

Date: 27 AUG 2019

**Bombay Stock Exchange**  
**Corporate Relationship Department,**  
**1<sup>st</sup> floor, New Trading Ring,**  
**Rotunda Building, Phiroze Jeejeebhoy Towers**  
**Dalal Street, Fort, Mumbai-400001.**  
**Kind Attn: Mr. Sydney Miranda (AGM)**  
**Scrip Code :532644 (ISIN.INE 823G01014)**

**National Stock Exchange of India Ltd.,**  
**Exchange Plaza, Bandra Kurla Complex,**  
**Bandra (E), Mumbai-400051**  
**Kind Attn: Mr. Hari K (Asstt. V.P.)**  
**Scrip Code: JKCEMENT (ISIN.INE 823G01014)**

**Sub: Disclosure under Regulation 10(6) – Intimation to Stock Exchanges in respect**  
**Of acquisitions under Regulation 10(1)(a) of the SEBI (Substantial Acquisition of**  
**Shares and Takeovers) Regulation, 2011 [“The Regulations”]**

**Re: Inter-se transfer of shares amongst promoters in J.K. Cement Limited**


Dear Sir/Madam,

Further to the disclosure made by Mr. Yadupati Singhania (‘Acquirer’) for himself and inter alia on behalf of Mrs. Kavita Yadupati Singhania (hereinafter referred to as a ‘Donor’) under Regulation 10(5) of SEBI(SAST) Regulations (‘the Regulations’) dated 19.8.2019, kindly find attached herewith the requisite disclosures under Regulation 10(6) of the Regulations – Intimation to Stock Exchanges in respect of acquisitions under Regulation 10(1) (a) of the Regulation received by the Company from Mr. Yadupati Singhania for himself and on behalf of Donor as required under Regulation 29(2) of the Regulations.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,  
**For J.K. Cement Limited,**

  
**(Shambhu Singh)**

**Asst. Vice President (Legal) & Co. Secretary.**

Encl: As above.



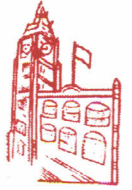
UNITS: J. K. Cement Works, Nimbahera  
J. K. Cement Works, Mangrol  
J. K. Cement Works, Gotan  
J. K. Cement Works, Muddapur

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





**YADUPATI SINGHANIA**



**KAMLA TOWER  
KANPUR**

**Through e-mail**

**Date: 27.08.2019**

**BSE Limited**

Corporate Relationship Department.

1<sup>st</sup> Floor, New Trading Ring,

Rotunga Building,

P.J. Towers,

Dalal Street, Fort,

Mumbai – 400 001

**E-mail-**corp.relations@bseindia.com; corp.comm@bseindia.com

**National Stock Exchange of India Limited**

Exchange Plaza,

Bandra Kurla Complex

Bandra (E)

Mumbai – 400 051

E-mail-takeover@nseindia.co.in

**The Company Secretary,**

**J.K. Cement Limited**

Kamla Tower

Kanpur - 208 001

**Name of the Target Company: J.K. Cement Limited**

**Scrip Code- NSE: JKCEMENT; BSE-532644**

**Re: Report under Regulations 10(6) and 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sir,

In continuation of my advance intimation dated 19.08.2019 as per Regulation 10(5) of SEBI (SAST) Regulations 2011, as amended, (hereinafter referred to 'the Regulations'), I, Yadupati Singhania, pursuant to the provision of Regulations 10(6) and 29(2) of the Regulation, do hereby furnish attached disclosure regarding acquisition of equity shares of M/s. Yadu International Ltd., the Promoter Company, on 27.08.2019 by way of Gift from Smt. Kavita Yadupati Singhania (Wife) (hereinafter referred to as 'Donor'). This acquisition in effect is indirect acquisition of equity shares of M/s. J.K. Cement Ltd. ('Target Company') inter-se promoter/promoters' group. This disclosure may be treated as disclosure on behalf of Donor also as per provision of Regulation 29(2) of the Regulations.

Thanking you,  
Yours faithfully,

*Y.P. Singhania*

(Yadupati Singhania)

**Encl.:** As above.

**Report under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC).	J.K. Cement Limited (“ <b>Target Company</b> ”)
2.	Name of the acquirer(s)	Yadupati Singhania (“ <b>Acquirer</b> ”)
3.	Name of the stock exchange where shares of the TC are listed.	BSE Limited and National Stock Exchange of India Limited
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	<p>The transaction involved transfer of equity shares of Yadu International Limited (“<b>YIL</b>”) from Smt. Kavita Yadupati Singhania (Wife) (“<b>Donor</b>”) to the Acquirer, by way of gift.</p> <p>1,87,500 equity shares of YIL transferred by the Donors to the Acquirer.</p> <p>As on 26.08.2019, Yadupati Singhania and Kavita Yadupati Singhania held 25,33,058 and 1,87,620 equity shares, respectively, of YIL which represented 93.08% and 6.89% respectively of the total shares in the total paid-up equity capital of YIL.</p> <p>Post-gifting of 1,87,500 equity shares of YIL from the Donor to the Acquirer, the Acquirer’s shareholding in YIL increased from 93.08% to 99.98%.</p> <p>The aforesaid transaction did not result in change in the shareholding of the Acquirer in the Target Company.</p> <p>The transaction comprised inter-se transfer of equity shares of YIL between immediate family members.</p>
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“ <b>Takeover Regulations</b> ”).
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Yes. The disclosure was made to the BSE Limited and National Stock Exchange of Limited on 19.08.2019.

*MP Singhania*

7.	Details of acquisition		Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
	a.	Name of the transferor / seller/Donor	Smt. Kavita Yadupati Singhania		Yes	
	b.	Date of acquisition	27.08.2019			
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	1,87,500 equity shares of YIL.			
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	<p>Post-gifting of 1,87,500 equity shares of YIL from the Donor to the Acquirer, the Acquirer shareholding in YIL increased from 93.08% to 99.98%.</p> <p>The aforesaid transaction did not result in change in the shareholding of the Acquirer in the Target Company.</p>			
	e.	Price at which shares are proposed to be acquired / actually acquired	Nil, as the transfer of equity shares of YIL was in the nature of gift.			
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital	No. of shares held	% w.r.t total share capital
	a	Acquirer(s) and PACs (other than seller) (Please refer to the <b>Annexure</b> for complete list of Acquirer and PACs)	43561127	56.375	43561127	56.375
	b	Seller(s)/Donor				
		Smt. Kavita Yadupati Singhania	1305452	1.69	1305452	1.69

*YP Singhania*

Acquirer  
(Yadupati Singhania)

Date: 27.08.2019

Place: Kanpur

**Encl.** – List of Acquirer and Persons acting in concert (PACs)

**Annexure**

**Report under Regulation 10(6) of SEBI (Substantial Acquisition of shares and takeovers) Regulations, 2011**

**Name of Target Company - J.K. Cement Ltd.**

List of Acquirer, Persons Acting in concert (PACs) and Seller/Donor comprised in Promoters' Shareholding					
Date of Transaction – 27.08.2019					
Sl. No.	Name of the shareholder	Pre-transaction		Post-transaction	
		Shareholding	%	Shareholding	%
<b>Acquirer</b>					
1	YADUPATI SINGHANIA	12064198	15.613	12064198	15.613
<b>Persons acting in concert (PACs) Other than Seller/Donor</b>					
1	J. K. TRADERS LTD.	181254	0.235	181254	0.235
2	KALPANA SINGHANIA	4263	0.006	4263	0.006
3	MANORAMA DEVI SINGHANIA	31465	0.040	31465	0.040
4	ABHISHEK SINGHANIA	58994	0.076	58994	0.076
5	NIDHIPATI SINGHANIA	33428	0.043	33428	0.043
6	RAMAPATI SINGHANIA	49662	0.064	49662	0.064
7	RAGHAVPAT SINGHANIA	210	0.000	210	0.000
8	MADHAV KRISHNA SINGHANIA	210	0.000	210	0.000
9	AJAY KUMAR SARAOGI	3340	0.004	3340	0.004
10	AMRITA SARAOGI	3000	0.004	3000	0.004
11	ANIL KUMAR AGRAWAL	3940	0.005	3940	0.005
12	RADHA RANI KHANDELWAL jointly with KAILASH NATH KHANDELWAL	500	0.000	500	0.000
13	PRASHANT SETH	20	0.000	20	0.000
14	PUSHPA SARAOGI	5048	0.007	5048	0.007
15	KAILASH NATH KHANDELWAL jointly with RADHA RANI KHANDELWAL	1000	0.001	1000	0.001
16	SATISH KUMAR AGRAWAL	40	0.000	40	0.000
17	GAUR HARI SINGHANIA(expired on 4.2.2015) jointly with VASANTLAL D.MEHTA jointly with RAGHUBIR PRASAD SINGHANIA	20	0.000	20	0.000
18	G.H.SECURITIES PVT.LTD. (Company Dissolved-shares in caution list)	20	0.000	20	0.000
19	YADU SECURITIES PVT.LTD. (Company Dissolved-shares in caution list)	40	0.000	40	0.000
20	SUSHILA DEVI SINGHANIA	920957	1.192	920957	1.192
21	YADU INTERNATIONAL LTD.#	30199518	39.084	30199518	39.084
<b>Total Shareholding Of Acquirer And PACs Other Than Seller/Donor</b>		<b>43561127</b>	<b>56.375</b>	<b>43561127</b>	<b>56.375</b>
<b>Seller/Donor</b>					
1	KAVITA YADUPATI SINGHANIA	1305452	1.69	1305452	1.69
<b>GRAND TOTAL PROMOTERS' SHAREHOLDING</b>		<b>44866579</b>	<b>58.065</b>	<b>44866579</b>	<b>58.065</b>

