

JKCL/CS/AGM proceeding inti./2025

18th July, 2025

The Bombay Stock Exchange Ltd. Corporate Relationship Department, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001 Scrip Code:532644 (ISIN.INE 823G01014). Through BSE Listing Centre	National Stock Exchange of India Ltd., Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400051 Scrip Code: JKCEMENT (ISIN.INE 823G01014) Through : NEAPS
--	---

Dear Sirs,

Sub: Proceedings of the 31st Annual General Meeting of the Company held on 18th July, 2025 – Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

This is to inform you that the 31st Annual General Meeting (AGM) of the Members of JK Cement Limited was held on Friday, 18th July, 2025 at 11 A.M through Video Conferencing ("VC") and/or Other Audio Visual Means ("OAVM") and concluded at 11.44 A.M.

We are enclosing the following information by way of Annexures in connection with the Proceedings and Voting Results of the AGM held pursuant to Regulation 30 of the Listing Regulations and Rule 20 of The Companies (Management and Administration) Rules, 2014 :-

1. Proceedings of the 31st AGM of the Company pursuant to Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements), 2015 is annexed hereto marked as **Annexure A.**
2. Details regarding the six resolutions moved and on which Voting has been conducted and passed with requisite majority is annexed hereto marked as **Annexure B.**
3. Report of the Scrutinizer about the voting conducted on six resolutions pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of The Companies (Management and Administration) Rules 2014 is attached herewith marked as **Annexure C.**



Shambhu Singh

Corporate Office

-  Prism Tower, Ninaniya Estate, Gwal Pahari,
 Gurugram, Haryana-122102
 +0124-6919000
 prismtower@jkcement.com
 www.jkcement.com

**JK SUPER
CEMENT**
BUILD SAFE

**JK SUPER
STRONG**
BUILD SAFE

**JK CEMENT
WhiteMaxX**
White Portland Cement

**JK CEMENT
WallMaxX**
White Cement Wall Putty

Manufacturing Units at :

Nimbahera, Mangrol, Gotan (Rajasthan) | Muddapur (Karnataka)
 Jharli (Haryana) | Panna, Ujjain, Katni (M.P.) | Balasinor (Gujarat)
 Aligarh, Hamirpur, Prayagraj (U.P.)





JK Cement Ltd.

CIN: L17229UP1994PLC017199

Registered Office

🏠 Kamla Tower, Kanpur - 208001, U.P., India
☎ +91-512-2371478 to 85 📠 +91-512-2399854
✉ shambhu.singh@jkcement.com
🌐 www.jkcement.com

- : 2 :-

The voting results along with the Scrutinizer's Report would be made available on the Company's website at www.jkcement.com and on the website of National Securities Depository Ltd. www.evoting.nsdl.com once published.

We would request you to kindly take the same on your records.

Thanking you,

Yours faithfully,
For **JK CEMENT LTD.**

SHAMBHU SINGH
COMPANY SECRETARY AND COMPLIANCE OFFICER
Membership No. F5836

Enclo: As above.



Corporate Office

📍 Prism Tower, Ninaniya Estate, Gwal Pahari,
Gurugram, Haryana-122102
☎ +0124-6919000
✉ prismtower@jkcement.com
🌐 www.jkcement.com

**JK SUPER
CEMENT**
BUILD SAFE

**JK SUPER
STRONG**
BUILD SAFE

JK CEMENT
WhiteMaxX
White Portland Cement

JK CEMENT
WallMaxX
White Cement Wall Putty

Manufacturing Units at :

Nimbahera, Mangrol, Gotan (Rajasthan) | Muddapur (Karnataka)
Jharli (Haryana) | Panna, Ujjain, Katni (M.P.) | Balasinor (Gujarat)
Aligarh, Hamirpur, Prayagraj (U.P.)



