

# 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, 2005.

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) 49(IC)	Yes Yes	-- --
(C) Other provisions as to Board & Committees	49(ID)	No	To be part of A.R. 2004-05
(D) Code of Conduct			
<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	Yes	--
<b>IV. Disclosures</b>	49 IV		
(A) Basis of related party transactions	49(IVA)	Yes	--
(B) Board Disclosures	49(IVB)	Yes	--
(C) Proceeds from public issues, rights issues, preferential issues etc.	49(IVC)	N.A.	--
(D) Remuneration of Directors	49(IVD)	No	To be part of A.R. 2004-05.
(E) Management	49(IVE)	No	-Do-
(F) Shareholders	49(IVF)	No	-Do-
<b>V. CEO/ CFO Certification</b>	49 V	No	-Do-
<b>VI. Report on Corporate Governance</b>	49 VI	No	-Do-
<b>VII. Compliance</b>	49 VII	No	-Do-

**(J.P. BAJPAI)**  
Sr. President (HO) & Secretary  
(Compliance Officer)

KANPUR.  
Dated: 8<sup>th</sup> April, 2005.