

Jayant Agro - Organics Limited

Compliance Report on Corporate Governance for the Quarter ended December 31, 2015

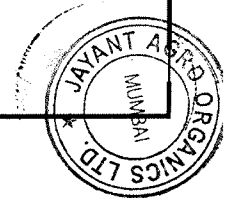
I.

Composition of Board of Directors

| Sr. No | Title (Mr./Ms) | Name of the Director | DIN | PAN | Category (Chairperson /Executive/ NonExecutive/ independent/Nominee) | Date of Appointment in the current term/cessation | Tenure* | 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) |
|--------|----------------|----------------------|----------|------------|--|---|---------|--|---|---|
| 1 | Mr. | Abhay V. Udeshi | 00355598 | AALPU7572L | Chairperson & Executive Director | 01-06-2002 | | 1 | 2 | 0 |
| 2 | Mr. | Hemant V. Udeshi | 00529329 | AALPU7571K | Executive Director | 09-06-1992 | | 1 | 1 | 0 |
| 3 | Mr. | Subhash V. Udeshi | 00355658 | AALPU7573M | Executive Director | 01-06-2002 | | 1 | 1 | 0 |
| 4 | Mr. | Jayasinh V. Mariwala | 00182835 | AACPM9944R | Independent | 27-09-2014 | 5 Years | 1 | 1 | 1 |
| 5 | Mr. | Vijay Kumar Bhandari | 00052716 | AAPPB5117J | Independent | 27-09-2014 | 5 Years | 4 | 5 | 1 |
| 6 | Mr. | Deepak V. Bhimani | 00276661 | AAPPB5117J | Independent | 27-09-2014 | 5 Years | 2 | 3 | 0 |
| 7 | Mr. | Mukesh C. Khagram | 00437042 | AADPK9770A | Independent | 27-09-2014 | 5 Years | 0 | 1 | 0 |
| 8 | Mrs. | Sucheta N Shah | 00322403 | AAFPS0922E | Independent | 24-09-2015 | 5 Years | 0 | 0 | 0 |

PAN number of any director would not be displayed on the website of Stock Exchange & Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed-entity in continuity without any cooling off period.



Deepak


Jayant Agro - Organics Limited

Compliance Report on Corporate Governance for the Quarter ended December 31, 2015

II. Composition of Committees

| | Name of Committee | Name of Committee members | Category |
|---|--|---------------------------|------------------------|
| | | | (Chairperson / Member) |
| 1 | Audit Committee | | |
| | | Mr. Jayasinh V. Mariwala | Chairperson |
| | | Mr. Abhay V. Udeshi | Member |
| | | Mr. Vijya Kumar Bhandari | Member |
| | | Mr. Deepak V. Bhimani | Member |
| | | Mr. Mukesh C. Khagram | Member |
| 2 | Nomination & Remuneration Committee | | |
| | | Mr. Jayasinh V. Mariwala | Chairperson |
| | | Mr. Deepak V. Bhimani | Member |
| | | Mr. Mukesh C. Khagram | Member |
| 3 | Stakeholders Relationship Committee' | | |
| | | Mrs. Sucheta N Shah | Chairperson |
| | | Mr. Abhay V. Udeshi | Member |
| | | Mr. Hemant V. Udeshi | Member |
| | | Dr. Subhash V. Udeshi | Member |

Deepak V. Udeshi



Jayant Agro - Organics Limited

Compliance Report on Corporate Governance for the Quarter ended December 31, 2015

III. Meeting of Board of Directors

| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Maximum gap between any two consecutive (in number of days) |
|---|---|---|
| 25.07.2015 | 31.10.2015 | 99 Days |

IV. Meeting of Committees (Audit Committee)

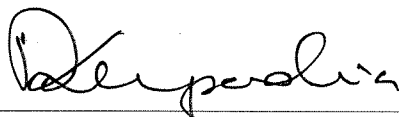
| Date(s) of Meeting of the Committee in the previous quarter | Whether requirement of Quorum met | Date(s) of meeting of the committee in the relevant quarter | Maximum gap between any two consecutive meetings in number of days* |
|---|-----------------------------------|---|---|
| 25.07.2015 | Yes | 31.10.2015 | 99 Days |

V. Related Party Transactions

| Subject | Compliance status (Yes/No/NA) |
|--|-------------------------------|
| Whether Prior Approval of Audit Committee obtained | Yes |
| Whether Shareholder Approval obtained for material RPT | NA |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA |

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee
 - Nomination & remuneration committee
 - Stakeholders relationship committee
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - The Report for this quarter will be placed before the board at the ensuing Board Meeting



Dinesh Kapadia

Compliance Officer & Company Secretary

