

JYOTI OVERSEAS LTD.



CIN No : L72112MP1974PLCOO1260

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: JYOTI OVERSEAS LTD

Quarter ending on: 31.12.2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors			
(A) Composition of Board	49(II)		
(B) Independent Directors	49 (IIA)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIB)	Yes	
(D) Other provisions as to Board and Committees	49 (IIC)	Yes	
(E) Code of Conduct	49 (IID)	Yes	
(F) Whistle Blower Policy	49 (IIE)	Yes	
	49 (IIF)	Yes	
III. Audit Committee 49 (III)			
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	N/A	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)	Yes	
(A) Related party transactions	49 (VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N/A	
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	
XI. Compliance	49 (XI)	Yes	

For JYOTI OVERSEAS LTD.

Managing Director

**Registered Office : 60, Sanwariya Nagar, Near Bank of India,
Ghatbillod, Dist. Dhar (M.P.) - 454 773 India Visit at : www.jolindia.com**