#The transaction involves transfer of equity shares of M/s. Yadu International Limited by Smt. Kavita Yadupati Singhania (Wife) to the Shri Yadupati Singhania, by way of gift.

Place: Kanpur

Date: 27/08/2019

*MP Singhania*  
(Yadupati Singhania)

**DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	J.K. Cement Limited (the "Target Company")		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Yadupati Singhania (Refer to the <b>Annexure</b> for complete list of Acquirer and PACs.)		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes, the Acquirer is one of the promoters of the Target Company.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE")		
5. Details of the acquisition/disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable*</b>	<b>% w.r.t. total diluted share/voting capital of the TC**</b>
<b>Before the acquisition under consideration, holding of the Acquirer along with PACs (other than the Sellers):</b>			
a) Shares carrying voting rights	43561127	56.375	56.375
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NIL	NIL	NIL
<b>(e) Total (a+b+c+d)</b>	43561127	56.375	56.375

*MP Singhania*

<b>Details of acquisition/sale</b>	<p>The transaction involved transfer of equity shares of Yadu International Limited (“YIL”) by Smt. Kavita Yadupati Singhania (Wife) (“Donor”) to the Acquirer, by way of gift.</p> <p>1,87,500 equity shares of YIL transferred by the Donor to the Acquirer.</p> <p>As on 26.08.2019, Yadupati Singhania and Kavita Yadupati Singhania held 25,33,058 and 1,87,620 equity shares, respectively of YIL which represented 93.08% and 6.89% respectively of the total shares in the total paid-up equity capital of YIL.</p> <p>Post-gifting of 1,87,500 equity shares of YIL from the Donor to the Acquirer, the Acquirer’s shareholding in YIL increased from 93.08% to 99.98%.</p>
a) Shares carrying voting rights acquired/sold	
b) VRs acquired/ sold otherwise than by equity shares	
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold	
d) Shares encumbered/invoked/released by the acquirer	
<b>(e) Total (a+b+c+d)</b>	
<b>After the acquisition/sale, holding of:</b>	<p>The aforesaid transaction did not result in change in the shareholding of the Acquirer in the Target Company.</p>
a) Shares carrying voting rights	
b) Shares encumbered with the acquirer	
c) VRs otherwise than by shares	
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	
<b>(e) Total (a+b+c+d)</b>	
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	The transaction comprised inter-se transfer of equity shares of YIL between immediate family members.
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	<b>27.08.2019</b>

*MP Singhania*

Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 77,26,82,510/-
Total diluted share/voting capital of the TC after the said acquisition	Rs. 77,26,82,510/-

*\*Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause.35 of the listing Agreement.*

*\*\*Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.*

Yours sincerely,

*Y P Singhania*

Name of the Acquirer: Yadupati Singhania

**Place:** Kanpur

**Date:** 27.08.2019

**Encl. -** List of Acquirer and Persons acting in concert (PACs).



## Annexure

## Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of shares and takeovers) Regulations, 2011

## Name of Target Company - J.K. Cement Ltd.

List of Acquirer, Persons Acting in concert (PACs) and Seller/Donor comprised in Promoters' Shareholding					
Date of Transaction – 27.08.2019					
Sl. No.	Name of the shareholder	Pre-transaction		Post-transaction	
		Shareholding	%	Shareholding	%
<b>Acquirer</b>					
1	YADUPATI SINGHANIA	12064198	15.613	12064198	15.613
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<b>Seller/Donor</b>					
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#The transaction involves transfer of equity shares of M/s. Yadu International Limited by Smt. Kavita Yadupati Singhania (Wife) to the Shri Yadupati Singhania, by way of gift.

Place:Kanpur

Date: 27/08/2019

*Y.P. Singhania*  
(Yadupati Singhania)