

No. JKCL/SE/SCR 35& 47/2021-22

Date 12/04/2021

Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai-400 051

Scrip Code- 532644

Through Listing Center

National Stock Exchange of India Ltd.
Exchange Plaza
Bandra- Kurla Complex
Mumbai-400 051

Scrip Code-JKCEMENT

Through NEAPS

Dear Sir,

Subject: Submission of Annual Secretarial Compliance Report for the Financial Year 2020-21

Pursuant to SEBI Circular dated February 8, 2019, all listed entities are required to submit to the Stock Exchange within stipulated time, Annual Secretarial Compliance Report, issued by a Practising Company Secretary.

Accordingly, we are attaching herewith the Annual Secretarial Compliance Report of the Company issued by M/s. Reena Jakhodia & Associates, Practising Company Secretaries, for the Financial year 2020-21.

Please take the same on record and oblige.

Yours faithfully
For J.K. Cement Ltd.



Shambhu Singh
Head (Legal) & Company Secretary.

Ends: As above



UNITS:

J. K. Cement Works, Nimbahera
J. K. Cement Works, Mangrol
J. K. Cement Works, Gotan
J. K. Cement Works, Muddapur
J. K. Cement Works, Aliqarh

J. K. Cement Works, Jharli
J. K. White Cement Works, Gotan
J. K. White, Katni
J. K. Power, Bamania
J. K. Cement Works, Balasinor





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

Secretarial Compliance Report

JK CEMENT LTD.

for the year ended 31st March, 2021

To,
The Members,
J. K. Cement Limited,
Kamla Tower,
Kanpur.

I Reena Jakhodia have examined:

(a) all the documents and records made available to us and explanation provided by the management of **JK CEMENT LTD.**

(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 certification,

for the year ended 31st March, 2021 (" 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable to the Company during the Audit Period)

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not Applicable to the Company during the Audit Period)

For Reena Jakhodia & Associates
Company Secretaries
CP No. 6083



REENA JAKHODIA & ASSOCIATES
Company Secretaries

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(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; (Not Applicable to the Company during the Audit Period)

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018

Circulars/guidelines issued thereunder and based on the above examination, I hereby report that, during the Review Period:

(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 (Regulations/ guidelines/ clause) including Requirement circulars/ specific | Deviations | Observations! Remarks of the Practicing Company Secretary |
|-------|--|------------|---|
| | NIL | NIL | NIL |

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

| Sr. No. | Action taken by | Details of violation | Details of action taken E.g. fines, warning letter, debarment, etc. | Observations/ remarks of the Practicing Company Secretary, if any. |
|---------|-----------------|---|--|--|
| 1. | BSE/NSE | Non Compliance of Regulation 23(9) of SEBI (LODR) Regulation 2015 about timely not disclosing Related Party Transaction on consolidated basis. However, The same was filed and sought waiver of fine on 19.01.2021. | Sought to impose fine of Rs. 2 Lacs plus GST. The application for waiver is pending with BSE & NSE. Also reminder of waiver given on 4.03.2021 | The details have been checked and was found to be correct. |

For Reena Jakhodia & Associates
Company Secretaries
CP No. 6083



REENA JAKHODIA & ASSOCIATES
Company Secretaries

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

| Sr. No. | Observations of Practicing Company Secretary the reports | the in previous | Observations made in the secretarial compliance report for the year ended (The years are to be mentioned) | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|---------|--|-----------------|---|--|--|
| | Not Applicable | | | | |

Place: Kanpur
Date: 12.04.2021

For: Reena Jakhodia & Associates
Company Secretaries

(Reena Jakhodia)
Proprietor

Membership No: F6435
C.P. No.: 6083

UDIN: F006435C000062106

For Reena Jakhodia & Associates
Company Secretaries
CP No. 6083