JK SUPER CEMENT
BUILD SAFE

JK Cement LTD.

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Fax (Office) : +91-512-2399854
Telefax (Direct) : +91-512-2332665
E-mail : shambhu.singh@jkcement.com
Website : www.jkcement.com

Registered Office :
Kamla Tower, Kanpur - 208 001 (U.P.) INDIA

CIN : L17229UP1994PLC017199

ISO 9001:2000 & ISO 14001 CERTIFIED COMPANY

The Bombay Stock Exchange Ltd.,
Corporate Relationship Department,
1st floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai-400001.
Kind Attn: Mr. Sydney Miranda (AGM)
Scrip Code :532644 (ISIN.INE 823G01014)

7.12.2019

National Stock Exchange of India Ltd.,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai-400051
Kind Attn: Mr. Hari K (Asstt. V.P.)
Scrip Code: JKCEMENT (ISIN.INE 823G01014)

Dear Sirs,

Sub: Reporting by M/s. Yadu International Ltd. to SEBI under the Regulation 10(7) of SEBI (SAST) Regulation, 2011 in respect of acquisition of 6,35,000 Equity Shares of J.K. Cement Ltd. ('JKC') from Smt. Sushila Devi Singhania.

We received the Subject Report from M/s Yadu International Ltd., promoter of JKC addressed to SEBI and copy endorsed to us in respect of acquisition of 6,35,000 Nos. of Equity Shares comprising 0.82% of the paid up capital of JKC.

This being an Inter se transfer of shares amongst the Promoter and Promoter Group, the same falls within the exemption under Regulation 10(1)(a)(i) and 10(1)(a)(ii) of SEBI (SAST) Regulation, 2011.

There is no change in the aggregate shareholding of Promoter and Promoter Group pre and post the inter se transfer.

You are requested to kindly take the same on your record and oblige.

Yours faithfully,
For J.K. Cement. Ltd.

Shambhu Singh
Asst. Vice President (Legal) & Company Secretary

Encl: As above.

Yadu

INTERNATIONAL LTD.

Through Speed Post

Date: **04.12.2019**

The Securities and Exchange Board of India
SEBI Bhavan BKC
Plot No.C4-A, 'G' Block
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400051, Maharashtra

Name of the Target Company : J.K. Cement Limited
Scrip Code- NSE: JKCEMENT; BSE-532644

Re: Report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Pursuant to the provision of Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, (hereinafter referred to 'the Regulations'), we, do hereby furnish attached report regarding acquisition of 6,35,000 equity shares of M/s. J.K. Cement Ltd. ('Target Company') inter-se promoter/promoters' group/PACs on 28/11/2019.

Please also find enclosed herewith Demand Draft no. 017184 dated 04.12.2019 of Rs. 1,50,000/- drawn on IDBI Bank in favour of "The Securities and Exchange Board of India", payable at Mumbai towards payment of filing fees of this report.

Thanking you,

Yours faithfully,
For Yadu International Limited

(Jitendra Awasthi)
Authorised Signatory

YADU INTERNATIONAL LTD. KANPUR

Encl.: As above.

CC:
The Company Secretary,
J.K. Cement Limited
Kamla Tower
Kanpur – 208 001

CIN : U36993UP1995PLC017694 • GSTIN : 09AAACY0480F1ZE • E-mail : taxation@jkcement.com
Regd. Office : Kamla Tower, Kanpur - 208 001 INDIA • Phone : 91-512-2371478-79 • Fax: 91-512-2347682

Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(iv) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1	**General details**		
	a.	Name, address, telephone no., e-mail of acquirer	Name: M/s. Yadu International Limited ("**Acquirer**") **Address**: Kamla Tower Kanpur **Telephone no.**: 051223471478-79 **E-mail**: taxation@jkcement.com
	b.	Whether sender is the acquirer (Y/N)	Y
	c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	Not applicable
	d.	Name, address, Tel no. and e-mail of the sender, if sender is not the acquirer	Not applicable
2	**Compliance of Regulation 10(7)**		
	a.	Date of report	**04.12.2019**
	b.	Whether report has been submitted to SEBI within 21 working days from date of acquisition.	Yes
	c.	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes Demand Draft no. 017184 dated 04.12.2019 of Rs. 1,50,000/- drawn on IDBI Bank in favour of "The Securities and Exchange Board of India", payable at Mumbai is enclosed herewith.
3	**Compliance of Regulation 10(5)**		
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, at least 4 working days before the date of the proposed acquisition	Yes
	b.	Date of Report	**20.11.2019**
4	**Compliance of Regulation 10(6)**		
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, within 4 working days after the date of the proposed acquisition	Yes
	b.	Date of Reports	**29.11.2019**
5	**Details of the Target Company (TC)**		
	a.	Name & address of TC	J.K. Cement Limited Kamla Tower, Kanpur-208001
	b.	Name of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited and National Stock Exchange of India Limited

