

May 30, 2019

National Stock Exchange of India Ltd. Exchange Plaza, 5th floor Plot No. C/1, G Block Bandra Kurla Complex Bandra (E) Mumbai 400 051 Scrip Code- JKCEMENT	BSE Ltd. Corporate Relationship Dept. 1st Floor, New Trading Wing Rotunda Building, PJ Towers Dalal Street Mumbai 400 00 1 Scrip Code – 532644
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**Sub: Submission of Annual Secretarial Compliance Report for the Year ended
31.03.2019**

Ref: SEBI circular CIR/CFD/CMD1/27/2019 dated February 8, 2019

Dear Sir/ Madam,

In Compliance of Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, and with reference to the SEBI circular CIR/CFD/CMD1/27/2019 dated February 8, 2019, we are submitting the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2019, issued by Ms. Reena Jakhodia, Practicing Company Secretary and the Secretarial Auditor of the Company.

We request you to take the above record.

Thanking you
Yours Truly
For J.K. Cement Limited



Shambhu Singh
Asst Vice president (Legal) & Company Secretary
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Fax No. +91 512-2332665



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





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

Secretarial Compliance Report

JK CEMENT LTD.

for the year ended 31st March, 2019

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, 2019 (“ 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;

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083



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(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)

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

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083



REENA JAKHODIA & ASSOCIATES

Company Secretaries

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(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.
NIL				

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

Sr. No.	Observations of the Practicing Company Secretary in the reports	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: 29.05.2019

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083