

JKCL/CS/AGM proceeding inti./2020

14th August, 2020

The Bombay Stock Exchange Ltd.,
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Kind Attn: Mr. Sydney Miranda (AGM)
Script Code: 532644 (ISIN. INE 823G01014)

National Stock Exchange of India Ltd.,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Kind Attn: Mr. Hari K (Asstt. V.P)
Script Code: JK Cement (ISIN. INE 823G01014)

Sub: Proceedings and Outcome of the 26th Annual General Meeting of the Company held on 14th August, 2020 – Intimation under Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

This is to inform you that the 26th Annual General Meeting (AGM) of the Members of JK Cement Limited was held on Friday, 14th August, 2020 **at 12 Noon through Video Conferencing ("VC") and/or Other Audio Visual Means ("OAVM")** and concluded at 12.23 P.M.

We are enclosing the following information by way of Annexures in connection with the Proceedings and Voting Results of the AGM held pursuant to Regulation 30 and Regulation 44(3) of the Listing Regulations and Rule 20 of The Companies (Management and Administration) Rules, 2014 :-

1. Proceedings of the AGM of the Company pursuant to Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements), 2015 : **Annexure A.**
2. Details regarding the Voting Results of the business transacted at the AGM of the Company in the format prescribed pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) - **Annexure B.**

Shambhu Singh



UNITS:

J. K. Cement Works, Nimbahera
J. K. Cement Works, Mangrol
J. K. Cement Works, Gotan
J. K. Cement Works, Muddapur
J. K. Cement Works, Aligarh

J. K. Cement Works, Jharli
J. K. White Cement Works, Gotan
J. K. White, Katni
J. K. Power, Bamania
J. K. Cement Works, Balasinor



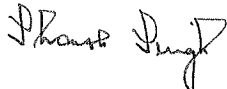
- :2:-

3. Report of the Scrutinizer dated 14.8.20 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of The Companies (Management and Administration) Rules 2014 - **Annexure C.**

The voting results along with the Scrutinizer's Report are also being made available on the Company's website at www.jkcement.com and on the website of Central Depository Services (India) Ltd. www.evotingindia.com.

We would request you to kindly take the same on your records.
Thanking you,

Yours faithfully,
For **JK CEMENT LTD.**



SHAMBHU SINGH
COMPANY SECRETARY
Membership No. F5836

Enclo: As above.



UNITS:

J. K. Cement Works, Nimbahera
J. K. Cement Works, Mangrol
J. K. Cement Works, Gotan
J. K. Cement Works, Muddapur
J. K. Cement Works, Aligarh

J. K. Cement Works, Jharli
J. K. White Cement Works, Gotan
J. K. White, Katni
J. K. Power, Bamania
J. K. Cement Works, Balasinor



ANNEXURE - A

**PROCEEDING OF 26TH ANNUAL GENERAL MEETING HELD ON
FRIDAY THE 14.8.20 AT 12 NOON**

1. Mr. Shambhu Singh, Dr. K.B. Agarwal and Mr. A.K. Saraogi joined from Kanpur. The Company Secretary welcomed the Shareholders / Members and informed that 26th Annual General Meeting of the Company held through Video Conferencing and/or other Audio Visual Means provided by CDSL as permitted by the Ministry of Corporate Affairs on first come first serve basis..
2. He informed that soft copy of notice dated 17.6.2020 together with Directors Report, Report on Corporate Governance, Management Discussion and Analysis, Audited Annual Accounts for the FY 2019-20 has been emailed to all the Shareholders of the Company whose emails are registered with the Company and Depository participants.
3. Thereafter he informed the shareholders about voting instruction in compliance with the Companies Act 2013, SEBI Regulation and MCA circular and stated that the Company has provided facility to cast vote electronically through remote e-voting services administered by CDSL on all the nine resolutions set forth in the notice dated 17.6.2020. The members who have not casted their votes through remote e-voting may cast their vote through e-voting system available on the voting page of the CDSL during continuance of the AGM. The Board has appointed M/s. Reena Jakhodia and Co., Practising Company Secretaries as Scrutinizer for conducting remote e-voting and after vote is casted in the meeting will publish consolidated result. Since AGM is conducted through Video Conferencing and other Audio Visual Means. Nine resolutions set out in the notice has already been put to vote through remote e-voting and as voting facility is also available during AGM there is no need for proposing and seconding of those resolutions.
4. He further stated that since there is no permanent Chairman of the Board, the Directors are to elect Chairman and Vice Chairman of the meeting. The Directors then elected Mr. Sudhir Jalan, Director and Member Audit Committee as Chairman and Mr. Ashok Sinha, Director and Member of Audit Committee as Vice Chairman of the AGM, in case for any reason, connectivity is lost during the meeting.
5. Mr. Sudhir Jalan thanked Directors/Members for electing him as Chairman for the Annual General Meeting. He informed that he is a Non Executive Non Independent Director and participating from Kolkata and confirmed receipt of Notice through email and further confirmed that he was alone and the screen is visible and voice clear.