YADU INTERNATIONAL LTD. KANPUR

6	**Details of the acquisition**					
	a.	Date of acquisition	28.11.2019			
	b.	Acquisition price per share (in Rs.)	Rs. 1,151.00/- per share			
	c.	Regulation which would have been triggered an open offer, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	No Regulation triggers. This report is being voluntarily submitted.			
	d.	Shareholding of acquirer(s) and PAC individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition	
			No. of shares	% w.r.t total share capital of TC	No. of shares	% w.r.t total share capital of TC
		Name of the acquirer(s) / PAC (other than the Seller) (Please refer to the **Annexure - I** for complete list of Acquirer and PACs)	4,39,45,622	56.873	4,45,80,622	57.695
	e.	Shareholding of seller in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition	
			No. of shares	% w.r.t total share capital of TC	No. of shares	% w.r.t total share capital of TC
		Name of the seller				
		Smt. Sushila Devi Singhania	9,20,957	1.192	2,85,957	0.370

7	**Information specific to the exemption category to which the instant acquisition belongs- Regulation 10(1)(a)(iv)**				
	a.	Provide the names of the seller	Smt. Sushila Devi Singhania		
	b.	Shareholding of the acquirer and the seller/s in the TC during the three years prior to the proposed acquisition	As below		
	c.	Shareholding of the acquirer and the seller/s in the TC during the three years prior to the proposed acquisition	September-2019 No. of Shares (% w.r.t total share capital of TC)	September - 2018 No. of Shares (% w.r.t total share capital of TC)	September - 2017 No. of Shares (% w.r.t total share capital of TC)
		Acquirer (Name of the PAC) – M/s. Yadu International Limited	3,01,99,518 (39.084 %)	3,01,99,518 (43.187 %)	3,01,99,518 (43.187 %)
		Name of the seller – Smt. Sushila Devi Singhania	9,20,957 (1.192 %)	9,20,957 (1.192 %)	9,20,957 (1.192 %)
	d.	Confirm that the acquirer(s) and the seller/s have been named as PAC during the last three years in the shareholding pattern filed by the TC, in terms of the listing agreement or the Takeover Regulations. Provide copies of such filings under	We hereby confirm that the acquirer and the seller have been named as Promoters, Promoters' Group and Persons acting in concert (PACs) during the last three years in the shareholding pattern filed by the TC,		

		the listing agreement or the Takeover Regulations.	in terms of the listing agreement as on 30.09.2019, 30.09.2018 and 30.09.2017. Certified Copies of the shareholding patterns filed by the TC, in terms of the listing agreement as on 30.09.2019, 30.09.2018 and 30.09.2017 are attached herewith as **Annexure-II.**
	e.	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	Rs. 1102.78 Per Share (NSE)
	f.	If the shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable
	g.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (e) or (f) above as applicable.	We hereby confirm that acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (e) or (f) above as applicable.
	h.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	20.11.2019
	i.	Whether the acquirers as well as sellers have complied with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N). If yes, specify applicable regulation(s) as well as date on which the requisite disclosures were made along with the copies of the same.	Yes, both Acquirer and Seller have complied with the provisions of Regulation 29(2) of Chapter V of the Takeover Regulations, to the extent applicable.
	j.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(iv) with respect to exemptions has been duly complied with.	We hereby declare that all the conditions specified under Regulation 10(1)(a)(iv) of the Takeover Regulations, to the extent applicable, has been complied with.

We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

For Yadu International Limited

(Jitendra Awasthi)
Authorised Signatory

Date: 04.12.2019
Place: Kanpur

Encl.:-

1. Demand Draft no. 017184 dated 04.12.2019 of Rs. 1,50,000/- drawn on IDBI Bank in favour of "The Securities and Exchange Board of India", payable at Mumbai.

