

**Quarterly Compliance Report on Corporate Governance:**

Name of the Company: Cinevistaas Limited

Quarter Ended on: 31<sup>st</sup> March 2012.

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
1	2	3	4
<b>I. Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	Yes	The Company's Board consists of six Directors, out of which four Directors are Non-executive, Independent Directors.
(B) Non-executive Directors' compensation & disclosures	49(IB)	Yes	Only sitting fees is being paid to the Non - Executive Directors. The required Disclosures shall be made in the Annual Report.
(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.
<b>II. Audit Committee</b>	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	-
<b>III. Subsidiary Companies</b>	49(III)	Yes	-
<b>IV. Disclosures</b>	49(IV)		
(A) Basis of related party transactions	49(IVA)	Yes	Details will be furnished in the Annual Report
(B) Disclosure of Accounting Treatment	49(IVB)	Yes	Details will be furnished in the Annual Report
(B) Board Disclosures	49(IVC)	Yes	-

(C) Proceeds from public issues, rights issues, preferential issues, etc.	49(IVD)	N.A.	The Company has no pending Proceeds from public issues, rights issues, preferential issues etc. and therefore, Clause 49 IV D of the Listing Agreement is NOT APPLICABLE
(D) Remuneration of Directors	49(IVE)	Yes	The Company is following the policy to approve all monetary benefits available to a Director by the Remuneration Committee. All required disclosures shall be made in the Annual Report in this regard.
(E) Management	49(IVF)	Yes	Details will be furnished in the Annual Report
(F) Shareholders	49(IVG)	Yes	
<b>V. CEO/CFO Certification</b>	49(V)	Yes	Will be complied in the Annual Report
<b>VI. Report on Corporate Governance</b>	49(VI)	Yes	Will be complied in the Annual Report
<b>VII. Compliance</b>	49(VII)	Yes	Will be complied in the Annual Report