## Format of Quarterly Compliance Report on Corporate Governance Clause 49 of Listing Agreement

Name of the Company: J.K. Cement Ltd. Quarter ending on: 30.09.2007

| Particulars  | Clause of<br>Listing<br>Agreement | Compliance<br>Status<br>Yes/No | Remarks   |
|--|-----------------------------------|--------------------------------|---|
| I. Board of Directors  | 49 I                              |                                |   |
| (A) Composition of Board   | 49(IA)                            | Yes                            |   |
| (B) Non-executive Directors'<br>compensation & disclosures               | 49 (IB)                           | Yes                            |   |
| (C) Other provisions as to Board and<br>Committees                       | 49 (IC)                           | Yes                            |   |
| D) Code of Conduct   | (49 (ID)                          | Yes                            | To be part of Annual Report 2007-08   |
| II. Audit Committee  | 49 (11)                           |                                |   |
| (A) Qualified & Independent Audit<br>Committee                           | 49 (IIA)                          | Yes                            |   |
| (B) Meeting of Audit Committee   |                                   | Yes                            |   |
| (C) Powers of Audit Committee 49 (IIC)                                   | 49 (IIB)                          | Yes                            |   |
| (D) Role of Audit Committee  | 49 (IID)                          | Yes                            |   |
| (E) Review of Information by Audit<br>Committee                          | 49 (IIE)                          | Yes                            |   |
| III. Subsidiary Companies  | 49 (111)                          | 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 2007-<br>08   |
| (F) Management   | 49 (IV F)                         | Yes                            | DO  |
| (G) Shareholders   | 49 (IV G)                         | Yes                            | DO  |
| V.CEO/CFO Certification  | 49 (V)                            | Yes                            | Will be given along with accounts<br>for 2007-08 and placed before the<br>Board |
| VI. Report on Corporate Governance                                       | 49 (VI)                           | Yes                            | To be part of Annual Report 2007-<br>08   |
| VII. Compliance  | 49 (VII)                          | Yes                            | DO  |

Sd/-(Compliance Officer)

Kanpur Dated: 06<sup>th</sup> October, 2007