

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on Financial Year ended on 31.03.2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

i	CIN	L17229UP1994PLC017199
ii	Registration Date	24-11-1994
iii	Name of the Company	J.K.Cement Limited
iv	Category/Sub-category of the Company	Public Company Limited by Shares
v	Address of the Registered office & contact details	Kamla Tower, Kanpur Uttar Pradesh-208001 India Ph. No. 91 512 2371478-81 Fax.No. 91 512 233 2665 Website-www.jkcement.com Email: shambhu.singh@jkcement.com
vi	Whether listed company	Listed with BSE and NSE
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Jaykay Enterprises Ltd. Kamla Tower, Kanpur Uttar Pradesh-208001 India Ph. No. 91 512 2371478-81 Fax. No. 91 512 2397146 Email: investorservices@jkcement.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated

Sl No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Cement and Cement Related Products	2394	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Jaykaycem (Central)Ltd.	U72305UP1987PLC009162	Subsidiary	100	2(87)
2	J.K. Cement(Fujairah) FZC	Located Abroad	Subsidiary	100	2(87)
3	J.K. Cement Works (Fujairah) FZC	Located Abroad	Step Down Subsidiary	90	2(87)
4	J.K. White Cement Africa Ltd (99.9% Shares held by J.K. Cement Works (Fujairah) FZC)	Located Abroad	Step Down Subsidiary	0	2(87)

IV. SHAREHOLDING PATTERN (Equity Share Capital Break up as % to Total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	14468839	20	14468859	18.73	13833839	20	13833859	17.90	0
b) Central Govt.or									
c) State Govt.				0		0	0		
d) Bodies Corporates	30380732	100	30380832	39.32	31015732	100	31015832	40.14	
e) Bank/FI				0		0	0		
f) Any other	16888	0	16888	0.02	16888		16888	0.02	
Sub Total (A) (1)	44866459	120	44866579	58.07	44866459	120	44866579	58.07	
(2) Foreign									
a) NRI- Individuals									
b) Other Individuals									
c) Bodies Corp.									
d) Banks/FI									
e) Any other...									
Sub Total (A) (2)									
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	44866459	120	44866579	58.07	44866459	120	44866579	58.07	
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	16469603	19952	16489555	21.35	16499966	12862	16512828	21.37	(0.14)
b) Banks/FI	12207	3239	15446	0.02	6809	3211	10020	0.01	-54.15
C) Cenntal govt									
d) State Govt.									
e) Venture Capital Fund									
f) Insurance Companies	2592108	10	2592118	3.35	1602021	10	1602031	2.07	-61.8
g) FIIS	2198	21912	24110	0.03	2198	21912	24110	0.03	0
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub Total (B)(1):	19076116	45113	19121229	24.75	18110994	37995	18148989	23.46	-05.36
(2) Non Institutions									
a) Bodies corporates	763643	6274	769917	1	715720	4942	720662	0.93	06.83
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 Lacs	3041239	259505	3300744	4.27	2566761	236345	2803106	3.63	-17.75
ii) Individuals shareholders holding nominal share capital in excess of ₹ 1 Lacs	1006388	0	1006388	1.30	448740	0	448740	0.58	-124.26
c) Others (specify)									
Trust	689	1564	2253	0	564	1527	2091	0	(7.74)
Escrow Account		-		0	0	0	0	0	0
Societies	74113	33798	107911	0.14	73136	33798	106934	0.14	-0.91
Clearing members	74929	-	74929	0.10	63653	-	63653	0.82	(17.71)
Foreign Corporate Bodies	55303	495	55798	0.07	6792	495	7287	0.09	-665.71
Foreign portfolio Investments	7730832	0	7730832	10.01	9569789	0	9569789	12.38	(91.92)
Alternative Investment found		0			0	0	0	0	0
IEPF	172185	0	172185	0.22	192201	0	192201	0.225	0
HUF	59420	0	59420	0.08	338154	0	338154	0.44	0
Enemy Nationals'	0	66	66	0	0	66	66	0	0
Sub Total (B)(2):	12978741	301702	13280443	17.18	13975510	277173	14252683	17.18	(6.82)
Total Public Shareholding (B)= (B)(1)+(B)(2)	32054857	346815	32401672	41.93	32086504	315168	32401672	41.93	0
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	76921316	346935	77268251	100	76952963	315288	77268251	100	0

(ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Gaur Hari Yadupati Singhania Vasantlal D. Mehta	20	0	0	20	0	0	-
2	Yadupati Singhania	12064198	15.61%	0	12064198	15.61%	0	-
3	Yadu International Ltd.	30199518	39.08%	0	30834518	39.90%	0	-
	Total	42263736	54.69	0	42263736	55.51%	-	-

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

Sl No.		Share holding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	At the beginning of the year	42263736	54.69%	42263736	54.69%
2	Change during the year			635000	0.82%
3	At the end of the year	42263736	54.69%	42898736	55.51%

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

Sl No.	For Each of the Top 10 Shareholders	Share holding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	SBI Mutual Fund (various schemes)	5761946	7.457	5827495	7.541
2	Fidelity Investment trust Fidelity Series Emerging Markets Opportunities Fund	2645731	3.424	3549531	4.593
3	ICICI Prudential manufacturing in india fund	2093145	2.708	915721	1.185
4	Franklin Templeton Investment Funds	2028405	2.625	1486820	1.924
5	Tempeleton India Equity Income Fund (various scheme)	1776384	2.298	1513489	1.958
6	IDFC Mutual Fund (various schemes)	968410	1.253	969007	1.254
7	Kotak Mutual Fund (Various Scheme)	937852	1.213	1087324	1.407
8	Axis Mutual Fund Trustee Ltd A/c Axis MUT	365465	0.470	1583135	2.048
9	Mirae Asset Tax Saver Fund	303325	0.39	2058069	2.663
10	Aditya Birla Sun Life trustee P Ltd	268894	0.35	976013	1.263
	Total	17149557	22.188	19966604	25.836

(v) Shareholding of Directors & KMP

Sl No.	Shareholding of each Directors and each Key Managerial Personnel	Date	Share holding at the beginning of the year		Cumulative Shareholding during the year	
			No of shares	% of total shares	No of shares	% of total shares
	Director					
1	Shri Yadupati Singhania					
	At the beginning of the year	01.04.2019	1,20,64,198	15.61%	1,20,64,198	15.61%
	Changes during the year					
	At the end of the year	31.03.2020	1,20,64,198	15.61%	1,20,64,198	15.61%
2	Smt. Sushila Devi Singhania					
	Non- Executive, Non Independent Director					
	At the beginning of the year	01.04.2019	9,20,957	1.19%	9,20,957	1.19%
	Changes during the year					
	At the end of the year	31.03.2020	2,85,957	0.37%	2,85,957	0.37%

Sl No.	Shareholding of each Directors and each Key Managerial Personnel	Date	Share holding at the beginning of the year		Cumulative Shareholding during the year	
			No of shares	% of total shares	No of shares	% of total shares
3	Shri K.B. Agarwal Non- Executive, Independent Director					
	At the beginning of the year	01.04.2019	300	0.00%	300	0.00%
	Changes during the year					
	At the end of the year	31.03.2020	300	0.00%	300	0.00%
4	Shri K.N. Khandelwal Non- Executive, Non Independent Director					
	At the beginning of the year	01.04.2019	1,000	0.00%	1,000	0.00%
	Changes during the year					
	At the end of the year	31.03.2020	1,000	0.00%	1,000	0.00%
5	Shri Achintya karati Non- Executive, Independent Director					
	At the beginning of the year	01.04.2019	640	0.00%	640	0.00%
	Changes during the year					
	At the end of the year	31.03.2020	640	0.00%	640	0.00%
	Key Managerial Personnel					
6	Shri Ajay Kumar Saraogi President (C/A) & CFO					
	At the beginning of the year	01.04.2019	3,340	0.00%	3,340	0.00%
	Changes during the year					
	At the end of the year	31.03.2020	3,340	0.00%	3,340	0.00%
7	Shri Shambhu Singh A.V.P.(Legal) & Company Secretary					
	At the beginning of the year	01.04.2019	5	0.00%	5	0.00%
	Changes during the year					
	At the end of the year	31.03.2020	5	0.00%	5	0.00%
8	Shri Raghavpat Singhania Chief Operating Officer (White Cement) appointed w.e.f. 8.2.20					
	At the beginning of the year	01.04.2019	210	0.00%	210	0.00%
	Changes during the year					
	At the end of the year	31.03.2020	210	0.00%	210	0.00%
9	Shri Madhavkrishna Singhania Chief Operating Officer (Grey Cement) appointed w.e.f. 8.2.20					
	At the beginning of the year	01.04.2019	210	0.00%	210	0.00%
	Changes during the year					
	At the end of the year	31.03.2020	210	0.00%	210	0.00%
10	Shri Ashok Sinha Non-Executive, Independent Director					
	At the beginning of the year	01.04.2019	10	0.00%	10	0.00%
	Changes during the year					
	At the end of the year	31.3.2020	10	0.00%	10	0.00%

