

Corporate Governance Report

1 Name : Burnpur Cement Ltd

2 Quarter Ending 31.12.2015

I. Composition of Board of Director

Name of Director	PAN	DIN	Category	Date of Appointment	Date of Cessation	Tenure	No of Directorship in Listed Entities including this listed entities
Mr. Ashok Gutgautia	ADNPG4435B	00684043	Managing Director	19.06.1986			1
Mr. Manoj Kumar Agarwal	ADDPA3495P	00569775	Whole Time Director	30.07.2010			1
Mr. Prem Prakash Sharma	AKXPS1876K	00788601	Independent Director	25.04.2009	30.09.2019	10.438	2
Mr. Subrata Mookerjee	AANPM7444H	01220872	Independent Director	16.05.2006	30.09.2009	13.386	1
Mr. Jagdish Chander Bhutani	ABGPB7344D	06799517	Independent Director	14.05.2014	30.09.2019	5.384	1
Mr. Prem Prakash Agarwal	ACAPA3478J	00562014	Non Executive Director	09.08.2013			1
Mrs. Rachana Agarwal	ABCPL3440L	03310573	Non Executive Director	14.11.2014			1

II Composition of Committees

Audit Committee

Name of Committee Members	Category
Jagdish Chander Bhutani	Chairman
Prem Prakash Sharma	Member
Subrata Mookerjee	Member
Manoj Kumar Agarwal	Member
Ashok Gutgutia	Member

Company remarks During the quarter one audit committee meeting

Stakeholders Relationship Committee

Name of Committee Members	Category
Prem Prakash Sharma	Chairman
Jagdish Chander Bhutani	Member
Manoj Kumar Agarwal	Member
Ashok Gutgutia	Member

Company remarks

Risk Management Committee	Category

Nomination & Remuneration Committee	Category

III Meeting of Board of Directors

Date of Meeting of Board of Directors Previous Quarter	Date of Meeting of Board of Directors in relevant Quarter	Maxmum Gap (days) between any two consecutive meeting
13th August 2015	14th November 2015	93 days

IV Meeting of Committee

Name of the Committee	Date of Meeting in the previous quarter	Name of the Committee	Date of the Meeting in the relevant quarter	Whether Quorum was present (Yes/No)
Audit Committee	13.08.2015	Audit Committee	14.11.2015	Yes
Maximum gap between Two Consecutive Meeting		93 days		

V Related Party Transactions

Subject	Compliance Status
Whether Prior approval of Audit Committee was obtained	Yes
Whether Share Holders approval obtained for material related Party Transactions	Yes
Whether details of Related Party Transactions entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes



VI Affirmations


1. The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015	Yes
1. The Composition of following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 A. Audit Committee B. Nomination & Remuneration Committee C. Stakeholders Relationship Committee	Yes
3. The above 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 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. This report and/or report submitted in the previous quarter has been placed before the board of directors. Any comments/observations/advice of board of directors may be mentioned here	
Name of the Related Party	Mittal Polypacks Pvt Ltd.

For BURNPUR CEMENT LIMITED


Company Secretary

Name : Sudhansu Sekhar Panigrahi
Designation : Company Secretary

For BURNPUR CEMENT LIMITED


Company Secretary