SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi – 110 024
Tel.: (011) 4679 0000, Fax: (011) 4679 0012
e-mail: sanjay@sanjaygroverassociates.com/sanjaygrover7@gmail.com
Website: www.cssanjaygrover.in

Consolidated Scrutinizer's Report

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

To,
The Company Secretary & Compliance Officer
J.K. Cement Limited
(CIN: L17229UP1994PLC017199)
Kamla Tower, Kanpur – 208001,
Uttar Pradesh, India

Dear Sir,

I, Kapil Dev Taneja, Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi - 110024, was appointed as Scrutinizer by the Board of Directors of J.K. Cement Limited ("**the Company**") in its meeting held on May 23, 2026 for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting during the 32nd Annual General Meeting ('**AGM**'), under the provisions of Section 108 of the Act read with the Rules and General Circular Nos. 20/2020 dated May 5, 2020, read with subsequent circulars issued from time to time including the latest one being General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("**MCA**") from time to time ("**MCA Circulars**") and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**the Listing Regulations**"), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolution(s) as mentioned in Notice dated May 23, 2026 ("**AGM Notice**") for 32nd AGM of the Company held on Friday, July 17, 2026 at 11:00 A.M. (IST) through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**") facility.

I submit my report as under: -

1. The Management of the Company is responsible to ensure the compliance with the requirements of - (i) the Act and the Rules made thereunder and (ii) the MCA Circulars; and (iii) the Listing Regulations related to e-voting in respect of the resolutions contained in the AGM Notice including the dispatch of notice to the shareholders and also to ensure a secured framework for e-voting.

2. My responsibility as Scrutinizer is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolutions contained in the AGM Notice, based on the report generated from the e-voting system provided by National Securities Depositories Limited ("**NSDL**").

3. The remote e-voting period commenced on Tuesday, July 14, 2026 at 09:00 A.M. (IST) and ended on Thursday, July 16, 2026 at 05:00 P.M. (IST) via e-voting platform on the designated website of NSDL, authorized agency to provide e-voting facility viz: https://www.evoting.nsdl.com. The

Company provided e-voting facility to the Members who participated/ attended the AGM through VC/OAVM to enable such Members to cast their vote, if they had not cast their vote earlier through remote e-voting.

4. The Members of the Company as on the "**cut off**" date i.e. Friday, July 10, 2026 were entitled to avail the facility of remote e-voting as well as e-voting at AGM (herein collectively referred as "**e-votes/ e-voting**") on the proposed resolutions as set out in the AGM Notice.

5. The total paid up Equity Share Capital of the Company as on July 10, 2026 was INR77,26,82,510/- (Indian Rupees Seventy Seven Crore Twenty Six Lakhs Eighty Two Thousand Five Hundred Ten Only) divided into 7,72,68,251 (Seven Crore Seventy Two Lakhs Sixty Eight Thousand Two Hundred Fifty One) Equity Shares of face value of INR. 10/- (Indian Rupees Ten only) each.

6. After completion of e-voting at the AGM, the e-votes cast by the shareholders were unblocked in the presence of two witnesses i.e. Mr. Harshit Saxena and Mr. Vipin Dhameja who are not in the employment of the Company.

Mr. Harshit Saxena **Mr. Vipin Dhameja**

7. The data of e-votes was diligently scrutinized and reconciled with the records maintained by NSDL Database Management Limited (**'NDML'**), Registrar to an Issue and Share Transfer Agent ("**RTA**") of the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at AGM.

8. The consolidated summary of results of e-voting are as under:

<u>**Resolution No. 1:**</u> **To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon and Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, and the reports of Auditors,**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at AGM	Remote E-voting	Total	
Assent	776	7,25,76,183	7,25,76,959	100
Dissent	0	2	2	0
Total	776	7,25,76,185	7,25,76,961	100

Therefore, the Resolution No. 1 has been approved with requisite majority and further details of e-votes are given in **<u>Annexure-A</u>**.

Resolution No. 2: **To declare a final dividend on Equity Shares of the Company for the financial year ended March 31, 2026**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at AGM	Remote E-voting	Total	
Assent	776	7,25,77,026	7,25,77,802	100.00
Dissent	0	2	2	0.00
Total	776	7,25,77,028	7,25,77,804	100

Therefore, the Resolution No. 2 has been approved with requisite majority and further details of e-votes are given in **Annexure-B**.

