



CIN: L74999RJ1938PLC019511

Nehru House, 4, Bahadur Shah Zafar Marg, New Delhi - 110 002

Email: jklc.investors@jklmail.com; Website: www.jklakshmicement.com

Phone: 91 - 11-6820 1862; Fax: 02971-244417

NOTICE

NOTICE is hereby given that the 85th Annual General Meeting of the Members of JK LAKSHMI CEMENT LIMITED will be held on Friday, the 26th September 2025 at 2:30 P.M. Indian Standard Time, through Video Conference (VC) / Other Audio Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt (a) the audited standalone financial statements of the Company for the financial year ended 31st March 2025 and the Reports of the Board of Directors and Auditors thereon; (b) the audited consolidated financial statements of the Company for the financial year ended 31st March 2025 and the Report of the Auditors thereon.
2. To declare Dividend.
3. To consider and if thought fit to pass, the following as **Special Resolution**:

"RESOLVED that pursuant to the provisions of Section 152 of the Companies Act, 2013, Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, including any statutory modification or re-enactment thereof for the time being in force, Dr. Raghupati Singhania (DIN: 00036129), retiring by rotation at this Annual General Meeting, be and is hereby re-appointed as Director liable to retire by rotation and shall continue as Non-executive Director of the Company.

RESOLVED FURTHER that the Board of Directors of the Company or a Committee thereof, be and is hereby authorised to do all acts, deeds, matters and things as it may be deemed necessary and/or expedient to give effect to this Resolution."

4. To consider and if thought fit to pass, the following as an **Ordinary Resolution**:

"RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory

modification or re-enactment thereof for the time being in force, M/s Lodha & Co LLP, Chartered Accountants (Firm Registration No. 301051E/E300284) be and are hereby appointed as Auditors of the Company for a term of five consecutive years to hold office from the conclusion of the 85th Annual General Meeting (AGM) till the conclusion of the 90th AGM to be held in the year 2030 at a remuneration of ₹ 38 Lakh (Rupees Thirty Eight Lakh only) per annum up to the conclusion of the next AGM, in addition to applicable taxes and reimbursement of travelling and other out-of-pocket expenses actually incurred by them in connection with the audit and the Board of Directors of the Company be and is hereby authorized to fix the remuneration for the remaining tenure of the Auditors.

RESOLVED FURTHER that the Board of Directors of the Company or a Committee thereof, be and is hereby authorised to do all acts, deeds, matters and things as it may be deemed necessary and/or expedient to give effect to this Resolution."

SPECIAL BUSINESS

5. To consider and if thought fit to pass, the following as an **Ordinary Resolution**:

"RESOLVED that pursuant to the provisions of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, remuneration of M/s R.J. Goel & Co., the Cost Accountants, appointed by the Board of Directors of the Company as the Cost Auditors, to conduct the audit of the cost records of the Company for the Financial Year 2025-26 commencing 1st April 2025, of ₹ 4 Lakh (Rupees Four Lakh only), in addition to applicable taxes and reimbursement of travelling and other out-of-pocket expenses actually incurred by the said Auditors in connection with the Cost Audit, be and is hereby ratified and confirmed.

RESOLVED FURTHER that the Board of Directors of the Company or a Committee thereof, be and is hereby authorised to do all acts, deeds, matters and things as

it may be deemed necessary and/or expedient to give effect to this Resolution.”

6. To consider and if thought fit to pass, the following as an **Ordinary Resolution**:

“RESOLVED that pursuant to the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 204 & other applicable provisions, if any, of the Companies Act, 2013, including any statutory modification or re-enactment thereof for the time being in force, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. Ronak Jhuthawat & Co., Company Secretaries (Firm Registration No. P2025RJ 104300) and a Peer reviewed Company Secretaries Firm (Peer Review Number: 6592/2025), be and are hereby appointed as the Secretarial Auditor of the Company for auditing the secretarial and related records of the Company and submitting Secretarial Audit Report, for a tenure of five consecutive years commencing from F.Y. 2025-26 to F.Y. 2029-30 at a remuneration of ₹ 1 Lakh (Rupees One Lakh only) for F.Y. 2025-26, in addition to applicable taxes and reimbursement of travelling and other out of pocket expenses actually incurred by the said Auditor in connection with the Secretarial Audit and the Board of Directors of the Company be and is hereby authorised to fix the remuneration for remaining tenure of the Secretarial Auditor.

RESOLVED FURTHER that the Board of Directors of the Company or a Committee thereof, be and is hereby authorised to do all acts, deeds, matters and things as it may be deemed necessary and/or expedient to give effect to this Resolution.”

7. To consider and if thought fit to pass, the following as **Special Resolution**:

“RESOLVED that pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V to the Companies Act, 2013 (Act) and the Rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable provisions, if any, of the Act, including any statutory modification or re-enactment thereof for the time being in force and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such other approval(s) as may be required, re-appointment of Mr. Arun Kumar Shukla (DIN: 09604989) as ‘President & Director’ of the Company for a period of three years with effect from 1st August 2025, be and is hereby approved on the terms of remuneration as set out in

the Statement under Section 102 of the Act annexed hereto which shall be deemed to form part hereof, subject to the overall limits for all managerial persons specified in Section 197 read with other relevant provisions of the said Act and in the event of inadequacy or absence of profits under Section 197 and other provisions of the said Act in any financial year, the remuneration comprising salary, perquisites, allowances & benefits and performance linked incentive, as approved herein be paid to him as minimum remuneration in accordance with the provisions of Schedule V to the Act for a period not exceeding three years in the aggregate.

RESOLVED FURTHER that the Nomination and Remuneration Committee / Chairperson & Managing Director of the Company, be and is hereby authorised to vary and/or revise the remuneration of Mr. Arun Kumar Shukla, as President & Director from time to time within the overall limits approved herein and settle any question or difficulty in connection therewith and incidental thereto.”

8. To consider and if thought fit to pass, the following as an **Ordinary Resolution**:

“RESOLVED that Mr. Shrivats Singhania (DIN: 02359242) whose appointment on the Board as an Additional Director in terms of Section 161(1) of the Companies Act, 2013 (Act) determines on the date of the present Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

9. To consider and if thought fit to pass, the following as **Special Resolution**:

“RESOLVED that pursuant to the provisions of Sections 196, 197, 198 & 203 read with Schedule V to the Companies Act, 2013 (Act) and the Rules made thereunder, Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and all other applicable provisions, if any, of the Act and the Listing Regulations, including any statutory modification or re-enactment thereof for the time being in force and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such other approval(s) as may be required, appointment of Mr. Shrivats Singhania (DIN: 02359242) as ‘Deputy Managing Director’ of the Company for a period of five years with effect from 1st August 2025, be and is hereby

approved on the terms of remuneration as set out in the Statement under Section 102 of the Act annexed hereto which shall be deemed to form part hereof which in any financial year may exceed 5% of the net profits of the Company, subject to the overall limits for all managerial persons specified in Section 197 read with other relevant provisions of the said Act and in the event of inadequacy or absence of profits under Section 197 and other provisions of the said Act in any financial year, the remuneration comprising salary, perquisites, allowances & benefits and performance linked incentive, as approved herein be paid to him as minimum remuneration in accordance with the provisions of Schedule V to the Act for a period not exceeding three years in the aggregate.

RESOLVED FURTHER that the Board of Directors of the Company or a Committee thereof, be and is hereby authorised to vary and/or revise the remuneration of Mr. Shrivats Singhania, as Deputy Managing Director from time to time within the overall limits approved herein and settle any question or difficulty in connection therewith and incidental thereto."

10. To consider and if thought fit to pass, the following as **Special Resolution:**

"RESOLVED that pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (Act) & the Rules made thereunder and Regulations 16, 17, 25 & other relevant provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification or re-enactment thereof for the time being in force and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Sadhu Ram Bansal (DIN: 06471984), who was appointed as an Independent Director of the Company for a term of 3 (three) consecutive years upto 30th June 2025 and who is eligible for re-appointment and in respect of whom the Company has received a Notice in writing from a

Member under Section 160(1) of the Act proposing his candidature for the office of an Independent Director, be and is hereby re-appointed as an Independent Director of the Company to hold office for a second term of 5 (five) consecutive years with effect from 1st July 2025, not liable to retire by rotation.

RESOLVED FURTHER that the Board of Directors of the Company or a Committee thereof, be and is hereby authorised to do all acts, deeds, matters and things as it may be deemed necessary and/or expedient to give effect to this Resolution."

