



JKLC:SECTL:SE:20
29th August 2020

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

Dear Sir/ Madam,

Re: Disclosure of Voting Results of the 80th Annual General Meeting of the Company held on 28th August 2020 through Video Conferencing

Further to our letter of even no. dated 5th August 2020, informing the date of Annual General Meeting (AGM) being held as under and the Cut- off date for e- voting respectively, we now send herewith the Voting Results (Consolidated: Remote e-voting & e- voting during the AGM) on the Resolutions forming part of the Notice of the 80th AGM of the Company held on Friday, 28th August 2020 at 2:30 P.M. through Video Conferencing as Annexure-1, pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. It may be noted that all the Resolutions were duly passed at the AGM, with requisite majority.

We also send herewith a copy of the consolidated Report dated 29th August 2020 of Shri Ronak Jhuthawat (Certificate of Practice No. - 12094) of M/s. Ronak Jhuthawat & Co., Company Secretary in Practice/Scrutinizer on remote e-voting and the e-voting at the aforesaid AGM as Annexure - II.

This is for your information and records.

Thanking you

Yours faithfully,
For JK Lakshmi Cement Limited

BRUJESH
KUMAR DAGA

Digitally signed by
BRUJESH KUMAR DAGA
Date: 2020.08.29
17:09:21 +05'30'

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

Encl: a.a.

cc : Central Depository Services (India) Limited –for information
Marathon Futurex, 25th Floor,
A-Wing, Mafatlal Mills Compound,
N M Joshi Marg, Lower Parel,
Mumbai -400001.

Admn. Office: Nehru House, 4, Bahadur Shah Zafar Marg, New Delhi 110 002; Phone: 33001142 / 33001112; Fax: 91-011-23722251/ 23722021;

E-Mail: jklc.customercare@jkmail.com; Website: www.jklakshmi.com, C I N L74999RJ1938PLC019511

Regd. & Works Office: Jaykaypuram, Distt. Sirohi, Rajasthan; Phone: 02971-244409/ 244410; Fax: 02971-244417; E-Mail: lakshmi_cement@lc.jkmail.com

Secretarial Deptt. : Gulab Bhawan (Rear Wing), 3rd Floor, 6-A, Bahadur Shah Zafar Marg, New Delhi-110 002

Phone: 30179860, 33001142, 33001112; Fax: 91-11-23739475, E-mail: bkdaga@jkmail.com



Date of the AGM/EGM	28/08/2020
Total number of shareholders on record date	80413
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	15
Public:	67

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1	(Ordinary)	Consideration & adoption of the audited Financial Statements of the Company (including audited consolidated Financial Statements) for the FY ended 31st March 2020 and the Reports of the Board of Directors & Auditors thereon.
Whether promoter/ promoter group are interested in the agenda/resolution?	No	
Category	Mode of Voting	No. of Shares Held [1] No. of Votes Polled [2] % of votes polled on outstanding shares [3]=[2]/[1]*100 No. of Votes-in favour [4] No. of Votes-against [5] % of votes in favour on votes polled [6]=[4]/[2]*100 % of votes against on votes polled [7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total	54380659 54380659 54380659 54380659 54380659 100.00 54380659 0 100.00 0.00
Public - Institutions	E-Voting Poll Postal Ballot (if applicable) Total	25488543 25488543 25488543 25488543 69.24 25488543 0 100.00 0.00
Public - Non Institutions	E-Voting Poll Postal Ballot (if applicable) Total	4107411 4107411 4107411 4106471 15.50 4106471 940 99.98 0.02
Total	Total	28506430 117870068 83958613 71.35 83958613 940 100.00 0.02

Resolution No. 2	(Ordinary)	Re-appointment of Dr. Rajhupati Singhania (DIN: 00336129), who retires by rotation.
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes (Dr. Rajhupati Singhania and his relatives)	
Category	Mode of Voting	No. of Shares Held [1] No. of Votes Polled [2] % of votes polled on outstanding shares [3]=[2]/[1]*100 No. of Votes-in favour [4] No. of Votes-against [5] % of votes in favour on votes polled [6]=[4]/[2]*100 % of votes against on votes polled [7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total	53590459 53590459 53590459 53590459 98.55 53590459 0 100.00 0.00
Public - Institutions	E-Voting Poll Postal Ballot (if applicable) Total	28817307 28817307 28817307 28817307 72.91 28827810 180897 99.29 0.71
Public - Non Institutions	E-Voting Poll Postal Ballot (if applicable) Total	4107411 4107411 4107411 4108417 15.50 4108417 994 99.98 0.02
Total	Total	117870068 84515177 71.82 84324486 190891 99.77 0.23

