

JKCL/35/SE/2024-25

Date : 01.10.2024

BSE 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
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Dear Sirs,

By letter dated 28.08.2024 we forwarded you a copy of Postal Ballot Notice ('Notice') seeking approval of the Shareholders of J. K. Cement Limited ('the Company') on the following three special resolutions:-

S.N.	Particulars
1	Alteration of Clause V of Memorandum of Association
2	Alteration of Article No. 15(1), 15(2)(a), 15(2)(b), 68, 91 and 101(2) of Articles of Association
3	Re-appointment of Mr. Ajay Kumar Saraogi (DIN: 00130805) as Deputy Managing Director and Chief Financial Officer of the Company, for a further period of 5 (five) years commencing from 17 th June 2025 till 16 th June, 2030 on the expiry of existing term on 16.06.2025, whose office is liable to retire by rotation.

Pursuant to the provision of Section 110, Section 108 and other applicable provisions of the Companies Act, 2013, read with related Rules, as amended, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, the Company has moved the aforesaid Special Resolutions by way of Postal Ballot through remote e-Voting, the details whereof were set out in the Notice. The voting period, for remote e-Voting concluded on Monday September 30, 2024 at 5:00 p.m. (IST). The scrutinizer has today submitted his report on the results of the Postal Ballot. Based on the report of the scrutinizer, we hereby inform that, the above resolutions have been passed with requisite majority. Pursuant to Regulation 44 (3) of the Listing Regulations, we are enclosing herewith the details of the voting results (Annexure A) and the Report of the Scrutinizer (Annexure B).

The voting results and the Report of the Scrutinizer are being made available on the website of the Company www.jkcement.com and on website of National Securities Depository Limited www.evoting.nsdl.com

This is for your reference and records. Kindly take the same in your records and oblige.

Your faithfully,
For J. K. Cement Ltd.


Shambhu Singh
Vice President & Company Secretary
FCS 5836
Encl: As above

Corporate Office

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JK SUPER
CEMENT
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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)
 Jharti (Haryana) | Panna, Ujjain, Katni (M.P.) | Balasinor (Gujarat)
 Aligarh, Hamirpur, Prayagraj (U.P.)



ANNEXURE A

A. DETAILS OF VOTING RESULT BY POSTAL BALLOT PROCESS CONDUCTED THROUGH REMOVE E-VOTING PURSUANT TO REGULATION 44(3) OF LISTING REGULATIONS

S.N.	Particulars	Details
1.	Date of Postal Ballot Notice	Friday 23 rd August, 2024
2.	Cut-off Date	Monday 26.08.2024
3.	Voting Start Date & Time	Sunday 1 st September, 2024 at 9:00 a.m. (IST)
4.	Voting End Date & Time	Monday 30 th September, 2024 at 5:00 p.m. (IST)
5.	Total Number of Shareholders as on the cut-off date	80657
6.	No. of Members present in meeting either in person or proxy	
	Promoter & Promoter Group	NA as the Special Resolution passed through remote e-voting.
	Public	NA as the Special Resolution passed through remote e-voting.
7.	No. of Members attended the meeting through Video Conferencing	
	Promoter & Promoter Group	NA as the Special Resolution passed through remote e-voting.
	Public	NA as the Special Resolution passed through remote e-voting.

B. RESULT OF THE POSTAL BALLOT

S.N.	Particulars	Resolution Required	Mode of Voting	Remarks
1	Alteration of Clause V of Memorandum of Association	Special Resolution	Remote E-voting	Passed with requisite majority
2	Alteration of Article No. 15(1), 15(2)(a), 15(2)(b), 68, 91 and 101(2) of Articles of Association	Special Resolution	Remote E-voting	Passed with requisite majority
3	Re-appointment of Mr. Ajay Kumar Saraogi (DIN: 00130805) as Deputy Managing Director and Chief Financial Officer of the Company, for a further period of 5 (five) years commencing from 17 th June 2025 till 16 th June, 2030 on the expiry of existing term on 16.06.2025, whose office is liable to retire by rotation.	Special Resolution	Remote E-voting	Passed with requisite majority

Shambhu Singh



Corporate Office

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JK SUPER CEMENT
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Manufacturing Units at :

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



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F.C.S.

