



# JD ORGOCHEM LTD.

(Formerly : Jaysynth Dyechem Ltd.)

CIN No. L24100MH1973PLC016908 ● PAN No. AAACJ0902B

Regd. Office : 301, Sumer Kendra, Pandurang Budhkar Marg, Worli, Mumbai - 400 018. INDIA.

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JDOL/20161017/29

October 17, 2016

To,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI - 400 001.

Subject: REVISED SUBMISSION OF CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED SEPTEMBER 30, 2016 UNDER REGULATION 27(2) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir(s)/Madam,

Please find enclosed along with the letter, revised Corporate Governance Report for the quarter ended September 30, 2016 under regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

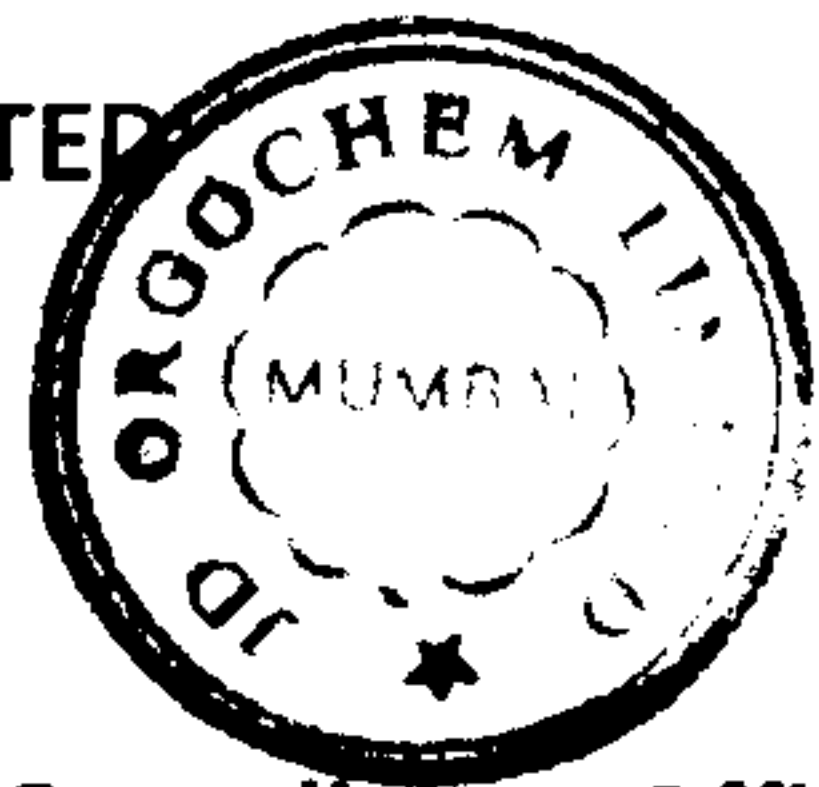
Kindly take same on record and acknowledge the receipt of the same.

Thanking you,

Yours faithfully,

For JD ORGOCHEM LIMITED

Karishma Khetani



Company Secretary and Compliance Officer

Membership No.: A40384

Address: 301, Sumer Kendra, P.B. Marg, Worli, Mumbai-400 018

Encl: as above

<b>General information about company</b>	
Scrip code	524592
Name of the entity	JD ORGOCHEM LIMITED
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Half Yearly
Date of Report	30-09-2016
Risk management committee	Not Applicable

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Disclosure of notes on composition of board of directors explanatory														
Is there any change in information of board of directors compare to previous quarter												Yes		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
1	Mr	MAHENDRA K. KOTHARI	AADPK1661N	00183613	Executive Director	Chairperson	MD	04-11-2015			1	1	0	Textual Information(1)
2	Mr	NIKHIL S. KOTHARI	AADPK2636D	00184152	Non-Executive - Non Independent Director	Not Applicable		19-09-2016			2	1	0	Textual Information(2)
3	Mr	MITESH D. SEJPAL	AAGPS5982H	06562026	Non-Executive - Independent Director	Not Applicable		24-09-2014		60	1	1	0	
4	Mr	SHRIKANT K. KOTHARI	AADPK2637C	00184811	Non-Executive - Non Independent Director	Not Applicable		09-11-1985			1	2	0	

