

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **JAI CORP LIMITED**

Quarter ended: 31st March, 2011.

Particulars	Clause of Listing Agreement	Compliance Status Yes / No	Remarks
I. Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	As the non-executive Chairman is a promoter of the Company, not less than one-half of the Board comprises of non - executive and independent Directors.
(B) Non-executive Directors' compensation & disclosures	49(IB)	Yes	A. Remuneration to non-executive Directors is being paid by way of sitting fees only which is decided by the Board of Directors. B. The necessary disclosures regarding the remuneration to Directors have been made in the Report on Corporate Governance in the Annual Report for the year 2009-10.
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	A. The Board met once during the quarter ended 31 st March, 2011: on 2 nd February, 2011. B. No Director is a member in more than 10 Committees or is a Chairman of more than 5 Committees across all Companies. C. The Board in every meeting noted compliance reports of all laws applicable to the Company.
(D) Code of Conduct	49(ID)	Yes	Revised Code of Conduct and Ethics for Directors and Senior Management was approved by the Board at the meeting held on 29 th May, 2009. The revised Code of Conduct has been posted on the website of the Company.
II. Audit Committee	49(II)		
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	Qualified and independent Audit Committee has been

Dated: April 07, 2011

Company Secretary

For Jai Corp Limited

<p>information regarding Directors seeking re-appointment / re-appointment in the Annual Report for the year 2009-10.</p> <p>B. Un-audited Financial results for the quarter/ period ended 31st December, 2010 were submitted to the Stock Exchanges where the shares of the Company are listed on 2nd February, 2011 and were published in newspapers on 4th February, 2011.</p> <p>C. Shareholders/ Investors Grievance Committee has been formed to specifically look in to the re-dressal of the shareholders' / investors' complaints.</p> <p>D. Power of share transfer has been delegated to Registrar and Share Transfer Agents.</p>	<p>Yes</p>	<p>49(V)</p>	<p>V. CEO / CFO Certification</p>
<p>Report on Corporate Governance form part of the Annual Report for the year 2009-10.</p>	<p>Yes</p>	<p>49(VI)</p>	<p>VI. Report on Corporate Governance</p>
<p>Certificate from the Auditors regarding compliance of conditions of corporate governance is annexed to the Directors' Report for the year 2009-10.</p>	<p>Yes</p>	<p>49(VII)</p>	<p>VII. Compliance</p>