



JKLC:SECTL:SE:15
28th September 2015

- | | |
|--|---|
| <p>1. BSE Limited
Department of Corporate
Services
25th Floor, P.J. Towers
Dalal Street
Mumbai – 400 001</p> | <p>2. National Stock Exchange of India Limited
“Exchange Plaza”
Bandra – Kurla Complex
Bandra (E)
MUMBAI – 400 051</p> |
|--|---|
- Security Code: 500380** **Symbol : JK LAKSHMI, Series : EQ**

Dear Sirs,

Re: Voting Results of 75th Annual General Meeting held on 26th September 2015.

1. Further to our letter of even no. dated 21st August 2015, informing the date of Book Closure for Annual General Meeting (AGM), Cut-off date for E-Voting and payment of Dividend, we now send herewith the Voting Results (Consolidated: Remote E- voting & Poll) on the Resolutions forming part of the Notice of the 75th AGM of the Company held on 26th September 2015 at Registered Office of the Company at Jaykaypuram-307019, Basantgarh, Dist. Sirohi (Rajasthan), pursuant to Clause 35A of the Listing Agreement.
2. We have to further inform you that Shri Ronak Jhuthawat, Practicing Company Secretary, Membership No. ACS-32924, Scrutinizer has submitted his consolidated report dated 26th September 2015 on remote e-voting and the voting at the aforesaid AGM. A copy of the said report is also enclosed herewith.

Thanking you and assuring you of our best attention at all times.

Yours faithfully,
For JK Lakshmi Cement Limited,

(B K Daga)
Vice President &
Company Secretary

Encl:a.a.

Copy for information to:
Central Depository Services (India) LTD.
Phoenix Jeejeebhoy Towers, 17th floor, Mumbai - 400 001



Admn. Office: Nehru House, 4, Bahadur Shah Zafar Marg, New Delhi 110 002; Phone: 33001142 / 33001112; Fax: 91-011-23722251/ 23722021;

E-Mail: icl@jklmail.com; Website: www.jklakshmi.com, C I N L74999RJ1938PLC019511

Regd. & Works Office: Jaykaypuram, Distt. Sirohi, Rajasthan; Phone: 02971-244409/ 244410; Fax: 02971-244417; E-Mail: lakshmi_cement@ic.jklmail.com

Secretarial Deptt. : Guleb Bhawan (Rear Wing), 3rd Floor, 6-A, Bahadur Shah Zafar Marg, New Delhi-110 002

Phone: 30179860, 33001142, 33001112; Fax: 91-11-23739475, E-mail: bkdaga@jklmail.com



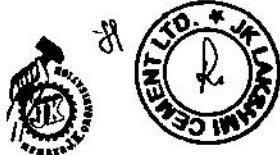
JK LAKSHMI CEMENT LIMITED
75TH AGM HELD ON 26TH SEPTEMBER 2015
RESULTS OF E-VOTING/ BALLOT/AGM VOTING
Details of Voting Results

Pursuant to Section 108 and 109 of the Companies Act 2013 read with the Companies (Management and Administration) Rules, 2014, and other applicable provisions of the said Act, the Members were provided with the facility to cast their votes through remote e-voting and voting at the Annual General Meeting through ballot paper, on the Resolutions forming part of the Notice of the 75th Annual General Meeting of the Company held on 26th September 2015 at 11:00 A.M.(AGM).

Shri Ronak Jhuthawat, Practicing Company Secretary was appointed as the Scrutiniser for conducting both the remote e-voting process (E-voting period commenced on Wednesday, 23rd September 2015 at 10:00 A.M. and ended on Friday, 25th September 2015 at 5:00 P.M.) and also voting at the venue of the AGM through Ballot Paper.

Based on the consolidated report submitted by the said Scrutiniser on the remote e-voting and the voting at the AGM through Ballot Paper Poll as aforesaid, all the resolutions were duly passed with requisite majority. The results are as under:

Date of the AGM/EGM:	26 th September 2015
Total number of shareholders on record date (i.e. 21st September 2015 – cut-off date for e-voting purpose):	77,119
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	74
No. of Shareholders attended the meeting through Video Conferencing	Not arranged
Promoters and Promoter Group:	
Public:	





Agenda-wise

In case of Poll/Postal Ballot/E-voting:

The mode of voting for all resolutions was remote e-Voting and Poll conducted at the Meeting:

Resolution 1: Consideration and adoption of the audited financial statements of the Company (including consolidated financial statements) for the financial year ended 31st March 2015 and the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution).

