



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@zodiacjrdrmkjlttd.com
Website : www.zodiacjrdrmkjlttd.com

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : Zodiac – JRD- MKJ Limited
2. Quarter ending : 31.03.2016

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	DIN: 00020277 PAN:	Managing director/	03/04/1992	3 years	3	Audit	Audit Committ



	Jhaveri	AACPJ4746J	Executive Director				Committee:- Nil Stakeholder Committee:- 1	ee:- 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
Mr.	Neeta Jayesh Jhaveri	DIN: 01131017 PAN:AAEPJ9832F	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



\$PAN number of any director would not be displayed on the website of Stock Exchange & 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

* 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.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) S
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

&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

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
29.05.2015 19.06.2015 30.07.2015 19.08.2015 26.09.2015 30.10.2015	28.01.2016	20 days 40 days 18 days 37 days 33days 89 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 28.01.2016	Yes, all the members were duly present	29.05.2015 30.07.2015 30.10.2015	61 days 91 days 89 days
Shareholders/ Investor Committee 28.01.2016		29.05.2015 30.07.2015 30.10.2015	61 days 91 days 89 days
Remuneration Committee		30.10.2015	
Corporate Social Responsibility Committee 28.01.2016		30.10.2015	89 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 transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.



VI. Affirmations

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
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (At present, the Company is not covered under the top 100 listed Companies)
3. 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
4. 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
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors - Yes

For Zodiac – JRD- MKJ Limited

For ZODIAC-JRD-MKJ LTD

Jayesh Jhaveri
Managing Director


DIRECTOR

Date: April 6, 2016
Place: Mumbai

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.



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)

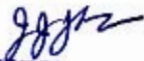
TEL. : 91-22-23869731 / 91-22-23866471
FAX : 91-22-23800038
Email : account_zjml@yahoo.com
CIN : L65910MH1987PLC042107
Email : info@zodiacjrdmkjltd.com
Website : www.zodiacjrdmkjltd.com

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year 2015-16)

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) ^{refer note below}	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	N.A	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	N.A	
New name and the old name of the listed entity	N.A	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) ^{refer note below}
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes



Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	N.A
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
<p>Note</p> <p>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 transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p>III Affirmations:</p> <p>The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.</p>		
<p>ZODIAC-JRD-MKJ LTD. FOR ZODIAC-JRD-MKJ LTD.</p>		
<p>Name & Designation Managing Director</p>		<p> DIRECTOR</p>