Shambhu Singh



6. Since requisite quorum was present the Chairman declared that the meeting was validly constituted and called the meeting to order.

7. He thereafter informed with grief the sad demise of Shri Yadupati Singhania on 13th August, 2020 at Singapore and also described his leadership qualities and contribution to the Company and Cement Industry. The Members thereafter observed two minutes silence and expressed condolences to the bereaved family.

8. Thereafter at the request of the Chairman Dr. K.B. Agarwal, Mr. Achintya Karati, Mr. J.N. Godbole, Mr. Suparas Bhandari, Mr. Saurabh Chandra, Mrs. Deepa Gopalan Wadhwa, Mr. Ashok Sinha, Mr. Paul Heinz Hugentobler and Mr. A.K. Saraogi introduced themselves, confirmed their location of joining, confirmed receipt of notice, participating alone and the screen is visible/voice clear. The Chairman further informed that Mrs. Sushila Devi Singhania, Mr. Raghavpat Singhania and Mr. Madhavkrishna Singhania could not join the AGM for unavoidable circumstances

9. The Chairman informed that representatives of Statutory Auditors M/s SR Batliboi and Co., LLP and Secretarial Auditor Mrs. Reena Jakhodia & Co. were present in the AGM.

10. Since notice of AGM has already been sent through email the Chairman with the permission of the members present, took the same as read. Also since report of the Statutory Auditors and Secretarial Auditors are unqualified, without any observation, remark, comments in their report, with the permission of Members/Shareholders the Auditors' Report and the Secretarial Audit Report were taken as read.

12. Since this AGM held electronically, physical attendance of the members has been dispensed with and also requirement for appointing proxy or Authorised Representative is not applicable.

13. The Chairman informed that the Register of Directors and KMPs and their shareholding, Register of Contracts/Agreement in which Director are interested and Agreement with Managing Director were kept open for inspection by the members during continuance of the meeting on the investor tab of Company's website.

14. The Chairman thereafter called out by name shareholders who have requested the Company to allow them to Speak in the Meeting. One shareholder, raised some comments on accounts which was replied by Shri A.K. Saraogi, Executive Director and CFO.

Pranav Singh



CIN : L17229UP1994PLC017199

ISO 9001:2000 & ISO 14001 CERTIFIED COMPANY

15. At the request of the Chairman the Company Secretary confirmed that there was no question posted in the Question Answer Box.

16. The Chairman informed that e-voting from 11th August to 13th August 2020 on all the 9 resolutions has been conducted through CDSL in which 256 shareholders comprising 7,26,19,791 votes constituting 93.98% has been received and the evoting process is to continue for next 15 minutes and thereafter it would be disabled and the result would be announced on or before 16.8.2020. The same will be intimated to the Stock Exchanges and also uploaded on the Website of the Company and Website of the CDSL.

17. The Chairman then concluded the meeting.

For J.K. Cement Ltd.

