



**JAYSYNTH**  
Right Quality - Right Price

**JAYSYNTH DYESTUFF (INDIA) LTD.**

301, Sumer Kendra, Pandurang Budhkar Marg,  
Worli, Mumbai - 400 018. India

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CIN No. L24114MH1985PLC035564

JDIL/RCT/080

April 07, 2015

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 March 31, 2015.

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

Thanking you, we remain,

Yours faithfully.,

For JAYSYNTH DYESTUFF (INDIA) LIMITED

**CHANDRAKANT BHAGWAT**  
**COMPANY SECRETARY**

Encl: As above.

**ANNEXURE-XI TO THE LISTING AGREEMENT****QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**Name of the Company: **JAYSYNTH DYESTUFF (INDIA) LIMITED**Quarter ending on : **MARCH 31, 2015**

Particulars	Clause of Listing Agreement	Compliance status (Yes/No/N.A.)	Remarks
1	2	3	4
<b>II. Board of Directors</b>	49(II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49(IIB)	Yes	<b>APPOINTMENT OF INDEPENDENT DIRECTORS UPLOADED ON COMPANY'S WEBSITE.</b>
(c) Non-executive Directors' compensation & disclosures	49(IIC)	Yes	<b>NON-EXECUTIVE DIRECTORS ARE NOT PAID ANY FEES/ COMPENSATION. EXCEPT BOARD MEETING FEES.</b>
(D) Other provisions as to Board and committees	49(IID)	Yes	
(E) Code of Conduct	49(IIE)	Yes	
(F) Whistle Blower Policy	49(IIF)	Yes	<b>ADOPTED WHISTLE BLOWER POLICY.</b>
<b>III. Audit Committee</b>	49(III)		
(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	
(B) Meeting of Audit Committee	49(IIIB)	Yes	
(C) Power of Audit Committee	49(IIIC)	Yes	
(D) Role of Audit Committee	49(IIID)	Yes	
(E) Review of information by Audit Committee	49(IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	
<b>V. Subsidiary Companies</b>	49(V)	N.A.	<b>THE COMPANY IS NOT HAVING ANY "SUBSIDIARY" INCORPORATED IN INDIA.</b>
<b>VI, Risk Management</b>	49(VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49(VIIIA)	Yes	<b>INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2014.</b>
(B) Disclosure of Accounting Treatment	49(VIIIB)	Yes	<b>IN PREPARATION OF FINANCIAL STATEMENT AS PRESCRIBED IN ACCOUNTING STANDARD IS FOLLOWED.</b>
(C) Remuneration of Directors	49(VIIIC)	Yes	<b>INFORMATION REGARDING DIRECTORS REMUNERATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2014.</b>



(D) Management	49(VIIID)	Yes	MANAGEMENT DISCUSSION AND ANALYSIS REPORT IS PROVIDED IN THE DIRECTOR'S REPORT OF ANNUAL REPORT FOR THE YEAR ENDED 31/03/2014.
(E) Shareholders	49(VIII E)	Yes	INFORMATION REGARDING DIRECTORS IS PROVIDED IN THE NOTICE TO SHAREHOLDERS ON THEIR APPOINTMENT / RE-APPOINTMENT. STAKEHOLDERS' RELATIONSHIP COMMITTEE IS FORMED. PARTICULARS OF WHICH IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2014.
(I) Proceeds from public issues, rights issues, preferential issues etc.	49(VIII I)	N.A.	COMPANY HAS NOT MADE FURTHER CAPITAL ISSUE.
IX. CEO/CFO Certification	49(IX)	Yes	IN THE CORPORATE GOVERNANCE, IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2014 INFORMATION UNDER "DISCLOSURES" IS GIVEN.
X. Report on Corporate Governance	49 (X)	Yes	INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2014.
XI. Compliance	49 (XI)	Yes	INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2014.

**Note :**

1. The Annual Report disclosure requirement applicable from October 1, 2014 will be complied in the next Annual Report for the financial year ended March 31, 2015.