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	5,40,56,959	5,38,90,441	99.69	5,38,90,441	0	100.00	0
Public – Institutional holders	3,85,39,830	2,05,04,403	53.20	2,05,04,403	0	100.00	0
Public-Others	2,50,73,277	35,40,519	14.12	35,39,737	782	99.98	0.02
Total	11,76,70,066	7,79,35,363	66.23	7,79,34,581	782	99.99	0.02

Resolution 2: Declaration of dividend on Equity Shares (Ordinary Resolution).

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	5,40,56,959	5,38,90,441	99.69	5,38,90,441	0	100.00	0
Public – Institutional holders	3,85,39,830	2,05,04,403	53.20	2,05,04,403	0	100.00	0
Public-Others	2,50,73,277	39,96,012	15.94	39,96,000	12	100.00	0
Total	11,76,70,066	7,83,90,856	66.62	78390844	12	100.00	0





Resolution 3: Re-appointment of Shri Sushil Kumar Wali, who retires by rotation (Ordinary Resolution).

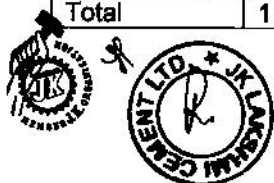
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	5,40,56,959	5,38,90,441	99.69	5,38,90,441	0	100.00	0
Public – Institutional holders	3,85,39,830	2,05,04,403	53.20	2,01,10,706	3,93,697	98.08	19.20
Public-Others	2,50,73,277	39,95,868	15.94	39,03,214	92,654	97.68	2.32
Total	11,76,70,066	7,83,90,712	66.62	7,79,04,361	4,86,351	99.38	0.62

Resolution 4: Ratification of appointment of Statutory Auditors and fixing their remuneration (Ordinary Resolution).

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	5,40,56,959	5,38,90,441	99.69	5,38,90,441	0	100.00	0
Public – Institutional holders	3,85,39,830	2,05,04,403	53.20	2,00,55,710	4,48,693	97.81	2.19
Public-Others	2,50,73,277	37,07,512	14.79	36,12,695	94,817	97.44	2.56
Total	11,76,70,066	7,81,02,356	66.37	7,75,58,846	5,43,510	99.30	0.70

Resolution 5: Ratification of Remuneration of the Cost Auditors (Ordinary Resolution).

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	5,40,56,959	5,38,90,441	99.69	5,38,90,441	0	100.00	0
Public – Institutional holders	3,85,39,830	2,05,04,403	53.20	2,05,04,403	0	100.00	0
Public-Others	2,50,73,277	39,96,012	15.94	39,14,021	81,991	97.95	2.05
Total	11,76,70,066	7,83,90,856	66.62	7,83,08,865	81,991	99.90	0.10





Resolution 6: Authorisation to the Board of Directors to provide security by way of creation of mortgage and/or charge on the immovable and movable properties of the Company to support the obligations in respect of upto 4,750 Non-Convertible Debentures aggregating up to Rs. 475 crores issued/to be issued by Hansdeep Industries & Trading Company Limited (**Special Resolution**).

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	5,40,56,959	5,38,90,441	99.69	5,38,90,441	0	100.00	0
Public – Institutional holders	3,85,39,830	2,05,04,403	53.20	2,04,70,367	34,036	99.83	0.17
Public-Others	2,50,73,277	35,43,305	14.13	35,41,857	1,448	99.96	0.04
Total	11,76,70,066	7,79,38,149	66.23	7,79,02,665	35,484	99.95	0.04

Resolution 7: Authorisation to the Board of Directors to issue Non- Convertible Debentures upto Rs. 1,000 crores on private placement basis, in one or more tranches/series. (**Special Resolution**).

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	5,40,56,959	5,38,90,441	99.69	5,38,90,441	0	100.00	0
Public – Institutional holders	3,85,39,830	2,05,04,403	53.20	2,04,70,367	34,036	99.83	0.17
Public-Others	2,50,73,277	39,96,012	15.94	39,25,218	70,794	98.23	1.77
Total	11,76,70,066	7,83,90,856	66.62	7,82,86,026	1,04,830	99.87	0.13

Note: (i) There are no invalid votes on above resolutions.

(ii) All the resolutions have been passed by the Shareholders with requisite majority.

Place: New Delhi

Date: 28th September 2015





Ronak Jhuthawat & Co.

