

HO/JKCL/CS/AS

Date: 4th April, 2007

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 31st March, 2007 in the prescribed format, which we trust, will be found to your satisfaction.

Thanking you,

Yours Faithfully
For J.K. Cement Ltd.

(ASHISH SABHARWAL)
Compliance Officer

Encl: As above

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

Name of the Company : J.K. Cement Limited
Quarter ending on : 31st March, 2007.

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49I		
(A) Composition of Board	49 (IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	To be part of Annual Report 2006-07
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 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	Yes	
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	
(E) Remuneration of Directors	49 (IV E)	Yes	To be part of Annual Report 2006-07
(F) Management	49 (IV F)	Yes	-do-
(G) Shareholders	49 (IV G)	Yes	-do-
V. CEO/CFO Certification	49 (V)	Yes	Will be given alongwith accounts for 2006-07 and placed before the Board
VI. Report on Corporate Governance	49 (VI)	Yes	To be part of Annual Report 2006-07
VII. Compliance	49 (VII)	Yes	-do-

KANPUR.
Dated : 4th April, 2007.

(ASHISH SABHARWAL)
Company Secretary
Compliance Officer