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Intertek



**JAYSYNTH**

Right Quality - Right Price

**JAYSYNTH DYESTUFF (INDIA) LTD.**

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CIN No. L24114MH1985PLC035564

JDIL/RCT/035

July 11, 2014

The Secretary.,  
The Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI - 400 023.



Kind Attn:- Mr.JEEVAN (DCS-CRD)

Dear Sirs,

Sub:- Compliance with Clause 49 of the Listing Agreement

With reference to above, we are forwarding herewith Compliance Report on Corporate Governance for the quarter ended June 30, 2014.

We request you to take the same on record and oblige.

Thanking you, we remain,

Yours faithfully.,

For JAYSYNTH DYESTUFF (INDIA) LIMITED

[CHANDRAKANT C. BHAGWAT]  
COMPANY SECRETARY

Encl: As above.

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE – JDIL- JUNE 30, 2014**

| Particulars  | Clause of Listing Agreement | Compliance status (Yes/No) | Remarks  |
|--|-----------------------------|----------------------------|--|
| 1  | 2                           | 3                          | 4  |
| <b>I. Board of Directors</b>   | 49 I                        |                            |  |
| (A) Composition of Board   | 49(IA)                      | Yes                        |  |
| (B) Non-executive Directors' Compensation and disclosures                | 49(1B)                      | Yes                        | NON-EXECUTIVE DIRECTORS ARE NOT PAID ANY FEES/ COMPENSATION. EXCEPT BOARD MEETING FEES.  |
| (c) Other provisions as to Board and committees                          | 49(IC)                      | Yes                        |  |
| (D) Code of Conduct  | 49(ID)                      | Yes                        |  |
| <b>II. Audit Committee</b>   | 49(II)                      |                            |  |
| (A) Qualified & Independent Audit Committee                              | 49(IIA)                     | Yes                        |  |
| (B) Meeting of Audit Committee   | 49 (IIB)                    | Yes                        |  |
| (C) Power of Audit Committee   | 49(IIC)                     | Yes                        |  |
| (D) Role of Audit Committee  | 49(IID)                     | Yes                        |  |
| (E) Review of information by Audit Committee                             | 49(IIE)                     | Yes                        |  |
| <b>III. Subsidiary Companies</b>   | 49(III)                     | N.A.                       | THE COMPANY IS NOT HAVING ANY "SUBSIDIARY" INCORPORATED IN INDIA.  |
| <b>IV. Disclosures</b>   | 49(IV)                      |                            |  |
| (A) Basis of related party transactions                                  | 49(IV A)                    | Yes                        | INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2013.  |
| (B) Disclosure of Accounting Treatment                                   | 49(IV B)                    | Yes                        | IN PREPARATION OF FINANCIAL STATEMENT AS PRESCRIBED IN ACCOUNTING STANDARD IS FOLLOWED.  |
| (C) Board Disclosures  | 49 (IV C)                   | Yes                        |  |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49(IV D)                    | N.A.                       | COMPANY HAS NOT MADE FURTHER CAPITAL ISSUE.  |
| (E) Remuneration of Directors  | 49(IV E)                    | Yes                        | INFORMATION REGARDING DIRECTORS REMUNERATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2013.   |
| (F) Management   | 49(IV F)                    | Yes                        | MANAGEMENT DISCUSSION AND ANALYSIS REPORT IS PROVIDED IN THE DIRECTOR'S REPORT OF ANNUAL REPORT FOR THE YEAR ENDED 31/03/2013.   |
| (G) Shareholders   | 49(IV G)                    | Yes                        | INFORMATION REGARDING DIRECTORS IS PROVIDED IN THE NOTICE TO SHAREHOLDERS ON THEIR APPOINTMENT / RE-APPOINTMENT. SHAREHOLDERS INVESTORS GRIEVANCE-CUM-TRANSFER COMMITTEE IS FORMED. PARTICULARS OF WHICH IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2013. |
| <b>V. CEO/CFO Certification</b>  | 49(VI)                      | Yes                        | IN THE CORPORATE GOVERNANCE, IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2013 INFORMATION UNDER "DISCLOSURES" IS GIVEN.  |
| <b>VI. Report on Corporate Governance</b>                                | 49 (VI)                     | Yes                        | INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2013.  |
| <b>VII. Compliance</b>   | 49 (VII)                    | Yes                        | INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2013.  |

