



**JAYSYNTH**  
Right Quality - Right Price

**JAYSYNTH DYESTUFF INDIA LTD.**

301, Sumer Kendra, Pandurang Budhkar Marg,

Worli, Mumbai - 400 018. India

Tel. : +91-22-3042 3048 (12 Lines)

Fax : +91-22-3042 3433/34 (2 Lines)

E-mail : info@jaysynth.com

Web : www.jaysynth.com

JDIL/RCT/767  
January 12, 2009

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

Kind Attn:- Mr.Sanjay Golecha (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 31/12/2008.

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

Thanking you, we remain,

Yours faithfully.,  
For **JAYSYNTH DYESTUFF (INDIA) LIMITED**

M. Patil

**[MANGESH PATIL]**  
**CHIEF MANAGER ACCOUNTS &**  
**COMPLIANCE OFFICER**

Encl: As above.

BOMBAY STOCK EXCHANGE LTD.

14 JAN 2009

CONTENTS NOT VERIFIED  
SIGN. ....

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE - JDIL**

Particulars	Clause of Listing Agreement	Compliance status (Yes/No)	Remarks
1	2	3	4
<b>I. Board of Directors</b>	49 I	Yes	
(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)	Yes	
(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)	Yes	INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2008.
(A) Basis of related party transactions	49(IV A)	Yes	
(B) Disclosure of Accounting Treatment	49(IV B)	Yes	IN PREPARATION OF FINANCIAL STATEMENT PRESCRIBED ACCOUNT 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 31/03/2008.
(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 31/03/2008.
(G) Shareholders	49(IV G)	Yes	INFORMATION REGARDING DIRECTOR'S 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 31/03/2008.
<b>V. CEO/CFO Certification</b>	49(VI)	Yes	IN THE CORPORATE GOVERNANCE, IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2008 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 31/03/2008.
<b>VII. Compliance</b>	49 (VII)	Yes	INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2008.