

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

KAMLA TOWER
KANPUR
Uttar Pradesh
208001
India

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(iv)

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s) Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BOMBAY STOCK EXCHANGE LTD.	1
2	NATIONAL STOCK EXCHANGE OF INDIA LTD.	1,024

(b) CIN of the Registrar and Transfer Agent

L99999UP1961PLC001187

Pre-fill

Name of the Registrar and Transfer Agent

JAYKAY ENTERPRISES LIMITED

Registered office address of the Registrar and Transfer Agents

KAMLA TOWER
KANPUR

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 14/08/2021

(b) Due date of AGM 30/09/2021

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	J.K. CEMENT (FUJAIRAH)FZC (JI)		Subsidiary	100
2	J.K. CEMENT WORKS (FUJAIRAH)		Subsidiary	90

3	JAYKAYCEM (CENTRAL) LIMITED	U72305UP1987PLC009162	Subsidiary	100
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IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	80,000,000	77,268,251	77,268,251	77,268,251
Total amount of equity shares (in Rupees)	800,000,000	772,682,510	772,682,510	772,682,510

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	80,000,000	77,268,251	77,268,251	77,268,251
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	800,000,000	772,682,510	772,682,510	772,682,510

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium

Equity shares				
At the beginning of the year	77,268,251	772,682,510	772,682,510	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify	0	0	0	
At the end of the year	77,268,251	772,682,510	772,682,510	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				

Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	14/08/2020
Date of registration of transfer (Date Month Year)	
Type of transfer	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	Amount per Share/ Debenture/Unit (in Rs.)
Ledger Folio of Transferor	

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	5,480	901459.8540	4,940,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			24,716,641,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			247,210,000
Deposit			0
Total			29,903,851,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	4,095,000,000	845,000,000		4,940,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

62,334,179,000

(ii) Net worth of the Company

37,330,886,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	9,444,209	12.22	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	31,215,832	40.4	0	
10.	Others DIRECTORS AND DIRECTORS REL + Total	16,888	0.02	0	
		40,676,929	52.64	0	0

Total number of shareholders (promoters)

24

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	6,514,457	8.43	0	
	(ii) Non-resident Indian (NRI)	105,788	0.14	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	1,322,687	1.71	0	
4.	Banks	4,627	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	40,836	0.05	0	
7.	Mutual funds	14,571,381	18.86	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	568,340	0.74	0	
10.	Others TRUST+SOCIETIES+CLEARIN	13,463,206	17.42	0	
	Total	36,591,322	47.36	0	0

Total number of shareholders (other than promoters)

69,216

**Total number of shareholders (Promoters+Public/
Other than promoters)**

69,240

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

14

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
GENERAL MOTORS EM	52/60 MAHATMA GANDHI ROAD E			3,871	
MARGAN STAINLEY AS	52/60 MAHATMA GANDHI ROAD E			110	
MORGAN STANLEY AS	52/60 MAHATMA GANDHI ROAD E			790	
MORGAN STANLEY AS	BANDRA KURLA COMPLEXBANDR,			1,012	
MORGAN STANLEY AS	23-25 MAHATMA GANDHI ROAD E			2,315	
MORGAN STANLEY AS	52/60 MAHATMA GANDHI ROAD E			2,600	
MORGAN STANLEY AS	52/60 MAHATMA GANDHI ROAD E			1,430	
MORGAN STANLEY AS	52/60 MAHATMA GANDHI ROAD E			2,381	

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MORGAN STANLEY AS	52/60 MAHATMA GANDHI ROAD E			1,474	
MORGAN STANLEY M	52/60 MAHATMA GANDHI ROAD E			2,600	
MORGAN STANLEY AS	52/60 MAHATMA GANDHI ROAD E			80	
MORGAN STANLEY AS	BANDRA KURLA COMPLEXBANDR,			3,029	
JAGUAR FUND N.V.	224MITTALCOURTB-WING,NARIM/			140	
TIGER MANAGEMENT	224MITTALCOURTB-WING,2NDFLC			80	

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	67,100	69,237
Debenture holders	36	15

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	0	2	0	0.65	0
B. Non-Promoter	0	11	1	10	0	0.43
(i) Non-Independent	0	4	1	3	0	0.43
(ii) Independent	0	7	0	7	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	1	11	3	10	0.65	0.43

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

14

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
DR. RAGHAVPAT SINGH	02426556	Managing Director	250,210	
SHRI MADHAVKRISHN	07022433	Whole-time director	250,210	
SHRIMATI SUSHILA DE	00142549	Director	3,335,957	
DR. KRISHNA BEHARI	00339934	Director	300	
SHRI SUPARAS BHAN	00159637	Director		14/08/2021
SHRI JAYANT NARAYAN	00056830	Director		14/08/2021
SHRI PAUL HEINZ HUC	00452691	Director		
SHRI SUDHIR JALAN	00111118	Director		
SHRI AJAY KUMAR SA	00130805	Whole-time director	3,340	
SHRI SAURABH CHAN	02726077	Director		
SHRIMATI DEEPAGOP	07862942	Director		
SHRI ASHOK SINHA	00070477	Director	10	
SHRI ACHINTYA KAR	00024412	Director	640	14/08/2021
SHRI SHAMBHU SINGI	ALUPS1039E	Company Secretar		

