

To,
The Board of Directors
Iris Mediaworks Limited
(Formerly known as Channel Guide India Limited)
Unit no. 32/F,
Laxmi Vijay Industrial Co-op Society Ltd.,
Laxmi Industrial Estate,
Link Road,
Andheri (W),
Mumbai - 400 053.

CERTIFICATE

I have examined the Register of Members, beneficiary details furnished by the Depositories and records/documents being maintained by Iris Mediaworks Limited *(formerly known as Channel Guide India Limited)* ("the Company") and Bigshare Services Private Limited its Registrar and Share Transfer Agents for issuing this certificate, in accordance with the Circular No. D&CC/FITTC/CIR-16/2002 dated December 31, 2002 and the Circular No. CIR/MRD/DP/30/2010 dated September 6, 2010 issued by the Securities and Exchange Board of India.

In my opinion and to the best of my information and according to the explanations given to me and based on such verification as considered necessary, I hereby certify the Reconciliation of Share Capital Audit Report annexed herewith for the quarter ended 31st December, 2013

For N.V. & Associates
Company Secretaries



Nisha Verma

Proprietor

C.P. No. 9037

M. No. 24487

Date: 24th January, 2014

Place: Mumbai.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

| | | | | | | | |
|-----|--|---|---------------------------------|--|---------------------------|---------------------------|---|
| 1. | For Quarter Ended | : 31 st December, 2013 | | | | | |
| 2. | ISIN | : INE974C01022 | | | | | |
| 3. | Face Value | : Rs. 5/- each | | | | | |
| 4. | Name of the Company | : Iris Mediaworks Limited <i>(Formerly known as Channel Guide India Limited)</i> | | | | | |
| 5. | Registered Office of the Company | : Unit no. 32/F, Laxmi Vijay Industrial Co-op Society Ltd., Laxmi industrial Estate, Link Road, Andheri (W), Mumbai - 400 053 | | | | | |
| 6. | Correspondence Address | : Unit no. 32/F, Laxmi Vijay Industrial Co-op Society Ltd., Laxmi industrial Estate, Link Road, Andheri (W), Mumbai - 400 053 | | | | | |
| 7. | Telephone & Fax No. | : 022-26320011 | | | | | |
| 8. | Email Address | : corp.iris@gmail.com | | | | | |
| 9. | Name of the Stock Exchange where the Company's securities are listed | : BSE Limited | | | | | |
| | | Number of Shares | % of total Issued Capital | | | | |
| 10. | Issued Capital | 99962110 | 100.00% | | | | |
| 11. | Listed Capital (Exchange wise) (as per Company records) | 99962110 | 100.00% | | | | |
| 12. | Held in Dematerialized form in CDSL | 4209320 | 4.21 | | | | |
| 13. | Held in Dematerialized form in NSDL | 9360863 | 9.36 | | | | |
| 14. | Physical | 86391927 | 86.43 | | | | |
| 15. | Total No. of Shares (12+13+14) | 99962110 | 100.00 | | | | |
| 16. | Reasons for difference, if any between (10&11), (10&15), (11&15) | No Difference | | | | | |
| 17. | Certifying the details of changes in share capital during the quarter under consideration as per Table below: | | | | | | |
| | Particulars*** | No. of Shares | Applied/Not Applied for Listing | Listed on Stock Exchange (specify Names) | Whether intimated to CDSL | Whether intimated to NSDL | In-principal Approval pending from SE (Specify Names) |
| | Not Applicable | Not Applicable | Not Applicable | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| | *** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction Forfeiture, Any other (to specify). | | | | | | |
| 18. | Register of Members is updated (Yes/No) | Yes | | | | | |



| | | |
|-------------------------------|---|---|
| | If not updated up to which date | Not Applicable |
| 19. | Reference of previous quarter with regards to excess dematerialized shares if any | Not Applicable |
| 20. | Has the Company resolved the matter in point No. 19 above in the current quarter? If not, reason why? | Not Applicable |
| 21. | Mention the total no. of requests if any confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay: | |
| Total No. of demat request | | No. of Requests |
| Confirmed after 21 days | | Nil |
| Pending for more than 21 days | | Nil |
| | | No. of Shares |
| | | Nil |
| | | Reasons for Delay |
| | | Not Applicable |
| 22. | Name, Telephone & Fax No. of Compliance Officer of the Company | : Rajendra Karnik Tel. & Fax No. : 022-26320011 |
| 23. | Name, Address, Tel & Reg. No. of PCS | Nisha Verma Address: N.V. & Associates Company Secretaries D6, 1 st Floor, Plot no. 35, Ashirwad Society, Opp. Bank of Baroda, Gorai 1, Borivali (West), Mumbai - 400092 Tel No-022- 2868 3861 C.P. No. 9037 M. No. 24487 |
| 24. | Appointment of common agency for share registry work. If yes, name & address | Yes Bigshare Services Private Limited E-2 & 3, Ansa Industrial Estate, Saki-Vihar Road, Sakinaka, Andheri (E), Mumbai- 400 072 |
| 25. | Any other details that the PCS may like to provide (e.g. BIFR Company, delisting from SE, Company changed its name etc.) | NIL |

For N.V. & Associates

Company Secretaries



Nisha Verma

Proprietor

C.P. No. 9037

M. No. 24487

Date: 24th January, 2014

Place: Mumbai.