



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

**CONSOLIDATED SCRUTINIZER'S REPORT  
[E-VOTING]**

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

To,

The Chairperson of the 30th Annual General Meeting of the Equity Shareholders of J.K. CEMENT LIMITED (L17229UP1994PLC017199) held on Friday, 19th day of July, 2024 at 11.00 A.M through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

**Sub.:** Consolidated Results of remote e-voting and e-voting at the Meeting

**Reference:** 30th Annual General Meeting (the AGM) of the Company held on 19th July, 2024 at 11.00 A.M.

Dear Sir,

I Reena Jakhodia, a Company Secretary in practice, Proprietor of M/s. Reena Jakhodia & Associates, Company Secretaries, Kanpur has been appointed as Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and other applicable provisions, in respect of the resolutions moved at the 30th Annual General Meeting of the shareholders of the Company held on Friday the 19th July, 2024 at 11.00 AM through VC/OAVM, do hereby submit my report as under:

1. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by National Securities Depository Limited (NSDL).
2. Pursuant to General Circular Nos. 14/2020 dated 08 April 2020, 17/2020 dated 13 April 2020, 20/2020 dated 20 May 2020, 22/2020 dated 15 June 2020, 33/2020 dated 28 September 2020, 39/2020 dated 31 December 2020, 02/2021 dated 13 January 2021, 10/2021 dated 23 June 2021, 20/2021 dated 08 December 2021, 21/2021 dated 14 December 2021, 3/2022 dated 05 May 2022, 11/2022 dated 28 December 2022 and 09/2023 dated 25 September 2023, issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with applicable circulars issued under the Act and Listing Regulations, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), permitting the conduct of Annual General Meeting through Video Conferencing (VC) or other Audio Visual means (OAVM) and has dispensed with the personal presence of the members at the meeting. In terms of the said Circulars, the 30th Annual General Meeting (AGM) of the members of the Company was held through Video Conferencing (VC) / other Audio Visual Means (OAVM). There was no physical meeting of members. The



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meeting is deemed to have been held at the Registered office of the Company at Kamla Tower, UP, Kanpur.

3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. Participation of members through VC is reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("the Act").
5. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to remote e-voting and e-voting through electronic means for the Seven resolutions contained in the Notice to the 30<sup>th</sup> Annual General Meeting of the Equity Shareholders of J. K. CEMENT LIMITED.

My responsibility as a scrutinizer for the voting process is restricted to make a consolidated scrutinizer's report for the votes cast "in favour" or "against" the resolutions stated above based on the reports generated from the e-voting system provided by NSDL in the 30<sup>th</sup> Annual General Meeting in a fair and transparent manner.

I submit my report as under:

1. The remote e-Voting period commenced on 16<sup>th</sup> July, 2024 at 10 A.M. and ended on 18<sup>th</sup> July 2024 at 5 P.M.
2. Only the members whose names appeared in the register of members as on 12th July, 2024 were allowed to cast their votes by remote e-Voting or through Venue voting through VC/ OAVM at AGM, as the case may be.
3. After declaration of voting by the Chairperson, the shareholders present at the AGM through VC voted through e-voting facility provided by NSDL at the AGM.
4. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC/OA VM and who had not voted on remote e voting were allowed to cast their votes through e-voting system during the AGM.
5. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of NSDL.

For Reena Jakhodia & Associates  
Company Secretaries  
CP No. 6083



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6. Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

**Resolution 1: Ordinary Resolution**

Adoption of Financial Statements (standalone & consolidated) for the year ended 31st March, 2024

**Voted in Favour of the resolution**

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	417	72008450	<b>99.99</b>
<b>TOTAL</b>	417	72008450	<b>99.99</b>

**Voted against of the resolution**

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	2	62	<b>Negligible</b>
<b>TOTAL</b>	2	62	<b>Negligible</b>

**Invalid Votes**

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	0

Remarks: This Ordinary Resolution has been Passed by the Members with requisite majority.

