

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity      **-Burnpur Cement Limited**  
 2. Quarter ending              **- 31-Mar-2019**

**i. Composition Of Board Of Director**

T i t l e ( M r . / M s )	Name of the Director	DI N	P A N	Cate gory( Chair perso n / Execu tive/ Non- Execu tive/ Indepe ndent/ Nomin ee)	S u b C a t e g o r y	Dat e of App oint me nt	Dat e of ces sati on	T e n u r e	No of D irec tors hip n lis ted enti ties incl udi ng his s te den tity	No of m em ber ship sin Au dit/ Sta keh old er Com mitt ee( s) incl udin g his s te den tity	No of po s to f C hair pers on in Audi t/ Sta keh old er Com mitt ee held in list ede nt itie s incl udin g his s te den tity	Me mbe rsh ip in Com mit tee s of the Com pa ny	Remarks
Mr .	Ashok Gutgutia	0 0 6 8 4 0 4 3	AD NP G4 435 B	ED	M D	19- Jun- 1986			1	2	0	AC,SC	
Mr .	Prem Prakash Sharma	0 0 7 8 8 6 0 1	AK XP S18 76 K	ID,C & NED		30- Sep- 2014		6 0	2	2	2	AC,SC ,NRC	
Mr .	Subrata Mookerjee	0 1 2 2 0 8	AA NP M7 444 H	ID		30- Sep- 2014		6 0	1	2	0	AC,SC ,NRC	

		7 2											
Mr	Aman Jain	0 8 1 8 7 9 9 5	AQ DP J12 32 A	NED		27- Jul- 2018			2	0	0		
Ms	Sweety Jain	0 8 3 1 9 4 7 3	AT XP J99 16 A	NED		17- Jan- 2019			1	0	0		

Company Remarks	
Whether Permanent chairperson appointed	Yes

## ii. Composition of Committees

### a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Ashok Gutgutia	ED	Member	13-Aug-2016	
2	Subrata Mookerjee	ID	Member	25-Aug-2007	
3	Prem Prakash Sharma	ID,C & NED	Chairperson	31-Jul-2009	

Company Remarks	
Whether Permanent chairperson appointed	Yes

### b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Ashok Gutgutia	ED	Member	14-Feb-2012	
2	Subrata Mookerjee	ID	Member	14-Feb-2017	
3	Prem Prakash Sharma	ID,C & NED	Chairperson	06-Feb-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
---------	----------------------	----------	------------------------	------------------	----------------

Company Remarks	
Whether Permanent chairperson appointed	

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Aman Jain	NED	Member	27-Jul-2018	
2	Prem Prakash Sharma	ID, C & NED	Member	13-Aug-2007	
3	Subrata Mookerjee	ID	Chairperson	04-Jan-2007	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
14-Nov-2018	17-Jan-2019
	30-Mar-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	71

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	14-Nov-2018	17-Jan-2019		Yes
Nomination & Remuneration Committee		17-Jan-2019		Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	63

**v. Related Party Transactions**

<b>Subject</b>	<b>Compliance status(Y</b>
Whether prior approval of audit committee obtained	Not Applicable
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
---	--

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
5. a. This report and/or the reports submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

--

**Name** : **Indrajeet Kumar Tiwary**  
**Designation** : **Company Secretary & Compliance Officer**

## ANNEXURE II

### Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status (Ye</b>	<b>Company Remark</b>	<b>Website</b>
Details of business	Yes		<a href="http://www.burnpurcement">http://www.burnpurcement</a>
Terms and conditions of appointment of independent	Yes		<a href="http://www.burnpurcement">http://www.burnpurcement</a>
Composition of various committees of board of	Yes		<a href="http://www.burnpurcement">http://www.burnpurcement</a>
Code of conduct of board of directors and senior	Yes		<a href="http://www.burnpurcement">http://www.burnpurcement</a>
Details of establishment of vigil mechanism/W	Yes		<a href="http://www.burnpurcement">http://www.burnpurcement</a>
Criteria of making payments to non-	Yes		<a href="http://www.burnpurcement">http://www.burnpurcement</a>
Policy on dealing with related party transaction	Not		
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted to	Yes		<a href="http://www.burnpurcement">http://www.burnpurcement</a>
Contact information of the designated official of the listed entity who are responsible	Yes		<a href="http://www.burnpurcement.com/">http://www.burnpurcement.com/</a>
email address for grievance redressal and other	Yes		<a href="http://www.burnpurcement">http://www.burnpurcement</a>
Financial results	Yes		<a href="http://www.burnpurcement">http://www.burnpurcement</a>
Shareholding pattern	Yes		<a href="http://www.burnpurcement">http://www.burnpurcement</a>
Details of agreements entered into with the media companies and/or their associated	Not		
	Applicable		
New name and the old name of the listed entity	Not		
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	<b>Company Remark</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b)&25(6)	Yes	
<i>Board composition</i>	17(1)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment &amp; Management</i>	17(9)	Not Applicable	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	19(1)&(2)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1)&(2)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7)&(8)	Not Applicable	

<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2),(3)	Not Applicable	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5)&(6)	Not Applicable	
<i>Maximum Directorship &amp; Tenure</i>	25(1)&(2)	Yes	
<i>Meeting of independent directors</i>	25(3)&(4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2)&26(5)	Yes	

<b>Other Information</b>	
--------------------------	--

### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

<b>Other Information</b>	
--------------------------	--

**Name** : **Indrajeet Kumar Tiwary**  
**Designation** : **Company Secretary & Compliance Officer**