

JKLC:SECTL:SE:22  
17<sup>th</sup> August 2022

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| <p>1 <b>BSE Ltd.</b><br/>Department of Corporate Services<br/>Phiroze Jeejeebhoy Towers<br/>Dalal Street<br/>Mumbai – 400 001<br/><b>Security Code No. 500380</b><br/><b>Through: BSE Listing Centre</b></p> | <p>2 <b>National Stock Exchange of India Ltd.</b><br/>“Exchange Plaza”<br/>Bandra-Kurla Complex<br/>Bandra (East)<br/>Mumbai – 400 051<br/><b>Symbol: JKLAKSHMI, Series : EQ</b><br/><b>Through: NSE Digital Platform</b></p> |
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Dear Sir/ Madam,

**Re: Proceedings of 82<sup>nd</sup> Annual General Meeting of the Company**

We are pleased to inform you that the 82<sup>nd</sup> Annual General Meeting of the Company was duly held on Wednesday, the 17<sup>th</sup> August 2022 at 2.30 P.M. (AGM), through Video Conferencing (VC).

Pursuant to Article 86 of the Articles of Association of the Company, Smt. Vinita Singhania, Vice Chairman and Managing Director of the Company, Chaired the meeting. The Chairperson welcomed and introduced the Directors participating in the Meeting: Dr. Raghupati Singhania, Non-executive Director and Chairman of Stakeholders Relationship Committee, Shri N.G. Khaitan, Independent Director and the Chairman of Audit and Nomination & Remuneration Committee of Directors, Ambassador Bhaswati Mukherjee, Independent Woman Director, Shri S.R. Bansal, Independent Director and Shri Arun Kumar Shukla, President and Director of the Company. Shri Bharat Hari Singhania, Chairman, Shri B.V. Bhargava and Shri Ravi Jhunjhunwala, Independent Directors were unable to attend the AGM due to avoidable circumstances.

Shri B.K. Daga, Company Secretary and Shri S.A. Bidkar, Chief Financial Officer of the Company were also present at the AGM.

The Company Secretary confirmed that requisite quorum was present and the Meeting was called to order. The Company Secretary further informed the Members about procedure of e-voting and participation in the Meeting through VC.

The Chairperson informed the Members that Shri Sunil Wahal, Partner, M/s. S.S. Kothari Mehta & Co., Chartered Accountants, Company's Statutory Auditors, Shri Namo Narain Agarwal, Company's Secretarial Auditor and Shri Ronak Jhuthawat, Practicing Company Secretary appointed as the Scrutiniser for supervising the e-voting process for this AGM, were also present at the AGM through VC.

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The Chairperson further informed that requisite Statutory Registers and other documents were available for inspection by the Members during the Meeting. With the permission of Members, the Notice dated 18<sup>th</sup> July 2022 convening the 82<sup>nd</sup> AGM and the Annual Report for Financial Year 2021-22, already circulated to the Members on 22<sup>nd</sup> July 2022, were taken as read. The Chairperson also informed that there were no qualifications in the Auditors' Report and Secretarial Auditors' Report and therefore, there is no requirement to read the said Reports. The Chairperson addressed the Members and shared her thoughts on the Cement Industry and working of the Company for the Financial Year 2021-22.

Following Items/ Resolutions as set out in the AGM Notice dated 18<sup>th</sup> July 2022, were transacted at the AGM:

Sl. No.	Items/Resolutions	Type of Resolution
1.	To receive, consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2022 and the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2.	To declare Dividend of ₹ 5 per Equity Share (100%) for the Financial Year ended 31 <sup>st</sup> March 2022.	Ordinary Resolution
3.	To appoint a Director in place of Dr. Raghupati Singhania (DIN: 00036129) who retires by rotation and being eligible, has offered himself for re-appointment.	Ordinary Resolution
4.	Ratification of remuneration of M/s. R.J. Goel & Co., Cost Accountants, the Cost Auditor of the Company for the Financial Year 2022-23.	Ordinary Resolution
5.	Appointment of Shri Sadhu Ram Bansal (DIN: 06471984), as an Independent Director of the Company for a term of three consecutive years w.e.f. 1 <sup>st</sup> July 2022.	Special Resolution
6.	Appointment of Shri Arun Kumar Shukla (DIN: 09604989) as Director of the Company, liable to retire by rotation.	Ordinary Resolution
7.	Appointment of Shri Arun Kumar Shukla (DIN: 09604989) as President & Director of the Company for a period of three years w.e.f. 1 <sup>st</sup> August 2022.	Special Resolution
8.	Approval for enhancement of Borrowing limits under Section 180(1)(c) of the Companies Act, 2013.	Special Resolution
9.	Approval for creation of Security under Section 180(1)(a) of the Companies Act, 2013.	Special Resolution
10.	Approval of Material Related Party Transaction with Udaipur Cement Works Ltd., upto ₹1500 Crore in each Financial Year, for a period of five Financial Years.	Ordinary Resolution





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The Chairperson informed that Remote e-voting on all the AGM Items and Resolutions was open from Friday, 12<sup>th</sup> August 2022 (10:00 A.M.) to Tuesday, 16<sup>th</sup> August 2022 (5:00 P.M.) to enable the Members to cast their votes electronically. The Chairperson further informed that those Members who have not casted their vote through Remote e-voting, will have the opportunity to vote during the AGM and till 15 minutes after conclusion of the AGM.

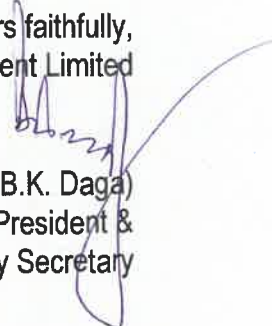
The Chairperson further informed that the Scrutiniser would submit a consolidated Scrutiniser's Report on Remote e-voting and e-voting at the AGM of the total votes cast in favour or against, if any, not later than 2 working days of conclusion of the Meeting, by 19<sup>th</sup> August 2022.

Members who had registered themselves as Speakers were invited to express their views/ raise questions, if any. All the queries of the Members were responded by the Company's Management to the satisfaction of the Members. The Chairperson declared the Meeting as concluded at 3.58 P.M. However, E-voting facility was kept open for next 15 minutes to enable the Members to cast their vote.

We request you to kindly take above information on the record.

Thanking you and assuring you our best co-operation at all times.

Yours faithfully,  
For JK Lakshmi Cement Limited

  
(B.K. Daga)  
Sr. Vice President &  
Company Secretary

