

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

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

Quarter ended on: **31st December, 2011**

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|--|------------------------------------|---------------------------------|---|
| I. Board of Directors | 49 (I) | Yes | Yes |
| (A) Composition of Board | 49(IA) | Yes | Comprises 2 Executive Director, 1 Non Executive /Non Independent Director and 4 Non-Executive /Independent Directors |
| (B) Non-Executive Directors' compensation & disclosures | 49 (IB) | Yes | NA |
| (C) Other provisions as to Board and Committees | 49 (IC) | Yes | NA |
| (D) Code of Conduct | 49 (ID) | Yes | Will be Disclosed in Annual Report. |
| II. Audit Committee | 49 (II) | Yes | |
| (A) Qualified & Independent Audit Committee | 49 (IIA) | Yes | The Committee consists of 2 Executive Directors and 3 Non-Executive/ Independent Directors. The Chairman of the Committee is an Independent Non-Executive Director. |
| (B) Meeting of Audit Committee | 49 (IIB) | Yes | The Committee is regular in holding meetings. |
| (C) Powers of Audit Committee | 49 (IIC) | Yes | NA |
| (D) Role of Audit Committee | 49 (IID) | Yes | NA |
| (E) Review of Information by Audit Committee | 49 (IIE) | Yes | NA |
| III. Subsidiary Companies | 49 (III) | N. A. | There is no Subsidiary Company. |
| IV. Disclosures | 49 (Yes) | Yes | |
| (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 | NA |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV D) | Yes | NA |
| (E) Remuneration of Directors | 49 (IV E) | Yes | NA |

| | | | |
|---|-----------|-----|-------------------------------------|
| (F) Management | 49 (IV F) | Yes | Will be Complied in Annual Report. |
| (G) Shareholders | 49 (IV G) | Yes | Will be Complied in Annual Report. |
| V. CEO/CFO Certification | 49 (V) | Yes | Will be Complied in Annual Report. |
| VI. Report on Corporate Governance | 49 (VI) | Yes | Will be Disclosed in Annual Report. |
| VII. Compliance | 49 (VII) | Yes | Will be Disclosed in Annual Report. |

For **BHARATIYA GLOBAL INFOMEDIA LIMITED.**


Kumar Pushkar
Company Secretary & Compliance Officer

Dated: 13.01.2012

Place: New Delhi