ANNEXURE - A

PROCEEDING OF 31ST ANNUAL GENERAL MEETING HELD ON FRIDAY THE 18TH JULY 2025 AT 11 A.M

1. Mrs. Sushila Devi Singhania had joined from Kanpur, Mr. Ashok Kumar Sharma and Mr. Shambhu Singh had joined from Kanpur, UP, Mr. Ajay Kumar Saraogi had joined from Mumbai, Maharashtra, Mr. Mudit Aggarwal had joined from Ghaziabad, U.P., Dr. Nidhipati Singhania, Dr. Raghavpat Singhania, Mr. Madhavkrishna Singhania, Mrs Deepa Gopalan Wadhwa, Ms. Praveen Mahajan had joined from New Delhi, Mr. Paul Heinz Hugentobler had joined from Gurugram, Mr. Rakesh Sethi had joined from Hyderabad, Telangana, Mr. Saurabh Chandra had joined from New Delhi, UP, Mr. Ashok Sinha had joined from Mumbai, Maharashtra. The Company Secretary welcomed the Shareholders / Members and informed that 31st Annual General Meeting of the Company was held through Video Conferencing and/or other Audio Visual Means administered by NSDL as permitted by the Ministry of Corporate Affairs on first come first serve basis.
2. He informed that soft copy of notice dated 24th May, 2025 together with Directors Report, Report on Corporate Governance, Management Discussion and Analysis, Audited Annual Accounts (Standalone and Consolidated) for the FY 2024-25 has been emailed on 26th June, 2025 to all the Shareholders of the Company whose emails are registered with the Company and Depository participants.
3. Thereafter he informed the shareholders about voting instruction. In compliance with the Companies Act 2013, SEBI Regulation and MCA circular the Company has provided facility to cast vote electronically through remote e-voting services administered by NSDL on all the six resolutions set forth in the notice dated 24th May, 2025. The members who have not casted their votes through remote e-voting may cast their vote through e-voting system available on the voting page of the NSDL during continuance of the AGM. The Board has appointed M/s. Reena Jakhodia and Associates., Practising Company Secretaries as Scrutinizer for conducting remote e-voting and after vote is casted during the meeting, she would publish consolidated result. Since AGM is conducted through Video Conferencing and other Audio Visual Means, six resolutions set out in the notice has already been put to vote through remote e-voting and as voting facility is also available during AGM there is no need for proposing and seconding of those resolutions. The Company Secretary thereafter read out the contents of those six resolutions.
4. He further stated that Mrs. Sushila Devi Singhania, a Non Executive Non Independent Director and Chairperson of the Company was participating from Kanpur. In terms of Article 67 of Articles of Association of the Company, Mrs. Singhania presided over this Annual General Meeting. Dr. Nidhipati Singhania Vice Chairman to conduct the AGM, in case for any reason, connectivity is lost during the meeting.
5. Since requisite quorum was present with the permission of the Chairperson the Company Secretary declared that the meeting was validly constituted and called the meeting to order.

Shambhu Singh


Corporate Office

Prism Tower, Ninaniya Estate, Gwal Pahari,
 Gurugram, Haryana-122102
 +0124-6919000
 prismtower@jkcement.com
 www.jkcement.com

**JK SUPER
CEMENT**
 BUILD SAFE

**JK SUPER
STRONG**
 BUILD SAFE

JK CEMENT
WhiteMaxX
 White Portland Cement

JK CEMENT
WallMaxX
 White Cement Wall Putty

Manufacturing Units at :

Nimbahera, Mangrol, Gotan (Rajasthan) | Muddapur (Karnataka)
 Jharli (Haryana) | Panna, Ujjain, Katni (M.P.) | Balasinor (Gujarat)
 Aligarh, Hamirpur, Prayagraj (U.P.)



- : 2 :-

6. Thereafter with the permission of the Chairperson and at the request of Company Secretary all the participating Directors introduced themselves, confirmed their location of joining.

7. With the permission of the Chairperson the Company Secretary informed that representatives of Statutory Auditors M/s SR Batliboi and Co., LLP, M/s KG Goyal & Co., Cost Auditors and Secretarial Auditor M/s Reena Jakhodia & Associates were virtually present in the AGM.

8. Since notice of AGM has already been sent through email the Chairperson with the permission of the members present, took the same as read. Also since report of the Statutory Auditors and Secretarial Auditors are unqualified, without any observation, remark, comments in their report, with the permission of Members/Shareholders the Auditors' Report and the Secretarial Audit Report were taken as read.

9. At the request of Chairperson Dr. Nidhipati Singhania, Vice Chairman appraised the Members about the operational and financial performance of the Company achieved during the FY 2024-25.

10. Since this AGM held electronically, physical attendance of the members has been dispensed with and also requirement for appointing proxy or Authorised Representative was not applicable.

11. The Chairperson informed that the Register of Directors and KMPs and their shareholding, Register of Contracts in which a Director is interested and Resolutions appointing Mr. Paul Heinz Hugentobler etc were kept open for inspection by the members during continuance of the meeting on the investor centre tab of Company's website.

12. The Chairperson thereafter called out by name of six shareholders who have requested the Company to allow them to Speak in the Meeting. Six shareholders, registered themselves as Speakers. Shareholder(s) expressed their views. Mr. Ajay Kumar Saraogi, Dy. Managing Director and CFO replied to the questions raised/asked by the Speakers.

13. At the request of the Chairperson the Company Secretary confirmed that one question has been posted in the Question Answer Box which was also replied by Mr. Ajay Kumar Saraogi.

