

**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

CIN No: L29299MH1987PLC045446

April 14, 2014

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 March 31, 2014 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, 2014.

We also submit that the application for delisting has been submitted by the Company pursuant to Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.

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, 2014

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.
VI. Report on Corporate Governance	49 (VI)	YES	Report for the financial year 2011-12 has been complied with.
VII. Compliance	49 (VII)	YES	

For Reliance MediaWorks Limited


Ashish Agarwal
Company Secretary

Date: April 14, 2014