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Indebtedness at the beginning of the financial year	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	1,80,850.00	3,230.87	-	1,84,080.87
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	1,151.61	-	-	1,151.61
Total (i+ii+iii)	1,82,001.61	3,230.87		1,85,232.48
Change in Indebtedness during the financial year				
Additions	68,582.51			68,582.51
Reduction	17,327.28	527.76		17,855.04
Net Change	51,255.23	527.76	0	86,437.55
Indebtedness at the end of the financial year				
i) Principal Amount	2,32,408.70	2,703.11	-	2,35,111.81
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	848.14	-	-	848.14
Total (i+ii+iii)	2,33,256.84	2,703.11	-	2,35,959.95

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole time director and/or Manager:**

Sl No	Particulars of Remuneration	Name : Shri Yadupati Singhania	Total Amount
1	Designation	Chairman & Managing Director	
	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.		11,25,00,000.00
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	32400
2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	as % of profit		10,00,00,000.00
	others (specify)		
5	Others, please specify	-	-
	Total	-	21,25.32,400.00
	Ceiling as per the Act	5% of the Profit	

Remuneration is exclusive of EPF contribution by the Company.

B. Remuneration to other Directors

		Name of Directors					
Sl No	Particulars of Remuneration	Dr. K.B Agarwal	Shri J. N. Godbole	Shri Achintya Karati	Shri Suparas bhandari	Smt Deepa Gopalan Wadhwa	Total Amount
	Non Executive Directors						
1	Fee for attending board committee meetings	7.75	4.25	3.50	5.00	2.75	23.25
	Commission	9.50	9.50	9.50	9.50	9.50	47.50
	Others, please specify						
	Total	17.25	13.75	13.00	14.50	12.25	70.75
	Non Executive Directors	Shri Saurabh Chandra	Shri Ashok Sinha				
	Fee for attending board committee meetings	3.25	2.50				5.75
	Commission	9.50	9.50				19.00
	Others, please specify						
	Total	12.75	12.00				24.75
	Total (1)	30.00	25.75	13.00	14.50	12.25	95.50

Sl No	Particulars of Remuneration	Name of Directors					Total Amount
		Dr. K.B Agarwal	Shri J. N. Godbole	Shri Achintya Karati	Shri Suparas bhandari	Smt Deepa Gopalan Wadhwa	
2	Non-Executive Directors	Smt Sushila Devi Singhania	Mr. Paul Heinz Hugentobler	Shri Sudhir Jalan	Shri K.N. Khandelwal	Shri R.K.Lohia	
	Fee for attending board committee meetings	1.25	2.00	1.25	6.00	0.25	10.75
	Commission	9.50	9.50	9.50	9.50		38.00
	Others, please specify - Consultancy Services		107.96				107.96
	Total (2)	10.75	119.46	10.75	15.50	12.50	156.71
	Total (B)=(1+2)	40.75	145.21	23.75	30.00	12.50	252.21
	Total Managerial Remuneration A+B						
	Ceiling as per the Act 1% of the Profit						

Sl No	Name	Shri Ajay Kumar Saraogi	Shri Shambhu Singh	Shri Raghavpat Singhania	Shri Madhavkrishna Singhania
	Designation	President (C/A) & CFO	CS	COO (White)	COO (Grey)
	Gross salary				
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,92,15,616	61,57,782	1,62,04,773	1,26,26,202
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	32,400	21,600	13,41,164	32,400
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
	Stock Option	-	-	-	-
2	Sweat Equity	-	-	-	-
3	Commission	-	-	-	-
4	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
	Others, please specify	-	-	-	-
5	Total	2,92,48,016	61,79,382	1,75,45,937	1,26,58,602

Remuneration is exclusive of EPF contribution by the Company.

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Penalty/Punishment/ Compounding fees imposed	Authority (RD/NCLT/ Court)	Appeall made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					