

Quarterly Compliance Report on Corporate Governance

Name of the Company: JYOTI LIMITED, VADODARA – 390003

Quarter ending on : 30/09/2014

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
1	2	3	4
I. Board of Directors	49 I		
(A) Composition of Board	49(IA)	No	Due to the resignations of Mr. Aswini Sahoo (Independent Director), Mrs. Tejal Amin (Non-Executive Director), Dr. B.S. Pathak (Independent Director) and Mr. V.K. Gulati (Independent Director) during the quarter
(B) Non-executive Directors' compensation & disclosures	49(IB)	Yes	
(C) Other provisions as to Board and Committees	49(IC)	Yes	As required by the provisions of Clause 49 of the Listing Agreement, new Independent Directors will be appointed within 180 days to compose the Board adequately
(D) Code of Conduct	49(ID)	Yes	
II. Audit Committee	49 II		
(A) Qualified & Independent Audit Committee	49(IIA)	No	Due to the resignations of Dr. B.S. Pathak (Independent Director) and Mr. V.K. Gulati (Independent Director) who held positions in the Audit Committee
(B) Meeting of Audit Committee	49(IIB)	Yes	
(C) Powers 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.	
IV. Disclosures	49(IV)		
(A) Basis of related party transactions	49(IVA)	Yes	
(B) Disclosure of Accounting Treatment	49(IVB)	Yes	



(C) Board Disclosures	49(IVC)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues, etc.	49(IVD)	N.A.	
(E) Remuneration of Directors	49(IVE)	Yes	
(F) Management	49(IVF)	Yes	
(G) Shareholders	49(IVG)	Yes	
V. CEO/CFO Certification	49(V)	Yes	
VI. Report on Corporate Governance	49(VI)	Yes	
VII. Compliance	49(VII)	Yes	

Please note that the results pertaining to the appointment / re-appointment of Directors at the 70th Annual General Meeting of the Company held on 22nd September, 2014 are not declared pursuant to the Order of the Hon'ble High Court of Gujarat dated 22nd September, 2014. Therefore, status quo is maintained on the respective resolutions pertaining to the appointment of Dr. M.H. Mehta and Dr. M. Ramamoorthy as Independent Directors of the Company and the re-appointment of Mr. Bharat Patel, who is a retiring director, as the Director of the Company.

For Jyoti Limited



S. Singhal
Associate Vice President (Legal) &
Company Secretary