14. The Chairperson informed that e-voting from 15th July to 17th July, 2025 on all the six resolutions has been conducted by NSDL and the evoting process was to continue for next 15 minutes and thereafter it would be disabled and the result would be announced on or before 19.7.25. The same would be intimated to the Stock Exchanges and also uploaded on the Website of the Company and Website of the NSDL.

15. The Chairperson then concluded the meeting. A total 60 participants attended the AGM.

16. The Board of Directors had appointed Ms. Reena Jakhodia as the Scrutinizer to supervise the e-voting process. The Chairperson authorised the Company Secretary to declare the voting results, intimate the BSE/NSE and place the same on the website of the Company.


Corporate Office

Prism Tower, Ninaniya Estate, Gwal Pahari,
 Gurugram, Haryana-122102
 ☎ +0124-6919000
 ✉ prismtower@jkcement.com
 🌐 www.jkcement.com

JK SUPER
CEMENT
 BUILD SAFE

JK SUPER
STRONG
 BUILD SAFE

PRASHANT SINGH
 JK CEMENT
WhiteMaxX
 White Portland Cement

JK CEMENT
WallMaxX
 White Cement Wall Putty

Manufacturing Units at :

Nimbahera, Mangrol, Gotan (Rajasthan) | Muddapur (Karnataka)
 Jharli (Haryana) | Panna, Ujjain, Katni (M.P.) | Balasinor (Gujarat)
 Aligarh, Hamirpur, Prayagraj (U.P.)



ANNEXURE – B

Resolution Nos. 1 to 6 moved and duly approved with requisite majority in the 31th Annual General Meeting for passing.

Resolution No.	Type of Business/Resolution	Gist of resolution
RESOLUTIONS PASSED WITH REQUISITE MAJORITY		
1	Ordinary Business/Ordinary Resolution	Adoption of Audited Financial Statements both Standalone and Consolidated for the Financial Year ended 31 st March, 2025 with report of Directors and Auditors thereon
2	Ordinary Business/Ordinary Resolution	Confirm dividend of Rs. 15 per equity share of Rs. 10 each for FY 24-25
3	Ordinary Business/Ordinary Resolution	Reappointment of Mr. Paul Heinz Hugentobler (DIN 00452691) who is retiring by rotation and being eligible offers himself for reappointment.
4	Special Business/Ordinary Resolution	Appoint the Secretarial Auditor for a terms of 5 years from 25-26 to 29-30
5	Special Business/Ordinary Resolution	Ratification of remuneration of the Cost Auditors appointed for FY 2025-26
6	Special Business/Special Resolution	Continuation of Directorship of Mr. Paul Heinz Hugentobler (DIN 00452691) aged about 76 years



Shambhu Singh

Corporate Office

📍 Prism Tower, Ninaniya Estate, Gwal Pahari,
 Gurugram, Haryana-122102
 ☎ +0124-6919000
 ✉ prismtower@jkcement.com
 🌐 www.jkcement.com



**JK SUPER
CEMENT**
 BUILD SAFE

**JK SUPER
STRONG**
 BUILD SAFE

JK CEMENT
WhiteMaxX
 White Portland Cement

JK CEMENT
WallMaxX
 White Cement Wall Putty

Manufacturing Units at :

Nimbahera, Mangrol, Gotan (Rajasthan) | Muddapur (Karnataka)
 Jharli (Haryana) | Panna, Ujjain, Katni (M.P.) | Balasinor (Gujarat)
 Aligarh, Hamirpur, Prayagraj (U.P.)





104A/47, Ram Bagh, Kanpur - 208 012
Phone: +91 - 9935902244, 9336205217

**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 31st Annual General Meeting of the Equity Shareholders of J.K. CEMENT LIMITED (L17229UP1994PLC017199) held on Friday, 18th day of July, 2025 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: 31st Annual General Meeting (the AGM) of the Company held on 18th July, 2025 at 11.00 A.M.

Dear Madam,

I Reena Jakhodia, a Company Secretary in practice, Proprietor of M/s. Reena Jakhodia & Associates, Company Secretaries, 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 moved at the 31st Annual General Meeting of the shareholders of the Company held on Friday the 18th July, 2025 at 11.00 AM through VC/OAVM, do hereby 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 National Securities Depository Limited (NSDL).
2. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations and the Circulars issued by MCA dated 8th April 2020, 13th April 2020 and 5th May 2020, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 31st AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the date of the AGM will be provided by NSDL.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

For Reena Jakhodia & Associates



REENA JAKHODIA & ASSOCIATES

Company Secretaries

104A/47, Ram Bagh, Kanpur - 208 012
Phone: +91 – 9935902244, 9336205217

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act
5. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to remote e-voting and e-voting through electronic means for the Six resolutions contained in the Notice to the 31st Annual General Meeting of the Equity Shareholders of J. K. CEMENT LIMITED.

