

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **M/S BHARATIYA GLOBAL INFOMEDIA LIMITED (SCRIP: 533499)**

Quarter ended on: **SEPTEMBER 30, 2012**

PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS Yes/No	REMARKS
I. BOARD OF DIRECTORS	49 (I)		
(A) Composition of Board	49(IA)	Yes	One of the Director Mr. Anil Kapoor Kumar, liable to retire by rotation wasn't re appointed by the members of the Company w.e.f. the Conclusion of 18 th Annual Genral Meeting of the company and also appointment of Mr. Kamal Kishor Singh, Independent Director of the company. Hance the total strength of executive and independent directors are 2 and 5 respectively.
(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	Details will be furnished in the Annual Report .
II. AUDIT COMMITTEE	49 (II)		---
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	The Audit committee Consists Five Members out of which three are the Non Executive Independent directors and chairman is also Non Executive Independent director. Mr. Sanjay Kapoor was chairman of the Audit Committee till August



			29, 2012 and thereafter Mr. Kamal Kishor Singh has been appointed as the Chairman of Audit Committee w.e.f. August 29, 2012.
(B) Meeting of Audit Committee	49 (IIB)	Yes	The company have conducted the audit committee meetings on regular basis as per clause 49.
(C) Powers of Audit Committee	49 (IIC)	Yes	Complied as per clause 49 of Listing agreement.
(D) Role of Audit Committee	49 (IID)	Yes	Complied as per clause 49 of the Listing agreement.
(E) Review of Information by Audit Committee	49 (IIE)	Yes	Complied as per clause 49 of Listing agreement.
III. SUBSIDIARY COMPANIES	49 (III)	Yes	The company does not have any material non listed Indian subsidiary as defined in clause 49. Financial Statement of Unlisted Indian Subsidiary are reviewed on the annual basis and also minutes of Board Meeting approved their meeting held during the quarter ended.
IV. DISCLOSURES	49 (IV)		--
(A) Basis of related party transactions	49 (IV A)	Yes	Will be Complied in Annual Report.
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	Will be Complied in Annual Report .
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	Audit Committee regularly reviewed the disclosure of uses /application of fund and also become the part of the quarterly financial result published by the company as per Clause 49 of Listing agreement .
(E) Remuneration of Directors	49 (IV E)	Yes	Complied in Annual Report for the year ended March 31, 2012.
(F) Management	49 (IV F)	Yes	Complied in Annual Report for the year ended 2011-12.



(G) Shareholders	49 (IV G)	Yes	Complied in Annual Report for the year ended March 31, 2012.
V. CEO/CFO CERTIFICATION	49 (V)	Yes	Complied in Annual Report for the year ended March 31, 2012.
VI. REPORT ON CORPORATE GOVERNANCE	49 (VI)	Yes	Report on corporate governance form the part of Annual Report for the year 2011 - 12.
VII. COMPLIANCE	49 (VII)	Yes	Disclosed in Annual Report 2011-12

For **BHARATIYA GLOBAL INFOMEDIA LIMITED.**


Kumar Pushkar
Company Secretary & Compliance Officer

Dated: **October 11, 2012**

Place: **New Delhi**