



JD ORGOCHEM LTD.

(Formerly : Jaysynth Dyechem 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@vsnf.com

JDL/RCT/1690
April 18, 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/I, G Block, Bandra-Kurla Complex, Bandra (East), MUMBAI - 400 051. |
|--|--|

Dear Sirs,

Ref:- Your Circular No.LIST/psr/rk/2003, dt.03/01/2003
Sub:- Secretarial Audit

Vide your above referred Circular, it was informed that, vide SEBI Circular No.DXCC/FITTC/CIR-16/2002, dt.31/12/2002 all issuer companies are subject to a Secretarial Audit for the purposes of reconciliation of the Total Admitted Capital with both the depositories and the Total Issued and Listed Capital.

We are forwarding herewith Audit Certificate of Mr.Nilesh G. Shah, a Practicing Company Secretary for the quarter ended 31/03/2013.

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

Thanking you, we remain,

Yours faithfully,
For JD ORGOCHEM LIMITED

[R.C.TOLAT]
COMPANY SECRETARY

Encl: As above.



NILESH G. SHAH

B.Com., LLB (G), F.C.S.

Company Secretaries

Ref.: To,
The Board of Directors,
JD Orgochem Limited
MUMBAI

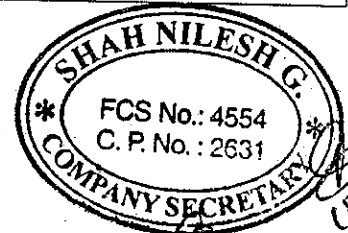
SUB: Reconciliation of Share Capital Audit Certificate in terms of Regulation 55A of SEBI (Depositories & Participants) Regulations, 1996.

Dear Sir/s,

I have examined the Register of Members, Beneficiary details furnished by the depositories and other records / documents maintained by M/s. JD Orgochem Limited (hereinafter referred to as "the Company") and M/s. Sharepro Services (India) Private Limited, the Registrar and Transfer Agent of the Company, for issuance of this certificate in accordance with the circular D&CC/FITTC/CIR-16/ 2002 dated December 31, 2002 issued by the Securities and Exchange Board of India read with Regulation 55A of SEBI (Depositories & Participants) Regulations, 1996.

In my opinion and to the best of my information and according to the explanations given to me and based on such verification as considered necessary, I hereby certify that:

| | | | | |
|----|--|---|----------------------------------|----------|
| 1 | For Quarter Ended | 31.03.2013 | | |
| 2 | ISIN | INE263B01022 | | |
| 3 | Face Value | Equity Shares of Re. 1/- each | | |
| 4 | Name of the Company | M/s. JD Orgochem Limited | | |
| 5 | Registered Office Address | 301, Sumer Kendra, P. B. Marg, Worli, Mumbai - 400 018. | | |
| 6 | Correspondence Address | 301, Sumer Kendra, P. B. Marg, Worli, Mumbai - 400 018. | | |
| 7 | Telephone & Fax Nos. | Tel. No. 3042 3048 Fax No. 3042 3433 | | |
| 8 | Email Address | iaysynth@bom3.vsnl.net.in | | |
| 9 | Names of the Stock Exchanges where the Company's securities are listed | Bombay Stock Exchange Limited (BSE) National Stock Exchange of India Limited (NSE) | | |
| | | Number of Shares | % of Total Issued Capital | |
| 10 | Issued Capital | 13250000 | | |
| 11 | Listed Capital (Exchange-wise) (as per company records) | BSE | | 13250000 |
| | | NSE | | 13250000 |
| 12 | Held in dematerialized form in CDSL | 6343653 | 47.88 | |
| 13 | Held in dematerialized form in NSDL | 6066077 | 45.78 | |
| 14 | Physical | 840270 | 6.34 | |
| 15 | Total No. of shares (12+13+14) | 13250000 | 100.00 | |
| 16 | Reasons for difference if any, between (10&11), (10&15), (11&15) | N. A. | | |



211-B (Back Side) 2nd Floor, Building No. 2, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Andheri (East),
Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093.
Tel.: 2836 3419 Email : ngshah.cs@gmail.com

NILESH G. SHAH

B.Com., U.B (G), F.C.S.

Company Secretaries

Ref.: _____

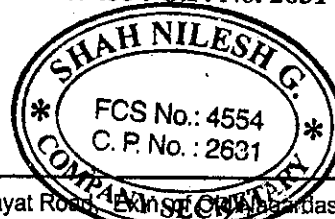
| 17 | Certifying the details of changes in share capital during the quarter under consideration as per Table Below: | | | | | |
|---|---|----------------------------------|--|---------------------------|---------------------------|--|
| Particulars *** | No. of Shares | Applied/ Not Applied For Listing | Listed on Stock Exchanges (Specify Names) | Whether Intimated to CDSL | Whether Intimated to NSDL | In-principal Approval Pending for SE (Specify Names) |
| N.A. | | | | | | |
| *** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify). | | | | | | |
| 18 | Register of Members is updated (Yes/No) If not, updated up to which date. | | | | | Yes |
| 19 | Reference of previous quarter with regard to excess dematerialized shares, if any. | | | | | Nil |
| 20 | Has the Company resolved the matter mentioned in Point No. 19 above in the current quarter? If not, reason why? | | | | | N.A. |
| 21 | Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay. | | | | | |
| Total No. of Demat Request | | No. of Request | No. of Shares | Reasons for Delay | | |
| Confirmed after 21 Days (from the date of receipt of DRF by RTA) | | --- | --- | --- | | |
| Pending for more than 21 days (from the date of receipt of DRF by RTA) | | --- | --- | --- | | |
| 22 | Name, Telephone & Fax No. of the Compliance Officer of the Company | | Mr. Ravindra C. Tolat Tel. No. 3042 3048 Fax No. 3042 3433 | | | |
| 23 | Name, Address, Tel. & Fax No., Registration no. of the Auditor | | Nilesh G. Shah (C.S.) 404/B, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (E), Mumbai - 400 093. Tel. 2820 3582 / 7824 FCS No. 4554 C.P. No. 2631 | | | |
| 24 | Appointment of common agency for share registry work If yes (name & address) | | M/s. Sharepro Services (India) Private Limited 13 AB, Samhita Warehousing Complex, 2 nd Floor, Sakinaka Telephone Exchange Lane, Off Andheri - Kurla Road, Sakinaka, Andheri (East), Mumbai - 400 072. | | | |
| 25 | Any other details that the auditor may like to provide. (E.g. BIFR company, delisting from SE, company changed its name etc.) | | | | | |
| NIL | | | | | | |

Place: Mumbai

Date: 19/04/13

(Signature)
19/04/13

SHAH NILESH G.
Company Secretary
Proprietor
FCS No. 4554 C.P. No. 2631



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