

# Jaykay Enterprises Ltd.

CIN : L99999UP1961PLC001187  
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Jaykay Ent./CS/209/16-17/1268,

Date: October 13, 2016

The Bombay Stock Exchange Ltd.  
Corporate Relationship Department  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
**Mumbai - 400 001**

Scrip Code: 500306

Fax No. 022 - 22722041, 22722039, 22723132

Kind Attn: Mr. Naresh Pandya (Dept. of Corporate Services)


Sir,

Subject: **Report on Corporate Governance for the Half Year ended 30<sup>th</sup> September, 2016**

Pursuant to requirement of Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby furnish the Compliance Report on Corporate Governance for the Half Year ended 30<sup>th</sup> September, 2016 in format prescribed by SEBI vide Circular No. CIR/CFD/CMD/5/2015 dated 24.09.2015, which we trust, you will find in order.

Thanking You,

Your faithfully  
**FOR JAYKAY ENTERPRISES LTD.**

  
(Prabhat Kumar Mishra)  
Manager (Legal) & Company Secretary

Encls: As Above



<b>General information about company</b>	
Scrip code	500306
Name of the entity	Jaykay Enterprises Ltd.
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Half Yearly
Date of Report	30-09-2016
Risk management committee	Not Applicable

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Disclosure of notes on composition of board of directors explanatory														
Is there any change in information of board of directors compare to previous quarter												Yes		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
1	Mrs	VIDHI NIDHIPATI SINGHANIA	ANGPS9258R	00293520	Non-Executive - Non Independent Director	Not Applicable		13-08-2014			1	1	0	
2	Mr	KRISHNA BEHARI AGARWAL	ACAPA1120H	00339934	Non-Executive - Independent Director	Not Applicable		13-08-2014		60	3	0	4	
3	Mr	KEDAR NATH MEHROTRA	ACHPM5167D	06749349	Non-Executive - Independent Director	Not Applicable		13-08-2014		60	1	1	0	
4	Mr	ANIL KUMAR DALMIA	AAKPD5411C	00789089	Non-Executive - Independent Director	Not Applicable		13-08-2014		60	1	1	0	

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
5	Mr	RAVINDRA KUMAR TANDON	AAIPT9568N	00159472	Non-Executive - Independent Director	Not Applicable		13-08-2014		60	1	1	0	
6	Mr	ASHOK GUPTA	ABKPG5530C	00135288	Executive Director	Not Applicable	MD	01-09-2016			2	1	1	

**Annexure 1**

**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory					
Is there any change in information of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Dr. Krishna Behari Agawal	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Shri Kedar Nath Mehrotra	Non-Executive - Independent Director	Member	
3	Audit Committee	Shri Ravindra Kumar Tandon	Non-Executive - Independent Director	Member	
4	Audit Committee	Shri Ashok Gupta	Executive Director	Member	
5	Stakeholders Relationship Committee	Dr. Krishna Behari Agawal	Non-Executive - Independent Director	Chairperson	
6	Stakeholders Relationship Committee	Smt. Vidhi Nidhipati Singhania	Non-Executive - Non Independent Director	Member	
7	Stakeholders Relationship Committee	Shri Anil Kumar Dalmia	Non-Executive - Independent Director	Member	

<b>Annexure 1</b>			
<b>Annexure 1</b>			
<b>III. Meeting of Board of Directors</b>			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	23-05-2016		
2	24-06-2016		31
3		11-08-2016	47

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	11-08-2016	Yes		23-05-2016	79	
2	Stakeholders Relationship Committee	11-08-2016	Yes		23-05-2016	79	

**Annexure 1****V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	



<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

<b>Annexure III</b>				
<b>Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year</b>				
<b>I. Affirmations</b>				
Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
	Any other information to be provided			

<b>Signatory Details</b>	
Name of signatory	Prabhat Kumar Mishra
Designation of person	Company Secretary
Place	Kanpur
Date	13-10-2016

