

Date: May 27, 2025

Bombay Stock Exchange Ltd. Corporate Relationship Department, PhirozeJeejeebhoy Towers, Dalal Street Fort, Mumbai-400051 ScripCode 532644 (ISIN.INE823G01014) Through BSE Listing Centre	National Stock Exchange of India Ltd., Plot No. C/1 'G' Block Bandra-Kurla Complex Bandra East, Mumbai-400 051 Scrip Code: JKCEMENT (ISIN.INE823G01014) Through: NEAPS
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Sub: Annual Secretarial Compliance Report for the year ended March 31, 2025

Dear Sir/Madam,

Pursuant to the Regulation 24A(2) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report of the Company issued by M/s. Reena Jakhodia & Associates, Company Secretaries for the financial year ended March 31, 2025.

Kindly take the same on record.

**Yours faithfully,
For J.K. Cement Ltd.**



**Shambhu Singh
Vice President & Co. Secretary.
FCS NO. 5836**

Encls: As above**Corporate Office**

- 📍 Prism Tower, Ninaniya Estate, Gwal Pahari, Gurugram, Haryana-122102
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Jharli (Haryana) | Panna, Ujjain, Katni (M.P.) | Balasinor (Gujarat)
Aligarh, Hamirpur, Prayagraj (U.P.)





REENA JAKHODIA & ASSOCIATES

Company Secretaries

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

Secretarial Compliance Report of J. K. Cement Limited, For the Year ended 31st March, 2025

To,
The Board of Directors
J. K. Cement Limited,
Kamla Tower,
Kanpur.

We, Reena Jakhodia & Associates Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by Officials & Representations of **J. K. Cement Limited CIN: L17229UP1994PLC017199**,), having its Registered Office at Kamla Tower, Kanpur (hereinafter referred as 'the listed entity'),
- (b) the filings/ submissions made by the listed entity to the Stock Exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this Report.

for the financial year ended 31st March, 2025 ("Review Period") in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (LODR) Regulations, 2015 as amended;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as amended; during the period under review not made buyback offer hence Not Applicable.
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 amended; during the period under review not issued any Securities to Employee.
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2008 amended; Repayment of Principal & interest on Non-Convertible securities issued earlier are in vogue.
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 amended;

(h) Other regulations as applicable and circulars/guidelines issued thereunder.

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observation s/ Remarks of the Practicing Company Secretary	Management Response	Remarks
					NIL					

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports)	Observations made in the Secretarial Compliance report for the year ended	Compliance Requirement (Regulation s/ circulars/ guidelines including specific clause)	Details of violation / Deviations and actions Taken/penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	Delayed Filing Security Cover Certificate with Quarterly Results of Q.E. 9/23 under Regulation 54(2) of SEBI (LODR) Regulations, 2015	31.03.2024	Filing of Security Cover Certificate under Regulation 54(2) of SEBI (LODR) Regulations, 2015 as required to be filed with Quarterly Results of Sept'23	delayed filing of Security Cover Certificate with Quarterly Results of Q.E. 9/23 under Regulation 54(2) of SEBI (LODR) Regulations, 2015. BSE levied Fine of Rs. 21240/- imposed	The company started filing security cover certificate with quarterly financial statements.	Delayed fees charged and Fine paid

We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
1.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).</p>	YES	-
2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> ● All applicable policies framed under SEBI Regulations are adopted with the approval of Board of Directors of the listed entity ● All the policies are in conformity with SEBI Regulations and have been reviewed & updated from time to time, as per the regulations/circulars/guidelines issued by SEBI 	YES YES	-
3.	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> ● The Listed entity is maintaining a functional website ● Timely dissemination of the documents/information under a separate section on the website ● Web-links provided in Annual Corporate Governance Reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website 	YES YES YES	- - -
4.	<p>Disqualification of Director:</p> <p>None of the Director(s) of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	YES	-
5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	NA YES	(a) The Company has no material subsidiary. (b) The Company has two wholly owned subsidiary viz. Toshali Cements Private Ltd. and JK Maxx

			Paints Ltd. Also the Company has a wholly owned Body in UAE with the name JK Cement (Fujairah) FZC which has step down subsidiary with the name JK Cement Works (Fujairah) FZC and stepdown subsidiary JK White Cement (Africa) Ltd.
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	YES	-
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	YES	-
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the audit committee.	YES. The listed entity has obtained prior to commencement of the FY, omnibus approval in the Audit Committee/Board Meeting for all regular/repetitive related party transactions NA	Transactions are undertaken with prior approval.
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	YES The outcome of board meeting dt 15.02.2024 & email received on 03.12.2024 in which appointment of Ms. Praveen Mahajan as an	The Company Secretary mailed to exchange the genuine case of internet problem, no action was taken.

		independent director took place could not be loaded within 30 minutes due to nonfunctioning of site/internet problem	
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	-
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	YES NO	 No such event
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	No such event
13.	Additional non-compliances, if any: No additional non compliance observed for any SEBI regulations/circulars/guidance note etc, except as reported above.	NA	No such non compliances

We further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations. **NA**

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI

(Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Date:21.05.2025

Place: KANPUR

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083

For: Reena Jakhodia & Associates
Company Secretaries

(Reena Jakhodia)
Proprietor
Membership No: F6435

C.P. No.: 6083

UDIN: F006435G000398794

Peer Review No.S2004UP074000