi-110085, had been appointed as the Scrutinizer by the Board of Directors of Barak Valley Cements Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amendment Rules, 2015 read with Regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 to scrutinize the remote e-voting and e-voting by electronic means taken at the 24th Annual General Meeting (AGM) of the Company held on the 29th day of September, 2023 through video conferencing at 03.00 P.M.

The notice dated August 11, 2023 along with explanatory statement setting out the material facts under section 102 of the Companies Act, 2013 were sent through electronic mode to those members whose email IDs were registered with the Company or depository, as the case may be in respect of the resolutions to be passed at the said AGM of the Company on September 02, 2023. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and rules relating to voting through electronic means (by remote e-voting) and e-voting by electronic means on the resolutions contained in the Notice of the 24th AGM of the Company. My responsibility as a scrutinizer for the e-voting process and e-voting through electronic means at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favor" or 'against' the resolutions and "invalid" and "abstained" votes, based on





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the reports generated from e-voting process system provided by NSDL, the authorized agency engaged by the Company, to provide remote e-voting facilities and e-voting received at AGM.

I submit my report in respect of the resolutions passed at the AGM of the Company as under:

A. Relating to E-Voting

1. The Company has availed the e-voting facility provided by the National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.
2. The shareholders of the Company holding shares as on the cut-off date, i.e. September 22, 2023, were entitled to vote on the resolutions as contained in the Notice of the AGM.
3. The voting period for remote e-voting commenced at 9.00 A.M. on Tuesday, 26th September, 2023 and ended at 5.00 P.M. on Thursday, 28th September, 2023 and the NSDL e-voting platform was blocked thereafter.

B. Relating to voting by electronic means

1. The Company had also provided facility to vote through electronic means to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

C. Result of remote e-voting and voting through electronic means are as under:

1. The voting rights of the members were reckoned as on the cut-off date i.e. September 22, 2023 for the purpose of determining entitlement of the members to vote on the resolutions as contained in the Notice of the AGM.
2. After the conclusion of the AGM, the votes cast through remote e-voting were unblocked in presence of two witnesses, namely Mr. Surender Kumar and Mr. Rajesh Kumar who are not in the employment of the Company.
3. The Company had also provided facility to vote via electronic means at the AGM.
4. The detail containing inter alia, list of equity shareholders, who voted "for", "against", on each of the resolution that were put to vote, and whose votes invalid or who abstained from voting, were generated from the e-voting website of NSDL i.e. <https://evoting.nSDL.com> and is based on such report generated.
5. The results of voting are as under :





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ORDINARY BUSINESS

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the audited Financial Statements of the Company (including audited consolidated financial statements) for the financial year ended **March 31, 2023** and the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favor of the resolution:

	Voting by Remote e-voting	Voting via electronic means at the AGM	Total
Number of Members voted	66	3	69
No. of Votes cast by them	37,30,872	23,95,261	61,26,133
% of total no. of valid vote cast	60.14	38.61	98.75

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting via electronic means at the AGM	Total
Number of Members voted	3	1	4
No. of Votes cast by them	77,482	1	77,483
% of total no. of valid vote cast	1.25	0.00	1.25

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting via electronic means at the AGM	Total
Number of Members voted	Nil	Nil	Nil
No. of Votes cast by them	Nil	Nil	Nil
% of total no. of valid vote cast	Nil	Nil	Nil





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Resolution No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Mahendra Kumar Agarwal (DIN: **00044343**), who retires by rotation and being eligible, has offered himself for re-appointment.

(i) Voted in favor of the resolution:

	Voting by Remote e-voting	Voting via electronic means at the AGM	Total
Number of Members voted	66	3	69
No. of Votes cast by them	37,30,872	23,95,261	61,26,133
% of total no. of valid vote cast	60.14	38.61	98.75

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting via electronic means at the AGM	Total
Number of Members voted	3	1	4
No. of Votes cast by them	77,482	1	77483
% of total no. of valid vote cast	1.25	0.00	1.25

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting via electronic means at the AGM	Total
Number of Members voted	Nil	Nil	Nil
No. of Votes cast by them	Nil	Nil	Nil
% of total no. of valid vote cast	Nil	Nil	Nil





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SPECIAL BUSINESS

Resolution No. 3: Ordinary Resolution

Ratification of the remuneration payable to the Cost Auditor for the Financial Year ending March 31, 2023.

(i) Voted in favor of the resolution:

	Voting by Remote e-voting	Voting via electronic means at the AGM	Total
Number of Members voted	66	3	69
No. of Votes cast by them	37,30,872	23,95,261	61,26,133
% of total no. of valid vote cast	60.14	38.61	98.75

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting via electronic means at the AGM	Total
Number of Members voted	3	1	4
No. of Votes cast by them	77,482	1	77483
% of total no. of valid vote cast	1.25	0.00	1.25

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting via electronic means at the AGM	Total
Number of Members voted	Nil	Nil	Nil
No. of Votes cast by them	Nil	Nil	Nil
% of total no. of valid vote cast	Nil	Nil	Nil





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Resolution No. 4: Special Resolution

Regularisation of Additional Director, Mr. Vishal More (DIN: 01513638) by appointing him as Independent Director of the Company.

(i) Voted in favor of the resolution:

	Voting by Remote e-voting	Voting via electronic means at the AGM	Total
Number of Members voted	66	3	69
No. of Votes cast by them	37,30,872	23,95,261	61,26,133
% of total no. of valid vote cast	60.14	38.61	98.75

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting via electronic means at the AGM	Total
Number of Members voted	3	1	4
No. of Votes cast by them	77,482	1	77483
% of total no. of valid vote cast	1.25	0.00	1.25

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting via electronic means at the AGM	Total
Number of Members voted	Nil	Nil	Nil
No. of Votes cast by them	Nil	Nil	Nil
% of total no. of valid vote cast	Nil	Nil	Nil





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Based on the above results, I report that the resolution contained at Item No. 1 to 4 have been duly approved by the shareholders with requisite majority.

The register of remote e-voting/ e-voting and other relevant documents/registers will remain in the safe custody of Scrutinizer until Chairman considers, approves and signs the minutes of the 24th AGM of the Company and the same shall be handed over, therefore, to the Chairman/Company Secretary for safe keeping. According to my observations, the process of e-voting has been conducted in a fair and transparent manner.

Thanking you,
Yours faithfully,

For Balwan Jain & Co.
Chartered Accountants,
Firm Registration No. : 013079N

(Balwan Jain)
Proprietor
Membership No. : 091276



Place: Delhi
Date: 30.09.2023

Witness 1: Mr. Surender Kumar:

Witness 2: Mr. Rajesh Kumar: