

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company : J.K. Cement Limited

Quarter ending on : 30th June, 2007.

| Particulars | Clause of Listing Agreement | Compliance Status (Yes/No/NA) | Remarks |
|--|-----------------------------|-------------------------------|-------------------------------------|
| I. Board of Directors | 49 I | | |
| (A) Composition of Board | 49(IA) | Yes | |
| (B) Non-executive Directors' compensation & disclosures | 49(IB) | Yes | |
| (C) Other provisions as to Board & Committees | 49(IC) | Yes | |
| (D) Code of Conduct | 49(ID) | Yes | To be Part of Annual Report 2006-07 |
| II. Audit Committee | 49 II | | |
| (A) Qualified & Independent Audit Committee | 49(IIA) | Yes | |
| (B) Meeting of Audit Committee | 49(IIB) | Yes | |
| (C) Powers of Audit Committee | 49(IIC) | Yes | |
| (D) Role of Audit Committee | 49(IID) | Yes | |
| (E) Review of Information by Audit Committee | 49(IIE) | Yes | |
| III. Subsidiary Companies | 49 III | Yes | |
| IV. Disclosures | 49 IV | | |
| (A) Basis of related party transactions | 49(IV A) | Yes | |
| (B) Disclosures of Accounting Treatment | 49(IV B) | Yes | |
| (C) Broad Disclosure | 49(IVC) | Yes | |
| (D) Proceeds from public issues, rights issues preferential issues etc | 49(IVD) | Yes | |
| (E) Remuneration of Directors | 49(IV E) | Yes | To be Part of Annual Report 2006-07 |
| (F) Management | 49(IV F) | Yes | -do- |
| (G) Shareholders | 49(IVG) | Yes | -do- |
| V. CEO/ CFO Certification | 49 V | Yes | -do- |
| VI. Report on Corporate Governance | 49 VI | Yes | -do- |
| VII. Compliance | 49 VII | Yes | -do- |

Compliance Officer

KANPUR. Compliance Officer

Dated : 14th July, 2007.