Shambhu Singh
Shambhu Singh
Company Secretary

FCS 5535



UNITS:

J. K. Cement Works, Nimbahera
J. K. Cement Works, Mangrol
J. K. Cement Works, Gotan
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J. K. Power, Bamania
J. K. Cement Works, Balasinor



ANNEXURE - B

After the completion of the Annual General Meeting, the scrutinizer unblocked votes cast through remote e-voting and e-voting at the AGM and submitted her Report. As per the report submitted by the Scrutinizer, all the Resolutions mentioned in the Notice dated 17.6.20 of 26th Annual General Meeting were passed with requisite majority as given below:

SN	Type of Business/Resolution	Gist of Resolution
1	Ordinary Business/Ordinary Resolution	Receive, consider and adopt Standalone and consolidated Financial Statement for FY 2019-20
2	Ordinary Business/ Ordinary Resolution	Confirm dividend of Rs.7.50 for FY 19-20
3	Ordinary Business/ Ordinary Resolution	Reappointment of Mrs. Sushila Devi Singhania who retires by rotation and being eligible offers herself for reappointment.
4	Special Business/ Ordinary Resolution	Ratification of remuneration to the Cost Auditors
5	Special Business/Special Resolution	Private Placement of Non Convertible Debentures
6	Special Business/ Special Resolution	Approve the continuation of Directorship of Smt. Sushila Devi Singhania aged about 84 years (DIN: 00142549)
7	Special Business/ Special Resolution	Regularisation of Additional Director, Mr. Raghavpat Singhania (DIN: 02426556), by appointing him as Executive Director
8	Special Business/ Special Resolution	Regularisation of Additional Director, Mr. Madhavkrishna Singhania (DIN:07022433), by appointing him as Executive Director
9	Special Business/ Special Resolution	Regularisation of Additional Director, Mr. Ajay Kumar Saraogi (DIN: 00130805), by appointing him as Executive Director of the Company

For J.K. Cement Ltd.

Shambhu Singh
Shambhu Singh
Company Secretary

FCS 5836



UNITS:

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J. K. White, Katni
J. K. Power, Bamania
J. K. Cement Works, Balasinor



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General information about company

Scrip code	532644
NSE Symbol	JKCEMENT
MSEI Symbol	NOTLISTED
ISIN	INE823G01014
Name of the company	J.K. Cement Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	14-08-2020
Start time of the meeting	12:00 PM
End time of the meeting	12:20 PM

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Scrutinizer Details

Name of the Scrutinizer	Reena Jakhodia
Firms Name	M/s Reena Jakhodia & Associated
Qualification	CS
Membership Number	6435
Date of Board Meeting in which appointed	17-06-2020
Date of Issuance of Report to the company	14-08-2020

