

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2019
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
vi	Whether listed company	Company limited by shares
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
		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 Products	2394	100%

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

SI 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		Subsidiary	100	2(87)
3	J.K. Cement Works (Fujairah)FZC		Step Down Subsidiary	90	2(87)
4	J.K. White Cement Africa (99.9% Shares held be J.K. Cement Works (Fujairah) FZC)		Step Down Subsidiary	0	2(87)
5	Bander Coal Company Pvt.Ltd.	U10200MH2009PTC193985	Associate	37.5	2(6)

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	20.69	14468839	20	14468859	18.73	0
			0	0		0	0		
c) State Govt.				0		0	0		
d) Bodies Corporates	30380732	100	30380832	39.32	30380732	100	30380832	39.32	
e) Bank/FI				0		0	0		
f) Any other	16880	0	16880	0.02	16888		16888	0.02	
SUB TOTAL:(A) (1)	44866451	120	44866571	64.16	44866459	120	44866579	58.07	0
(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)	44866451	120	44866571	64.16	44866459	120	44866579	58.07	0
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	8733951	19952	8753903	12.52	16469603	19952	16489555	21.35	(46.91)
b) Banks/FI	11355	3926	15281	0.02	12207	3239	15446	0.02	(1.07)
c) Central govt									
d) State Govt.									
e) Venture Capital Fund									
f) Insurance Companies	2927092	10	2927102	4.19	2592108	10	2592118	3.35	-11.44
g) FIIS	3914	21912	25826	0.04	2198	21912	24110	0.03	-6.64
h) Foreign Venture Capital Funds									
i) Others (specify)									
SUB TOTAL (B)(1):	11676312	45800	11722112	16.77	19076116	45113	19121229	24.75	(38.69)
(2) Non Institutions									
a) Bodies corporates	1044014	7087	1051101	1.5	763643	6274	769917	1.00	-26.75
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	3275844	313858	3589702	5.13	3041239	259571	3300744	4.27	-8.05
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	1198755	0	1198755	1.72	1006388	0	1006388	1.30	-16.04
c) Others (specify)									
Trust	605	1527	2132	0	689	1564	2253	0	(5.37)
Escrow Account	160	-	160	0	0	0	0	0	0
Societies	76613	33798	110411	0.16	74113	33798	107911	0.14	-2.26
Clearing members	141304	-	141304	0.20	74929	-	74929	0.10	-46.97
Foreign Corporate Bodies	57612	495	58107	0.08	55303	495	55798	0.07	-3.97
Foreign portfolio Investments	7179044	0	7179044	10.27	7730832	0	7730832	10.01	(7.14)
Alternative Investment fund	7785	0	7785	0.01	0	0	0	0	0
IEPF	0	0	0	0	172185	0	172185	0.22	0
HUF	0	0	0	0	59420	0	59420	0.08	0
Enemy Nationals'	0	0	66	0	0	0	66	0	0
SUB TOTAL (B)(2):	12981736	356831	13338567	19.07	12978741	301702	13280443	17.18	-0.44
Total Public Shareholding (B)= (B)(1)+(B)(2)	24658048	402631	25060679	35.84	32054857	346815	32401672	41.93	
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	69524499	402751	69927250	100	76921316	346935	77268251	100	

(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 share holding 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	
1	Gaur Hari Yadupati Singhania Vasantlal D. Mehta	20	0	0	20	0	-
2	Yadupati Singhania	12064198	17.25%	0	12064198	15.61%	*
3	Yadu International Ltd.	30199518	43.19%	0	30199518	39.08%	-
	Total	*42263736	**60.44%	0	*42263736	**54.69%	-

Note

- 1 *There is no change in the shareholding of Promoters at the beginning and end of the year.
- 2 **The percentage of Promoters shareholding is reduced on account of increase in subscribed and paid up capital.

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

Sl. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	42263736	60.44%	42263736	54.69%
	Change during the year				
	At the end of the year	*42263736	**60.44%	*42263736	**54.69%

1. *There is no change in the shareholding of Promoters at the beginning and end of the year.
2. **The percentage of Promoters shareholding is reduced on account of increase in subscribed and paid up capital due to QIP.