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 NSDL in the 31st Annual General Meeting in a fair and transparent manner.

I submit my report as under:

1. The remote e-Voting period commenced on 15th July, 2025 at 9.00 A.M. and ended on 17th July 2025 at 5 P.M.
2. Only the members whose names appeared in the register of members as on 11th July, 2025 were allowed to cast their votes by remote e-voting. Once the vote on a resolution was cast by any member, the member was not allowed to change it subsequently.
3. Members were required to cast their votes by Remote e-voting only during voting period. However, they were allowed to attend the AGM through VC/OAVM but were not entitled to cast their votes again at AGM.
4. After declaration of voting by the Chairperson, the shareholders present at the AGM through VC voted through e-voting facility provided by NSDL at the AGM.
5. 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 NSDL 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.
6. 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 NSDL.
7. Based on the data downloaded from NSDL 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



REENA JAKHODIA & ASSOCIATES

Company Secretaries

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, 2025 together with the Reports of the Directors and Auditors thereon.

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 casted
Remote e-voting and E-voting at AGM	524	72344532	99.99
TOTAL	524	72344532	99.99

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 casted
Remote e-voting and E-voting at AGM	5	2346	Negligible
TOTAL	5	2346	Negligible

Invalid Votes

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

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

Resolution 2: Ordinary Resolution

Declare/Confirm final dividend of Rs.15/- (150%) per equity share for the financial year 2024-25

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 casted
Remote e-voting and E-voting at AGM	527	72355434	99.99
TOTAL	527	72355434	99.99



REENA JAKHODIA & ASSOCIATES

Company Secretaries

104A/47, Ram Bagh, Kanpur - 208 012
Phone: +91 – 9935902244, 9336205217

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 casted
Remote e-voting and E-voting at AGM	3	7	Negligible
TOTAL	3	7	Negligible

Invalid Votes

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

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

Resolution 3: Ordinary Resolution

To re-appoint Mr. Paul Heinz Hugentobler (aged about 76 years) (DIN 00452691), who retires by rotation at this AGM in terms of Section 152(6) of the Companies Act, 2013 and provisions of Article 90 of the Articles of Association of the Company and being eligible, offers himself for re-appointment as 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 casted
Remote e-voting and E-voting at AGM	389	63637622	87.96
TOTAL	389	63637622	87.96

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 casted
Remote e-voting and E-voting at AGM	143	8712030	12.04
TOTAL	143	8712030	12.04

Invalid Votes

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

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

For Reena Jakhodia & Associates



Special Business

Resolution 4: Ordinary Resolution

To Appoint the Secretarial Auditor-M/s. Sanjay Grover & Associates, for a term of 5 (five) years from 1st April 2025 to 31st March, 2030.

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 casted
Remote e-voting and E-voting at AGM	523	72348236	99.99
TOTAL	523	72348236	99.99

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 casted
Remote e-voting and E-voting at AGM	5	676	Negligible
TOTAL	5	676	Negligible

Invalid Votes

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

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

Resolution 5: Ordinary Resolution

To ratify the remuneration payable to M/s. K.G. Goyal & Company, the Cost Auditors, for the Financial Year ending 31st March 2026

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 casted
Remote e-voting and E-voting at AGM	523	72349481	99.99
TOTAL	523	72349481	99.99



REENA JAKHODIA & ASSOCIATES

Company Secretaries

104A/47, Ram Bagh, Kanpur - 208 012
Phone: +91 – 9935902244, 9336205217

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 casted
Remote e-voting and E-voting at AGM	6	171	Negligible
TOTAL	6	171	Negligible

Invalid Votes

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

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

Resolution 6: Special Resolution

To approve the continuation of Directorship of Mr. Paul Heinz Hugentobler aged about 76 years (DIN 00452691)

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 casted
Remote e-voting and E-voting at AGM	381	63539412	87.82
TOTAL	381	63539412	87.82

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 casted
Remote e-voting and E-voting at AGM	151	8810240	12.18
TOTAL	151	8810240	12.18

Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	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 more than three times the votes cast against the same.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083



REENA JAKHODIA & ASSOCIATES

Company Secretaries

104A/47, Ram Bagh, Kanpur - 208 012
Phone: +91 – 9935902244, 9336205217

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: F006435G000808711

Place: Kanpur

Dated: 18.07.2025



Countersigned by

(Shambhu Singh)
Company Secretary

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083