11. To consider and if thought fit to pass, the following as **Special Resolution:**

"RESOLVED that pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (Act) & the Rules made thereunder and Regulations 16, 17, 25 & other relevant provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification or re-enactment thereof for the time being in force and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Vimal Bhandari (DIN: 00001318), whose appointment on the Board of Directors as an Additional Director in terms of Section 161(1) of the Act determines on the date of the present Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of an Independent Director, be and is hereby appointed as an Independent Director of the Company, for a term of three consecutive years with effect from 1st August 2025, not liable to retire by rotation.

RESOLVED FURTHER that the Board of Directors of the Company or a Committee thereof, be and is hereby authorised to do all acts, deeds, matters and things as it may be deemed necessary and/or expedient to give effect to this Resolution."

Regd. Office:
Jaykaypuram - 307 019
Distt. Sirohi (Rajasthan)

Date: 25th August 2025

By Order of the Board

Amit Chaurasia
Company Secretary

NOTES

- (1) The Statement pursuant to Section 102 of the Companies Act, 2013 (the Act) in respect of Item Nos. 3 to 11 of the Notice set out above, is annexed hereto. The relevant details as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) read with the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') of persons seeking appointment / re-appointment as Directors, is also annexed.
- (2) The Ministry of Corporate Affairs (MCA) vide its General Circular No. 20/2020 dated 05th May 2020 read with General Circular No. 09/2024 dated 19th September 2024, allowed companies whose Annual General Meetings (AGM) are due in the year 2025, to conduct their AGMs through Video Conference (VC) or Other Audio Visual Means (OAVM) on or before 30th September 2025, in accordance with the requirements provided in Para 3 and 4 of the General Circular No. 20/2020 (MCA Circulars). The Securities and Exchange Board of India (SEBI) also issued Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024 (SEBI Circular) on the matter relating to holding AGMs through VC/OAVM. In compliance with these Circulars, provisions of the Act and the SEBI Listing Regulations, the 85th AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of Members at a common venue. The deemed venue for the 85th AGM shall be the Registered Office of the Company.
- (3) Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM pursuant to the MCA and SEBI Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. Hence, Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
- (4) Institutional / Corporate Members (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of their respective Board or governing body Resolution / Authorization etc., authorizing their representative to attend the AGM through VC / OAVM on their behalf and to vote through remote E-Voting. The said Resolution / Authorization shall be sent at jkcl.investors@jkm.com.
- (5) The Members can join the AGM held through VC/OAVM fifteen (15) minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000

Members on first come first served basis. This will not include large Shareholders (holding 2% or more shareholding), Promoter / Promoter group members, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

- (6) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the Members during the AGM.

All the relevant documents referred to in this Notice and the Statement pursuant to Section 102 of the Act will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of the AGM on all working days during normal business hours (between 11:00 A.M. to 1:00 P.M.).

Members seeking to inspect such documents can send an e-mail to jkcl.investors@jkm.com.

Further, Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 19th September 2025 through email at jkcl.investors@jkm.com. The same will be replied by the Company suitably.

- (7) **Dispatch of Notice of AGM and Annual Report through electronic mode:** In compliance with the MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depository Participants (DP) unless any Member has requested for a physical copy of the same.

Further, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, a letter containing the weblink / path for accessing the Notice and Annual Report for the F. Y. 2024-25 is being sent to those Members who have not registered their email address with the Company / RTA / Depositories.

Members may note that the Notice and Annual Report for F. Y. 2024-25 will also be available on the Company's website at <https://www.jklakshmicement.com/>; website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. Notice will also be available on the website of Depository i.e. Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

In case any Member is desirous of obtaining hard copy of the Annual Report for the F. Y. 2024-25 and Notice of the 85th AGM of the Company, may send request to the Company's email address at jkic.investors@jkmail.com mentioning Folio No. / DP ID and Client ID.

For receiving Notice and Annual Report from the Company electronically, Members are requested to write to the Company with details of folio number / DP ID / Client ID and attaching a self-attested copy of PAN at jkic.investors@jkmail.com or admin@mcsregistrars.com.

(8) INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM THROUGH VC/ OVAM ARE AS FOLLOWS:

(A) In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 in relation to E-Voting facility provided by Listed Entities, the Company is pleased to provide Members, facility to exercise their right to vote at the 85th AGM by electronic means and the business may be transacted through remote E-Voting (E-Voting) services provided by CDSL. Remote E-Voting is optional. The facility of E-Voting shall also be made available at the AGM and Members attending the AGM who have not cast their vote by remote E-Voting shall be able to exercise their right to cast vote during the AGM.

(B) The instructions for Members for remote E-Voting are as under:

- (i) The remote E-Voting period begins on Monday, 22nd September 2025 (10:00 A.M.) and ends on

Thursday, 25th September 2025 (5:00 P.M.). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on Friday, 19th September 2025 i.e. cut-off date, may cast their vote electronically. The E-Voting module shall be disabled by CDSL for voting thereafter.

- (ii) Members who have already voted prior to the meeting date would not be entitled to vote on the date of AGM.

(C) Login method for E-Voting and joining virtual meeting for Individual Members holding securities in demat mode.

In terms of SEBI Master Circular dated 11th November 2024 on E-Voting facility provided by Listed Entities, E-Voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / Depository Participants (DPs) in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the E-Voting service provider (ESP), thereby, not only facilitating seamless authentication but also ease and convenience of participating in E-Voting process. **Members are advised to register / update their mobile number and e-mail ID with their DPs in order to access E-Voting facility and/or attend the AGM.**

Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and DPs.

Type of Members	Login Method
Individual Members holding shares in Demat mode with CDSL	<p>Users who have opted for Easi / Easiest facility:</p> <ul style="list-style-type: none"> (i) Members, can login through their existing User Id and password. Option will be made available to reach E-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. (ii) After successful login the Easi / Easiest user will be able to see the E-Voting option for eligible companies where the E-Voting is in progress as per the information provided by company. On clicking the E-Voting option, the user will be able to see E-Voting page of the E-Voting service provider for casting your vote during the remote E-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all E-Voting Service Providers, so that the user can visit the E-Voting service providers' website directly. <p>Option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>Alternatively, the user can directly access E-Voting page by providing Demat Account Number and PAN from E-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile Number & Email Id as recorded in the Demat Account. After successful authentication, user will be able to see the E-Voting option where the E-Voting is in progress and also able to directly access the system of all E-Voting Service Providers.</p>
Individual Members holding shares in demat mode with NSDL	<p>Users registered for NSDL IDeAS facility:</p> <ul style="list-style-type: none"> (i) Open web browser by typing the URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section.

Type of Members	Login Method
	<p>(ii) A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see E-Voting services.</p> <p>(iii) Click on "Access to E-Voting" under E-Voting services and you will be able to see E-Voting page. Click on company name or E-Voting service provider name and you will be re-directed to E-Voting service provider website for casting your vote during the remote E-Voting period or joining virtual meeting & voting during the meeting.</p> <p>Users not registered for IDeAS e-Services: If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the E-Voting website of NSDL.</p> <p>(i) After successfully registering on IDeAS, open web browser by typing the URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of E-Voting system is launched, click on the icon "Login" which is available under 'Shareholder / Member' section.</p> <p>(ii) A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see E-Voting page.</p> <p>(iii) Click on company name or E-Voting service provider name and you will be redirected to E-Voting service provider website for casting your vote during the remote E-Voting period or joining virtual meeting & voting during the meeting.</p> <p>For OTP based login: You can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN, Verification code and generate OTP. Enter the OTP received on registered Email Id / Mobile Number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see E-Voting page. Click on Company Name or E-Voting service provider name and you will be re-directed to E-Voting service provider website for casting your vote during the remote E-Voting period.</p>
Individual Members (holding Shares in demat mode) - login through their Depository Participants	<p>(i) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for E-Voting facility. After successful login, you will be able to see E-Voting option.</p> <p>(ii) Once you click on E-Voting option, you will be redirected to NSDL/CDSL Depository website after successful authentication, wherein you can see E-Voting feature.</p> <p>(iii) Click on company name or E-Voting service provider name and you will be redirected to E-Voting service provider website for casting your vote during the remote E-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve Password are advised to use Forget Password option available at abovementioned website(s).