Resolution No. 3: **To appoint a director in place of Mrs. Sushila Devi Singhania (DIN: 00142549), Non-Executive Non- Independent Director who retires by rotation and being eligible, offers herself for re-appointment.**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at AGM	Remote E-voting	Total	
Assent	776	5,28,61,027	5,28,61,803	76.3438
Dissent	0	1,63,79,990	1,63,79,990	23.6562
Total	776	6,92,41,017	6,92,41,793	100

Therefore, the Resolution No. 3 has been approved with requisite majority and further details of e-votes are given in **Annexure-C**.

Resolution No. 4: **To appoint a director in place of Dr. Nidhipati Singhania (DIN: 00171211), Non-Executive Non Independent Director who retires by rotation and being eligible, offers himself for re-appointment.**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at AGM	Remote E-voting	Total	
Assent	776	7,19,40,235	7,19,41,011	99.1893
Dissent	0	5,88,011	5,88,011	0.8107
Total	776	7,25,28,246	7,25,29,022	100

Therefore, the Resolution No. 4 has been approved with requisite majority and further details of e-votes are given in **Annexure-D**.

Resolution No. 5: To consider, and if thought fit, to approve continuation of directorship of Mrs. Sushila Devi Singhania (DIN: 00142549) as Non-Executive Non-Independent Director of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at AGM	Remote E-voting	Total	
Assent	776	5,29,00,479	5,29,01,255	76.4008
Dissent	0	1,63,40,538	1,63,40,538	23.5992
Total	776	6,92,41,017	6,92,41,793	100

Therefore, the Resolution No. 5 has been approved with requisite majority and further details of e-votes are given in **Annexure-E**.

Resolution No. 6: To consider, and if thought fit, to appoint Mr. Mudit Aggarwal (DIN: 07374870) as a Non-Executive Independent Director of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at AGM	Remote E-voting	Total	
Assent	776	7,12,52,358	7,12,53,134	98.1749
Dissent	0	13,24,616	13,24,616	1.8251
Total	776	7,25,76,974	7,25,77,750	100

Therefore, the Resolution No. 6 has been approved with requisite majority and further details of e-votes are given in **Annexure-F**.

Resolution No. 7: To consider, and if thought fit, to appoint Dr. Sameer Sharma (DIN: 02749958) as a Non- Executive Independent Director, for first term of five consecutive years.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at AGM	Remote E-voting	Total	
Assent	776	7,25,67,020	7,25,67,796	99.9870
Dissent	0	9,454	9,454	0.0130
Total	776	7,25,76,474	7,25,77,250	100

Therefore, the Resolution No. 7 has been approved with requisite majority and further details of e-votes are given in **Annexure-G**.

Resolution No. 8: To consider, and if thought fit, to ratify the remuneration payable to M/s. K.G. Goyal & Company, the Cost Auditors, for the financial year ending March 31, 2027.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at AGM	Remote E-voting	Total	
Assent	776	7,25,76,356	7,25,77,132	99.9998
Dissent	0	118	118	0.0002
Total	776	7,25,76,474	7,25,77,250	100

Therefore, the Resolution No. 8 has been approved with requisite majority and further details of e-votes are given in **Annexure-H**.

9. The register containing the details of e-voting is under my safe custody and will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

For SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES
Firm Registration No.: P2001DE052900
Peer Review Certificate No.: 7853/2026

Kapil Dev Taneja
Partner
CP No.: 22944/ Mem. No. F4019
UDIN: F004019H000869147
July 17, 2026
New Delhi

SANJAY GROVER & ASSOCIATES Firm Registration No. P2001DE052900 Company Secretaries NEW DELHI

Countersigned by
Authorised Signatory

Bhumika Sood
Company Secretary & Compliance Officer
July 17, 2026

Annexure - A

Details of e-voting at AGM & remote e-voting for Resolution No.-1 are as under:

A1. VOTING THROUGH E-VOTING AT AGM:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	7	776	7,760
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	7	776	7,760
d) Votes with Assent	7	776	7,760
e) Votes with Dissent	0	0	0

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	487	7,25,76,185	72,57,61,850
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	487	7,25,76,185	72,57,61,850
d) Votes with Assent	485	7,25,76,183	72,57,61,830
e) Votes with Dissent	2	2	20

<u>Annexure - B</u>

Details of e-voting at AGM & remote e-voting for Resolution No.-2 are as under:

B1. VOTING THROUGH E-VOTING AT AGM:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	7	776	7,760
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	7	776	7,760
d) Votes with Assent	7	776	7,760
e) Votes with Dissent	0	0	0

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	488	7,25,77,028	72,57,70,280
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	488	7,25,77,028	72,57,70,280
d) Votes with Assent	486	7,25,77,026	72,57,70,260
e) Votes with Dissent	2	2	20