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E-mail :sk_gupta1@rediffmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Company Secretary,
J.K. Cement Limited,
Kamla Tower,
KANPUR– 208001 (U.P.).

Dear Sir,

I, S.K. Gupta, Company Secretary in Practice appointed by the Board of Directors of **J.K. Cement Limited** (the 'Company') as a Scrutinizer for conducting the Postal Ballot process through e-voting in a fair and transparent manner in respect of the resolutions contained in the Postal Ballot Notice dated 23rd August, 2024, do hereby submit my Report as under:-

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Postal Ballot through remote e-voting in respect of the Special Resolutions proposed in the Postal Ballot Notice is the responsibility of the management. My responsibility as a Scrutinizer is to submit Scrutinizer's Report of the total votes cast through e-voting in 'favour' or 'against' the resolutions.

- 2(i) In accordance with the provisions of Section 110 read with Section 108 and other applicable provisions of the Companies Act, 2013 as amended ("the Act") read together with the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ("the Rules"), the Ministry of Corporate Affairs Circular Nos. 14/2020 dated 8th April, 2020, 17 / 2020 dated 13th April,

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2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of postal ballot through remote e-voting, the Company has issued a public notice by way of advertisement published on 29th August, 2024 in 'Business Standard' (English and Hindi Newspaper – All India Edition) and also in 'Hindustan' (Hindi-Kanpur Edition, having wide circulation in the district where the registered office of the Company is situated) giving intimation to its Members that the Postal Ballot Notice containing the resolutions to be passed through postal ballot by remote e-voting process has been sent only through electronic mode to all the Members of the Company who have registered their e-mail IDs with the Depository Participants / Registrar and Transfer Agent ("RTA") of the Company and the manner of registration of e-mail IDs by the Members (both physical and demat) who are yet to register their e-mail IDs with the Company and regarding the completion of dispatch of Postal Ballot Notice by e-mail and containing all other matters as required under the Companies Act, 2013 and relevant rules framed thereunder.

- (ii) The Company has on 28th August, 2024 completed the dispatch of Postal Ballot Notice dated 23rd August, 2024 by sending e-mail through National Securities and Depository Limited ('NSDL') to the members whose e-mail

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addresses were registered with the Company or with the Depositories / Depository Participants or with the Company's Registrar and Share Transfer Agent i.e. NSDL Database Management Limited ("NDML") and whose names appear in the Register of Members / List of Beneficial Owners as received from the National Securities and Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") on Monday, 26th August, 2024, the "Cut-off Date" fixed for the purpose of remote e-voting for Postal Ballot.

3. The Company has in light of the MCA Circulars, offered facility to the members who have not registered their email address and in consequence could not receive the Postal Ballot Notice to temporarily get their email address registered, by contacting or writing an e-mail to Mr. Sunil Kamble, from NSDL Database Management Limited (NDML), Registrar and Transfer Agent at the email id- investor.ndmlrta@ndml.in or Mr. Shambhu Singh, Vice President and Company Secretary at the email id shambhu.singh@jkcement.com. Post successful registration of the email address, the member would get soft copy of the Notice and the procedure for remote e-voting along with the User Id and Password to enable remote e-voting for the Postal Ballot.
4. The physical copy of the Postal Ballot Notice along with the Postal Ballot Forms and postage pre-paid business envelopes were not sent to the Members as per the exemptions provided in the MCA Circulars mentioned above. Hence, the communication of the 'Assent' or 'Dissent' by the Members took place through the remote e-voting process only.
5. The Postal Ballot Notice along with the Explanatory Statement was uploaded on the website of the Company i.e. [https:// www.jkcement.com](https://www.jkcement.com), on the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, on

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the website of the RTA i.e. www.ndml.in and also on the website of the NDSL i.e. www.evotingnsdl.com. The results of the Postal Ballot through remote e-voting will also be made available on these websites.

