

NEW DELHI TELEVISION LIMITED

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED MARCH 31, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	-
(B) Independent Directors	49 (IIB)	Yes	Pl. refer Note 1
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	-
(D) Other provisions as to Board and Committees	49 (IID)	Yes	Pl. refer Note 2
(E) Code of Conduct	49 (IIE)	Yes	-
(F) Whistle Blower Policy	49 (IIF)	Yes	Pl. refer Note 3
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit	49 (IIIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIIB)	Yes	-
(C) Powers of Audit Committee	49 (IIIC)	Yes	-
(D) Role of Audit Committee	49 (IIID)	Yes	-
(E) Review of Information by Audit	49 (IIIE)	Yes	-
IV. Nomination and Remuneration Committee	49 (IV)	Yes	Pl. refer Note 4
V. Subsidiary Companies	49 (V)	Yes	-
VI. Risk Management	49 (VI)	Yes	Pl. refer Note 5
VII. Related Party Transactions	49 (VII)	Yes	-
VIII. Disclosures	49 (VIII)	Yes	-
(A) Related party transactions	49 (VIIIA)	Yes	-
(B) Disclosure of Accounting	49 (VIIIB)	N.A.	-
(C) Remuneration of Directors	49 (VIII C)	Yes	-
(D) Management	49 (VIII D)	Yes	-
(E) Shareholders	49 (VIII E)	Yes	-

(F) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII F)	N.A.	-
IX. CEO/CFO Certification	49 (IX)	Yes	-
X. Report on Corporate Governance	49 (X)	Yes	-
XI. Compliance	49 (XI)	Yes	-

Note 1: The criteria for performance evaluation will be disclosed in the Annual Report 2014-15. Separate meeting of Independent Directors was held in March 2015. Details of familiarization program for directors will be disclosed in due course.

Note 2: Succession Plan is in the process of being finalized.

Note 3: The details of establishment of Vigil mechanism will be disclosed in the Annual Report 2014-15.

Note 4: The Remuneration Policy and the evaluation criteria will be disclosed in the Annual Report 2014-15.

Note 5: Constitution of Risk Management Committee is not applicable to the Company.