

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company : J.K. Cement Limited
 Quarter ended : 30th September, 2006.

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/NA)	Remarks
I. Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	--
(B) Non-executive Directors' compensation & disclosures	49(IB) 49(IC)	Yes Yes	-- --
(C) Other provisions as to Board & Committees	49(ID)	--	To be part of Annual Report 2006-07
(D) Code of Conduct			
II. Audit Committee	49 II		
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	--
(B) Meeting of Audit Committee	49(IIB)	Yes	--
(C) Powers of Audit Committee	49(IIC)	Yes	--
(D) Role of Audit Committee	49(IID)	Yes	--
(E) Review of Information by Audit Committee	49(IIE)	Yes	--
III. Subsidiary Companies	49 III	*	--
IV. Disclosures	49 IV		
(A) Basis of related party transactions	49(IVA)	Yes	--
(B) Board Disclosures	49(IVB)	Yes	--
(C) Proceeds from public issues, rights issues, preferential issues etc.	49(IVC)	Yes	To be part of Annual Report 2006-07
(D) Remuneration of Directors	49(IVD)	--	--DO--
(E) Management	49(IVE)	--	--DO--
(F) Shareholders	49(IVF)	--	--DO--
V. CEO/ CFO Certification	49 V	--	Will be given alongwith accounts for 2006-07 and placed before the Board.
VI. Report on Corporate Governance	49 VI	--	To be part of Annual Report 2006-07
VII. Compliance	49 VII	--	--DO--

Note: * Jaykaycem Limited (unlisted public company) become the wholly owned subsidiary of the Company on 01.08.2006 accordingly compliances relating to the same will be made from the next Board & Audit Committee Meetings of the Company.

KANPUR.
 Dated : 10th October, 2006.

(MANISH BAJPAI)
 Company Secretary
 Compliance Officer

HO/JKCL/CS/MB

Date: 10th October, 2006

The General Manager
The Bombay Stock Exchange Ltd.
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
MUMBAI – 400 001.
(Fax No. 022-22722039, 22723132)

Dear Sir,

Pursuant to the requirements of Clause 49 of the Listing Agreement with you, as amended vide Circulars No. SEBI/CFD/DIL/CG/1/2004/12/10 dated 29th October, 2004 and No. SEBI/CFD/DIL/CG/1/2006/13/1 dated 13th January, 2006 of SEBI, we hereby file the Compliance Report on Corporate Governance for the quarter ended 30th September, 2006 in the prescribed format, which we trust, will be found to your satisfaction.

Thanking you,

Yours Faithfully
For J.K. Cement Ltd.

(MANISH BAJPAI)
Compliance Officer

Encl: As above

HO/JKCL/CS/MB

Date: 10th October, 2006

The General Manager
The National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza, Bandra Kurla Complex,
Bandra (E)
MUMBAI – 400 051.
(Fax No. 022-26598237, 26598238)

Dear Sir,

Pursuant to the requirements of Clause 49 of the Listing Agreement with you, as amended vide Circulars No. SEBI/CFD/DIL/CG/1/2004/12/10 dated 29th October, 2004 and No. SEBI/CFD/DIL/CG/1/2006/13/1 dated 13th January, 2006 of SEBI, we hereby file the Compliance Report on Corporate Governance for the quarter ended 30th September, 2006 in the prescribed format, which we trust, will be found to your satisfaction.

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For J.K. Cement Ltd.

(MANISH BAJPAI)
Compliance Officer

Encl: As above