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Voting results	
Record date	07-08-2020
Total number of shareholders on record date	65644
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	11
b) Public	49
No. of resolution passed in the meeting	9
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Financial Statements (standalone and consolidated) for the year ended 31st March, 2020				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
Public- Institutions	E-Voting	28544477	26006979	91.1104	26006979	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	28544477	26006979	91.1104	26006979	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3857195	441934	11.4574	441887	47	99.9894	0.0106
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	3857195	441934	11.4574	441887	47	99.9894	0.0106
Total		77268251	71310872	92.2900	71310825	47	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Declare/Confirm dividend of Rs. 7.50 (75%) on Equity Shares of the Company for the Financial year 2019-20				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
Public- Institutions	E-Voting	28544477	27313229	95.6866	27313229	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	28544477	27313229	95.6866	27313229	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3857195	445555	11.5513	445508	47	99.9895	0.0105
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	3857195	445555	11.5513	445508	47	99.9895	0.0105
Total		77268251	72620743	93.9852	72620696	47	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Smt. Sushila Devi Singhania aged about 84 years (DIN 00142549), who retires by rotation pursuant to the provisions of Article 90 of the Article of Association of the Company and				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
Public- Institutions	E-Voting	28544477	25793415	90.3622	14690130	11103285	56.9530	43.0470
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	28544477	25793415	90.3622	14690130	11103285	56.9530	43.0470
Public- Non Institutions	E-Voting	3857195	441934	11.4574	435095	6839	98.4525	1.5475
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3857195	441934	11.4574	435095	6839	98.4525	1.5475
Total		77268251	71097308	92.0136	59987184	11110124	84.3734	15.6266
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	12150155
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration to the Cost Auditors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
Public- Institutions	E-Voting	28544477	27313229	95.6866	27313229	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	28544477	27313229	95.6866	27313229	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3857195	441934	11.4574	441887	47	99.9894	0.0106
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	3857195	441934	11.4574	441887	47	99.9894	0.0106
Total		77268251	72617122	93.9805	72617075	47	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issuance of Private Placed Non Convertible Debentures upto Rs. 500 Crores during the F.Y. 2020-21.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
Public- Institutions	E-Voting	28544477	27313229	95.6866	27313229	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	28544477	27313229	95.6866	27313229	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3857195	441934	11.4574	441887	47	99.9894	0.0106
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	3857195	441934	11.4574	441887	47	99.9894	0.0106
Total		77268251	72617122	93.9805	72617075	47	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the continuation of Directorship of Smt. Sushila Devi Singhania aged about 84 years (DIN: 00142549)				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
Public- Institutions	E-Voting	28544477	25793415	90.3622	14707613	11085802	57.0208	42.9792
	Poll							
	Postal Ballot (if applicable)							
	Total	28544477	25793415	90.3622	14707613	11085802	57.0208	42.9792
Public- Non Institutions	E-Voting	3857195	441934	11.4574	434575	7359	98.3348	1.6652
	Poll							
	Postal Ballot (if applicable)							
	Total	3857195	441934	11.4574	434575	7359	98.3348	1.6652
Total		77268251	71097308	92.0136	60004147	11093161	84.3972	15.6028
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	12150155
Public Insitutions	
Public - Non Insitutions	

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Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Regularisation of Additional Director, Mr. Raghavpat Singhania (DIN: 02426556), by appointing him as Executive Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
Public- Institutions	E-Voting	28544477	25741715	90.1811	25440888	300827	98.8314	1.1686
	Poll							
	Postal Ballot (if applicable)							
	Total	28544477	25741715	90.1811	25440888	300827	98.8314	1.1686
Public- Non Institutions	E-Voting	3857195	441934	11.4574	441387	547	99.8762	0.1238
	Poll							
	Postal Ballot (if applicable)							
	Total	3857195	441934	11.4574	441387	547	99.8762	0.1238
Total		77268251	71045608	91.9467	70744234	301374	99.5758	0.4242
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	420
Public Insitutions	
Public - Non Insitutions	

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Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Regularisation of Additional Director, Mr. Madhavkrishna Singhania (DIN:07022433), by appointing him as Executive Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
Public- Institutions	E-Voting	28544477	25741715	90.1811	25440888	300827	98.8314	1.1686
	Poll							
	Postal Ballot (if applicable)							
	Total	28544477	25741715	90.1811	25440888	300827	98.8314	1.1686
Public- Non Institutions	E-Voting	3857195	441934	11.4574	441387	547	99.8762	0.1238
	Poll							
	Postal Ballot (if applicable)							
	Total	3857195	441934	11.4574	441387	547	99.8762	0.1238
Total		77268251	71045608	91.9467	70744234	301374	99.5758	0.4242
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	420
Public Insitutions	
Public - Non Insitutions	

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Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Regularisation of Additional Director, Mr. Ajay Kumar Saraogi (DIN: 00130805), by appointing him as Executive Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	44866579	44861959	99.9897	44861959	0	100.0000	0.0000
Public- Institutions	E-Voting	28544477	25741715	90.1811	25440888	300827	98.8314	1.1686
	Poll							
	Postal Ballot (if applicable)							
	Total	28544477	25741715	90.1811	25440888	300827	98.8314	1.1686
Public- Non Institutions	E-Voting	3857195	441934	11.4574	441887	47	99.9894	0.0106
	Poll							
	Postal Ballot (if applicable)							
	Total	3857195	441934	11.4574	441887	47	99.9894	0.0106
Total		77268251	71045608	91.9467	70744734	300874	99.5765	0.4235
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	8388
Public Insitutions	
Public - Non Insitutions	



