

Madhavkrishna Singhania

Through e-mail

24.12.2020

BSE Limited

Corporate Relationship Department.

1st Floor, New Trading Ring,

Rotunga Building,

P.J. Towers,

Dalal Street, Fort,

Mumbai – 400 001

E-mail-corp.relations@bseindia.com; corp.comm@bseindia.com

National Stock Exchange of India Limited

Exchange Plaza,

Bandra Kurla Complex

Bandra (E)

Mumbai – 400 051

E-mail-takeover@nseindia.co.in

The Company Secretary,

J.K. Cement Limited

Kamla Tower

Kanpur - 208 001

E-mail-shambhu.singh@jkcement.com

Name of the Target Company(TC): J.K. Cement Limited(JKCL)

Scrip Code- NSE: JKCEMENT; BSE-532644

Re: Report/disclosures under Regulations 10(6) and 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir,

I do hereby furnish enclosed report/disclosures, pursuant to the provision of Regulations 10(6) and 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, regarding indirect acquisition, by way of transmission, of 1,55,17,259 equity shares i.e. 20.082 % of total equity share capital of M/s. J. K. Cement Ltd. by me , on **22.12.2020** from Smt. Kavita Yadupati Singhania, executor of the last WILL and testament of Late Shri Yadupati Singhania, natural Promoter of the Target company (TC).

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The aforesaid equity shares of TC were indirectly acquired by me, by transmission conforming to Law, being a beneficiary of the last WILL and testament of Late Shri Yadupati Singhania, through acquisition of 13,60,279 equity shares i.e. 49.987 % of total equity share capital of Yadu International Ltd., the Promoter Company of TC. Yadu International Ltd. is holding 3,10,34518 equity shares i.e. 40.165 % of total equity share capital of TC. I belong to Promoters' group. Hence the aforesaid transmission may be considered as inter-se transfer between persons belonging to Promoters' Group.

Thanking you,
Yours faithfully,


(Madhavkrishna Singhania)

Encl.: As above.

Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	J.K. Cement Limited (JKCL)("Target Company")
2.	Name of the acquirer(s)	Madhavkrishna Singhanian ("Acquirer")
3.	Name of the stock exchange where shares of the TC are listed.	BSE Limited and National Stock Exchange of India Limited
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	The transaction involved indirect acquisition, by way of transmission, of 1,55,17,259 equity shares i.e. 20.082 % of total equity share capital of M/s. J. K. Cement Ltd. by me from Smt. Kavita Yadupati Singhanian, executor of the last WILL and testament of Late Shri Yadupati Singhanian, natural Promoter of JKCL. The aforesaid equity shares of TC were indirectly acquired by me, by transmission conforming to Law, being a beneficiary of the last WILL and testament of Late Shri Yadupati Singhanian, through acquisition of 13,60,279 equity shares i.e. 49.987 % of total equity share capital of Yadu International Ltd., the Promoter Company of TC. Yadu International Ltd. is holding 3,10,34,518 equity shares i.e. 40.165 % of total equity share capital of TC. The transaction comprised inter-se transfer of equity shares of JKCL between Promoters' Group/ Persons Acting in concert (PACs) by way of transmission.
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(g) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("Takeover Regulations").
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	NOT REQUIRED

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7.	Details of acquisition		Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made		
	a.	Name of the transferor / seller/ Executor	Smt. Kavita Yadupati Singhania	NOT APPLICABLE		
	b.	Date of acquisition	22.12.2020			
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	1,55,17,259			
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	20.082 %			
	e.	Price at which shares are proposed to be acquired / actually acquired.	Not Applicable			
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Acquirer				
		Madhavkrishna Singhania-indirect acquisition through equity shares of Promoter Company viz. Yadu International Ltd.	0	0.00	15517259	20.082
	b	Transferor/Executor				
Smt. Kavita Yadupati Singhania		31034518	40.165	15517259	20.082	

Madhavkrishna
(Madhavkrishna Singhania)
Acquirer

Place : Kanpur

Date : 24.12.2020

**DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF
SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	J.K. Cement Limited (i.e. "JKCL") (the "Target Company")		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Madhavkrishna Singhania (Please refer to the Annexure for complete list of Acquirer and PACs.)		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes, the Acquirer is member of the promoters' group of the Target Company.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE")		
5. Details of the acquisition/disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable*	% w.r.t. total diluted share/voting capital of the TC**
Before the acquisition under consideration, holding of the Acquirer along with PACs (other than the Sellers):			
a) Shares carrying voting rights	13832061	17.900	17.900
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NIL	NIL	NIL
(e) Total (a+b+c+d)	13832061	17.900	17.900

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Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	15517259	20.082	20.082
b) VRs acquired/ sold otherwise than by equity shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold	NIL	NIL	NIL
d) Shares encumbered/ invoked/released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+/-d)	15517259	20.082	20.082
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	29349320	37.982	37.982
b) Shares encumbered with the acquirer	NIL	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
(e) Total (a+b+c+d)	29349320	37.982	37.982
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc):	Inter-se indirect transfer of equity shares of JKCL between members of Promoters' Group by way of transmission.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	22.12.2020		

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Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 77,26,82,510/-
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 77,26,82,510/-
Total diluted share/voting capital of the TC after the said acquisition	Rs. 77,26,82,510/-

**Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.*

***Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.*

Madhavkrishna
(Madhavkrishna Singhanian)
Acquirer

Encl. -- List of Acquirer and Persons acting in concert (PACs) as Annexure.

