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JAYSYNTH
Right Quality - Right Price

JAYSYNTH DYESTUFF (INDIA) LTD.
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Worli, Mumbai - 400 018. India
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JDIL/RCT/1039
January 14, 2013

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 31/12/2012.

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

Thanking you, we remain,

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

Mbali

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

Encl: As above.



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE - JDIL

| Particulars | Clause of Listing Agreement | Compliance status (Yes/No) | Remarks |
|--|-----------------------------|----------------------------|---|
| 1 | 2 | 3 | 4 |
| I. Board of Directors | 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 | |
| II. Audit Committee | 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 | |
| III. Subsidiary Companies | 49(III) | N.A. | THE COMPANY IS NOT HAVING ANY "SUBSIDIARY" INCORPORATED IN INDIA. |
| IV. Disclosures | 49(IV) | Yes | INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2012. |
| (A) Basis of related party transactions | 49(IV A) | Yes | |
| (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 31/03/2012. |
| (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 31/03/2012. |
| (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 31/03/2012. |
| V. CEO/CFO Certification | 49(VI) | Yes | IN THE CORPORATE GOVERNANCE, IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2012 INFORMATION UNDER "DISCLOSURES" IS GIVEN. |
| VI. Report on Corporate Governance | 49 (VI) | Yes | INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2012. |
| VII. Compliance | 49 (VII) | Yes | INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2012. |