**SCRUTINIZER'S REPORT
[E-VOTING]**

**[Pursuant to Section 108 of Companies Act, 2013 and Companies
(Management and Administration) Rule, 2014 as amended]**

To,

The Chairman of the 26th Annual General Meeting of the Equity Shareholders of J. K. CEMENT LIMITED held on Friday, 14th August, 2020 at 12.00 Noon through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Sub.: Consolidated Results of remote e-voting and e-voting at the Meeting

Reference: 26th Annual General Meeting (the AGM) of the Company held on 14th August, 2020 at 12.00 Noon

Dear Sir,

I Reena Jakhodia, a Company Secretary in practice, Proprietor of Reena Jakhodia & Associates, Company Secretary, Kanpur has been appointed as Scrutinizer by the Board of Directors of J.K. Cement Limited for the purpose of:

1. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Central Depository Services Limited (CDSL).
2. In view of the massive outbreak of the COVID-19 pandemic, maintenance of social distancing norms, the Government of India, Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, permitting the conduct of Annual General Meeting through Video Conferencing (VC) or other Audio Visual means (OAVM) and has dispensed with the personal presence of the members at the meeting. In terms of the said Circulars, the 26th Annual General Meeting (AGM) of the members of the Company was held through Video Conferencing (VC) / other Audio Visual Means (OAVM). There was no physical meeting of members. The meeting is deemed to have been held at the Registered office of the Company at Kamla Tower, UP, Kanpur.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020 the facility to appoint proxy to attend and cast vote for the members was not available for this AGM. However, in pursuance of Section



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112 and Section 113 of the Companies Act, 2013 ("the Act"), representatives of the members such as the President of India or the Governor of a State or body corporate could attend the AGM through VC/OAVM and cast their votes through e-voting.

4. Participation of members through VC is reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("the Act").
5. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Act read with MCA Circular No. 14/2020 dated April 08, 2020, MCA Circular No.17/2020 dated April 13, 2020 and MCA Circular No.20/2020 dated May 5, 2020

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed relating to remote e-voting and e-voting through electronic means for the resolutions contained in the Notice to the 26th Annual General Meeting of the Equity Shareholders of J. K. CEMENT LIMITED.

My responsibility as a scrutinizer for the voting process is restricted to make a consolidated scrutinizer's report for the votes cast "in favour" or "against" the resolutions stated above based on the reports generated from the e-voting system provided by CDSL in the 26th Annual General Meeting in a fair and transparent manner.

We submit our report as under:

1. The remote e-Voting period commenced on Tuesday 11th August, 2020 at 10 A.M. and ends on Thursday 13th August, 2020 at 5 P.M.
2. Only the members whose names appears in the register of members as on 7th August, 2020 were allowed to cast their votes by remote e-Voting or through Venue voting through VC/ OAVM at AGM, as the case may be.
3. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
4. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC/OA VM and



who had not voted on remote e voting were allowed to cast their votes through e-voting system during the AGM.

5. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL.
6. Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

Resolution 1: Ordinary Resolution

Adoption of Financial Statements (standalone & consolidated) for the year ended 31st March, 2020

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	247	7,13,10,825	100.00%
TOTAL	247	7,13,10,825	100.00%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	1	47	0.00
TOTAL	1	47	0.00

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Ordinary Resolution has been Passed by the Members by requisite majority.

**Resolution 2: Ordinary Resolution**

Declare/Confirm dividend of Rs. 7.50 (75%) on Equity Shares of the Company for the Financial year 2019-20.