Individual Members holding shares in demat mode who need assistance for any technical issues related to login through Depository i.e. NSDL and CDSL may reach out to below helpdesk:

Login type	Helpdesk details
Individual Members holding shares in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 2109911
Individual Members holding shares in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-4886 7000 and 022-2499 7000

(D) Login method for E-Voting and joining virtual meeting by Members (other than Individual Members) holding shares in Demat mode & all Members holding shares in Physical mode

- The Members should log on to the E-Voting website www.evotingindia.com.
- Click on "Shareholders / Members" module.
- Now enter your User ID

- (i) For CDSL: 16 digits beneficiary ID;
- (ii) For NSDL: 8 Character DP ID followed by 8 Digits Client ID;
- (iii) Members holding Shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI / EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - New system Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI / EASIEST e-services, click on E-Voting option and proceed directly to cast your vote electronically.

- (d) Next enter the Image Verification as displayed and Click on Login.
- (e) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier E-Voting of any company, then your existing password is to be used.
- (f) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form (other than Individuals) and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat Members as well as Physical Members)</p> <p>Members who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number sent by Company / MCS Share Transfer Agent Ltd., Registrar and Share Transfer Agent (RTA) or contact Company / RTA.</p>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company's records in order to login. If both the details are not recorded with the depository or company, please enter the Member Id / folio number in the Dividend Bank details field as mentioned in instruction (iii).

- (g) After entering these details appropriately, click on "SUBMIT" tab.
- (h) Members holding shares in physical form will then directly reach the Company selection screen. However, Member holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for E-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (i) For Members holding shares in physical form, the details can be used only for E-Voting on the resolutions contained in this Notice.
- (j) Click on the EVSN for JK Lakshmi Cement Limited.
- (k) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (l) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (m) After selecting the resolution which you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (n) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (o) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (p) If a demat account holder has forgotten the login password, enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (9) **Information and Instructions for Members attending the AGM through VC/OVAM are as under:**
 - (a) Member will be provided with a facility to attend the AGM through VC/OAVM through the CDSL E-Voting system. The link for VC/OAVM will be available in Shareholder / Members login where the EVSN of Company will be displayed.
 - (b) Members are encouraged to join the Meeting through Laptops / IPads for better experience.

- (c) Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
 - (d) Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 - (e) Members who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request during 15th September 2025 to 19th September 2025 mentioning their name, demat account number / folio number, registered email id and mobile number at jklc.investors@jkm.com. The Members who do not wish to speak during the AGM but have queries may send their queries on or before 19th September 2025 mentioning their name, demat account number / folio number, email id and mobile number at jklc.investors@jkm.com. These queries will be replied by the Company suitably.
 - (f) Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.
 - (g) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
- (10) **Members attending the AGM through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.**
- (11) **Instructions for Members for E-Voting during the AGM are as under:**
- (a) The procedure for E-Voting on the day of the AGM is same as the instructions mentioned above for Remote E-Voting.
 - (b) Only those Members, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote E-Voting and are otherwise not barred from doing so, shall be eligible to vote through E-Voting system available during the AGM.
 - (c) If Votes are cast by the Members through the E-Voting available during the AGM and if the same Members have not participated in the meeting through VC/OAVM facility, then the votes cast by such Members shall be considered invalid as the facility of E-Voting during the meeting is available only to the Members attending the meeting.
 - (d) Members who have voted through Remote E-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- (12) **Other Common Instructions:**
- (i) **Facility for Non - Individual Members and Custodians - Remote E-Voting**
 - Non-Individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non-Individual Members are required to send the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address at jklc.investors@jkm.com, if they have voted from individual tab and not uploaded same in the CDSL E-Voting system for the scrutinizer to verify the same.
 - (ii) If you have any queries or issues regarding attending AGM & E-Voting from the E-Voting System, you may refer the Frequently Asked Questions ("FAQs") and E-Voting manual available at www.evotingindia.com, under HELP section or contact Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 1800 2109911

- (iii) The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the Cut-off date and a person who is not a Member as on the Cut-off date should treat the Notice for information purpose only.
 - (iv) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date may follow the same instructions as mentioned above for E-Voting.
 - (v) The Company has opted to provide the same electronic voting system at the Meeting, as used during remote E-Voting, and the said facility shall be operational till all the resolutions proposed in the Notice are considered and voted upon at the Meeting and may be used for voting only by the Members holding shares as on the cut-off date who are attending the Meeting and who have not already cast their vote(s) through remote E-Voting.
 - (vi) The Company has appointed Dr. Ronak Jhuthawat (Certificate of Practice No. 12094) of M/s. Ronak Jhuthawat & Co., Company Secretaries, as Scrutiniser and Ms. Monika Jain (Certificate of Practice No. 22831) of M/s Monika Jain & Associates, Company Secretaries, as Alternate Scrutinizer, to scrutinise the process of remote E-Voting and voting on the date of the AGM in a fair and transparent manner.
 - (vii) The Scrutiniser will, after the conclusion of E-Voting at the Meeting, scrutinise the votes cast at the Meeting and votes cast through remote E-Voting, make a consolidated Scrutiniser's Report and submit the same to the Chairperson of the Company or a person authorized by her in writing, who shall countersign the same. The results declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website at <https://www.jklakshmicement.com/> and on the website of CDSL at www.evotingindia.com and shall simultaneously be forwarded to the Stock Exchange. The results of the voting will also be displayed at the Notice Board at the Registered and the Administrative Office of the Company.
 - (viii) A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date and who has not cast vote by remote E-Voting and being present at the AGM only shall be entitled to vote at the AGM.
- (13) **The Company had fixed Thursday, 12th June 2025 as Record Date for determining entitlement of Members for payment of dividend of ₹ 6.50 per Equity Share of ₹ 5/- each (130%) for the F.Y. 2024-25 if declared at this AGM.**
- (14) **Dividend:** The dividend of ₹ 6.50/- per Equity Share of ₹ 5/- each (130%) as recommended by the Board of Directors, if declared at the AGM, will be paid within three to four weeks of the date of the AGM to the Members whose names are borne on the Company's Register of Members on aforesaid record date or to their mandates. In respect of shares held in dematerialised form, the dividend will be paid on the basis of details of beneficial ownership received as of the aforesaid record date from the Depositories for this purpose.
- Pursuant to Finance Act, 2020, dividend income is taxable in the hands of Members w.e.f. 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to Members at the prescribed rates. For the prescribed rates for various categories, please refer to the Finance Act, 2020 and the amendments thereof as well as our detailed communication already sent to the Members through E-mail which is available at <https://www.jklakshmicement.com/tds-communication-2025-26/>. The Members are requested to update their PAN with their Depository Participant (if shares held in electronic form) and Company / RTA (if shares held in physical form).
- (15) **Special Window for Re-lodgment of Transfer Requests of Physical Shares:** A special window has been opened for a period of six months from 7th July, 2025 to 6th January, 2026 to facilitate transfer requests of physical shares. This facility is available for Transfer Deeds which were originally lodged before 1st April, 2019 but were rejected / returned / not attended due to deficiency in the documents / process or otherwise. The shares re-lodged for transfer during the above window will be processed only in dematerialized form. Eligible Investors who have missed the 31st March, 2021 deadline for re-lodgment of transfer documents are encouraged to avail advantage of the opportunity by furnishing the requisite documents to the Company's Registrar and Share Transfer Agent (RTA) - MCS Share Transfer Agent Ltd., 179-180, DSIDC Shed, 3rd Floor, Okhla Industrial Area, Phase-1, New Delhi-110020; Phone Nos. 011-41406149/41406150/41406151 and Email: admin@mcsregistrars.com. Transfer requests submitted after 6th January, 2026 will not be accepted by the Company / RTA.

STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

Dr. Raghupati Singhania (DIN:00036129), aged 78 years, has been Non-executive Director of the Company since 1991. Pursuant to the provisions of Section 152 of the Companies Act, 2013 (Act), Dr. Singhania shall retire by rotation at this AGM and being eligible has offered himself for re-appointment as Director of the Company, liable to retire by rotation. As per Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required

to obtain approval of the Members by means of Special Resolution for continuation of his directorship in the Company. Dr. Singhanian has attained the age of 75 years in December 2021. Members have approved continuation of his directorship in the Company at the AGM held in the year 2021. Dr. Singhanian is the Chairman of Stakeholders' Relationship Committee.

