

J. J. AUTOMOTIVE LTD.

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Corporate Governance Report for the Quarter ended 31.12.2015

1. Name of Listed Entity: J. J. Automotive Limited
2. Quarter ending: 31-12-2015

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 Directors hip 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.	K. P. Jhunjunwala	ACLPJ0435D & 00108065	Non-Executive	19/08/1981	-	1	0	
Mr.	Anil Jhunjunwala	ACVPJ4334R & 00128717	Executive	01/10/2014	-	2	2	
Mr.	Kamal Nain Saraf	AJUPS4049Q & 00204296	Independent	30/09/2014	1	1	1	
Mr.	Sankar Prasad Mukherjee	AFEPM0238F & 00108225	Independent	30/09/2014	1	1	1	
Mr.	Surjit Singh	ALIPS9396N & 00204609	Independent	30/09/2014	1	1	2	
Mrs.	Hilla Eruch Bhathena	AIDPB1918R & 06909249	Independent	01/10/2014	1	2	1	

\$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			
<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee) &</i>	
1. Audit Committee	Mr. S.P.Mukherjee Mr. Surjit Singh Mr. Kamal Nain Saraf	Independent Independent Independent	
2. Nomination & Remuneration Committee	Mrs. Hilla Eruch Bhathena Mr. S. P. Mukherjee Mr. K. P. Jhunjhunwala	Independent Independent Non-Executive	
3. Risk Management Committee(if applicable)	N. A.		
4. Stakeholders Relationship Committee'	Mr. Surjit Singh Mr. Partha Dutta	Independent Director Chief Executive Officer	
* 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			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
15/07/2015 03/08/2015 29/08/2015	09/11/2015	71 days	
IV. Meeting of Committees			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
09/11/2015	Yes – 2 Members	03/08/2015	97 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	Yes
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	Yes

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.
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 (applicable to the top 100 listed entities)
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:


Abhijit Das
Company Secretary & Compliance Officer



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.