



**CONSOLIDATED SCRUTINIZER'S REPORT
[E-VOTING]**

[Pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairperson of the 27th Annual General Meeting of the Equity Shareholders of J.K. CEMENT LIMITED held on Saturday, 14th August, 2021 at 11.00 A.M through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Sub.: Consolidated Results of remote e-voting and e-voting at the Meeting

Reference: 27th Annual General Meeting (the AGM) of the Company held on 14th August, 2021 at 11.00 A.M.

Dear Sir,

I Reena Jakhodia, a Company Secretary in practice, Proprietor of M/s. Reena Jakhodia & Associates, Company Secretary, Kanpur has been appointed as Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and other applicable provisions, in respect of the resolutions proposed at the 27th Annual General Meeting of the shareholders of the Company held on Saturday the 14th August, 2021 at 11.00 AM through VC/OAVM, submit my report as under:

1. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Central Depository Services Limited (CDSL).

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6033



2. In view of the massive outbreak of the COVID-19 pandemic, maintenance of social distancing norms, the Government of India, Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and 13th January, 2021 permitting the conduct of Annual General Meeting through Video Conferencing (VC) or other Audio Visual means (OAVM) and has dispensed with the personal presence of the members at the meeting. In terms of the said Circulars, the 27th Annual General Meeting (AGM) of the members of the Company was held through Video Conferencing (VC) / other Audio Visual Means (OAVM). There was no physical meeting of members. The meeting is deemed to have been held at the Registered office of the Company at Kamla Tower, UP, Kanpur.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020 the facility to appoint proxy to attend and cast vote for the members was not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013 ("the Act"), representatives of the members such as the President of India or the Governor of a State or body corporate could attend the AGM through VC/OAVM and cast their votes through e-voting.
4. Participation of members through VC is reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("the Act").
5. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Act read with MCA Circular No. 14/2020 dated April 08, 2020, MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 5, 2020

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed there under relating to remote e-voting and e-voting through electronic means for the resolutions contained in the Notice to the 27th Annual General Meeting of the Equity Shareholders of J. K. CEMENT LIMITED.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6082



My responsibility as a scrutinizer for the voting process is restricted to make a consolidated scrutinizer's report for the votes cast "in favour" or

"against" the resolutions stated above based on the reports generated from the e-voting system provided by CDSL in the 27th Annual General Meeting in a fair and transparent manner.

We submit our report as under:

1. The remote e-Voting period commenced on Wednesday 11th August, 2021 at 10 A.M. and ended on Friday, 13th August, 2021 at 5 P.M.
2. Only the members whose names appears in the register of members as on 7th August, 2021 were allowed to cast their votes by remote e-Voting or through Venue voting through VC/ OAVM at AGM, as the case may be.
3. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
4. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC/OA VM and who had not voted on remote e voting were allowed to cast their votes through e-voting system during the AGM.
5. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL.
6. Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083



104A/47, Ram Bagh, Kanpur - 208 012

Phone: +91 – 9935902244, 9336205217

Resolution 1: Ordinary Resolution

Adoption of Financial Statements (standalone & consolidated) for the year ended 31st March, 2021

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	326	72872839	100%
TOTAL	326	72872839	100%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	1	40	Negligible
TOTAL	1	40	Negligible

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Ordinary Resolution has been Passed by the Members by requisite majority.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083

**Resolution 2: Ordinary Resolution**

Declare/Confirm dividend of Rs. 15.00 (150%) on Equity Shares of the Company for the Financial year 2020-21.

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	327	69282966	95.05%
TOTAL	327	69282966	95.05%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	2	3609034	4.95%
TOTAL	2	3609034	4.95%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Ordinary Resolution has been Passed by the Members by requisite majority.

For Reena Jakhodia & Associates
Company Secretaries
CP No. 6083

**Resolution 3: Ordinary Resolution**

To appoint a Director in place of Shri Paul Heinz Hugentobler aged about 72 years (DIN: 00452691), who retires by rotation pursuant to the provisions of Article 90 of the Article of Association of the Company and being eligible offers himself for re- appointment

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	222	66022603	94.76%
TOTAL	222	66022603	94.76%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	95	3651121	5.24%
TOTAL	95	3651121	5.24%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Ordinary Resolution has been Passed by the Members by requisite majority.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083

**Special Business****Resolution 4: Ordinary Resolution**

Ratification of remuneration to the Cost Auditors

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	326	72891939	100%
TOTAL	326	72891939	100%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	3	61	Negligible
TOTAL	3	61	Negligible

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Ordinary Resolution has been Passed by the Members by requisite majority.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083

**Resolution 5: Special Resolution**

Private Placement of Non-Convertible Debentures

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	321	72891844	100%
TOTAL	321	72891844	100%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	8	156	Negligible
TOTAL	8	156	Negligible

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Special Resolution has been passed by the Members in as much as the votes cast in favour of the said Resolution are not less than three times the votes cast against the same.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083



Resolution 6: Ordinary Resolution

Re-classification from Promoters/members of Promoters Group category to Public category of the Company- Mr. Ramapati Singhania

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	310	71157739	99.28%
TOTAL	310	71157739	99.28%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	15	515098	0.72%
TOTAL	15	515098	0.72%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Ordinary Resolution has been Passed by the Members by requisite majority.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083

**Resolution 7: Ordinary Resolution**

Re-classification from Promoters/members of Promoters Group category to Public category of the Company- Mr.Abhishek Singhania, Mrs. Manorama Devi Singhania and M/s. J. K. Traders Ltd.

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	227	63725608	93.48%
TOTAL	227	63725608	93.48%

Voted against of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	98	4444679	6.52%
TOTAL	98	4444679	6.52%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Ordinary Resolution has been Passed by the Members by requisite majority.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083



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Resolution 8: Ordinary Resolution

Appointment of Mr. Nidhipati Singhania (DIN: 00171211) as a Director

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	208	63774136	93.85%
TOTAL	208	63774136	93.85%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	102	4179932	6.15%
TOTAL	102	4179932	6.15%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Ordinary Resolution has been Passed by the Members by requisite majority.

For Reena Jakhodia & Associates
Company Secretaries
CP No. 6083



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Resolution 9 : Ordinary Resolution

Appointment of Mr. Ajay Narayan Jha (DIN: 02270071) as a Director

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	307	69158749	99.26%
TOTAL	307	69158749	99.26%

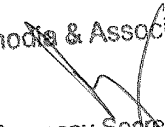
Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	10	514975	0.74%
TOTAL	10	514975	0.74%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Ordinary Resolution has been Passed by the Members by requisite majority.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6088

**Resolution 10 :Special Resolution**

Alteration of Articles of Association of the Company

Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	168	53038309	73.31%
TOTAL	168	53038309	73.31%

Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote caste
Remote e-voting and E-voting at AGM	158	19310843	26.69%
TOTAL	158	19310843	26.69%

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	

Remarks: This Special Resolution has NOT been passed by the Members in as much as the votes cast in favour of the said Resolution are less than three times the votes cast against the same.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6033



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REENA JAKHODIA & ASSOCIATES

Company Secretaries


104A/47, Ram Bagh, Kanpur - 208 012
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7. The electronic data containing records of the voting by the members present through Remote E-voting and E-voting at AGM have been handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For Reena Jakhodia & Associates


Company Secretaries
C.P. No.: 6083
UDIN: 006435C000786313


For Reena Jakhodia & Associates
Company Secretaries
CP No. 6083

Place: Kanpur
Dated: 14.08.2021