Dr. Raghupati Singhanian, is an industrialist with over 58 years of experience in managing various industries including Automotive Tyres and Tubes, Power Transmission - V Belts, Conveyor Beltings, Automotive Belts, Oil Seals, Industrial Electronics and Material Handling System, Hybrid Seeds, Steel Products, etc. Dr. Singhanian is Chairman and Managing Director of JK Tyre and Industries Limited. He is also Chairman of Cavendish Industries Limited, J K Agri Genetics Limited and JK Ternel, Mexico, apart from being on the Board of various group companies and foundations in the fields of medical and education. Dr. Singhanian is the past Chairman of Automotive Tyre Manufacturers Association and in the past, he was President of PHD Chamber of Commerce and Industry. He is also in the National Council of CII, besides his association with other important Business Councils, etc. Dr. Singhanian has been conferred with "The Economic Times - Inspiring CEOs 2022 Award". Dr. Singhanian has also been conferred with Lifetime Achievement Award by PHD Chamber of Commerce and Industry and another award - "SEVA BHUSHAN" by Seva Bharti. Dr. Singhanian has been inducted into "TIA Halls of Fame 2015" on 2nd November 2015, which is the highest honour any individual in the Tyre Industry can achieve in the world. The Tyre Industry Association (TIA), USA, honoured Dr. Singhanian for his distinguished and exemplary service towards the growth and development of the tyre industry. He is the third Asian to receive the coveted award in the last three decades. Dr. Singhanian has been conferred Doctorate of Science by Mohanlal Sukhadia University, Udaipur for his outstanding contribution in education, training and research in the field of Elastomer, Polymers and Tyres. Dr. Singhanian also received Industry leadership Award from Indo-American Chamber of Commerce and bestowed with "Mexican Order of the Aztec Eagle, which is the highest distinction, awarded by the Mexican Government to foreigners in recognition of their outstanding services to Mexico or to humanity. The Mexican Order was personally presented to Dr. Singhanian by H.E. Melba Pria, Ambassador of Mexico to India. This is the first time that this highest distinction has been conferred on a foreign national business person. Dr. Singhanian has been conferred with Lifetime Achievement Award 2019 by the Udaipur Chamber of Commerce and Industry (UCCI) for his visionary leadership, determination, humanitarianism and exemplary community services undertaken in Rajasthan. Dr. Singhanian has also been recognised as 'The Extraordinaire' for his leadership and contribution to the industry by Brand Vision Summit 2018. He has also been conferred with Lifetime Achievement Award at Manufacturing Today India Conference & Award 2019.

Dr. Raghupati Singhanian effectively contributes in the Board meetings. He conducts himself in an appropriate and ethical manner taking into account interest of Stakeholders, while striving to achieve Company's objectives and ensuring that the policies, processes and compliances were in place.

The Directors unanimously viewed and decided that keeping in view vast business experience and enormous knowledge of Dr. Raghupati Singhanian and the valuable contributions made by him all-along, it will be in the utmost interest of the Company to continue to have him on the Board of Directors of the Company.

Dr. Raghupati Singhanian is not disqualified from being appointed as a Director in terms of Section 164 of the said Act or debarred from holding the office of Director pursuant to any SEBI Order or any other such authority. The Board recommends the Resolution as set out at Item No. 3 of the Notice for approval of the Members by means of Special Resolution. Dr. Raghupati Singhanian for himself and through his relatives, to the extent of their shareholding in the Company, may be deemed to be concerned or interested, financially or otherwise in the Resolution. None of the other Directors, Key Managerial Personnel of the Company and/or their relatives are in any way concerned or interested, financially or otherwise in the said resolution.

Item No. 4

The second term of office of Company's Statutory Auditors, M/s S.S. Kothari Mehta & Co. LLP, Chartered Accountants, who were re-appointed as Statutory Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of the 80th Annual General Meeting (AGM) held in the year 2020 till the conclusion of the 85th AGM to be held in the year 2025 expires at the conclusion of this AGM.

The Board of Directors at its meeting held on 27th May 2025, considering the experience and expertise and based on the recommendation of the Audit Committee, recommended to the Members of the Company appointment of M/s Lodha & Co LLP, Chartered Accountants (Firm Registration Number: 301051E/E300284), a Peer Reviewed Firm (Peer Review Certificate Number: 016523), as Statutory Auditors in place of M/s S S Kothari Mehta & Co. LLP, Chartered Accountants, for a term of five consecutive years from the conclusion of this AGM till the conclusion of the AGM to be held in the year 2030, at a remuneration of ₹ 38 Lakh per annum up to the conclusion of the next AGM to be held in the year 2026, with the authority to the Board of Directors to fix the remuneration for their remaining tenure, in addition to applicable taxes and out-of-pocket expenses, etc.

Considering the amalgamation of the erstwhile 3 subsidiaries viz, Udaipur Cement Works Limited, Hansdeep Industries & Trading Company Limited and Hidrive Developers and Industries Limited with the Company w.e.f. 31st July 2024 and

consequently increase in Scope of Work of new Auditors, the remuneration proposed to be paid to the said Auditors is justified and there is no material change in the remuneration proposed to be paid to the new Auditors for the F.Y. 2025-26 from that paid to the outgoing Auditors for the F.Y. 2024-25.

M/s Lodha & Co LLP, is a firm of Chartered Accountants, registered with The Institute of Chartered Accountants of India (ICAI), having its Registered Office in the State of West Bengal and was founded in 1941. The firm has branches in Mumbai, Delhi, Hyderabad, Chennai and Jaipur and has 16 Partners and a dedicated team of 300 staff approximately (including more than 80 Professionals). The firm is currently providing Accounting, Assurance, Taxation and other Advisory Services. It has experience of working with several multinational companies, listed entities and companies with multi-products and services. It is empaneled with Comptroller and Auditor General of India and is currently eligible to conduct Statutory Audit of Maharatna and large Public Sector Banks. Further, the firm is registered with Public Company Accounting Oversight Board (PCAOB) and is eligible to conduct the audit of Indian subsidiaries / associates of companies listed in the USA. The firm is having more than 80 years of professional experience and has presence in major business groups, banks and various non-Government and Government organisations in India. M/s Lodha & Co LLP, Chartered Accountants have consented to their appointment as Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Companies Act, 2013 ('Act'). They have further confirmed that they are not disqualified to be appointed as Auditors in terms of the provisions of Sections 139 and 141 of the Act read with relevant rules thereunder.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the aforesaid Resolution.

The Board recommends the resolution set out at Item No.4 of the Notice for approval of the Members by means of an Ordinary Resolution.

Item No. 5

The Board of Directors of the Company at its meeting held on 27th May 2025, appointed M/s R.J. Goel & Co., Cost Accountants as the Cost Auditors, as recommended by the Audit Committee, to conduct the Cost Audit of the cost records of the Company for the Financial Year 2025-26 commencing from 1st April 2025 at a remuneration as mentioned in the Resolution.

Pursuant to Section 148 of the Companies Act, 2013, read with Rules made thereunder, remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company. The Resolution is accordingly recommended by the Board of Directors for approval of the Members by means of an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives are in any way concerned or interested, financially or otherwise, in the aforesaid resolution.

Item No. 6

Pursuant to the Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Section 204 of the Companies Act, 2013 (Act) read with relevant Rules thereunder, the Board of Directors of the Company, at its meeting held on 27th May 2025, considering the experience & expertise and based on the recommendation of the Audit Committee, recommended to the Members appointment of M/s Ronak Jhuthawat & Co., Company Secretaries (Firm Registration Number: P2025RJ104300), a Peer Reviewed Firm (Peer Review Number: 6592/2025), as the Secretarial Auditor for a term of five consecutive years to hold office from the F.Y. 2025-26 to F.Y. 2029-30 at a remuneration of ₹ 1 Lakh per annum, in addition to applicable taxes and out-of-pocket expenses, etc. for the F.Y. 2025-26. The remuneration for the remaining tenure of the Secretarial Auditor shall be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee. There is no material change in the remuneration proposed to be paid to the new Secretarial Auditor i.e. M/s. Ronak Jhuthawat & Co. for the F.Y. 2025-26 from what was paid for the F.Y. 2024-25 to the outgoing Secretarial Auditor. The remuneration of the Secretarial Auditor for the F.Y. 2024-25 was ₹ 75,000/-. In addition to the responsibilities as Secretarial Auditor, M/s Ronak Jhuthawat & Co. shall render such services to the Company as specified / permitted by the SEBI, The Institute of Company Secretaries of India (ICSI) and/or any other authority and approved by the Board of Directors from time to time.

M/s. Ronak Jhuthawat & Co. is a firm of Practicing Company Secretaries with over 11 years of experience in delivering professional services in the areas of Corporate Laws, Industrial Laws, Intellectual Property Laws, SEBI Laws, Insolvency and Bankruptcy Laws, RBI Guidelines, Legal Due Diligence, Mergers and Acquisitions, Listing and Capital Market Transactions with expertise in legal and secretarial services. The firm has total twenty-one qualified Company Secretaries out of which three are partners.