2. List of Acquirer and Persons acting in concert (PACs) as **Annexure –I**

3. Certified Copies of the shareholding patterns filed by the TC, in terms of the listing agreement as on 30.09.2019, 30.09.2018 and 30.09.2017 as **Annexure –II**

4. Copy of intimation under Regulation 10(5) of the Regulations dated 20.11.2019 as **Annexure –III**;

5. Copies of disclosures under Regulations 10(6) and 29(2) of the SEBI (SAST) Regulations, 2011 and under Regulation 7(2) of SEBI (PIT) Regulations, 2015 dated 29.11.2019 filed by the acquirer, Yadu International Limited as **Annexure –IV**.

6. Copies of disclosures under Regulation 29(2) of the SEBI (SAST) Regulations, 2011 and revised disclosure (in respect of point nos. 2 & 3) dated 29.11.2019 and 02.12.2019 respectively and under Regulation 7(2) of SEBI (PIT) Regulations, 2015 filed by the Seller Smt. Sushila Devi Singhania as **Annexure –V**.

Annexure I

Disclosure under Regulation 10(7) of SEBI (Substantial Acquisition of shares and takeovers) Regulations, 2011

Name of Target Company - J.K. Cement Ltd.

List of Acquirer, Persons Acting in concert (PACs) and Seller comprised in Promoters' Shareholding

Date of Acquisition - 28.11.2019

Sl. No.	Name of the shareholder	Pre-transaction		Post-transaction	
		Shareholding	%	Shareholding	%
Acquirer					
1	**YADU INTERNATIONAL LTD.**	**30199518**	**39.084**	**30834518**	**39.906**
Persons acting in concert (PACs) Other than Seller					
1	J. K. TRADERS LTD.	181254	0.235	181254	0.235
2	KALPANA SINGHANIA	4263	0.006	4263	0.006
3	MANORAMA DEVI SINGHANIA	31465	0.040	31465	0.040
4	ABHISHEK SINGHANIA	58994	0.076	58994	0.076
5	NIDHIPATI SINGHANIA	33428	0.043	33428	0.043
6	RAMAPATI SINGHANIA	49662	0.064	49662	0.064
7	RAGHAVPAT SINGHANIA	210	0.000	210	0.000
8	MADHAV KRISHNA SINGHANIA	210	0.000	210	0.000
9	AJAY KUMAR SARAOGI	3340	0.004	3340	0.004
10	AMRITA SARAOGI	3000	0.004	3000	0.004
11	ANIL KUMAR AGRAWAL	3940	0.005	3940	0.005
12	RADHA RANI KHANDELWAL jointly With	500	0.000	500	0.000
	KAILASH NATH KHANDELWAL				
13	PRASHANT SETH	20	0.000	20	0.000
14	PUSHPA SARAOGI	5048	0.007	5048	0.007
15	KAILASH NATH KHANDELWAL jointly With	1000	0.001	1000	0.001
	RADHA RANI KHANDELWAL				
16	SATISH KUMAR AGRAWAL	40	0.000	40	0.000
17	GAUR HARI SINGHANIA (expired on 4.2.2015)	20	0.000	20	0.000
	VASANTLAL D.MEHTA				
	RAGHUBIR PRASAD SINGHANIA				
18	G.H.SECURITIES PVT.LTD.	20	0.000	20	0.000
	(Company Dissolved-shares in caution list)				
19	YADU SECURITIES PVT.LTD.	40	0.000	40	0.000
	(Company Dissolved-shares in caution list)				
20	YADUPATI SINGHANIA	12064198	15.613	12064198	15.613
21	KAVITA Y. SINGHANIA	1305452	1.690	1305452	1.690
TOTAL SHAREHOLDING OF ACQUIRER AND PACs OTHER		43945622	56.873	44580622	57.695
THAN SELLER					
SELLER					
1	SUSHILA DEVI SINGHANIA	920957	1.192	285957	0.370
	GRAND TOTAL PROMOTERS' SHAREHOLDING	44866579	58.065	44866579	58.065

For Yadu International Limited

(Jitendra Awasthi)
Authorised Signatory

YADU INTERNATIONAL LTD. KANPUR

Place: Kanpur
Date:04.12.2019

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IDBI BANK

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Sr.No.:17184

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Pur: YADU INTERNATIONAL LIMITED

Priyanka

प्रिया गौड़/PRIYA GAUR
सहायक प्रबंधक / Assistant Manager

प्राधिकृत हस्ताक्षरकर्ता
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