

**Reliance MediaWorks Limited**

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Mumbai 400 065, India

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October 14, 2011

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

Sub: Compliance Report on Corporate Governance for the quarter ended 30th September, 2011.

Pursuant to Clause 49 of the Listing Agreement, we submit herewith a Compliance Report on Corporate Governance for the quarter ended 30th September, 2011.

We confirm that the Company is in compliance with the provisions of Clause 49 of the Listing Agreement.

You are requested to take the same on your record.

Thanking You,

Yours Faithfully
For Reliance MediaWorks Limited

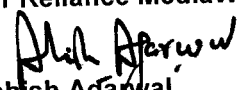

Ashish Agarwal
Company Secretary

Encl: As above

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : Reliance MediaWorks Limited
Quarter ending on : 30th September, 2011

Sr. No.	Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I.	Board of Directors	49 I		
(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)		
(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)		
(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	-
(F)	Management	49 (IV F)	Yes	-
(G)	Shareholders	49 (IV G)	Yes	-
V.	CEO/CFO Certification	49 (V)	Yes	
VI.	Report on Corporate Governance	49 (VI)	Yes	
VII.	Compliance	49 (VII)	Yes	

For Reliance MediaWorks Limited

 Ashish Agarwal
 Company Secretary

Date: October 14, 2011