M/s. Ronak Jhuthawat & Co. have consented to their appointment and have confirmed that their appointment, would be in accordance with the provisions of the Listing Regulations and Section 204 of the Act. It was also confirmed that M/s Ronak Jhuthawat & Co. is holding valid certificate of Peer Review issued by the ICSI. Further, it was also confirmed that it is eligible and qualified for appointment as Secretarial Auditor and has not incurred any of the disqualification specified by the SEBI.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the aforesaid Resolution.

The Board recommends the resolution set out at Item No.6 of the Notice for approval of the Members by means of an Ordinary Resolution.

Item No. 7, 8 & 9

As the Members are aware, Mr. Arun Kumar Shukla (DIN: 09604989) was appointed as 'President & Director' of the Company for a period of three years at the Annual General Meeting (AGM) held on 17th August 2022 by means of Special Resolution passed at the said AGM. Accordingly, his tenure determined on 31st July 2025.

The Board of Directors of the Company based on recommendation of the Nomination and Remuneration Committee of the Directors ('NRC'), has:

- (A) Re-appointed Mr. Arun Kumar Shukla as President & Director for a further period of three w.e.f. 1st August 2025 till 31st July 2028; and
- (B) Appointed Mr. Shrivats Singhania (DIN: 02359242) as (i) an Additional Director on the Board of Directors of the Company w.e.f. 1st August 2025; and (ii) Deputy Managing Director for a period of 5 years w.e.f. 1st August 2025 till 31st July 2030,

pursuant to Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (Act) on the terms and remuneration determined by the NRC, set out hereinafter, subject to the requisite approval of Members of the Company.

Pursuant to Section 161 of the Act, Mr. Shrivats Singhania as an Additional Director, shall hold office up to the date of this AGM and is eligible to be appointed as Director of the Company. The Company has received requisite Notice under Section 160 of the Act from a Member, proposing his candidature as Director of the Company. The Company has also received requisite declarations from Mr. Singhania regarding his non disqualifications and confirmation that he is not debarred from holding the office of Director by virtue of any SEBI order or order of any other Authority.

In terms of Schedule V to the Act, the relevant details are as under:

I. General Information:

- 1. **Nature of Industry:** Cement.
- 2. **Date or expected date of commencement of commercial production:** JK Lakshmi Cement plant of the Company was commissioned in the year 1982.
- 3. **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable.

4. Financial Performance based on given indicators:

Particulars for the Financial Year ended 31 st March 2025	₹ in Crore
Sales and Other Income	6,245.70
Profit before Interest, Depreciation, Tax & Exceptional Item	918.27
Profit before Depreciation& Tax	737.10
Profit After Tax	282.72

- 5. **Foreign investments or collaborations, if any:** Not Applicable

II. Information about the Appointee:

1. Background details:

- (i) **Mr. Arun Kumar Shukla**, aged 56 years, holds a BE in Civil, is an alumnus of IIM, Calcutta, and has completed a general management program from INSEAD, France, with three decades of experience in leadership roles across Steel and Cement industries. He joined JK Lakshmi Cement Ltd. as President in February 2021 and elevated to President & Director & inducted in the Board of Directors in August 2022. He is also member of Stakeholders Relationship Committee, Corporate Social Responsibility & Sustainability Committee and Risk Management Committee of the Company. Mr. Shukla started his career in 1992 with Tata Steel in the central engineering and development department. Thereafter, he joined Lafarge India in 1999 and spent about two decades in the company in various leadership roles. Mr. Shukla also headed manufacturing plants and was instrumental in setting up the first greenfield project for Lafarge in India besides being closely involved in brownfield expansions of the company. He

earned global recognition in Lafarge for operational excellence in plant operations. His major contributions were in area of plant operational efficiency improvements and fixed cost reductions. Mr. Shukla is particularly known for his acumen in turning around businesses in very complex and competitive environments. Thereafter he moved on to join Dalmia Bharat Cement as an Executive Director.

Under his leadership and ongoing tenure of over 4 years at JK Lakshmi Cement, he is credited with setting new benchmarks of operational performance. Mr. Shukla has been able to drive various initiatives, particularly in areas of building channel capability, effective price management, and product and geo-mix optimization, contributing towards the use of green fuel for promoting a circular economy. He has been instrumental in laying down the path and strategic direction for JK Lakshmi Cement's growth plans, over the next decade.

- (ii) **Mr. Shrivats Singhania**, aged 41 years, is a dynamic leader with a strong academic and professional background. He holds a graduate degree from IILM, New Delhi, in partnership with Bradford University, U.K., and an Associate of Arts from the USA. His commitment to continuous learning is reflected in his participation in globally recognized management programs, including those at Harvard Business School, London Business School, and IIM Lucknow. As a key member of the esteemed JK Group, Mr. Singhania has been instrumental in advancing the group's industrial initiatives. During his tenure, Udaipur Cement Works Ltd. (UCWL), an erstwhile subsidiary of JK Lakshmi Cement Ltd., achieved significant milestones. These include expanding solar power generation capacity to 15.45 MW, launching Rajasthan's first floating solar project, and commissioning a state-of-the-art cement grinding unit in 2024, which doubled UCWL's production capacity to 4.70 MTPA. His strategic vision and innovative approach continue to drive sustainable growth and operational excellence.

2. Past Remuneration:

- (i) **Mr. Arun Kumar Shukla**: Mr. Arun Kumar Shukla was appointed as 'President & Director' of the Company for a term of three 3 years commencing 1st August 2022 on the terms and remuneration approved by the Members at the AGM held on 17th August 2022. During the F.Y. 2024-25, Mr. Shukla was paid remuneration (excluding commission payable ₹ 0.50 Crore) of ₹ 4.89 Crore.
- (ii) **Mr. Shrivats Singhania**: First appointment in the Company w.e.f. 1st August 2025 and hence Not Applicable.

3. Recognition or awards:

The Company has won several prestigious awards in the fields of Environment, Safety and Energy, CSR etc. Some of the accolades and awards received during the year are: Innovation in CSR Practices Award at the 11th Edition of the Corporate Social Responsibility Summit & Awards 2024 presented by UBS Forums and Most Impactful CSR Practices in Various Sectors Award at the National CSR Impact Awards 2024 presented by EU Media; Third Fastest Growing Cement Company in the Medium Category in India at the Indian Cement Review Awards 2025; Excellence in Transportation / Supply Chain (Northern Region) presented at the 14th International Conference on Fly ash Utilisation 2025, organized by Mission Energy Foundation; Mrs. Vinita Singhania, our esteemed Chairperson & Managing Director, has been recognized as one of the Most Powerful Women in Business by Business Today (2024), etc.

4. Job Profile and his suitability:

Mr. Arun Kumar Shukla: Mr. Arun Kumar Shukla, President & Director of the Company is vested with powers of management subject to the control, direction and superintendence of the Board of Directors and Chairperson & Managing Director of the Company. The Company has grown manifold and the responsibilities of Mr. Shukla have increased substantially over the years. The Board has therefore considered that it will be in the interest of the Company to re-appoint him for a further period of three years. Mr. Shukla has been responsible for various aspects of operations of the Company including Technical, Materials, HR, Administration, Corporate Governance, Legal, Project expansion activities, Commercial, Marketing activities and lead the Company's large distribution network of Sales Promoters, dealers and transporters to achieve Company's objectives and Brand Positioning. Under his leadership and during his association with the Company, he is credited with setting new benchmarks of operational performance. Mr. Shukla has been able to drive various initiatives, particularly in areas of building channel capability, effective price management, and product, geo-mix optimization & segment mix optimization, driving plant operational performance, rolling out ambitious plan for renewable energy, digitalization at all levels and promoting a circular economy. Mr. Shukla has been able to deliver highest ever volumes, crossing one million MT mark repeatedly, and the profitability in the preceding years. He has been instrumental in laying down the path and strategic direction for the Company's growth plans over the next decade. His strategic moves and strong performance centric approach is paying out.

Mr. Shrivats Singhania as Deputy Managing Director of the Company shall be vested with substantial powers of management under the superintendence, control and direction of the Board of Directors of the Company. He will be

involved in policy planning, vision and strategy and developmental activities of the Company, besides Corporate Governance and Board coordination.