**Resolution 2: Ordinary Resolution**

Declare/Confirm final dividend of Rs.20/- (including Rs.5/- as a special dividend) per equity share (200%) for the Financial year 2023-24

**Voted in Favour of the resolution**

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	419	72016573	<b>99.99</b>
<b>TOTAL</b>	419	72016573	<b>99.99</b>



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**Voted against of the resolution**

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	2	62	<b>Negligible</b>
<b>TOTAL</b>	2	62	<b>Negligible</b>

**Invalid Votes**

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	0

**Remarks: This Ordinary Resolution has been Passed by the Members with requisite majority.**

**Resolution 3: Ordinary Resolution**

To appoint a Director in place of Dr. Nidhipati Singhania, (aged about 65 years) (DIN 00171211), who retires by rotation at this Annual General Meeting in terms of Section 152(6) of the Companies Act, 2013 and provisions of Article 90 of the Articles of Association of the Company and being eligible, offers himself for re-appointment.

**Voted in Favour of the resolution**

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	341	62602861	<b>88.38</b>
<b>TOTAL</b>	341	62602861	<b>88.38</b>

**Voted against of the resolution**

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	78	8781284	<b>11.62</b>
<b>TOTAL</b>	78	8781284	<b>11.62</b>

**Invalid Votes**

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
4	547148	Interested

**Remarks: This Ordinary Resolution has been Passed by the Members with requisite majority.**



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**Special Business**

**Resolution 4: Ordinary Resolution**

Ratification of remuneration to the Cost Auditors for the financial year ended 31 March, 2025

**Voted in Favour of the resolution**

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	413	72014414	<b>99.99</b>
<b>TOTAL</b>	413	72014414	<b>99.99</b>

**Voted against of the resolution**

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	5	798	<b>Negligible</b>
<b>TOTAL</b>	5	798	<b>Negligible</b>

**Invalid Votes**

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	0

Remarks: : This Ordinary Resolution has been Passed by the Members with requisite majority.

**Resolution 5: Special Resolution**

Approval for issuance of Non-Convertible Debentures (NCDs) on a private placement basis

**Voted in Favour of the resolution**

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	412	72015130	<b>99.99</b>
<b>TOTAL</b>	412	72015130	<b>99.99</b>

For Reena Jakhodia & Associates

Company Secretaries  
CP No. 6083



# REENA JAKHODIA & ASSOCIATES

Company Secretaries

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## Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	6	82	<b>Negligible</b>
<b>TOTAL</b>	6	82	<b>Negligible</b>

## Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
0	0	0

Remarks: This Special Resolution has been passed by the Members in as much as the votes cast in favour of the said Resolution are more than three times the votes cast against the same.

## Resolution 6: Special Resolution

Approval of Re-appointment of Dr. Raghavpat Singhania (DIN: 02426556) as Managing Director of the Company for five years w.e.f. 17.06.2025.

## Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	288	67072047	<b>94.57</b>
<b>TOTAL</b>	288	67072047	<b>94.57</b>

## Voted against of the resolution

Type of voting	Number of members voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	130	4396017	<b>5.43</b>
<b>TOTAL</b>	130	4396017	<b>5.43</b>

## Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
4	547148	Interested

Remarks: This Special Resolution has been passed by the Members in as much as the votes cast in favour of the said Resolution are more than three times the votes cast against the same.



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### Resolution 7: Special Resolution

Approval for Re-appointment of Mr. Madhavkrishna Singhania (DIN: 07022433) as Joint Managing Director and Chief Executive Officer of the Company for five years w.e.f. 17.06.2025.

### Voted in Favour of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	291	67402273	<b>95.04</b>
<b>TOTAL</b>	291	67402273	<b>95.04</b>

### Voted against of the resolution

Type of voting	Number of members Voted	Total number of votes casted by them	% of total number of Valid vote casted
Remote e-voting and E-voting at AGM	128	4065791	<b>4.96</b>
<b>TOTAL</b>	128	4065791	<b>4.96</b>

### Invalid Votes

Total number of members whose votes were declared invalid	Number of votes casted by them	Remarks
4	547148	Interested

Remarks: This Special Resolution has been passed by the Members in as much as the votes cast in favour of the said Resolution are more than three times the votes cast against the same.

7. The electronic data containing records of the voting by the members present through Remote E-voting and E-voting at AGM have been handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,

For Reena Jakhodia & Associates

For Reena Jakhodia & Associates

Company Secretaries  
CP No. 6083

Company Secretaries

C.P. No.: 6083

UDIN: **F006435F000779174**

Place: Kanpur

Dated: 19.07.2024