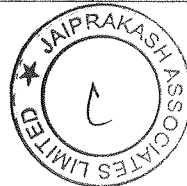


QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : **JAIPRAKASH ASSOCIATES LIMITED**
Quarter ending on : **31ST DECEMBER 2014**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/ N.A.	Remarks
II. Board of Directors	49 (II)	Yes	
(A) Composition of Board	49 (II A)	Yes	
(B) Independent Directors	49 (II B)	Yes	The requisite disclosure under Clause 5(b) & 7(b) will be made in the next Annual Report.
(C) Non-executive Directors' compensation & disclosures	49 (II C)	Yes	
(D) Other provisions as to Board and Committees	49 (II D)	Yes	Systems/ Plans are being strengthened in respect of Clause 3 & 6.
(E) Code of Conduct	49 (II E)	Yes	
(F) Whistle Blower Policy	49 (II F)	Yes	The requisite disclosure under Clause 3 will be made in the next Annual Report.
III. Audit Committee	49 (III)	Yes	
(A) Qualified & Independent Audit Committee	49 (III A)	Yes	
(B) Meeting of Audit Committee	49 (III B)	Yes	
(C) Powers of Audit Committee	49 (III C)	Yes	
(D) Role of Audit Committee	49 (III D)	Yes	
(E) Review of Information by Audit Committee	49 (III E)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	The requisite disclosure under Clause IV.B.4 will be made in the next Annual Report.



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V. Subsidiary Companies	49 (V)	Yes	The requisite disclosure under Clause D will be made in the next Annual Report.
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	Yes	The requisite disclosure under Clause A2 will be made in the next Annual Report.
(B) Disclosure of Accounting Treatment	49 (VIII B)	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, 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	

Note:

- The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
- In the column No. 3, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49(VII).
- In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as - "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

For JAIPRAKASH ASSOCIATES LIMITED

CERTIFIED TRUE COPY
For JAIPRAKASH ASSOCIATES LIMITED

(HARISH K. VAID)
Sr. President (Corporate Affairs) & Company Secretary

(HARISH K. VAID)
Sr. President (Corporate Affairs) & Company Secretary

JAYPEE
GROUP

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