

**Reliance MediaWorks Limited**

Film City Complex  
Goregoan (East)  
Mumbai 400 065, India

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Fax: +91 22 3980 8985  
www.reliancemediaworks.com

April 15, 2013

<p>The General Manager Corporate Relationship Department BSE Limited Phiroze Jeejeeboy Towers Dalal Street, Fort, Mumbai- 400 001 Fax No.: 22722037/39/41/61/3121/3719 <b><u>BSE Scrip Code: 532399</u></b></p>	<p>The Manager Listing Department National Stock Exchange of India limited Exchange Plaza, 5<sup>th</sup> Floor, Plot no.C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051 Fax No.: 26598237/38 <b><u>NSE Scrip Symbol: RELMEDIA</u></b></p>
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Dear Sirs,

Sub: **Quarterly Compliance Report on Corporate Governance for the quarter ended March 31, 2013 under Clause 49 of the Listing Agreement.**

In terms of Clause 49 of the Listing Agreement, we are attaching current compliance status on Corporate Governance for the quarter ended March 31, 2013.

Kindly acknowledge receipt.

Thanking You,

Yours faithfully,  
**For Reliance MediaWorks Limited**

  
Ashish Agarwal  
Company Secretary

Encl: As above



### Quarterly Compliance Report on Corporate Governance

Name of the Company: **Reliance MediaWorks Limited**

Quarter ending on: March 31, 2013

Particulars	Clause of Listing Agreement	Compliance status (Yes/No/N.A.)	Remarks
<b>I. Board of Directors</b>	49 (I)	YES	
(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	
<b>II. Audit Committee</b>	49 (II)	YES	
(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	
<b>III. Subsidiary Companies</b>	49 (III)	YES	
<b>IV. Disclosures</b>	49 (IV)	YES	
(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)	YES	
(E) Remuneration of Directors	49 (IV E)	YES	



Particulars	Clause of Listing Agreement	Compliance status (Yes/No/N.A.)	Remarks
(F) Management	49 (IV F)	YES	
(G) Shareholders	49 (IV G)	YES	
<b>V. CEO/CFO Certification</b>	49 (V)	YES	Annual certification for 2011-12, has been obtained. Annual certification for 2012-13, will be duly complied with.
<b>VI. Report on Corporate Governance</b>	49 (VI)	YES	Report for the financial year 2011-12 has been complied with. Report for the financial year 2012-13 will be complied with in the Annual report 2012-13.
<b>VII. Compliance</b>	49 (VII)	YES	

For Reliance MediaWorks Limited

  
Ashish Agarwal  
Company Secretary

Date: 15.04.2013.