Jolly Merchandise Ltd.

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

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 31st December 2012 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   :   31st December, 2012

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	Yes	
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	
D) Code of Conduct	(49 (ID)	Yes	
II. Audit Committee	49 (II)		
(A)Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B)Meeting of Audit Committee	49 (IIB)	Yes	
(C)Powers of Audit Committee	49 (IIC)	Yes	
(D)Role of Audit Committee	49 II(D)	Yes	
(E)Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	**N.A.**	No subsidiary
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A.	
(E) Remuneration of Directors	49 (IV E)	N.A.	No remuneration paid
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
V.CEO/CFO Certification	49 (V)	**Yes**	
VI. Report on Corporate Governance	49 (VI)	**Yes**	
VII. Compliance	49 (VII)	**Yes**	

For, JOLLY MERCHANDISE LIMITED

PLACE: AHMEDABAD

DATE: 04.01.2013

COMPLIANCE OFFICER