

**Quarterly Compliance Report on Corporate Governance under  
Clause 49 of the Listing Agreement**

Name of the Company : J.K. Synthetics Limited  
Quarter ended : 31<sup>st</sup> March, 2009

| Particulars  | Clause of Listing Agreement | Compliance Status (Yes/No/NA) | Remarks                     |
|--|-----------------------------|-------------------------------|-----------------------------|
| <b>I. Board of Directors</b>   | 49 I                        |                               |                             |
| (A) Composition of Board   | 49(IA)                      | Yes                           | --                          |
| (B) Non-executive Directors' compensation & disclosures                  | 49(IB)                      | Yes                           | --                          |
| (C) Other provisions as to Board & Committees                            | 49(IC)                      | Yes                           | --                          |
| (D) Code of Conduct  | 49(ID)                      | Yes                           | To be part of A.R. 2008-09. |
| <b>II. Audit Committee</b>   | 49 II                       |                               |                             |
| (A) Qualified & Independent Audit Committee                              | 49(IIA)                     | Yes                           | --                          |
| (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                           | --                          |
| <b>III. Subsidiary Companies</b>   | 49 III                      | N.A.                          | --                          |
| <b>IV. Disclosures</b>   | 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                           | To be part of A.R. 2008-09. |
| (F) Management   | 49(IVF)                     | Yes                           | -Do-                        |
| (G) Shareholders   | 49(IVG)                     | Yes                           | -Do-                        |
| <b>V. CEO/ CFO Certification</b>   | 49 V                        | Yes                           | -Do-                        |
| <b>VI. Report on Corporate Governance</b>                                | 49 VI                       | Yes                           | -Do-                        |
| <b>VII. Compliance</b>   | 49 VII                      | Yes                           | -Do-                        |

**(ANIL KAMTHAN)**  
General Manager (Company Law)  
(Compliance Officer)

KANPUR.  
Dated : 6<sup>th</sup> April, 2009