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
5	Mr	UMESH T. CHANDAN	AAAPC8858L	00184677	Non-Executive - Independent Director	Not Applicable		24-09-2014		60	1	2	2	
6	Mrs	BHARATI R. CHANDAN	AABPC5986E	07263623	Non-Executive - Independent Director	Not Applicable		29-09-2015		60	1	0	0	

<b>Text Block</b>	
Textual Information(1)	MR. MAHENDRA K. KOTHARI, DIRECTOR, WAS REDESIGNATED AS MANAGING DIRECTOR OF THE COMPANY W.E.F. NOVEMBER 04, 2015.
Textual Information(2)	MR. NIKHIL S. KOTHARI, ADDITIONAL DIRECTOR, WAS REGULARISED IN THE 42ND ANNUAL GENERAL MEETING OF THE COMPANY WHICH WAS HELD ON SEPTEMBER 19, 2016.

<b>Annexure 1</b>					
<b>II. Composition of Committees</b>					
Disclosure of notes on composition of committees explanatory					
Is there any change in information of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	MR. UMESH T. CHANDAN	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	MR. MITESH D. SEJPAL	Non-Executive - Independent Director	Member	
3	Audit Committee	MR. SHRIKANT K. KOTHARI	Non-Executive - Non Independent Director	Member	
4	Nomination and remuneration committee	MR. MITESH D. SEJPAL	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	MRS. BHARATI CHANDAN	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	MR. UMESH T. CHANDAN	Non-Executive - Independent Director	Member	
7	Stakeholders Relationship Committee	MR. UMESH T. CHANDAN	Non-Executive - Independent Director	Chairperson	
8	Stakeholders Relationship Committee	MR. MAHENDRA K. KOTHARI	Executive Director	Member	
9	Stakeholders Relationship Committee	MR. SHRIKANT K. KOTHARI	Non-Executive - Non Independent Director	Member	

<b>Annexure 1</b>			
<b>Annexure 1</b>			
<b>III. Meeting of Board of Directors</b>			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	24-05-2016		
2		08-08-2016	75

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	08-08-2016	Yes	VALID QUORUM WAS PRESENT	24-05-2016	75	
2	Nomination and remuneration committee	08-08-2016	Yes	VALID QUORUM WAS PRESENT	24-05-2016	75	
3	Stakeholders Relationship Committee	01-08-2016	Yes	VALID QUORUM WAS PRESENT	06-04-2016	116	



<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)

<b>Text Block</b>	
Textual Information(1)	Disclosure of related party transactions were made in notes to accounts forming part of Balance Sheet in the Annual Report of the Company for the financial year 2015-16.

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Text Block**

<b>Annexure III</b>				
<b>Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year</b>				
<b>I. Affirmations</b>				
Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	MR. MITESH D. SEJPAL, CHAIRMAN OF NOMINATION AND REMUNERATION COMMITTEE COULD NOT ATTEND THE ANNUAL GENERAL MEETING DUE TO HIS URGENT BUSINESS REQUIREMENTS. HOWEVER, HE HAD AUTHORISED MR. UMESH T. CHANDAN, CHAIRMAN OF AUDIT COMMITTEE TO ANSWER SHAREHOLDERS' QUERIES.
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
	Any other information to be provided		Textual Information(1)	

<b>Text Block</b>	
Textual Information(1)	BUSINESS RESPONSIBILITY REPORT IS NOT APPLICABLE TO THE COMPANY HENCE, IT IS NOT INCLUDED IN ANNUAL REPORT AND ALSO NOT DISPLAYED ON THE WEBSITE OF THE COMPANY.

<b>Signatory Details</b>	
Name of signatory	KARISHMA KHETANI
Designation of person	Company Secretary
Place	MUMBAI
Date	17-10-2016

