JK LAKSHMI CEMENT Ltd.

JKLC:SECTL:SE:21
26th August 2021

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Through BSE Listing Centre
Security Code No. 500380

National Stock Exchange of India Ltd.
"Exchange Plaza"
Bandra-Kurla Complex
Bandra (East)
Mumbai – 400 051

Through NEAPS
Symbol: JKLAKSHMI, Series : EQ

Dear Sir / Madam,

Re: **Proceedings of 81st Annual General Meeting of the Company**

We are pleased to inform you that the 81st Annual General Meeting of the Company was duly held on Thursday, the 26th August 2021 at 2.30 P.M. (AGM), through Video Conferencing.

Shri Bharat Hari Singhania, Chairman and Managing Director of the Company, Chaired the meeting. The Chairman welcomed and introduced the Directors present in Meeting through Video Conferencing (VC): Smt. Vinita Singhania, Vice Chairman and Managing Director, Dr. Raghupati Singhania, Non-Executive Director and Chairman of Stakeholders Relationship Committee, Dr. S. Chouksey & Shri S. K. Wali, Whole-time Directors, Shri N.G. Khaitan, Independent Director and the Chairman of Audit and Nomination & Remuneration Committee of Directors, Ambassador Bhaswati Mukherjee, Independent Woman Director; Shri B.V. Bhargava, Shri Ravi Jhunjhunwala and Dr. K. N. Memani, Independent Directors.

Shri B.K. Daga, Company Secretary, Shri Arun K. Shukla, President and Shri S.A. Bidkar, Chief Financial Officer of the Company were also present at the AGM.

The Company Secretary confirmed that requisite quorum was present through VC and the Meeting was called to order. The Company Secretary further informed the Shareholders about procedure of e-voting and participation in the Meeting through VC.

The Chairman informed the Shareholders that Shri Sunil Wahal, Partner, M/s. S.S. Kothari Mehta & Co., Chartered Accountants, Company's Statutory Auditors and Shri Ronak Jhuthawat, Practicing Company Secretary, appointed as the Scrutiniser for supervising the e-voting process for

JK LAKSHMI CEMENT LTD.

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JK LAKSHMI CEMENT | JK LAKSHMIPLAST PLASTER OF PARIS | JK LAKSHMI READY MIX CONCRETE

this AGM, are present at the Meeting through VC. Shri Namo Narain Agarwal, Secretarial Auditor of the Company, authorized Shri Ronak Jhuthawat, to act as his Representative at the AGM.

The Chairman further informed that requisite Statutory Registers and other documents were available for inspection by the Shareholders during the Meeting. With the permission of Shareholders, the Notice dated 29th July 2021 convening the 81st AGM and the Annual Report for Financial Year 2020-21, already circulated to the Shareholders on 2nd August 2021, was taken as read. The Chairman also informed that there were no qualifications in the Auditor's Report and Secretarial Audit Report and therefore there is no requirement to read the said Reports. The Chairman addressed the Shareholders and shared his thoughts on the Cement Industry and working of the Company for the Financial Year 2020-21.

Following Items/ Resolutions as set out in the AGM Notice dated 29th July 2021, were transacted at the AGM:

Sl No.	Items/Resolutions	Type of Resolution
1.	Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2021 and the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2.	Declaration of Dividend @ ₹ 3.75 per Equity Share (75%) for the Financial Year ended 31st March 2021.	Ordinary Resolution
3.	Re-appointment of Smt. Vinita Singhania (DIN: 00042983) as a Director liable to retire by rotation and being eligible, has offered herself for re-appointment.	Ordinary Resolution
4.	Ratification of remuneration of M/s. R.J. Goel & Co., Cost Accountants, the Cost Auditor of the Company for the Financial Year 2021-22, of ₹ 1,75,000/- p.a.	Ordinary Resolution
5.	Re-appointment of Smt. Vinita Singhania (DIN: 00042983) as Managing Director of the Company for a period of five years w.e.f. 1st August 2021.	Special Resolution
6.	Continuation of Dr. Raghupati Singhania (DIN: 00036129), who would be attaining the age of 75 years as on 8th December 2021 as 'Non-executive, Non-Independent Director', liable to retire by rotation.	Special Resolution
7	Adoption of new set of Articles of Association in substitution of existing Articles of Association with a view to align it with the provisions of the Companies Act, 2013.	Special Resolution
8	Entering into Material Related Party Transactions with Udaipur Cement Works Ltd., upto an amount not exceeding ₹ 1,400 Crore in the aggregate, during the four Financial Years commencing from 1st April 2021 and ending on 31st March 2025.	Ordinary Resolution

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9	Re-appointment of Ambassador Bhaswati Mukherjee (DIN: 07173244), as an Independent Director for second term of five consecutive years w.e.f. 28th March 2022.	Special Resolution
10	Continuation of Shri Bharat Hari Singhania (DIN: 00041156), Chairman, aged 83 years, as a 'Non-Executive, Non-Independent Director' of the Company, w.e.f. 1st October 2021, liable to retire by rotation.	Special Resolution
11	Payment of remuneration by way of commission or otherwise to the Non-executive Directors other than the Managing Director(s) and Whole-time Director(s), including the Independent Directors of the Company, not exceeding 3% of the annual net profits of the Company commencing from Financial Year 2021-22, subject to the limit of overall maximum managerial remuneration specified in Section 197(1) of the Companies Act, 2013.	Special Resolution

The Chairman informed that Remote e-voting on all the AGM Items and Resolutions was open from Monday, 23rd August 2021 (10:00 A.M.) to Wednesday, 25th August 2021 (5:00 P.M.) to enable the Shareholders to cast their votes electronically and those Shareholders who have not casted their vote through remote e-voting, had the opportunity to vote during the AGM.

The Chairman further informed that the Scrutiniser would submit a consolidated Scrutiniser's Report on remote e-voting and e-voting at the AGM of the total votes cast in favour or against, if any, not later than 2 working days of conclusion of the Meeting.

Shareholders who had registered themselves as Speakers were invited to express their views/ raise questions, if any. All the queries of the Shareholders were responded by the Company's Management to the satisfaction of the Shareholders. The Chairman declared the Meeting as concluded at 3.48 P.M. However, the E-voting facility was kept open for next 15 minutes to enable the Shareholders to cast their vote.

Yours faithfully,
For JK Lakshmi Cement Limited

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(B.K Daga)
Sr. Vice President & Company Secretary