

Jolly Merchandise Ltd.

CIN NO: L01130GJ1990PLC014435

To,
The Deputy Manager,
Department of Corporate Services,
Bombay Stock Exchange Limited
P. J. Towers, Dalal Street,
Mumbai- 400001

12.01.2015

Dear Sir,

Sub: Submission of Quarterly Compliance Report on Corporate Governance under clause 49 of the Listing Agreement.

Ref: Scrip Code: 519191 Scrip ID: JOLYMER

We are sending herewith Compliance Report on Corporate Governance for the quarter ended on **31.12.2014** as required under clause 49 of the Listing Agreement.

Please find above in order and acknowledge the same.

Thanking You,

Yours faithfully,
For, JOLLY MERCHANDISE LIMITED


DIRECTOR/ AUTHORIZED SIGNATORY

Encl: As above.

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company : JOLLY MERCHANDISE LIMITED

Quarter ending on : 31.12.2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/NA	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' Compensation & Disclosures	49 (IIC)	Yes	
(D) Other Provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	Mechanism shall be disclosed in the Next Board Report
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	
III. Subsidiary Companies	49 (III)	N.A	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	NA	
IV. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	NA	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	Details shall be disclosed in the Annual Corporate Governance Report
(D) Management	49 (VIII D)	Yes	Management Discussion and Analysis Report shall be a part of next Annual Report
(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	Shall be complied with in the next Annual Report on Corporate Governance
X. Report on Corporate Governance	49 (X)	Yes	Shall form a part of next Annual Report
XI. Compliance	49 (XI)	Yes	Shall be complied with in the next report on Corporate Governance

PLACE: AHMEDABAD

DATE: 12, 01, 2015

For, JOLLY MERCHANDISE LIMITED

COMPLIANCE OFFICER/DIRECTOR