Place : Kanpur

Date : 24.12.2020

Annexure

Disclosure under Regulation 29(2) 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 Transferor/Executor comprised in Shareholding of Promoters' Group

Date of Indirect Acquisition/Transmission - 22.12.2020

Sl. No.	Name of the shareholder	Pre-transaction		Post-transaction	
		Shareholding	%	Shareholding	%
Acquirer					
1	MADHAVKRISHNA SINGHANIA-Indirect acquisition of equity shares of TC through acquisition of equity shares of Yadu International Ltd., the Promoter Company.#	0	0.000	15517259	20.082
Persons acting in concert (PACs) with Acquirer Other than Transferor/Executor					
1	RAGHAVPAT SINGHANIA	210	0.000	210	0.000
2	J. K. TRADERS LTD.	181254	0.235	181254	0.235
3	KALPANA SINGHANIA	4263	0.006	4263	0.006
4	MANORAMA DEVI SINGHANIA	31465	0.040	31465	0.040
5	ABHISHEK SINGHANIA	58994	0.076	58994	0.076
6	NIDHIPATI SINGHANIA	33428	0.043	33428	0.043
7	RAMAPATI SINGHANIA	49662	0.064	49662	0.064
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 KAILASH NATH KHANDELWAL	500	0.000	500	0.000
13	PRASHANT SETH	20	0.000	20	0.000
14	PUSHPA SARAOGI	5048	0.007	5048	0.007
15	KAILASH NATH KHANDELWAL jointly With RADHA RANI KHANDELWAL	1000	0.001	1000	0.001
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. (Company Dissolved-shares in caution list)	20	0.000	20	0.000
19	YADU SECURITIES PVT.LTD. (Company Dissolved-shares in caution list)	40	0.000	40	0.000
20	SUSHILA DEVI SINGHANIA	85957	0.111	85957	0.111
21	KAVITA Y. SINGHANIA	1305452	1.690	1305452	1.690
22	KAVITA YADUPATI SINGHANIA, in the capacity of executor of the last WILL and testament of Late Shri Yadupati Singhanian, natural Promoter of Target Company.	12064198	15.613	12064198	15.613
TOTAL SHAREHOLDING OF ACQUIRER AND PACs OTHER THAN TRANSFEROR/EXECUTOR		13832061	17.900	29349320	37.982
TRANSFEROR/EXECUTOR					
1	KAVITA YADUPATI SINGHANIA, Indirect holding of equity shares of TC through equity shares of Yadu International Ltd., the Promoter Company in the capacity of executor of the last WILL and testament of Late Shri Yadupati Singhanian.##	31034518	40.165	15517259	20.082
	GRAND TOTAL SHAREHOLDING OF PROMOTERS' GROUP	44866579	58.064	44866579	58.064

The transaction involved indirect acquisition, by way of transmission, of 1,55,17,259 equity shares i.e. 20.082 % of total equity share capital of M/s. J. K. Cement Ltd. by me from Smt. Kavita Yadupati Singhanian, executor of the last WILL and testament of Late Shri Yadupati Singhanian, natural Promoter of the Target company (TC). The aforesaid equity shares of TC were indirectly acquired by me, by transmission conforming to Law, being a beneficiary of the last WILL and testament of Late Shri Yadupati Singhanian, through acquisition of 13,60,279 equity shares i.e. 49.987 % of total equity share capital of Yadu International Ltd., the Promoter Company of TC.

Indirect holding, in the capacity of Executor of the last WILL and Testament of Late Shri Yadupati Singhanian, of 3,10,34,518 equity shares (i.e. 40.165% of total equity shares) of J. K. Cement Ltd., being held by Yadu International Ltd. ("YIL"), one of Promoter. I, being the registered nominee in the demat account (DP ID-IN301127 Client ID-15333142) of my husband Late Shri Yadupati Singhanian, who has expired on 13th August, 2020 received 27,20,558 equity shares i.e. 99.97% of total equity shares of Yadu International Limited in my demat account (DP ID-IN301330; Client ID- 40391030), for distributing conforming due process of Law, to the actual beneficiaries of the last WILL and testament of Late Shri Yadupati Singhanian by way of transmission.

Madhavkrishna
(MADHAVKRISHNA SINGHANIA)