



JK Cement LTD.

CIN: L17229UP1994PLC017199

ISO 9001:2000 & ISO 14001 CERTIFIED COMPANY

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Registered & Corporate Office :
Kamla Tower, Kanpur-208 001 (U.P.) INDIA

JKC/CS/35/47/15-16/

Date: April 22, 2016

The Bombay Stock Exchange Ltd.
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 532644

Fax No. 022 - 22722041, 22722039, 22723132

Kind Attn: Mr. Parin B Gori (Dept. of Corporate Services)

Sir,

**Subject: Revised Report on Corporate Governance for the Quarter and Year ended
31st March, 2016**

In reference to your e-mail dated April 18, 2016 we wish inform you that today we have furnished /uploaded revised copy of the Compliance Report on Corporate Governance ('the Report') for the Quarter and Year ended 31st March, 2016 in XBRL format on the designated portal of Bombay Stock Exchange i.e. www.listing.bseindia.com.

The Copy of the acknowledgement of the same is being attached herewith alongwith revised Report, which we trust, you will find in order.

Thanking You,

Your faithfully
For J. K. Cement Ltd.

(Shambhu Singh)
A.V.P. (Legal) & Company Secretary

Encls: 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



BSE LTD
ACKNOWLEDGEMENT

Acknowledgement No	: 2204201612024727	Date & Time	: 22/04/2016 12:03:08 PM
Scrip Code	: 532644		
Entity Name	: J.K. Cement Ltd		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/03/2016		
Mode	: Revised E-Filing		

General information about company

Scrip code	532644
Name of the entity	J.K. Cement Ltd
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
Risk management committee	Not Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
1	Mr	Yadupati Singhania	ABXPS4722M	00050364	Executive Director	Chairperson	MD	01-04-2012			2	0	0
2	Mrs	Sushila Devi Singhania	ABXPS4723L	00142549	Non-Executive - Non Independent Director	Not Applicable		26-07-2014			1	0	0
3	Mr	Achintya Karati	AGRPK0201G	00024412	Non-Executive - Independent Director	Not Applicable		26-07-2014		60	6	7	0
4	Mr	Jayant Narayan Godbole	ACHPG9889N	00056830	Non-Executive - Independent Director	Not Applicable		26-07-2014		60	7	4	3
5	Mr	Krishna Behari Agawal	ACAPA1120H	00339934	Non-Executive - Independent Director	Not Applicable		26-07-2014		60	3	0	4
6	Mr	Kailash Nath Khandelwal	ADDPK2291H	00037250	Non-Executive - Non Independent Director	Not Applicable		09-02-2004			2	4	0
7	Mr	Paul Heinz Hugentobler	AMRPH0421K	00452691	Non-Executive - Non Independent Director	Not Applicable		17-05-2014			1	0	0
8	Mr	Raj Kumar Lohia	AATPL9289M	00203659	Non-Executive - Independent Director	Not Applicable		26-07-2014		60	1	2	0
9	Mr	Suparas Bhandari	AANPB5896L	00159637	Non-Executive - Independent Director	Not Applicable		26-07-2014		60	1	1	0
10	Mr	Shyam Lal Bansal	AADPB6968K	02910086	Non-Executive - Independent Director	Not Applicable		06-02-2016		0	1	0	0

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Textual Information(1)

Appointed as Additional Director w.e.f. 06-02-2016

Annexure 1**II. Composition of Committees**

Is there any change in composition of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Dr. Krishna Behari Agawal	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Mr. Achintya Karati	Non-Executive - Independent Director	Member	
3	Audit Committee	Mr. Jayant Narayan Godbole	Non-Executive - Independent Director	Member	
4	Audit Committee	Mr. Kailash Nath Khandelwal	Non-Executive - Non Independent Director	Member	
5	Audit Committee	Mr. Raj Kumar Lohia	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	Mr. Raj Kumar Lohia	Non-Executive - Independent Director	Chairperson	
7	Nomination and remuneration committee	Mr. Achintya Karati	Non-Executive - Independent Director	Member	
8	Nomination and remuneration committee	Mr. Jayant Narayan Godbole	Non-Executive - Independent Director	Member	
9	Nomination and remuneration committee	Mr. Suparas Bhandari	Non-Executive - Independent Director	Member	
10	Stakeholders Relationship Committee	Dr. Krishna Behari Agawal	Non-Executive - Independent Director	Chairperson	
11	Stakeholders Relationship Committee	Mr. Suparas Bhandari	Non-Executive - Independent Director	Member	
12	Stakeholders Relationship Committee	Mr. Kailash Nath Khandelwal	Non-Executive - Non Independent Director	Member	
13	Stakeholders Relationship Committee	Mr. Raj Kumar Lohia	Non-Executive - Independent Director	Member	

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Annexure 1

Annexure 1

III. Meeting of Board of Directors

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1		06-02-2016	

Text Block

Annexure 1**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
1	Audit Committee	06-02-2016	Yes		31-10-2015	98
2	Stakeholders Relationship Committee	06-02-2016	Yes		31-10-2015	98

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Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.jkcement.com
2	Terms and conditions of appointment of independent directors	Yes		www.jkcement.com
3	Composition of various committees of board of directors	Yes		www.jkcement.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.jkcement.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.jkcement.com
6	Criteria of making payments to non-executive directors	Yes		www.jkcement.com
7	Policy on dealing with related party transactions	Yes		www.jkcement.com
8	Policy for determining 'material' subsidiaries	Yes		www.jkcement.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.jkcement.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.jkcement.com
11	email address for grievance redressal and other relevant details	Yes		www.jkcement.com
12	Financial results	Yes		www.jkcement.com
13	Shareholding pattern	Yes		www.jkcement.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2), (3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5), (6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

III. Affirmations

1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
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Signatory Details

Name of signatory	Shambhu Singh
Designation of person	Company Secretary
Place	Kanpur
Date	12-04-2016

