



**JAYSYNTH DYESTUFF (INDIA) LTD.**  
301, Sumer Kendra, Pandurang Budhkar Marg,  
Worli, Mumbai - 400 018. India  
Tel. : +91-22-4938 4200 / 4300  
Fax : +91-22-3042 3434  
E-mail : [jsec@jaysynth.com](mailto:jsec@jaysynth.com)  
Web : [www.jaysynthdyestuff.com](http://www.jaysynthdyestuff.com)  
CIN No. L24114MH1985PLC035564

Date: 24<sup>th</sup> January, 2023

To,  
The General Manager,  
Department of Corporate Services,  
BSE Limited,  
P.J. Towers, Dalal Street,  
Mumbai – 400 001.

Dear Sir/Madam,

**Sub: Compliance Report in connection with application filed for approval under Regulation 37 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the proposed Composite Scheme of Arrangement between Jaysynth Dyestuff (India) Limited, Jaysynth Impex Private Limited (Formerly Known as Jaysynth Impex Limited) with and into JD Orgochem Limited and their respective shareholders and creditors under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act") ("Scheme")**

It is hereby certified that the draft Composite Scheme of Arrangement involving Jaysynth Dyestuff (India) Limited ("Transferor Company 1"), Jaysynth Impex Private Limited (Formerly Known as Jaysynth Impex Limited) ("Transferor Company 2") into JD Orgochem Limited ("Transferee Company") does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") and the Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated 23<sup>rd</sup> November 2021("SEBI Circular"), including the following:

Sr.No	Reference	Particulars	Status
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Complied
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied
<b>Requirements of this circular</b>			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Complied





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(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Complied
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	To be Complied

**Riddhi Patel**  
Company Secretary & Compliance Officer  
Membership No. A50707



**Parag Sharadchandra Kothari**  
Chairman and Managing Director  
DIN: 00184852

Certified that the transactions / accounting treatment provided in the draft Composite Scheme of Arrangement involving Jaysynth Dyestuff (India) Limited ("Transferor Company 1"), Jaysynth Impex Private Limited ("Transferor Company 2") into JD Orgochem Limited ("Transferee Company") are in compliance with all the Accounting Standards applicable to a listed entity.

**Mangesh Patil**  
Chief Financial Officer



**Parag Sharadchandra Kothari**  
Chairman and Managing Director  
DIN: 00184852



# 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.

Tel. : 91-22-4938 4200/4300, Fax : 91-22-3042 3434. email : investor.relations@jdorgochem.com website : www.jdorgochem.com

Date: 24<sup>th</sup> January, 2023

To,  
The General Manager,  
Department of Corporate Services,  
BSE Limited,  
P.J. Towers, Dalal Street,  
Mumbai – 400 001

Dear Sir/Madam,

**Sub: Compliance Report in connection with application filed for approval under Regulation 37 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the proposed Composite Scheme of Arrangement between Jaysynth Dyestuff (India) Limited, Jaysynth Impex Private Limited (Formerly Known as Jaysynth Impex Limited) with and into JD Orgochem Limited and their respective shareholders and creditors under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act") ("Scheme")**

It is hereby certified that the draft Composite Scheme of Arrangement involving merger by absorption of Jaysynth Dyestuff (India) Limited ("Transferor Company 1"), Jaysynth Impex Private Limited (Formerly Known as Jaysynth Impex Limited) ("Transferor Company 2") into JD Orgochem Limited ("Transferee Company") does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated 23 November 2021 ("SEBI Circular"), including the following:

Sl.	Reference	Particulars	Status
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Complied
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied