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	260	7,26,20,696	100.00%
TOTAL	260	7,26,20,696	100.00%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	1	47	0.00
TOTAL	1	47	0.00

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Ordinary Resolution has been Passed by the Members by requisite majority.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083



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Resolution 3: Ordinary Resolution

To appoint a Director in place of Smt. Sushila Devi Singhania aged about 84 years (DIN 00142549), who retires by rotation pursuant to the provisions of Article 90 of the Article of Association of the Company and being eligible offers herself for re-appointment

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	178	4,78,37,029	67.28%
TOTAL	178	4,78,37,029	67.28%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	67	1,11,10,124	15.63%
TOTAL	67	1,11,10,124	15.63%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
2	1,21,50,155	Voted casted by self and Son

Remarks: This Ordinary Resolution has been Passed by the Members by requisite majority.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083

**Special Business****Resolution 4: Ordinary Resolution**

Ratification of remuneration to Cost Auditors for 2019-20.

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	256	72617075	100.00%
TOTAL	256	72617075	100.00%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	1	47	0.00%
TOTAL	1	47	0.00%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Ordinary Resolution has been Passed by the Members by requisite majority.For Reena Jakhodia & Associates
Company Secretaries
CP No. 6083

**Resolution 5: Special Resolution**

Issuance of Private Placed Non-Convertible Debentures upto Rs. 500 Crores during the F.Y. 2020-21

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	256	7,26,17,075	100.00
TOTAL	256	7,26,17,075	100.00

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	1	47	0.00%
TOTAL	1	47	0.00%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Special Resolution has been passed by the Members in as much as the votes cast in favour of the said Resolution are more than three times the votes cast against the same.

For Reena Jakhodia & Associates



REENA JAKHODIA & ASSOCIATES

Company Secretaries

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Resolution 6: Special Resolution

Approve the continuation of Directorship of Smt. Sushila Devi Singhania aged about 84 years (DIN: 00142549)

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	177	4,78,539,92	67.31%
TOTAL	177	4,78,539,92	67.31%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	68	1,10,93,161	15.60%
TOTAL	68	1,10,93,161	15.60%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
2	1,21,50,155	Voted casted by self and Son

Remarks: This Special Resolution has been passed by the Members in as much as the votes cast in favour of the said Resolution are more than three times the votes cast against the same.

For Reena Jakhodia & Associates

**Resolution 7: Special Resolution**

Regularisation of Additional Director, Mr. Raghavpat Singhania (DIN: 02426556), by appointing him as Executive Director of the Company

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	227	7,07,43,814	99.58
TOTAL	227	7,07,43,814	99.58

Voted against of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	17	3,01,374	0.42%
TOTAL	17	3,01,374	0.42%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
2	420	Voted casted by self and brother

Remarks: This Special Resolution has been passed by the Members in as much as the votes cast in favour of the said Resolution are more than three times the votes cast against the same.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083

**Resolution 8: Special Resolution**

Regularisation of Additional Director, Mr. Madhavkrishna Singhania (DIN:07022433), by appointing him as Executive Director of the Company

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	227	7,07,43,814	99.58%
TOTAL	227	7,07,43,814	99.58%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	17	301374	0.42%
TOTAL	17	3,01,374	0.42%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
2	420	Voted casted by self and brother

Remarks: This Special Resolution has been passed by the Members in as much as the votes cast in favour of the said Resolution are more than three times the votes cast against the same.

**Resolution 9 :Special Resolution**

Regularisation of Additional Director, Mr. Ajay Kumar Saraogi (DIN: 00130805), by appointing him as Executive Director of the Company

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	228	7,07,36,346	99.56%
TOTAL	228	7,07,36,346	99.56%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	16	3,00,874	0.42%
TOTAL	16	3,00,874	0.42%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
2	8,388	Voted casted by self and wife

Remarks: This Special Resolution has been passed by the Members in as much as the votes cast in favour of the said Resolution are more than three times the votes cast against the same.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083



REENA JAKHODIA & ASSOCIATES

Company Secretaries

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7. The electronic data containing records of the voting by the members present through Remote evoting and E-voting at AGM have been handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For Reena Jakhodia & Associates

Company Secretaries

C.P. No.: 6083

UDIN: F006435B000580228

Place: Kanpur

Dated: 14.08.2020

For Reena Jakhodia & Associates
Company Secretaries
CP No. 6083