

July 14, 2015

The Secretary, BSE Limited, 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 Fax No.(s): (022) 2272 3121/2037/2039/2041/2061/3719	Asst. Vice President, Listing Department, National Stock Exchange of India, "Exchange Plaza", Bandra Kurla Complex, Bandra (East), Mumbai-400051 Fax No.(s): 022-26598237 / 38 / 347 / 348
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Re: Quarterly Corporate Governance Report (Clause 49)

Dear Sir,

In compliance with Clause 49 of the Listing Agreement, please find herewith enclosed the Corporate Governance Report of the Company for the quarter ended June 30, 2015.

Thanking you,

Yours Sincerely,
FOR NEW DELHI TELEVISION LIMITED



**Navneet Raghuvanshi
Company Secretary**

Encl: as above

NEW DELHI TELEVISION LIMITED

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED JUNE 30, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	Pl. refer Note 1
(B) Independent Directors	49 (IIB)	Yes	-
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	-
(D) Other provisions as to Board and Committees	49 (IID)	Yes	-
(E) Code of Conduct	49 (IIE)	Yes	-
(F) Whistle Blower Policy	49 (IIF)	Yes	-
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	Pl. refer Note 1
(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 Committee	49 (IIIE)	Yes	-
IV. Nomination and Remuneration Committee	49 (IV)	Yes	-
V. Subsidiary Companies	49 (V)	Yes	-
VI. Risk Management	49 (VI)	Yes	-
VII. Related Party Transactions	49 (VII)	Yes	-
VIII. Disclosures	49 (VIII)	Yes	-
(A) Related party transactions	49 (VIII A)	Yes	-
(B) Disclosure of Accounting Treatment	49 (VIII B)	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: As already informed, Mr. Pramod Bhasin, Director stepped down as an Independent Director of the Company w.e.f. 10th June, 2015. The Company is taking requisite steps to identify Independent Director(s) for ensuring compliance of clause 49 of the Listing Agreement. Post induction of such Independent Director(s), the Audit Committee too will be reconstituted.

FOR NEW DELHI TELEVISION LIMITED



Navneet Raghuvanshi

Company Secretary

Date – 14th July, 2015