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# JD ORGOCHEM LTD.

(Formerly : Jaysynth Dychem Ltd.)

Regd. Office : 301, Sumer Kendra, Pandurang Budhkar Marg, Worli, Mumbai - 400 018. INDIA.  
Tel. : 91-22-3042 3048, Fax : 91-22-3042 3434. email : jaysynth@vsnl.com

JDL/RCT/1669  
January 14, 2013

The Secretary., The Bombay Stock Exchange Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI - 400 023.	The Secretary, National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), MUMBAI - 400 051.
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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 JD ORGOCHEM LTD.

[R.C.TOLAT]  
COMPANY SECRETARY

Encl: As above.



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

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	<b>NON-EXECUTIVE DIRECTORS ARE NOT PAID ANY FEES/ COMPENSATION. EXCEPT BOARD MEETING FEES.</b>
(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.	<b>THE COMPANY IS NOT HAVING ANY "SUBSIDIARY" INCORPORATED IN INDIA.</b>
<b>IV. Disclosures</b>	49(IV)	Yes	
(A) Basis of related party transactions	49(IV A)	Yes	<b>INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2012.</b>
(B) Disclosure of Accounting Treatment	49(IV B)	Yes	<b>IN PREPARATION OF FINANCIAL STATEMENT AS PRESCRIBED IN ACCOUNTING STANDARD IS FOLLOWED.</b>
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IV D)	N.A.	<b>COMPANY HAS NOT MADE FURTHER CAPITAL ISSUE.</b>
(E) Remuneration of Directors	49(IV E)	Yes	<b>INFORMATION REGARDING DIRECTORS REMUNERATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2012</b>
(F) Management	49(IV F)	Yes	<b>MANAGEMENT DISCUSSION AND ANALYSIS REPORT IS PROVIDED IN THE DIRECTOR'S REPORT OF ANNUAL REPORT FOR THE YEAR ENDED 31/03/2012.</b>
(G) Shareholders	49(IV G)	Yes	<b>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 31/03/2012.</b>
<b>V. CEO/CFO Certification</b>	49(V)	Yes	<b>IN THE CORPORATE GOVERNANCE, IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2012 INFORMATION UNDER "DISCLOSURES" IS GIVEN.</b>
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	<b>INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2012.</b>
<b>VII. Compliance</b>	49 (VII)	Yes	<b>INFORMATION IS PROVIDED IN THE ANNUAL REPORT FOR THE YEAR ENDED 31/03/2012.</b>