5. **Remuneration proposed:** The Nomination and Remuneration Committee (NRC) and the Board of Directors at their respective meetings held on 1st August 2025, have approved the following terms of remuneration of Mr. Arun Kumar Shukla and Mr. Shrivats Singhania for a period of three years and five years respectively, w.e.f. 1st August 2025:

(i) **Mr. Arun Kumar Shukla**

- A. Salary: ₹ 11 Lakh per month in the salary range of ₹ 7.50 Lakh per month to ₹ 15.00 Lakh per month, with such increments as may be determined by the NRC / Chairperson & Managing Director ('CMD') of the Company, from time to time.
- B. Perquisites, allowances and benefits: Perquisites comprising provision of residential accommodation or house rent allowance in lieu thereof together with furnishings, reimbursement of medical expenses incurred including hospitalization and surgical charges for self and family and travel relating thereto and leave travel including foreign travel for self and family, club fees, premium on personal accident insurance, car(s) with driver, telephone etc., and such other perquisites, benefits and allowances as may be determined by the NRC / CMD of the Company. The perquisites shall be evaluated as per the actual cost or Income-tax Rules, as applicable.
- The above perquisites, allowances and benefits will be as per the schemes, policies and rules of the Company as applicable and subject to any change as may be determined by the NRC / CMD of the Company, from time to time.
- C. Performance linked incentive; and/or
- D. Commission: Upto 1% of the net profits computed under Section 198 of the Companies Act, 2013 (Act) or any statutory modification or re-enactment thereof, subject to ceiling of 100% of annual salary.
- Items (C) and (D) above will be as may be determined by the NRC / CMD of the Company, from time to time.
- E. Contribution to Provident Fund, Superannuation Fund or Annuity Fund as per Rules of the Company.
- F. Gratuity at the rate of 15 days Salary for each completed year of service.
- G. Encashment of unavailed leave as per Rules of the Company.
- H. NRC / CMD of the Company may from time to time determine increase or variation in the salary range, subject to the overall limits for all Managerial Persons specified in the Act or any statutory modification or re-enactment thereof.
- I. In the event of inadequacy or absence of profits under Section 197 and other applicable provisions of the Act in any financial year or years, the President & Director shall be entitled to such remuneration as may be permissible under the applicable provisions of the Act, as specified in paras (A), (B) and (C) above, as minimum remuneration and be also entitled to perquisites mentioned in paras (E), (F) and (G) above, which shall not be included in the computation of the ceiling on minimum remuneration in terms of provisions of Section IV of Part II of Schedule V to the Act, or any statutory modification or reenactment thereof.

(ii) **Mr. Shrivats Singhania:**

- A. Salary: ₹ 50 Lakh per month with such increments as may be decided by the Board from time to time in the salary range of ₹ 45 Lakh per month to ₹ 85 Lakh per month.
- B. Perquisites, allowances and benefits: Free furnished residential accommodation or house rent allowance in lieu thereto together with furnishings, gas, electricity, water and other amenities, car(s) with driver(s), reimbursement of medical expenses incurred in India or abroad including hospitalization and surgical charges for self and family and travel relating thereto; and other perquisites, allowances and benefits including but not restricted to reimbursement of expenses on servants, telephones, leave travel including foreign travel for self and family, fees of clubs, personal accident insurance, etc. and any other perquisites, allowances and benefits as may be sanctioned by the Board from time to time. The perquisites shall be evaluated as per actual cost or the Income-tax Rules, as applicable.
- C. Performance linked incentive, as may be decided by the Board from time to time.
- D. Commission: 2% or more of the net profits computed under Section 198 of the Companies Act, 2013 as may be decided by the Board from time to time. The term "Board" as mentioned above shall include any Committee of Directors authorised by the Board.
- E. Contribution to Provident Fund and Superannuation Fund or Annuity Fund as per rules of the Company.

- F. Gratuity at the rate of 15 days salary for each completed year of service.
 - G. Encashment of unavailed leave.
 - H. The Board may, from time to time, increase, modify, vary or alter the salary (including salary range), perquisites, allowances, Performance Linked Incentive and other benefits subject to the overall ceiling prescribed under the Companies Act, 2013, or any statutory modification thereto or re-enactment thereof.
 - I. In the event of inadequacy or absence of profits under Section 197 and other applicable provisions of the Companies Act, 2013 in any financial year or years, the Deputy Managing Director shall be entitled to such remuneration as may be permissible under the applicable provisions of the said Act, as specified in paras (A), (B) & (C) above, as minimum remuneration and be also entitled to perquisites mentioned in paras (E), (F) and (G) above which shall not be included in the computation of the ceiling on minimum remuneration in terms of provisions of Section IV of Part II of Schedule V to the Companies Act, 2013 or any statutory modification or re-enactment thereof.
6. **Comparative Remuneration Profile with respect to industry, size of the Company, profile of the position and person:** The executive remuneration in the Industry is on the rise. The Nomination and Remuneration Committee of Directors of the Company constituted by the Board in terms of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, perused remuneration of managerial persons prevalent in the industry and other companies comparable with the size of the Company, industry benchmarks in general, financial position of the Company, past performance and remuneration, profile and responsibilities of Mr. Arun kumar Shukla, President & Director and Mr. Shrivats Singhania, Deputy Managing Director and other relevant factors while determining their remuneration as proposed herein above.
7. **Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:**
- (i) **Mr. Arun Kumar Shukla:** Besides the remuneration proposed herein, Mr. Arun Kumar Shukla does not have any pecuniary relationship with the Company. Mr. Shukla is not related to any Director and Key Managerial Personnel of the Company, within the meaning of the Act.
 - (ii) **Mr. Shrivats Singhania:** Besides the remuneration proposed herein, Mr. Shrivats Singhania does not have any pecuniary relationship with the Company. Mr. Singhania is related to Mrs. Vinita Singhania, Chairperson & Managing Director of the Company, being relative, within the meaning of the Act;

III. Other Information:

1. Reasons of loss or inadequate profits:

At present, the Company is having adequate profits. However, the appointment of Mr. Arun Kumar Shukla and Mr. Shrivats Singhania is for a term of three years and five years respectively, commencing from 1st August 2025. Future trend in Company's profitability will largely depend on state of Economy in general and the Cement Industry in particular, business environment, growth & rise in demand and price, cost of inputs and other relevant factors. Therefore, the limits specified under Section 197(1) read with Schedule V to the Companies Act, 2013 may be exceeded during the term(s) of appointment.

2 Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms:

The Company is conscious about enhancing productivity in all spheres of its operations and has taken various initiatives towards cost control in all systems and processes and efficiency improvement on one hand and increasing market share through introduction of Value Added Products, Better Product Mix and strengthening Brand Building exercise, on the other. The Management has adopted focused business strategies including various Cost Cutting Initiatives apart from improving Sales Volume and also the Net Sales Realization in various markets, resulting in the Company achieving for Financial Year 2024-25, Turnover of ₹ 6,193 Crore and Net Profit of ₹ 283 Crore. The Company is also taking active measures to expand its geographical footprints across the country. Further, recently the Company has implemented a Composite Scheme of Amalgamation & Arrangement ("Scheme") for Amalgamation of 3 erstwhile Subsidiaries, viz: Udaipur Cement Works Ltd., Hansdeep Industries & Trading Company Ltd. & Hidrive Developers and Industries Ltd. into and with the Company. The Scheme has become effective from 31st July 2025. The Scheme envisages increased synergical benefits in Manufacturing, Distribution Process & Logistics alignment reducing time to market & benefitting customers and offers scope for reduction in Fixed Costs & Other benefits of Economies of Scale including common procurement. The Scheme consolidates the Cement Assets of all the 4 Entities into a Single Business Focused Listed Entity making a Stronger Balance Sheet. Consolidated Cash Flows will be available in a Single Entity enabling faster Growth. With these measures, the Management is confident to achieve sustained revenue growth in the years to come.

- 3 The Company has not committed any default in payment of dues to any bank or public financial institution or deposit-holder or any other secured creditor in the preceding financial year.
- IV **Disclosures:** Requisite details with respect to remuneration of Managerial Persons and other connected matters are given in the Corporate Governance Section of the Annual Report for the F.Y. 2024-25.

Copies of the draft Contract / Memorandum setting out the terms and conditions of the re-appointment / appointment of Mr. Arun Kumar Shukla as 'President & Director' and Mr. Shrivats Singhania as 'Deputy Managing Director' of the Company respectively, will be available for inspection by the Members at the Registered Office of the Company on any working day during normal business hours (11:00 A.M. to 1:00 P.M.) upto and including the date of this AGM.

Mr. Arun Kumar Shukla for himself and through his relatives to the extent of their shareholding, if any, in the Company, may be deemed to be concerned or interested, financially or otherwise, in the Resolution as set out at Item No. 7 of the Notice.