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

Sl. No		Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
1	SBI Mutual Fund (various schemes)			5761946	7.457
2	Fidelity Investment trust Fidelity Series Emerging Markets Opportunities Fund	2348328	3.358	2645731	3.424
3	ICICI Prudential Mutual Fund (various schemes)	0		2093145	2.708
4	Franklin Templeton Investment Funds	2028405	2.900	2028405	2.625
5	Franklin Templeton Mutual Fund (various schemes)	1217476	1.741	1776384	2.298
6	HDFC Life Insurance Co. Ltd. (various accounts)	1980408	2.832	1733481	2.243
7	Sundaram Mutual Fund (various schemes)	454856	0.650	1078213	1.395
8	Reliance Capital Trustee Co.Ltd. (various accounts)	0		1027613	1.329
9	IDFC Mutual Fund (various schemes)			968410	1.253
10	Kotak Mutual Fund (various schemes)	0		937852	1.213
	Total	8029473	11.481	20051180	25.945

(v) Shareholding of Directors & KMP

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding 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						
	Chairman & Managing Director						
	At the beginning of the year	01.04.2018		1,20,64,198	17.25%	1,20,64,198	15.61%
	Changes during the year						
	At the end of the year	31.03.2019		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	01.04.2018		9,20,957	1.32%	9,20,957	1.19%
	Changes during the year						
	At the end of the year	31.03.2019		9,20,957	1.19%	9,20,957	1.19%
3	Shri K.B. Agarwal						
	Non- Executive, Independent Director						
	At the beginning of the year	01.04.2018		300	0.00%	300	0.00%
	Changes during the year						
	At the end of the year	31.03.2019		300	0.00%	300	0.00%
4	Shri K.N. Khandelwal						
	Non- Executive, Non Independent Director						
	At the beginning of the year	01.04.2018		1000	0.00%	1000	0.00%
	Changes during the year						
	At the end of the year	31.03.2019		1000	0.00%	1000	0.00%
5	Shri Achintya karati						
	Non- Executive, Independent Director						
	At the beginning of the year	01.04.2018		640	0.00%	640	0.00%
	Changes during the year						
	At the end of the year	31.03.2019		640	0.00%	640	0.00%
	Key Managerial Personnel						
6	Shri Ajay Kumar Saraogi						
	President (Corporate Affairs) & CFO						
	At the beginning of the year	01.04.2018		3340	0.00%	3340	0.00%
	Changes during the year						
	At the end of the year	31.03.2019		3340	0.00%	3340	0.00%
7	Shri Shambhu Singh						
	A.V.P.(Legal)& Company Secretary						
	At the beginning of the year	01.04.2018		5	0.00%	5	0.00%
	Changes during the year						
	At the end of the year	31.03.2019		5	0.00%	5	0.00%

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,96,758.96	3,818.40		2,00,577.36
ii) Interest due but not paid			-	
iii) Interest accrued but not due	1,333.16		-	1,333.16
Total (i+ii+iii)	1,98,092.12	3,818.40	-	2,01,910.52
Change in Indebtedness during the financial year				
Additions			-	-
Reduction	16,090.51	587.53	-	16,678.04
Net Change	16,090.51	587.53	-	16,678.04
Indebtedness at the end of the financial year				
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

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.		10,33,20,000.00
	(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		-
2	Stock option	-	-
3	Sweat Equity		-
4	Commission	-	-
	as % of profit		10,00,00,000.00
	others (specify)		
5	Others, please specify	-	-
	Total (A)	-	-
	Ceiling as per the Act		20,33,20,000.00

B. Remuneration to other Directors	Particulars of Remuneration	Name of Directors						
		Dr. K.B Agarwal	Shri J. N. Godbole	Shri Achintya Karati	Shri Suparas bhandari	Smt Deepa Gopalan	Raj Kumar Lohia	Total Amount
SN.								(Rs/Lac)
	Independent Directors							
1	Fee for attending board committee meetings	7.75	4.00	2.75	4.00	1.25	2.75	22.50
	Commission	9.50	9.50	9.50	9.50	9.50	9.50	57.00
	Others, please specify							
	Total (1)	17.25	13.50	12.25	13.50	10.75	12.25	79.50
2	Other Non-Executive Directors	Smt Sushila Devi Singhania	Shri Paul Heinz Hugentobler	Shri K.N. Khandelwal				
	Fee for attending board committee meetings	5.50	111.10	4.50				121.10
	Commission	9.50	9.50	9.50				28.50
	Others, please specify - Consultancy Services							
	Total (2)	15.00	120.60	14.00	-			149.60
	Total (B)=(1+2)	32.25	134.10	26.25	13.50	10.75	12.25	229.6
	Total Managerial Remuneration A+B							3269.6

Overall Ceiling as per the Act

C. Remuneration to Key Managerial Personnel other than MD/Manager /WTD	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
SN.	Name	Shri Ajay Kumar Saraogi	Shri Shambhu Singh	(Rs/Lac)
	Designation	CFO	CS	
	Gross salary	260.7	53.35	314.05
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			-
	Stock Option			-
2	Sweat Equity			-
3	Commission			
	- as % of profit			-
4	- others, specify			-
	Others, please specify			-
5	Total	260.70	53.35	314.05

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of	Brief	Details of	Authority	Appeal
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
N I L					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					