(ii) Particulars of change in director(s) and Key managerial personnel during the year

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
DR. RAGHAVPAT SINGH	02426556	Managing Director	17/06/2020	APPOINTMENT
SHRI AJAY KUMAR SAHAI	00130805	Whole-time director	17/06/2020	APPOINTMENT
SHRI MADHAVKRISHN	07022433	Whole-time director	17/06/2020	APPOINTMENT
SHRIMATI KAVITA Y S	00201307	Additional director	21/01/2021	CESSATION
SHRI K.N. KHANDELWAL	00037250	Director	17/06/2020	CESSATION
SHRI YADUPATI SINGH	00050364	Managing Director	13/08/2020	CESSATION DUE TO DEMISE
SHRIMATI KAVITA Y S	00201307	Additional director	31/08/2020	APPOINTMENT

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	14/08/2020	65,644	60	
SR passed through postal ballot	28/08/2020	66,826	337	78.05

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/05/2020	12	12	100
2	17/06/2020	12	11	91.67
3	31/08/2020	13	13	100
4	09/11/2020	13	13	100
5	06/02/2021	13	13	100

C. COMMITTEE MEETINGS

Number of meetings held

23

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	17/06/2020	5	5	100
2	AUDIT COMM	31/08/2020	5	5	100
3	AUDIT COMM	09/11/2020	4	4	100
4	AUDIT COMM	06/02/2021	5	5	100
5	STAKEHOLDER	16/06/2020	5	4	80
6	STAKEHOLDER	31/08/2020	5	5	100
7	STAKEHOLDER	09/11/2020	5	5	100
8	STAKEHOLDER	05/02/2021	5	5	100
9	CORPORATE	16/06/2020	4	3	75
10	CORPORATE	09/11/2020	4	3	75

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	14/08/2021
								(Y/N/NA)
1	DR. RAGHAV	3	3	100	3	3	100	Yes
2	SHRI MADHA	3	3	100	6	6	100	Yes
3	SHRIMATI SU	5	5	100	10	6	60	Yes
4	DR. KRISHNA	5	5	100	20	20	100	Yes
5	SHRI SUPARVA	5	5	100	9	9	100	Yes
6	SHRI JAYANT	5	5	100	11	11	100	Yes
7	SHRI PAUL H	5	5	100	0	0	0	Yes
8	SHRI SUDHIR	5	5	100	5	4	80	Yes
9	SHRI AJAY KI	3	3	100	7	7	100	Yes

10	SHRI SAURABH	5	5	100	7	7	100	Yes
11	SHRIMATI DEVI	5	5	100	6	6	100	Yes
12	SHRI ASHOK	5	5	100	4	4	100	Yes
13	SHRI ACHINTYA	5	5	100	7	7	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHRI RAGHAVPATIL	MANAGING DIRECTOR	25,026,000	60,000,000	0	3,632,000	88,658,000
2	SHRI MADHAVKRISHNAN	WHOLE TIME DIRECTOR	18,276,000	60,000,000	0	2,711,000	80,987,000
3	SHRI AJAY KUMAR	CFO & WHOLE TIME DIRECTOR	39,618,257	30,000,000	0	3,435,000	73,053,257
	Total		82,920,257	150,000,000	0	9,778,000	242,698,257

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHRI SHAMBHU SINGH	COMPANY SECRETARY	7,297,020		0	0	7,297,020
	Total		7,297,020	0	0	0	7,297,020

Number of other directors whose remuneration details to be entered

11

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SMT. SUSHILA DEVI	DIRECTOR	0	2,500,000	0	375,000	2,875,000
2	SHRI KRISHNA BEHRE	DIRECTOR	0	1,000,000	0	775,000	1,775,000
3	SHRI SUDHIR JALAN	DIRECTOR	0	1,000,000	0	350,000	1,350,000
4	SHRI JAYANT NARAYAN	DIRECTOR	0	1,000,000	0	550,000	1,550,000
5	SHRI ACHINTYA K. K.	DIRECTOR	0	1,000,000	0	450,000	1,450,000
6	SHRI PAUL HEINZ	DIRECTOR	0	1,000,000	0	11,299,529	12,299,529
7	SHRI SUPARAS BHANDARI	DIRECTOR	0	1,000,000	0	500,000	1,500,000
8	SMT. DEEPA GOPAL	DIRECTOR	0	1,000,000	0	425,000	1,425,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
9	SHRI SAURABH CH	DIRECTOR	0	1,000,000	0	450,000	1,450,000
10	SHRI ASHOK SINH	DIRECTOR	0	1,000,000	0	375,000	1,375,000
11	SHRI K.N. KHANDE	DIRECTOR	0	0	0	75,000	75,000
	Total		0	11,500,000	0	15,624,529	27,124,529

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

G.K. BANTHIA

Whether associate or fellow

Associate Fellow

Certificate of practice number

1405

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

50839

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

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Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company