



# ZODIAC-JRD-MKJ LTD

DIAMONDS • JEWELLERY • PRECIOUS & SEMI PRECIOUS STONES

910, PAREKH MARKET,  
39, J.S.S. ROAD, OPP. KENNEDY BRIDGE,  
OPERA HOUSE, MUMBAI - 400 004. (INDIA)

TEL. : 91-22-23869731 / 91-22-23866471  
FAX : 91-22-23800038  
Email : account\_zjml@yahoo.com  
CIN : L65910MH1987PLC042107  
Email : info@zodiacjrmdkjlttd.com  
Website : www.zodiacjrmdkjlttd.com

Date : January 3, 2017

Listing Department,  
Bombay Stock Exchange Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

Company Code No. 512587

Dear Sir,

Ref : Corporate Governance Report as on 31<sup>st</sup> December, 2016

We are enclosing herewith Corporate Governance Report for quarter ended 31<sup>st</sup> December, 2016 for your ready reference.

Kindly acknowledge the receipt.

Thanking you.

Yours faithfully,  
For ZODIAC-JRD-MKJ LIMITED.,

  
DIRECTOR.

Encl : a/a.



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## ANNEXURE I

### Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : Zodiac – JRD- MKJ Limited
2. Quarter ending : 31.12.2016

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment in the current term /cessation	Tenure *	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)
Mr.	Devang Rajnikant Jhaveri	DIN: 00020235 PAN: AACPJ4662R	Whole Time Director/ Executive Director	03/04/1992	3 years	2	Audit Committee:- Nil Stakeholder Committee:- 1	Audit Committee:- Nil Stakeholder Committee:- Nil



Mr.	Jayesh Jayantilal Jhaveri	DIN: 00020277 PAN: AACPJ4746J	Managing director/ Executive Director	03/04/1992	3 years	3	Audit Committee:- Nil Stakeholder Committee:- 1	Audit Committee:- Nil Stakeholder Committee:- Nil
Mr.	Mukesh Kanaiyalal Desai	DIN: 06847896 PAN : AADPD2308R	Independent Director	21/10/2014	5 years	8	Audit Committee:- 1 Stakeholder Committee:- Nil	Audit Committee:- 1 Stakeholder Committee:- Nil
Mr.	Jayantilal Amratlal Jhaveri	DIN: 00020250 PAN: AACPJ4664K	Promoter Non Executive Director	03/04/1992	N.A.	2	Audit Committee:- Nil Stakeholder Committee:- 1	Audit Committee:- Nil Stakeholder Committee:- 1
Mr.	Rajnikant Amratlal Jhaveri	DIN: 00020351 PAN: AACPJ4757B	Promoter Director/ Non Executive Director	03/04/1992	N.A.	2	Audit Committee:- Nil Stakeholder Committee:- 1	Audit Committee:- Nil Stakeholder Committee:- Nil
Mr.	Champaklali Dolatram Mehta	DIN : 00020159 PAN: AFHPM7009M	Independent Director	06/01/2006	5 years	7	Audit Committee:- 1 Stakeholder Committee:- Nil	Audit Committee:- Nil Stakeholder Committee:- Nil
Mr.	Jindat Kalidas Mehta	DIN: 00020303 PAN: AFCPM5710N	Independent Director	24/03/2005	5 years	9	Audit Committee:- 1 Stakeholder Committee:- Nil	Audit Committee:- Nil Stakeholder Committee:- Nil
Mrs.	Neeta Jayesh Jhaveri	DIN: 01131017 PAN:AAEPJ983 2F	Promoter Director/ Non Executive Director	28/01/2011	N.A.	2	Audit Committee:- Nil Stakeholder Committee:- Nil	Audit Committee:- Nil Stakeholder Committee:- Nil
Mr.	Hasmukh Bachubhai Thakker	DIN: 03351903 PAN: AAAPT3984A	Independent Director	28/01/2011	5 years	1	Audit Committee:- 1 Stakeholder Committee:- Nil	Audit Committee:- Nil Stakeholder Committee:- Nil



								ee:- Nil
<p>\$PAN number of any director would not be displayed on the website of Stock Exchange &amp; Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</p> <p>* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.</p>								
<b>II. Composition of Committees</b>								
<b>Name of Committee</b>	<b>Name of Committee members</b>						<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$</b>	
1. Audit Committee	1. Mr. Mukesh Desai 2. Mr. Champaklal Mehta 3. Mr. Jindat Mehta						Chairperson- Independent Member- Independent Member - Independent	
2. Nomination & Remuneration Committee	1. Mr. Hasmukh Thakker 2. Mr. Jindat Mehta 3. Mr. Champaklal Mehta						Chairperson- Independent Member- Independent Member – Independent	
3. Risk Management Committee(if applicable)	-						-	
4. Stakeholders Relationship Committee'	1. Mr. Jayantilal Jhaveri 2. Mr. Rajnikant Jhaveri 3. Mr. Jayesh Jhaveri 4. Mr. Devang Jhaveri						Chairperson – Non – Executive Member - Non – Executive Member – Executive Member - Executive	
<p>&amp; Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</p>								
<b>III. Meeting of Board of Directors</b>								
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>					<b>Maximum gap between any two consecutive (in number of days)</b>		
25.05.2016 28.07.2016 19.08.2016	25.10.2016					63 days 21 days 66 days		



#### IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether 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*
Audit Committee 25.10.2016	Yes, all the members were duly present	25.05.2016 28.07.2016	63days 88 days
Shareholders/ Investor Committee 25.10.2016		25.05.2016 28.07.2016	63days 88 days
Remuneration Committee 25.10.2016		-	-
Corporate Social Responsibility Committee 25.10.2016		25.05.2016 28.07.2016	63days 88 days

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

#### V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.

#### Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party



