

JK Cement LTD.

CIN: L17229UP1994PLC017199

ISO 9001:2000 & ISO 14001 CERTIFIED COMPANY

Phone : +91-512-2371478 to 81
Fax (Office) : +91-512-2399854
Telefax (Direct) : +91-512-2332665
E-mail : shambhu.singh@jkcement.com
Website : www.jkcement.com

Registered & Corporate Office :
Kamla Tower, Kanpur-208 001 (U.P.) INDIA

JKC/CS/35/47/17-18/

Date: October 12, 2017

The Bombay Stock Exchange Ltd.
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,

Mumbai - 400 001

Scrip Code: 532644

Fax No. 022 - 22722041, 22722039, 22723132

Kind Attn: Mr. Naresh Pandya (Dept. of Corporate Services)

Through: ON-LINE

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra kurla Complex,
Bandra (E),

Mumbai - 400 051

Scrip Code: JKCEMENT

Fax No.: 022 - 26598237 / 26598238

Kind Attn: Mr. Sachin Chandiwala

Sirs,

Subject: **Report on Corporate Governance for the Half Year ended 30th September, 2017**

Pursuant to requirement of Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby furnish the Compliance Report on Corporate Governance for the half year ended 30th September, 2017 in format prescribed by SEBI vide Circular No. CIR/CFD/CMD/5/2015 dated 24.09.2015, which we trust, you will find in order.

Thanking You,

Your faithfully
For J. K. Cement Ltd.

(Shambhu Singh)

A.V.P. (Legal) & Company Secretary

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

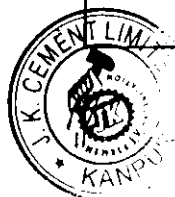


ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - JK Cement Limited
 2. Quarter ending - 30-Sep-2017

Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity
Mr.	Yadupati Singhania	00050364	ABXPS4722M	C & ED	01-Apr-2017	31-Mar-2020	3	2	0	0
Mrs.	Sushila Devi Singhania	00142549	ABXPS4723L	NED	26-Jul-2014			1	0	0
Mr.	Achintya Karati	00024412	AGRPK0201G	ID	26-Jul-2014		5	6	4	4
Mr.	Jayant Narayan Godbole	00056830	ACHPG9889N	ID	26-Jul-2014		5	7	6	4
Mr.	Krishna Behari Agarwal	00339934	ACAPA1120H	ID	26-Jul-2014		5	3	2	4



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Mr.	Kailash Nath Khandelwal	00037250	ADDPK2291H	NED	09-Feb-2004			2	4	0
Mr.	Paul Heinz Hugentobler	00452691	AMRPH0421K	NED	17-May-2014			1	0	0
Mr.	Raj Kumar Lohia	00203659	AATPL9289M	ID	26-Jul-2014		5	1	2	0
Mr.	Suparas Bhandari	00159637	AANPB5896L	ID	26-Jul-2014		5	2	2	0
Mr.	Shyam Lal Bansal	02910086	AADPB6968K	ID	06-Aug-2016		5	2	1	0



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II. Composition of Committees

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Shyam Lal Bansal	ID	Member
2	Raj Kumar Lohia	ID	Member
3	Kailash Nath Khandelwal	NED	Member
4	Krishna Behari Agarwal	ID	Chairperson
5	Jayant Narayan Godbole	ID	Member
6	Achintya Karati	ID	Member

Stakeholders Relationship Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Suparas Bhandari	ID	Member
2	Raj Kumar Lohia	ID	Member
3	Kailash Nath Khandelwal	NED	Member
4	Krishna Behari Agarwal	ID	Chairperson

Risk Management Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Suparas Bhandari	ID	Member
2	Raj Kumar Lohia	ID	Member
3	Kailash Nath Khandelwal	NED	Member
4	Krishna Behari Agarwal	ID	Chairperson

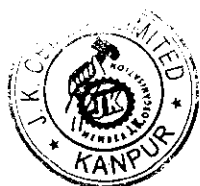
Nomination and Remuneration Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Suparas Bhandari	ID	Member
2	Raj Kumar Lohia	ID	Chairperson
3	Jayant Narayan Godbole	ID	Member
4	Achintya Karati	ID	Member

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
23-Jun-2017		49
13-May-2017	12-Aug-2017	

IV. Meeting of Committees

Name of the committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee	12-Aug-2017	5	13-May-2017	90
Stakeholders Relationship Committee	12-Aug-2017	3	13-May-2017	
Nomination & Remuneration Committee		4	13-May-2017	

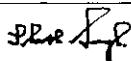


Pradeep Singh

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:



Name : **Shambhu Singh**
 Designation : **Company Secretary & Compliance Office**



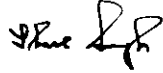
ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.



Name : **Shambhu Singh**
Designation : **Company Secretary**