SANJAY GROVER & ASSOCIATES
Firm Registration No. P2001DE052900
Company Secretaries
NEW DELHI

Annexure - C

Details of e-voting at AGM & remote e-voting for Resolution No.-3 are as under:

C1. VOTING THROUGH E-VOTING AT AGM:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	7	776	7,760
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	7	776	7,760
d) Votes with Assent	7	776	7,760
e) Votes with Dissent	0	0	0

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	486	6,92,41,017	69,24,10,170
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	486	6,92,41,017	69,24,10,170
d) Votes with Assent	261	5,28,61,027	52,86,10,270
e) Votes with Dissent	225	1,63,79,990	16,37,99,900

SANJAY GROVER & ASSOCIATES
Firm Registration No. P2001DE052900
Company Secretaries
NEW DELHI

Annexure - D

Details of e-voting at AGM & remote e-voting for Resolution No.- 4 are as under:

D1. VOTING THROUGH E-VOTING AT AGM:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	7	776	7,760
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	7	776	7,760
d) Votes with Assent	7	776	7,760
e) Votes with Dissent	0	0	0

D2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	486*	7,25,28,246	72,52,82,460
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	486*	7,25,28,246	72,52,82,460
d) Votes with Assent	444	7,19,40,235	71,94,02,350
e) Votes with Dissent	48	5,88,011	58,80,110

**6 (Six) members voted partially in favour of the resolution and partially against the resolution and accordingly, these members are counted under assent as well as dissent.*

SANJAY GROVER & ASSOCIATES Firm Registration No. P2001DE052900 Company Secretaries NEW DELHI

Annexure - E

Details of e-voting at AGM & remote e-voting for Resolution No.-5 are as under:

E1. VOTING THROUGH E-VOTING AT AGM:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	7	776	7,760
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	7	776	7,760
d) Votes with Assent	7	776	7,760
e) Votes with Dissent	0	0	0

E2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	486*	6,92,41,017	69,24,10,170
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	486*	6,92,41,017	69,24,10,170
d) Votes with Assent	266	5,29,00,479	52,90,04,790
e) Votes with Dissent	223	1,63,40,538	16,34,05,380

**3 (three) members voted partially in favour of the resolution and partially against the resolution and accordingly, these members are counted under assent as well as dissent.*

SANJAY GROVER & ASSOCIATES Firm Registration No. P2001DE052900 Company Secretaries NEW DELHI

Annexure - F

Details of e-voting at AGM & remote e-voting for Resolution No.-6 are as under:

F1. VOTING THROUGH E-VOTING AT AGM:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	7	776	7,760
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	7	776	7,760
d) Votes with Assent	7	776	7,760
e) Votes with Dissent	0	0	0

F2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	487*	7,25,76,974	72,57,69,740
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	487*	7,25,76,974	72,57,69,740
d) Votes with Assent	440	7,12,52,358	71,25,23,580
e) Votes with Dissent	50	13,24,616	1,32,46,160

**3 (Three) members voted partially in favour of the resolution and partially against the resolution and accordingly, these members are counted under assent as well as dissent.*

Annexure - G

Details of e-voting at AGM & remote e-voting for Resolution No.-7 are as under:

G1. VOTING THROUGH E-VOTING AT AGM:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	7	776	7,760
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	7	776	7,760
d) Votes with Assent	7	776	7,760
e) Votes with Dissent	0	0	0

G2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	486	7,25,76,474	72,57,64,740
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	486	7,25,76,474	72,57,64,740
d) Votes with Assent	476	7,25,67,020	72,56,70,200
e) Votes with Dissent	10	9,454	94,540

SANJAY GROVER & ASSOCIATES
Firm Registration No. P2001DE052900
Company Secretaries
NEW DELHI

Annexure - H

Details of e-voting at AGM & remote e-voting for Resolution No.-8 are as under:

H1. VOTING THROUGH E-VOTING AT AGM:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	7	776	7,760
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	7	776	7,760
d) Votes with Assent	7	776	7,760
e) Votes with Dissent	0	0	0

H2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid up value of the Equity Shares (In Rs.)
a) Total Votes received	486	7,25,76,474	72,57,64,740
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	486	7,25,76,474	72,57,64,740
d) Votes with Assent	481	7,25,76,356	72,57,63,560
e) Votes with Dissent	5	118	1,180

SANJAY GROVER & ASSOCIATES Firm Registration No. P2001DE05 Company Secretaries NEW DELHI