Company Secretaries

Mobile : +91 98874 22212

E-mail : csronakjhuthawat@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 &109 of the Companies Act, 2013 and read with Companies (Management and administration) Rules, 2014 as amended]

To,
The Chairman,
75th Annual General Meeting of the Members of
JK Lakshmi Cement Limited,
Jaykaypuram, Basantgarh, District Sirohi, Rajasthan- 307 019

Sub : 75th Annual General Meeting of the Equity Shareholders of the Company of JK Lakshmi Cement Limited, Held on 26th September 2015 at 11.00A.M. at Jaykaypuram, Basantgarh, District Sirohi, Rajasthan- 307 019

Dear Sir,

I Ronak Jhuthawat, a practicing Company Secretary (ACS 32924), have been appointed by the Board of Directors of **JK Lakshmi Cement Limited** as a Scrutinizer for the purpose of :

1. Scrutinizing the e-voting process (remote E voting) and ascertaining the requisite majority on remote e- voting carried out as per the provision of Section 108 of the Companies Act, 2013 (Act) read with rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 75thAnnual General meeting (AGM) of the Members of the Company, to be held on 26th September 2015 at 11.00 A.M. at Jaykaypuram, Basantgarh, District Sirohi, Rajasthan- 307 019
2. Scrutinizing the Poll process through ballot papers under the provision of the Section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 75th Annual General meeting (AGM) of the Members of the Company, to be held on 26th September 2015 at 11.00 A.M. at Jaykaypuram, Basantgarh, District Sirohi, Rajasthan- 307 019

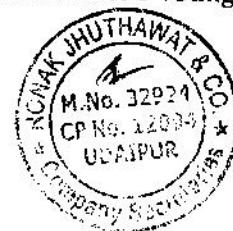
The Management of the Company is responsible to ensure the Compliance with the requirements of the Act and the Rules relating to Voting through electronic means & Voting by Poll at the AGM on the resolutions contained in the Notice to the 75thAGM of the members of the Company.

My responsibility as a scrutinizer for the remote e-voting process & Poll at AGM is restricted to make a Consolidated Scrutinizer's Report of the vote cast "in Favor "or "against" the resolutions, based on the reports generated from the e- voting system provided by Central Depository Services (India) Limited (CDSL),the authorized agency, to provide e-voting facilities, engaged by Company and from the polling process conducted at the 75th AGM.

Further to the above, I submit my report as under:

- A. The Company has entered into an agreement with Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities to all the members who were eligible to take part in the remote e-voting.

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Address - Residential : 1097,Gyan Nagar, Hiran Magari, Sec. - 4, Udaipur (Raj.)
Office : Akme Business Center 4-5 Subcity Center, Opp. Krishi Upaj Mandi, Savina, Udaipur (Raj.)

- B. The "cut-off" date for the purpose of identifying the shareholders who will be entitled to vote on the resolution placed for the approval of the shareholders was 21st September, 2015.
- C. As prescribed in the Rules, remote e- voting facility was kept open for three days from 23rd September, 2015 (10.00 A.M.) to 25th September 2015 (5.00P.M.)
- D. As on "Cut off" date i.e. 21st September 2015 there were 77119 (Seventy Seven Thousand One Hundred and Nineteen) shareholders.
- E. The requisite advertisement pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended, was published in the "Business Standard" (in English language) (All editions) and in "Jagruk Times" (in Hindi language) (Sirohi Edition), both on 04th September 2015.
- F. After the time fixed for closing of the polls by Chairman, one poll box kept for polling was locked in my presence with due identification marks placed by me.
- G. After Annual General Meeting, the poll box kept for voting was immediately opened by me in presence of Mr Mohit Vanawat & Mr Arpit Lodha, 2 witnesses, who are not in the employment of the Company.
- H. Thereafter the electronic votes cast through E voting were unblocked on 26th September, 2015 at 12.48 P.M. i.e. after the Conclusion of 19th Annual General Meeting in the presence of 2 witness, Mr Mohit Vanawat & Mr Arpit Lodha.
- I. The poll papers were reconciled with the records maintained by the Registrar and Transfer agent and the authorization / proxies lodged with the company.
- J. There were no poll papers which were incomplete and/or which were otherwise found defective.
- K. I did not find any invalid ballot papers.
- L. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting website of CDSL (www.evotingindia.com), and the votes cast by the members (including proxies) through Ballot Papers at AGM, the consolidated results of the remote e-voting and voting at AGM, on all items of the business transacted at the AGM held on 26th September, 2015 are as under :

Consolidated report on result of voting through electronic means and voting by poll is as under:

(a) Resolution No.1: Ordinary Resolution

Consideration and adoption of the financial statements of the Company ((including consolidated financial statements) for the financial year ended 31st March 2015 and the Reports of the Board of Directors and Auditors thereon. -

(i) Voted *in favor* of the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	71	785316	1.01
Through remote e-voting	151	77149265	98.99
Total	222	77934581	100.00



(ii) Voted *against* the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	Nil	Nil	Nil
Through remote e-voting	2	782	0.0
Total	2	782	0.00

(iii) Votes *Invalid*:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL

(b) Resolution No. 2 : Ordinary Resolution

Declaration of dividend on Equity Shares.