Mr. Shrivats Singhania for himself, Mrs. Vinita Singhania as Chairperson & Managing Director and relative of Mr. Shrivats Singhania and their relatives to the extent of their shareholding, if any, in the Company, may be deemed to be concerned or interested, financially or otherwise, in the Resolutions as set out at Item Nos. 8 and 9 of the Notice.

None of the other Directors, Key Managerial Personnel of the Company and/or their relatives are in any way concerned or interested, financially or otherwise in the said Resolutions.

Considering the qualification, rich experience and knowledge of Mr. Arun Kumar Shukla and Mr. Shrivats Singhania, their re-appointment as 'President & Director' and Director / 'Deputy Managing Director' respectively, as proposed in the aforesaid Resolutions would be of immense benefit and in the interest of the Company.

The Board recommends the Resolutions set out at Item Nos. 7 to 9 of the Notice for approval of the Members by means of an Ordinary Resolution and Special Resolutions, as the case may be.

Item No. 10

The Members of the Company at their Annual General Meeting held on 17th August 2022, appointed Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director of the Company pursuant to Section 149 of the Companies Act, 2013 (the Act) for a term of three consecutive years w.e.f. 1st July 2022. Accordingly, his term as an Independent Director determined on 30th June 2025. He is eligible for re-appointment as an Independent Director of the Company to hold office for a second term of 5 (five) consecutive years with effect from 1st July 2025 subject to approval of Members by passing of Special Resolution.

The Board, based on the performance evaluation and recommendation of the Nomination and Remuneration Committee of Directors has re-appointed Mr. Sadhu Ram Bansal, for a second term of 5 (five) consecutive years, as an Independent Director of the Company, subject to requisite approval of the Members.

The Company has received requisite consent from Mr. Sadhu Ram Bansal to act as an Independent Director and declarations confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations); and that he is not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact his ability to discharge duties with an objective independent judgment and without any external influence. He has also confirmed that he is not disqualified to be reappointed as Director in terms of Section 164 of the Act and not debarred from holding the office of Director by virtue of any SEBI order or order of any other Authority. Brief profile of Mr. Bansal is provided in the Annexure to the Notice.

In the opinion of the Board, Mr. Sadhu Ram Bansal fulfils all conditions for re-appointment as an Independent Director as specified in the Act read with Rules made thereunder and the Listing Regulations and is independent of the management. Further, he possesses desired appropriate skills, experience and Banking & Financial knowledge and a competent administrator. Considering the contributions made by him during his first term, the Board is of the opinion that his continued association would be in the best interest of the Company.

A copy of the draft letter of appointment of Mr. Sadhu Ram Bansal as an Independent Director setting out the terms and conditions of his re-appointment would be available for inspection by the Members at the Registered Office of the Company during the normal business hours (11:00 A.M. to 1:00 P.M.) on all working days upto and including the date of the AGM. The said terms and conditions are also posted on the Company's website www.jklakshmicement.com.

Mr. Sadhu Ram Bansal for himself and through his relatives to the extent of their shareholding, if any, in the Company, may be deemed to be concerned or interested, financially or otherwise, in the aforesaid Resolution. None of the other Directors, Key Managerial Personnel of the Company and/or their relatives are in any way concerned or interested, financially or otherwise, in the said Resolution.

The Board recommends the Resolution as set out at Item No. 10 of the Notice for approval of the Members by means of Special Resolution.

Item No. 11

The Board of Directors of the Company at its meeting held on 1st August 2025, based on the recommendation of the Nomination and Remuneration Committee, has appointed Mr. Vimal Bhandari (DIN: 00001318) as an Additional Director of the Company, in the category of Independent Director, to hold office for a term of three consecutive years w.e.f. 1st August 2025, subject to requisite approval of the Members at the ensuing Annual General Meeting ('AGM').

Mr. Vimal Bhandari, aged 67 years, is a Commerce graduate from Mumbai University (Sydenhan college) and a Chartered Accountant from The Institute of Chartered Accountants of India. He is an accomplished, dedicated and focused professional with experience of over forty years in a range of businesses in the financial services industry, of which twenty five years have been at the Board of Directors level. He has established many successful companies as the first CEO including Aegon India, Indostar Capital and Arka Fincap.

He has been an Independent Board Member, over last two decades, on companies like Bharat Forge, RBL Bank, DCM Shriram, Bayer CropScience and Kalpataru Projects. Currently serves as an Independent Director on Board of HDFC Trustee, Escorts Kubota, KEC International and Poly Medicure.

Pursuant to the provisions of Section 161 of the Companies Act, 2013 ('Act'), Mr. Vimal Bhandari as an Additional Director holds office upto the date of present AGM and is eligible to be appointed as an Independent Director of the Company. The Company has received requisite Notice under Section 160 of the Act from a Member, proposing his candidature as an Independent Director of the Company.

The Company has also received his consent and declaration of independence under Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. Further, requisite declarations of his non disqualification and confirmation that he is not debarred from holding the office of a Director by virtue of any SEBI order or order of any other Authority have also been received by the Company.

Mr. Vimal Bhandari is independent of the management and possesses desired appropriate skills, experience and knowledge in the areas of finance to make effective contribution to the Company.

A copy of the draft letter of appointment of Mr. Vimal Bhandari as an Independent Director setting out the terms and conditions of his appointment is available for inspection by the Members at the Registered Office of the Company during normal business hours (11:00 A.M. to 1:00 P.M.) on all working days upto and including the date of this AGM and is also posted on the website of the Company at www.jklakshmicement.com.

In the opinion of the Board, Mr. Vimal Bhandari is a person of integrity, possess relevant expertise / experience and fulfils the conditions of his appointment as an Independent Director as specified in the Act, Rules made thereunder and the SEBI Listing Regulations. Further, keeping in view his qualifications, vast experience and knowledge, the Board of Directors considers that his association would be of immense benefit to the Company and it will be in the interest of the Company to appoint him as an Independent Director of the Company.

Mr. Vimal Bhandari for himself and through his relatives to the extent of their shareholding, if any, in the Company, may be deemed to be concerned or interested, financially or otherwise, in the aforesaid Resolution. None of the other Directors, Key Managerial Personnel of the Company and/or their relatives are in any way concerned or interested, financially or otherwise, in the said Resolution.

The Board recommends the Resolution as set out at Item No. 11 of the Notice for approval of the Members by means of Special Resolution.

Regd. Office:
Jaykaypuram - 307 019
Distt. Sirohi (Rajasthan)

Date: 25th August 2025

By Order of the Board

Amit Chaurasia
Company Secretary

Annexure to Notice

Details of Directors proposed to be appointed / re-appointed

Name	Dr. Raghupati Singhania	Mr. Arun Kumar Shukla	Mr. Shrivats Singhania	Mr. Sadhu Ram Bansal	Mr. Vimal Bhandari
DIN	00036129	09604989	02359242	06471984	00001318
Age (in years)	78	56	41	69	67
Qualification & Experience (including expertise in specific functional area)	B. Sc and Honorary Doctorate in Science. Eminent Industrialist and Entrepreneur with long diversified Industry Experience.	B.E. in Civil, an alumnus of IIM, Calcutta, and has also done leadership and general management program from INSEAD, France, with three decades of experience in leadership roles across Cement & Steel Industries.	Graduate degree from IILM, New Delhi, in partnership with Bradford University, U.K. and an Associate of Arts from USA. Participated in globally recognised management programmes, including those at Harvard Business School, London Business School and IIM Lucknow. As a key Member of esteemed JK Group, he has been instrumental in advancing the Group's industrial initiatives.	Post Graduate (English), Certified Associate of Indian Institute of Bankers and Associate of Indian Institute of Banking and Finance. He is a seasoned Banking and Finance Professional and a competent Administrator with over 34 years of extensive experience in Banking, Finance and Infrastructure Finance, followed by 9+ years as an Independent Director and Advisor. Known for his leadership in marquee projects and international collaborations, he is also a frequent speaker at reputed forums like IIM-A, FICCI, and international conferences in Singapore and Dubai.	Commerce graduate from Mumbai University (Sydenhan College) and a Chartered Accountant from The Institute of Chartered Accountants of India. An accomplished, dedicated and focused professional with experience of over forty years in a range of businesses in the financial services industry, of which twenty five years have been at the Board of Directors level. Established many successful companies as the first CEO.
Date of Appointment on the Board	4 th June 1991	1 st August 2022	1 st August 2025	1 st July 2022	1 st August 2025
Directorships held in other public companies as on the date of this AGM Notice. * Listed Entity	<ul style="list-style-type: none"> • JK Tyre & Industries Limited* • J.K. Fenner (India) Limited • JKT&I Employees Welfare Association Limited • JK Agri Genetics Limited* • Bengal & Assam Company Limited* • Cavendish Industries Limited 	<ul style="list-style-type: none"> • JKLC Employee's Welfare Association Limited • Agrani Cement Private Limited • Mahabal Cement Private Limited • Avichal Cement Private Limited • Trivikram Cement Private Limited 	• NIL	<ul style="list-style-type: none"> • KEI Industries Limited* • Lux Industries Limited* • GMR Airports Limited* 	<ul style="list-style-type: none"> • Poly Medicure Limited* • KEC International Limited* • Escorts Kubota Limited* • HDFC Trustee Company Limited

