

**Reliance MediaWorks Limited**

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

Tel: +91 22 3980 8900
Fax: +91 22 3980 8985
www.reliancemediaworks.com

July 15, 2013

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
BSE Scrip Code: 532399

The Manager
Listing Department
National Stock Exchange of India limited
Exchange Plaza, 5th Floor, Plot no.C/1, G
Block, Bandra Kurla Complex, Bandra (E)
Mumbai- 400 051
Fax No.: 26598237/38
NSE Scrip Symbol: RELMEDIA

Dear Sirs,

Sub: **Quarterly Compliance Report on Corporate Governance for the quarter ended June 30, 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 June 30, 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: June 30, 2013

| Particulars | Clause of Listing Agreement | Compliance status (Yes/No/N.A.) | Remarks |
|--|-----------------------------|---------------------------------|---------|
| I. Board of Directors | 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 | |
| II. Audit Committee | 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 | |
| III. Subsidiary Companies | 49 (III) | YES | |
| IV. Disclosures | 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 | |
| V. CEO/CFO Certification | 49 (V) | YES | Annual certification for 2011-12, has been obtained. Annual certification for 2012-13, will be duly complied with. |
| VI. Report on Corporate Governance | 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. |
| VII. Compliance | 49 (VII) | YES | |

For Reliance MediaWorks Limited


Ashish Agarwal
Company Secretary

Date: 15.07.2013.