

NEW DELHI TELEVISION LIMITED

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE
QUARTER ENDED DECEMBER 31, 2012**

| 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 (IID) | 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 (IVA) | YES | |
| (B) Disclosure of Accounting Treatment | 49 (IVB) | YES | |
| (C) Board Disclosures | 49 (IVC) | YES | |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IVD) | YES | |
| (E) Remuneration of Directors | 49 (IVE) | N.A. | Shall be forming part of Corporate Governance Report in ensuing Annual Report |
| (F) Management | 49 (IVF) | N.A. | Shall be forming part of Corporate Governance Report in ensuing Annual Report |
| (G) Shareholders | 49 (IVG) | N.A. | Shall be forming part of Corporate Governance Report in ensuing Annual Report |
| V. CEO/CFO Certification | 49 (V) | N.A. | Shall be forming part of Corporate Governance |

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|---|------------------------------------|---------------------------------|---|
| | | | Report in ensuing Annual Report |
| VI. Report on Corporate Governance | 49 (VI) | N.A. | Shall be forming part of Corporate Governance Report in ensuing Annual Report |
| VII. Compliance | 49 (VII) | N.A. | Shall be forming part of Corporate Governance Report in ensuing Annual Report |