



JK Cement LTD.

CIN: L17229UP1994PLC017199

ISO 9001:2000 & ISO 14001 CERTIFIED COMPANY

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Website : www.jkcement.com

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

JKC/CS/35/47/15-16/

Date: January 14, 2016

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)

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 Quarter ended 31st December, 2015**

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 Quarter ended 31st December, 2015 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



Format to be submitted by listed entity on quarterly basis

1 Name of Listed Entity : J.K. Cement Ltd.
2 Quarter ending : 31-Dec-2015

I. Composition of Board of Directors

Title (Mr./Mrs.)	Name of the Director	PAN ^s & DIN		Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term/cessation	Tenure	No. of Directorship in listed entities including this entity (Refer Regulation 25(1) of Listing Regulations)	Number of membership in Audit/Stakeholder Committee(s) including this listed entity. (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity. (Refer Regulation 26(1) of Listing Regulations)
		PAN	DIN						
1	2	3	4	4	5	6	7	8	9
Mr.	Yadupati Singhania	ABXPS4722M	00050364	Chairman-Executive Director (MD)	1-Apr-2012	5 Years	2	0	0
Mrs.	Sushila Devi Singhania	ABXPS4723L	00142549	Non-Executive	26-Jul-2014	NA	1	0	0
Mr.	Achintya Karati	AGRPK0201G	00024412	Independent Director	26-Jul-2014	5 Years	6	7	0
Mr.	Jayant Narayan Godbole	ACHPG9889N	00056830	Independent Director	26-Jul-2014	5 Years	7	4	3
Dr.	Krishna Behari Agawal	ACAPA1120H	00339934	Independent Director	26-Jul-2014	5 Years	3	0	4
Mr.	Kailash Nath Khandelwal	ADDPK2291H	00037250	Non-Executive	9-Feb-2004	NA	2	4	0
Mr.	Paul Heinz Hugentobler	AMRPH0421K	00452691	Non-Executive	17-May-2014	NA	1	0	0
Mr.	Raj Kumar Lohia	AATPL9289M	00203659	Independent Director	26-Jul-2014	5 Years	1	2	0
Mr.	Suparas Bhandari	AANPB5896L	00159637	Independent Director	26-Jul-2014	5 Years	1	1	0

II. Composition of Committees

S.No.	Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1	Audit Committee	Dr. Krishna Behari Agawal Achintya Karati Jayant Narayan Godbole Kailash Nath Khandelwal Raj Kumar Lohia	Chairman-Independent Director Independent Director Independent Director Non-Executive Independent Director
2	Nomination & Remuneration Committee	Raj Kumar Lohia Achintya Karati Jayant Narayan Godbole Suparas Bhandari	Chairman-Independent Director Independent Director Independent Director Independent Director
3	Stakeholders Relationship Committee	Dr. Krishna Behari Agawal Suparas Bhandari Kailash Nath Khandelwal Raj Kumar Lohia	Chairman-Independent Director Independent Director Non-Executive Director Independent Director

III. Meeting of Board 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 meetings in number of days
1-Aug-15	31-Oct-15	91 Days

IV. Meeting of Committees

Date(s) of Meeting (if any) in the relevant Quarter	Whether the requirement of Quorum met (Details)	Date(s) of Meeting (if any) in the previous Quarter	Maximum Gap between any two consecutive meetings in number of days	Name of Committee
31-Oct-15	YES	1-Aug-15	91 Days	Audit Committee
31-Oct-15	YES	1-Aug-15	91 Days	Stakeholders Relationship Committee

V. Related party Transactions

Subject	Compliance Status
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. Affirmation

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - YES
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015:-
 - Audit Committee - YES
 - Nomination & remuneration committee - YES
 - Stakeholders relationship committee - YES
 - Risk management committee - NA
- 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
- 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
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here. - YES

For J.K. Cement Ltd.


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



Date 14/01/2016
Place: Kanpur