

IRIS MEDIAWORKS LIMITED

Quarterly Compliance Report on Corporate Governance

Name of the Company: Iris Mediaworks Limited
(Formerly known as Channel Guide India Limited)

Quarter ending on 31st March, 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 II(D) | Yes | |
| (E) Review of Information by Audit Committee | 49 (IIE) | Yes | |
| III. Subsidiary Companies | 49(III) | Not Applicable | As the Company does not have any Subsidiary Company. |
| IV. Disclosures | 49 (IV) | | |
| (A) Basis of related party transactions | 49 (IV A) | Yes | If Any, will be disclosed in the Annual Report. |
| (B) Disclosures of Accounting Treatment | 49 (IV B) | Yes | |
| (C) Board of Disclosures | 49 (IV C) | Yes | |
| (D) Proceeds from Public Issues, Right Issues, Preferential Issues etc. | 49 (IV D) | Not Applicable | As the company has not received any proceeds on account of said issues for the quarter under review. |
| (E) Remuneration of Directors | 49 (IV E) | Yes | If Any, would be disclosed in the Annual Report. |
| (F) Management | 49 (IV F) | Yes | |
| (G) Shareholders | 49 (IV G) | Yes | |
| 7. CEO / CFO Certification | 49 (V) | Yes | Has been Complied with in the Annual Report 2010-11 and the same shall be complied in the forthcoming Annual report |
| VI. Report on Corporate Governance | 49 (VI) | Yes | Has been Complied with in the Annual Report 2010-11 and the same shall be complied in the forthcoming Annual report |
| VII. Compliance | 49 (VII) | Yes | Has been Complied with in the Annual Report 2010-11 and the same shall be complied in the forthcoming Annual report |

For Iris Mediaworks Limited

(Formerly known as Channel Guide India Limited)

AC Parvati
Director/ Authorized Signatory



IRIS MEDIAWORKS LIMITED

(Formerly known as Channel Guide India Limited)

Registered Office: A-203, 2nd Floor, Grenville, Lokhandwala Complex, Andheri (W.), Mumbai - 400 053

Tel: +91 22 26320011/ 65344973 Fax: +91 22 26320011