Resolution No. 3	(Ordinary)	Re-appointment of M/s. S.S. Nohian Mehta & Co., Chartered Accountants, the Statutory Auditors for second term of five consecutive years.
Whether promoter/ promoter group are interested in the agenda/resolution?	No	
Category	Mode of Voting	No. of Shares Held [1] No. of Votes Polled [2] % of votes polled on outstanding shares [3]=[2]/[1]*100 No. of Votes-in favour [4] No. of Votes-against [5] % of votes in favour on votes polled [6]=[4]/[2]*100 % of votes against on votes polled [7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total	54380659 54380659 54380659 54380659 100.00 54380659 0 100.00 0.00
Public - Institutions	E-Voting Poll Postal Ballot (if applicable) Total	28756990 28756990 28756990 28756990 72.74 2875219 181771 99.32 0.88
Public - Non Institutions	E-Voting Poll Postal Ballot (if applicable) Total	4107411 4107411 4107411 4108470 15.50 4108470 941 99.98 0.02
Total	Total	28506430 117870068 85245080 72.44 85062348 182712 99.79 0.21

Resolution No. 4	(Ordinary)	Ratification of remuneration of M/s. R.J. Goel & Co., the Cost Auditors.
Whether promoter/ promoter group are interested in the agenda/resolution?	No	
Category	Mode of Voting	No. of Shares Held [1] No. of Votes Polled [2] % of votes polled on outstanding shares [3]=[2]/[1]*100 No. of Votes-in favour [4] No. of Votes-against [5] % of votes in favour on votes polled [6]=[4]/[2]*100 % of votes against on votes polled [7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total	54380659 54380659 54380659 54380659 100.00 54380659 0 100.00 0.00
Public - Institutions	E-Voting Poll Postal Ballot (if applicable) Total	28817307 28817307 28817307 28817307 72.91 28817307 0 100.00 0.00
Public - Non Institutions	E-Voting Poll Postal Ballot (if applicable) Total	4107411 4107411 4107411 4108218 15.50 4108218 1183 99.97 0.03
Total	Total	28506430 117870068 85305377 72.50 85304184 1183 100.00 0.00



Resolution No. 5	(Special)	Approval for Enhancement of Borrowing limits under Section 180(1)(c) of the Companies Act, 2013.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-In favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting		54380659	100.00	54380659	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	54380659	54380659	100.00	54380659	0	100.00	0.00
Public - Institutions	E-Voting		28817307	72.91	28817307	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	38782977	28817307	72.91	28817307	0	100.00	0.00
Public - Non Institutions	E-Voting		4107411	15.50	4106428	983	99.98	0.02
	Postal Ballot (if applicable)							
	Total	26506430	4107411	15.50	4106428	983	99.98	0.02
Total		117670086	85305377	72.50	85304394	983	100.00	0.00

Resolution No. 6	(Special)	Approval for creation of Security under Section 180(1)(a) of the Companies Act, 2013.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-In favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting		54380659	100.00	54380659	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	54380659	54380659	100.00	54380659	0	100.00	0.00
Public - Institutions	E-Voting		28817307	72.91	28817307	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	38782977	28817307	72.91	28817307	0	100.00	0.00
Public - Non Institutions	E-Voting		4107411	15.50	4106428	983	99.98	0.02
	Postal Ballot (if applicable)							
	Total	26506430	4107411	15.50	4106428	983	99.98	0.02
Total		117670086	85305377	72.50	85304394	983	100.00	0.00





RONAK JHUTHAWAT & CO.
Practicing Company Secretaries
& Trademark Agent

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
The Chairperson
80thAnnual General Meeting of the Members of
JK Lakshmi Cement Limited
Sirohi, Rajasthan-307 019.

Dear Madam,

Sub :80thAnnual General Meeting of the Shareholders of JK Lakshmi Cement Limited held on Friday, 28th August 2020 at 2:30 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

I, Ronak Jhuthawat of M/s Ronak Jhuthawat & Co., Company Secretary in practice (Certificate of Practice no. 12094), have been appointed by the Board of Directors of **JK Lakshmi Cement Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during 80thAnnual General Meeting in a fair and transparent manner, in respect of resolutions as per attached Annexure-1 transacted at the 80th Annual General Meeting (AGM) of the Shareholders of the Company.

I submit my report as under:-

As per the General Circular No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 & 5th May, 2020 respectively issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 in view of massive outbreak of COVID-19 pandemic, the said notification permit to hold AGM via **Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")**. As confirmed by the Company, notice dated 20th July, 2020 was sent to the shareholders in respect of the resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the above mentioned circulars.



- A. The Company has appointed Central Depository Services (India) Limited (CDSL) to provide and facilitate remote e-voting services to the members of the Company to cast their votes through a secured electronic mode on the resolutions to be transacted at the said AGM.
- B. The Company had also provided e-voting facility to the shareholders those who attended the AGM through VC / OAVM and who had not cast their vote through remote e-voting earlier.
- C. The cut-off date for determining the eligibility of the members to vote by remote e-voting or e-voting at the AGM is 21st August 2020. As on "Cut-off" date i.e. 21st August 2020, there were 80413 (Eighty Thousand Four Hundred Thirteen) shareholders.
- D. The remote e-voting facility started on 25th August, 2020 (10:00 A.M.) and ended on 27th August 2020 (5:00 P.M.).
- E. The requisite advertisements pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended and in compliance with Ministry of Corporate Affairs Circular No. 20/2020 dated 5th May 2020 were published in "Financial Express" (in English) (All editions) and in "Jagruk Times" (in Hindi) (Sirohi Edition), both on 1st August 2020 and 6th August 2020 respectively.
- F. The votes cast through remote e-voting and through e-voting were unblocked at 3:51 P.M. after conclusion of voting at the AGM held on Friday, 28th August, 2020 in the presence of two witnesses who were not the employees of the Company.
- G. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting website of CDSL (www.evotingindia.com), and the votes cast by the members through VC / OAVM during AGM, the consolidated results of the remote e-voting and e-voting during AGM, on all items of the business transacted at the AGM held on Friday, 28th August, 2020 are given in the Annexure-1 enclosed herewith, forming part of this Report.