Name	Dr. Raghupati Singhania	Mr. Arun Kumar Shukla	Mr. Shrivats Singhania	Mr. Sadhu Ram Bansal	Mr. Vimal Bhandari
Memberships / Chairmanships of committees of other public companies as on the date of this AGM Notice. [includes only Audit Committee and Stakeholders' Relationship Committee in terms of Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]	Chairmanship: Bengal & Assam Company Limited- Stakeholders Relationship Committee	NIL	NIL	Membership: 1 GMR Airports Limited- Audit Committee 2 LUX Industries Limited- Audit Committee Chairmanship: 1 KEI Industries Limited- Audit Committee 2 GMR Airports Limited- Stakeholders' Relationship Committee	Membership: 1 Escorts Kubota Limited- Stakeholders' Relationship Committee Chairmanship: 1 Escorts Kubota Limited- Audit Committee 2 HDFC Trustee Company Limited- Audit Committee
Listed entities from which the Director resigned in last 3 years	-	-	-	-	-
Number of Equity Shares held in the Company	4,16,348	NIL	1,40,736	NIL	NIL
No. of Board Meetings attended during the Financial Year 2024-25	Five	Five	Not Applicable	Five	Not Applicable
Terms & conditions of appointment / re-appointment	Please refer Item No. 3 of this Notice.	Please refer details given in the Statement to Item No. 7 of this Notice pursuant to Section 102 of the Companies Act, 2013.	Please refer details given in the Statement to Item No. 8 and 9 of this Notice pursuant to Section 102 of the Companies Act, 2013.	Please refer Item No. 10 of this Notice.	Please refer Item No. 11 of this Notice.
Details of remuneration last drawn	₹ 5.50 Lakh (excluding Commission payable - ₹ 12 Lakh) for the F.Y. 2024-25.	₹ 4.89 Cr. (excluding Commission payable - ₹ 0.50 Cr.) for the F.Y. 2024-25.	Not Applicable	₹ 6.50 Lakh (excluding Commission payable - ₹ 12 Lakh) for the F.Y. 2024-25.	Not Applicable
Remuneration proposed to be paid	Sitting fee for attending Board & Committee Meetings and Commission on Net Profits, if any.	Please refer details given in the Statement to Item No. 7 of this Notice pursuant to Section 102 of the Companies Act, 2013	Please refer details given in the Statement to Item No. 9 of this Notice pursuant to Section 102 of the Companies Act, 2013	Sitting fee for attending Board & Committee Meetings and Commission on Net Profits, if any.	Sitting fee for attending Board & Committee Meetings and Commission on Net Profits, if any.
Relationships with other Directors / KMP	NIL	NIL	Mr. Shrivats Singhania and Mrs. Vinita Singhania (Chairperson & Managing Director) are related to each other being relatives.	NIL	NIL

FOR ATTENTION OF THE MEMBERS

- (1) Members are requested to intimate and/or update changes, if any, pertaining to their name and KYC details such as postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:
 - a. **For shares held in electronic form:** to their Depository Participants (Dps)
 - b. **For shares held in physical form:** to the Company's Registrar and Transfer Agent (RTA), MCS Limited (Unit: JK Lakshmi Cement Limited), Kind Attention: Mr. Ajay Dalal, 179-180, DSIDC Shed, 3rd Floor, Okhla Industrial Area, Phase-1, New Delhi - 110020, E-mail: admin@mcsregistrars.com, Ph: 011-41406149-52 in prescribed Form ISR-1 and other forms pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated 23rd June 2025 ('Master Circular'). The Company has already sent letters for furnishing the required details to RTA. Members may access the said Letter and relevant Forms available on the website of the Company at <https://www.jklakshmicement.com/kyc-documents/>
- (2) Members may note that SEBI vide afore-mentioned Master Circular has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal / exchange of securities certificate; endorsement; sub-division / splitting of securities certificate; consolidation of securities certificates / folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4, the format of which is available on the website of the Company at <https://www.jklakshmicement.com/kyc-documents/>.
- (3) Investor Grievances can be lodged electronically with the RTA. Please log on to www.mcsregistrars.com and click on Investors Services to register your queries / grievances which will be promptly responded by the RTA. Please write to the Company Secretary at Secretarial Department at Gulab Bhawan (Rear Block), 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi - 110002 or E-mail: jkic.investors@jklmail.com in case RTA's response is not received within a week's time.
- (4) Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or the RTA, the details of such folios together with the Share Certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of Share Certificates shall be processed in dematerialized form.
- (5) **Investor Education and Protection Fund:**

(a) Unclaimed Dividend - Transfer to Investor Education and Protection Fund

Pursuant to Sections 124, 125 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), amended from time to time, the unclaimed dividend shall be transferred to the Investor Education and Protection Fund (IEPF) within 30 days from the due date of transfer i.e. on expiry of 7 years from the date of transfer of such dividend to the Unpaid Dividend Account of the Company.

Accordingly, the unclaimed dividend will be transferred to the IEPF as under:

Dividend	Due date for transfer to the IEPF
Financial Year ended 31.03.2018 - 15% Dividend	12 th October 2025
Financial Year ended 31.03.2019 - 15% Dividend	4 th October 2026
Interim Dividend during Financial Year ended 31.03.2020 - 50% Dividend	19 th April 2027

Members who have not claimed their dividend for the said Financial Years may write to the Company Secretary for payment at the Secretarial Department at Gulab Bhawan (Rear Block), 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi - 110 002.

The unclaimed dividend in respect of the prior period has already been transferred to the General Revenue Account of the Central Government or the Investor Education and Protection Fund, as the case may be, as per the provisions of the said Act read with the relevant Rules framed thereunder.

- (b) Pursuant to Section 124(6) of the Act read with the IEPF Rules, as amended, the Company has, during Financial Year 2024-25, transferred all the shares in respect of which dividend had remained unpaid / unclaimed for seven consecutive years or more to IEPF Authority within the prescribed time. The details of shares transferred to the IEPF Authority are available on the website of the Company.

With respect to dividend and shares due for transfer in the Financial Year 2025-26, the Company has sent notice to all the Members whose dividends are lying unclaimed for seven consecutive years or more to claim the same at the earliest.

- (c) Members may note that shares as well as unclaimed dividend transferred to the IEPF Authority can be claimed back. Concerned Members are advised to contact the Company for claiming the shares and / or refund of dividend from the IEPF Authority.
- (d) Special assistance to senior citizen claimants: IEPF Authority has launched a special window facility for senior citizens of age 75 years and above. The Company supports the aforesaid initiative and will facilitate all such claimants in filing IEPF-5 as well as their e-verification report on priority in Ministry of Corporate Affairs. All such senior citizen claimants may write to jklc.investors@jklmail.com for the required assistance.
- (6) Nomination: Pursuant to Section 72 of the Companies Act, 2013 and relevant SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website at <https://www.jklakshmicement.com/kyc-documents/>. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.
- (7) Manner of Payment of Dividend: SEBI vide its Master Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated 23rd June 2024, has mandated that with effect from 1st April, 2024, dividend to security holders who are holding securities in physical form, shall be paid only through electronic mode. Such payment shall be made only after the shareholders furnish their PAN, contact details (postal address with PIN and mobile number), Bank Account details & Specimen Signature (KYC).
- (8) SEBI vide its notification dated 24th January 2022, has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company's RTA for assistance in this regard. Dematerialisation facility is available both on NSDL and CDSL. Company's ISIN is INE786A01032.
- (9) Members are requested to quote their Folio No. / DPID - Client ID and details of shares held in physical/dematerialised forms, e-mail IDs and Mobile / Telephone / Fax Nos. for prompt reply to their communications.