6. The Company has offered remote e-voting through National Securities Depository Limited ('NDSL') and our report contains the details of voting through remote e-voting only.
7. The facility of e-voting remained open from 9.00 A.M. on Sunday, 1st September, 2024 to 5.00 P.M. on Monday, 30th September, 2024.
8. We have unblocked the votes cast through remote e-voting in the presence of Ms. Divya Saxena and Ms. Kamini Gupta who were not in the employment of the Company.
9. Summary of result of Remote e-voting on Postal Ballot is given below:

1. Special Resolution to approve alteration in the Memorandum of Association of the Company.

Particulars	No. of Members who voted electronically	Total No. of votes cast	% of Total votes cast to Paid-up Equity Share Capital	% of votes cast to Total votes cast
A. The Members who voted with Assent	686	7,26,71,870	94.05	100

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	(Favour) for the Resolution				
B.	The members who voted with Dissent (Against) for the Resolution	17	554	0.00	0.00
	TOTAL (A+B)	703	7,26,72,424	94.05	100

Result: As the votes cast by the members in favour of the resolution are more than three times of the votes cast against the resolution, the proposed resolution has been passed as a "Special Resolution" within the meaning of Section 114(2) of the Companies Act, 2013 with requisite majority.

2. Special Resolution to approve alteration in the Articles of Associations of the Company.

Particulars	No. of Members who voted electronically	Total No. of votes cast	% of Total votes cast to Paid-up Equity Share Capital	% of votes cast to Total votes cast
A. The Members	682	7,26,71,835	94.05	100

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	who voted with Assent (Favour) for the Resolution				
B.	The members who voted with Dissent (Against) for the Resolution	19	577	0	0
	TOTAL (A+B)	701	7,26,72,412	94.05	100

Result: As the votes cast by the members in favour of the resolution are more than three times of the votes cast against the resolution, the proposed resolution has been passed as a "Special Resolution" within the meaning of Section 114(2) of the Companies Act, 2013 with requisite majority.

3. Special Resolution to approve the re-appointment of Mr. Ajay Kumar Saraogi (DIN: 00130805) as Deputy Managing Director and Chief Financial Officer of the Company for a further period of 5 (Five) years with effect from 17th June, 2025.

Particulars	No.	of	Total	No.	of	%	of	Total	% of votes cast
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		Members who voted electronically	votes cast	votes cast to Paid-up Equity Share Capital	to Total votes cast
A.	The Members who voted with Assent (Favour) for the Resolution	632	6,84,44,474	88.58	94.18
B.	The members who voted with Dissent (Against) for the Resolution	72	42,28,637	5.47	5.82
	TOTAL (A+B)	704	7,26,73,111	94.05	100

Result: As the votes cast by the members in favour of the resolution are more than three times of the votes cast against the resolution, the proposed resolution has been passed as a "Special Resolution" within the meaning of Section 114(2) of the Companies Act, 2013 with requisite majority.

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10. All the relevant records connected with Postal Ballot through e-voting process will remain in my custody until the Chairman considers, approves and signs the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Company Secretary for safe keeping.

11. You may accordingly declare the results of the e-voting for Postal Ballot.

Thanking you,
Yours Faithfully,

SHASHI
KANT
GUPTA

Digitally signed by
SHASHI KANT GUPTA
Date: 2024.10.01
13:36:13 +05'30'

(S.K.GUPTA)

Practicing Company Secretary

F.C.S -2589

C.P – 1920

UDIN: F002589F001395244.

Countersigned by

(SHAMBHU SINGH)

Company Secretary