



**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/35/47/16-17/

Date: October 13, 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 Chandiwal

Sirs,

Subject: **Report on Corporate Governance for the Half Year ended 30<sup>th</sup> September, 2016**

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 30<sup>th</sup> September, 2016 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-2016

I. 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				2	0	0
Mrs.	Sushila Devi Singhania	00142549	ABXPS4723L	NED				1	0	0
Mr.	Achintya Karati	00024412	AGRPK0201G	ID	26-Jul-2014		5	6	5	3
Mr.	Jayant Narayan Godbole	00056830	ACHPG9889N	ID	26-Jul-2014		5	6	2	4
Mr.	Krishna Behari Agarwal	00339934	ACAPA1120H	ID	26-Jul-2014		5	3	0	4
Mr.	Kailash Nath Khandelwal	00037250	ADDPK2291H	NED				2	4	0
Mr.	Paul Heinz Hugentobler	00452691	AMRPH0421K	NED				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	1	0
Mr.	Shyam Lal Bansal	02910086	AADPB6968K	ID	06-Aug-2016		5	1	0	0



*Sham Singh*



## II. Composition of Committees

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

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

<b>Risk Management Committee</b>			
Sr. No.	Name of the Director	Category	Chairperson/Membership

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

<b>III. Meeting of Board of Directors</b>		
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)
28-May-2016	06-Aug-2016	69

<b>IV. Meeting of Committees</b>				
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	06-Aug-2016	5	28-May-2016	69
Stakeholders Relationship Committee	06-Aug-2016	4	28-May-2016	

<b>V. Related Party Transactions</b>	
Subject	Compliance status (Yes/No/NA)
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



*Shant Singh*

## 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:

*Shambhu Singh*

Name : Shambhu Singh  
Designation : Company Secretary & Compliance Office



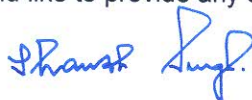
### ANNEXURE III

#### Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>
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)	Yes
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

