



JK Cement LTD.

(CIN: L17229UP1994PLC017199)
ISO 9001 & ISO 14001 CERTIFIED COMPANY

Phone : +91-11-49220000
Fax : +91-11-49220044
E-mail : jkcement.delhi@jkcement.com
Web : www.jkcement.com

Padam Tower, 19, DDA Community Centre
Phase - I, Okhla, New Delhi - 110020 INDIA

(Speed Post/Email)

Ref. No. JKCL/MKTG./ADDN./

Date:- 01/04/2023

M/s. Sharma Cement Agency. (179894)

Dholpur.,

District:- Dholpur

Ref.: Stockiest Agreement Executed with you.Oct Month 2019 year.

**Sub: Addendum in Stockiest Agreement by way of Long Term Association Scheme
"Samridhi Samuha" for Dealers:**

Please refer to our discussion, whereas, we have informed you that our Company with an objective to reward the long associated dealers of JK Cement Limited and also to encourage dealers to deliver consistent performance year on year basis, pleased to launch Long Term Dealer's Association Scheme in the name & style of **"Samridhi Samuha"** for our selected **Dealers**.

In this regard and as per our mutual understanding, we are now desirous of amending the agreement by incorporating following Scheme and accordingly, the Parties hereby wish to execute this Addendum in pursuance of the aforesaid amendment to the Agreement.

Prerequisites of the Scheme for the Dealers:

1. All accrued payment will be paid based on JK Cement's discretion and liberty. JK Cement Limited shall have legitimate right to forego any pending payouts and cannot be held liable by the Dealer for the same. JK Cement Limited also has the right to penalize the Dealer based on his/its performance.
2. Dealer shall have no right to adjust the scheme balance with any payment outstanding or dues/ balances. Association bonus is notional until payout on completion of continuous association based on the terms and conditions of Scheme.
3. This Scheme will be an ongoing scheme. JK Cement has the Legitimate right to stop the scheme at any point of time as per its sole discretion.



Corporate & Registered Office : Kamla Tower, Kanpur-208001, (U. P.) INDIA
Phone +91-512-2371478 to 81 **Fax** +91-512-2399854 **E-mail:** ho.grey@jkcement.com .

J K. Cement Works, Nimbahera
J K. Cement Works, Mangrol
J K. Cement Works, Gotan
J K. Cement Works, Jharli

J K. Power, Bamania
J K. Cement Works, Muddapur
J K. White Cement Works, Gotan
J K. White, Katni



Sharma Cement Agency

Proprietor



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4. Dealer firm cannot be changed/ merged with a new firm. Change to new firm registration even with the same proprietor will be treated as different entity and appropriate firm age will be taken for consideration. No carry forward of payouts shall be allowed in case of discontinuation of firm's activity. Even old stockiest firm is not entitled for payout against the old firm.
5. JK Cement has the right to forego complete payout upon dealer inactivity for more than three (3) months or penalize for the reduced activity (Penalty detail is mentioned in the Addendum).
6. Selected dealers will accrue yearly amount based on its tier/category. Payouts will be given on yearly basis upon completion of five (5) years of active association with JK Cement Limited and lump-sum payout of all money accrued will be made upon completion of twenty (20) years of association with JK Cement Limited (post FY 2030).

Eligibility Criteria for the Dealers:

1. Exclusive and non-exclusive dealers
2. Gold, Platinum and Titanium dealers
3. On Trade volumes (Eligible for Trade Scheme)

Payout & scheme benefits:

1. **One-time Launch Bonus:** An amount equal to 25% of dealer's yearly accrual rate (based on FY 2020) will be accrued at the start of FY 2021. This money will be paid on completion of five (5) years of active association with JK Cement Limited (end of FY 2025 along with 2020 (Y1) accrual).
2. **Yearly accrual:** Reward will be accrued throughout the year based on association period Tierization as per last year annual sales: Money accrued on year one (1) Sales will be paid out at the end of fifth (5th) year, money accrued on year two (2) sales will be paid on end of sixth (6th) year and so on so forth.
3. **Lump-sum payout** will be made after 2030 once a dealer firm completes 20 years of association with JK, wherein the accrued money for the last 4 years will be made & going forward payouts will only be deferred by 1 year (E.g. dealers completing twenty (20) years of association during FY 2032 will



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receive the money accrued for sales during years FY 2028, 2029, 2030 and 2031 upon end of FY 2032. Money accrued for FY 2032 sales will be paid on end of FY 2033, Money for FY 2033 sales will be paid at end of FY 2034 and so on).

