

**CERTIFICATE ON COMPLIANCE WITH THE CONDITION OF CORPORATE
GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT (S)**

To
THE MEMBERS OF
JATTASHANKAR INDUSTRIES LIMITED,

We have examined the compliance of conditions of Corporate Governance by Jattashankar Industries Limited (Formerly known as Jatta Poly-Yarn Limited) for the year ended on 31st March 2010 as stipulated in clause 49 of Listing Agreement of the said company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of an opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, We certify that the company has complied with the conditions of corporate Governance as stipulated in the above-mentioned Listing Agreement.

We state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.



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Kala Agarwal
Company Secretary in Practice
C. P. No. 5356

Place: Mumbai
Date: 12th March, 2012