CONCLUSION

All the Resolutions mentioned in the AGM notice dated 20th July, 2020 under the remote e-voting and e-voting through VC / OAVM during Annual General Meeting have been passed with requisite majority.

Thanking you,

Yours faithfully,

**For Ronak Jhuthawat & Co.
Company Secretaries**



Ronak Jhuthawat
Proprietor
Membership No. FCS 9738 (COP No. 12094)



Place: Udaipur
Date: 29th August, 2020
UDIN-F009738B000628818

FOR JK LAKSHMI CEMENT LIMITED

BRIJESH KUMAR DAGA
Digitally signed by
BRIJESH KUMAR
DAGA
Date: 2020.08.29
17:41:44 +05'30'

(B.K. Daga)
Sr. Vice President & Company Secretary
Authorised Person
Place : New Delhi

Annexure-1
JK LAKSHMI CEMENT LIMITED
80th Annual General Meeting held on Friday, 28th August 2020 at 2:30 P.M.
CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & THROUGH VIDEO CONFERENCING
(VC)/OTHER AUDIO VISUAL MEANS (OAVM)

Item No. of Notice of AGM	Subject matter of the Resolution (in brief)		REMOTE E-VOTING		E-VOTING AT AGM*		TOTAL		%age of total valid votes	Invalid Votes	
			No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast		No. of Members	No. of invalid votes
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
1	Ordinary Resolution for consideration and adoption of the Audited Financial Statements of the Company (including audited consolidated financial statements) for the Financial Year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon.	In Favour	168	83,355,981	9	599,692	177	83,955,673	100.00	NIL	NIL
		Against	5	940			5	940	0.00		
		Total	173	83,356,921	9	599,692	182	83,956,613	100.00		
2	Ordinary Resolution for re-appointment of Dr. Raghupati Singhania (DIN:00036129), who retires by rotation and being eligible, has offered himself for re-appointment.	In Favour	161	83,724,794	9	599,692	170	84,324,486	99.77	NIL	NIL
		Against	10	190,691			10	190,691	0.23		
		Total	171	83,915,485	9	599,692	180	84,515,177	100.00		
3	Ordinary Resolution for re-appointment of M/s. S.S. Kothari Mehta & Co., Chartered Accountants, New Delhi (Firm Registration No. 000756N), the Statutory Auditors of the Company, for a second term of five consecutive years.	In Favour	169	84,462,656	9	599,692	178	85,062,348	99.79	NIL	NIL
		Against	7	182,712			7	182,712	0.21		
		Total	176	84,645,368	9	599,692	185	85,245,060	100.00		
4	Ordinary Resolution for ratification of remuneration of M/s. R. J. Goel & Co., the Cost Accountants, to conduct the audit of the cost records of the Company for the Financial Year 2020-21.	In Favour	169	84,704,492	9	599,692	178	85,304,184	99.99	NIL	NIL
		Against	8	1,193	-	-	8	1,193	0.01		
		Total	177	84,705,685	9	599,692	186	85,305,377	100.00		
5	Special Resolution for borrowing money upto an amount not exceeding Rs. 3500 Crore.	In Favour	171	84,704,702	9	599,692	180	85,304,394	100.00	NIL	NIL
		Against	6	983	-	-	6	983	0.00		
		Total	177	84,705,685	9	599,692	186	85,305,377	100.00		
6	Special Resolution to create mortgage/charges on the properties of the Company in favour of the lenders upto an amount not exceeding Rs. 3500 Crore.	In Favour	171	84,704,702	9	599,692	180	85,304,394	100.00	NIL	NIL
		Against	6	983	-	-	6	983	0.00		
		Total	177	84,705,685	9	599,692	186	85,305,377	100.00		

Note: 1. This is the Annexure-1 referred to in Consolidated Scrutinizer's Report dated 29th August 2020 and forming part of that Report.

2. *E-voting during AGM is the facility provided to members of the Company to cast their votes through Video Conferencing ("VC)/Other Audio Visual Means ("OAVM").

For Ronak Jhuthawat & Co
Company Secretaries

Ronak Jhuthawat
Membership No. : FCS-9738
Certificate of Practice No.: 12094
UDAIPUR, 28th August 2020
UDIN-F009738B000628818



Counter signed by
For JK LAKSHMI CEMENT LIMITED

BRJESH
KUMAR DAGA

Digitally signed by
BRJESH KUMAR DAGA
Date: 2020.08.29
17:42:17 +05:30

(B.K. Daga)
Sr. Vice President & Company Secretary
Authorized Person
Place: New Delhi