- Lump sum payouts on completion of 20 years of firm tenure will only be paid out post 2030. All Dealers completing 20 years with JK before 2030 will paid out post FY 2030 on continuous association.
- For current dealers, the past association will be considered on calculating the tenure with JK Cement.

Terms and Condition:

- Money accrued at the end of each year will be paid after completing five (5) years of active association with JK Cement Limited, money accrued on year one (1) Sales will be paid out at the end of fifth (5th) year, money accrued on year two (2) sales will be paid on end of sixth (6th) year and so on so forth.
- Penalties shall be applicable at the time of payout if the dealer decreases his level of engagement with JK Cement Limited over these five (5) years (Penalty details in the Addendum).
- Dealers will start accruing money from FY 20-21 onwards and hence the first payout for such accruals will be made at the end of FY 2025.
- All existing silver/bronze dealers who upgrade to gold and above tiers will automatically be enrolled into the scheme.
- Annual statement for accrual will be shared with the dealers for applicable payout. Actual payout will only be done post completion of continuous association for Five (5) years.

Penalties:

- Loss of complete payout if dealer leaves JK Cement Limited or applies for the refund of Security deposited with the Company.
- Loss of complete payout due to non-lifting of cement for more than three (3) months continuous. (No sale for 3 months).
- Appropriate partial penalties will be levied upon tier drop across the active years. If the dealer tier slips to Bronze or No tier in the payout year, 100% loss in payout due that year.

Eg- It will be calculated if the loyalty tier of the dealer in the payout year is less than the loyalty tier of the dealer in the accrual year

- One step decline in tier – 10% loss in payout (Titanium → Platinum,

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- Platinum → Gold, Gold → Silver)
- b. Two step decline in tier– 20% loss in payout (Titanium → Gold or Platinum → Silver)
 - c. Three step decline in tier– 30% loss in payout (Titanium → Silver)
 - d. If dealer slips to Bronze or below – 100% loss in payout due that year
4. Dealer firm name cannot be changed/ merged with the new/old firm. Any changes in the firm registration even with the same proprietor will be treated as different and appropriate firm age will be taken for consideration. No carry forward of payouts will be allowed in case of discontinuation of firm's activity.
5. If any Stockiest/Dealer reactivated at any time it will be considered the reactivation date.

Miscellaneous Terms & Conditions:

- The Company shall have legitimate right to share/disclose the personal details of the members of this Scheme with any third party including its vendors, channel partners, service providers, officials, etc. and the members have agreed to and having no objection to do the same by the Company. .
- This scheme may or may not run concurrently with any other schemes or any other reward program that may be offered by JK Cement Limited.
- Entering our site / Signing on this Addendum shall means that you have read, understood and agreed to everything including all terms & conditions that is written and implied in this disclaimer note.
- JKCL shall not be liable for any loss or damage whatsoever that may be suffered, or for any personal injury that may be suffered directly or indirectly, as a result of participating in this Scheme or using any reward or disclosure of any information of any member.
- Any tax liability arising on account of any prizes received by members under this Scheme, would be the liability and responsibility solely of the Dealers only. JK Cement Limited will not take any responsibility of the same.
- All disputes are subject to the exclusive jurisdiction of the courts of Kanpur only.
- The content of the Scheme is owned by JK Cement Limited. Reproducing, modifying, transmitting, publishing or distributing any of the documents, data, content, graphics or materials contained on or within/outside the website, without prior written permission of JK Cement Limited or its affiliates would amount to violation of copyright/trademarks and would be an illegal act, punishable by law.



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All other terms and conditions shall remain same as mentioned in the above referred agreement, except as herein amended and this addendum shall be a part and parcel of the said original agreement.

You are requested to please sign duplicate copy of this letter (all pages) and return to us in token of your acceptance.

Sincerely,

For J.K. Cement Limited

Pushp Raj Singh
President (Sales & Marketing)
Grey Cement Division
New Delhi.

ACCEPTED

For

Sharma Cement Agency

Proprietor
Signature & Stamp



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