(i) Voted *in favor* of the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	71	785316	1.01
Through remote e-voting	154	77605528	98.99
Total	225	78390844	100.00

(ii) Voted *against* the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	Nil	Nil	Nil
Through remote e-voting	1	12	0.00
Total	1	12	0.00

(iii) Votes *Invalid*:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL



(c) Resolution No. 3: Ordinary Resolution

Re-appoint of Shri Sushil Kumar Wali (DIN: 00044890), who retires by rotation.

(i) Voted *in favor* of the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	71	785316	1.01
Through remote e-voting	143	77119045	98.37
Total	214	77904361	99.38

(ii) Voted *against* the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	Nil	Nil	Nil
Through remote e-voting	10	486351	0.62
Total	10	486351	0.62

(iii) Votes *Invalid*:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL

(d) Resolution No 4: Ordinary Resolution

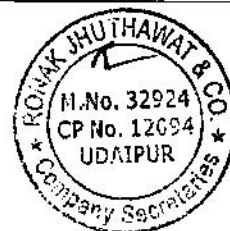
Ratification of appointment of Statutory Auditors and their remuneration

(i) Voted *in favor* of the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	71	785316	1.01
Through remote e-voting	145	76773530	98.29
Total	216	77558846	99.30

(ii) Voted *against* the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	Nil	Nil	Nil
Through remote e-voting	8	543510	0.30
Total	8	543510	0.30



(III) Votes Invalid:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL

(e) Resolution No 5: Ordinary Resolution

Ratification of remuneration of Cost Auditors

(i) Voted *in favor* of the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	71	785316	1.01
Through remote e-voting	150	77523549	98.89
Total	221	78308865	99.90

(ii) Voted *against* the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	Nil	Nil	Nil
Through remote e-voting	5	81991	0.10
Total	5	81991	0.10

(iii) Votes Invalid:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL

(f) Resolution No 6: Special Resolution

Authorization to the Board of Directors to provide security by way of creation of mortgage and/or charge on the immovable and movable properties of the Company to support the obligations in respect of upto 4,750 NCDs aggregating up to Rs. 475 crores issued/to be issued by Hansdeep Industries & Trading Company Limited.

(i) Voted *in favor* of the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	71	785316	1.01
Through remote e-voting	143	77117349	98.94
Total	214	77902665	99.95



(ii) Voted *against* the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	Nil	Nil	Nil
Through remote e-voting	9	35484	0.05
Total	9	35484	0.05

(iii) Votes *Invalid*:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL

(G) Resolution No 7: Special Resolution

Authorization to the Board of Directors to issue Non-Convertible Debentures ("NCDs") upto Rs. 1,000 crores on private placement basis, in one or more tranches/series.

(i) Voted *in favor* of the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	71	785316	1.01
Through remote e-voting	149	77500710	98.86
Total	220	78286026	99.87

(ii) Voted *against* the resolution:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	Nil	Nil	Nil
Through remote e-voting	6	104830	0.13
Total	6	104830	0.13

(iii) Votes *Invalid*:

Mode of Voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL

Note:

a). The shareholders abstained from voting on specific resolution under remote e-voting as well as under Poll at AGM has not been considered for ascertaining the votes.



J. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request to the Chairman of the Company to announce the results of the 75th Annual General Meeting.

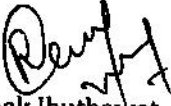
K. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

CONCLUSION

All the Ordinary as well as Special resolutions mentioned in the AGM notice dated 11th August 2015 under the remote e-voting and Voting through Ballot conducted at the venue of the meeting have been passed with requisite majority.

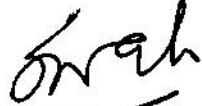
Thanking you,

Yours faithfully,
For Ronak Jhuthawat & Co.
Company Secretaries


Ronak Jhuthawat
Proprietor
Membership No.32924 (COP No. 12094)



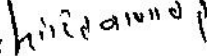
COUNTERSIGNED BY:
For JK Lakshmi Cement Limited


Shri S.K. Wali,
Whole-time Director
(Authorized Person)

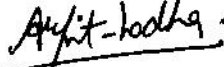
Place: Sirohi
Date: 26.09.2015

Witness to the Unblocking of remote E voting on 26th September 2015 at 12:48 P.M.

• **Witness 1:**

Signature: 
Name: Mohit Vanawat
Add: 29 A, Keshav Nagar, Udaipur

• **Witness 2:**

Signature: 
Name: Arpit Lodha
Add: 38A, G Road, Bhupalpura, Udaipur