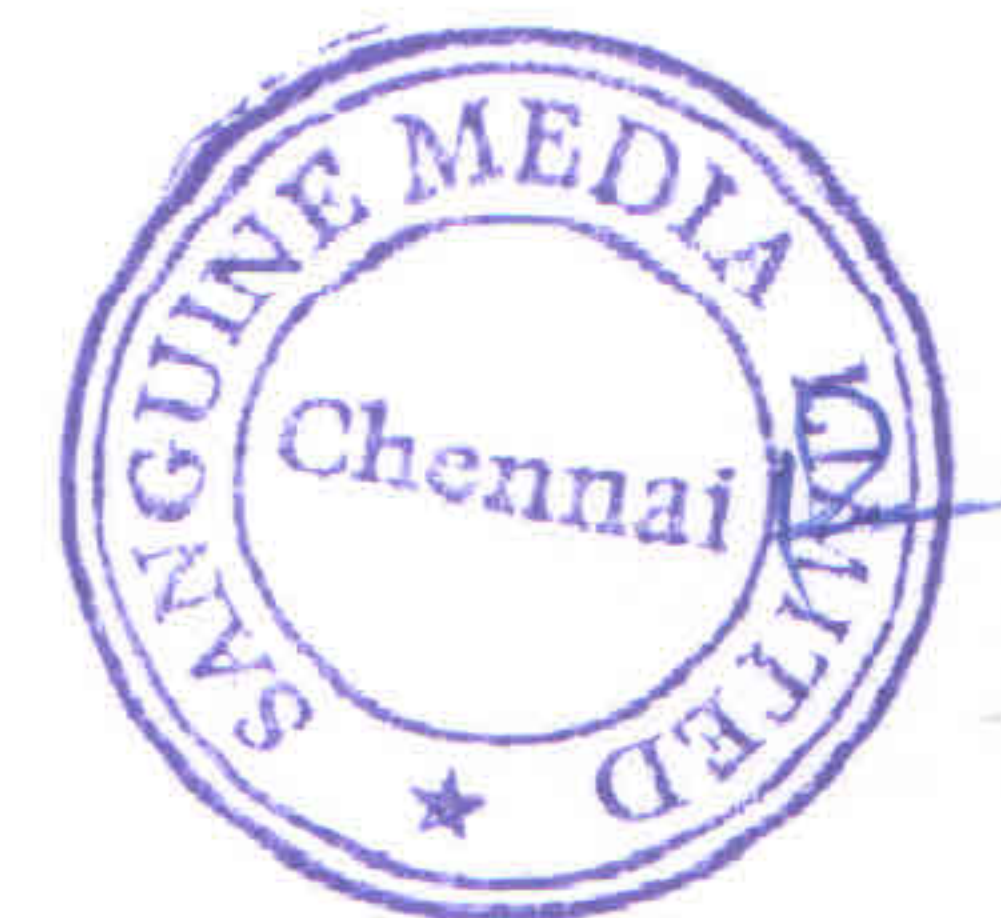




**Quarterly Compliance Report on Corporate Governance**  
**under Clause 49 of the Listing Agreement**

Name of the Company : SANGUINE MEDIA LIMITED  
Quarter ending on : 31st March, 2013

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	Yes	Composition of the Board is as per the provisions of Clause 49(A) of Equity Listing Agreement.
(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	Code of Conduct has been laid down by the Board and a declaration to this effect has been given by the CEO in the Annual Report as per the provision of Clause 49 (ID) of the Listing Agreement.
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	Meetings of the Audit Committee are conducted as per the provisions of Clause 49 (IIB) read with the provisions of Section 292A of the Companies Act, 1956.
(C) Powers of Audit Committee	49 (IIC)	Yes	The powers exercised by the Audit Committee are as per the provisions prescribed under Clause 49 (IIC) read with the provisions of Section 292A of the Companies Act, 1956.
(D) Role of Audit Committee	49 II(D)	Yes	The audit committee has fulfilled their role successfully in respect to the provisions prescribed in this clause.
(E) Review of Information by Audit	49 (IIE)	Yes	The Audit Committee has





Committee			reviewed all the information which is supposed to be reviewed mandatorily as per provisions of this clause.
<b>III. Subsidiary Companies</b>	49 (III)	Not Applicable	The Company does not have any Subsidiary Company.
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	The Company is following the same Accounting Treatment as prescribed by the Accounting Standards in the preparation of its financial statements.
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	Not Applicable	There have not been any proceeds from the said issues during the quarter under review.
(E) Remuneration of Directors	49 (IV E)	Yes	No remuneration was paid to any Director.
(F) Management	49 (IV F)	Yes	The same has been complied in the Annual Report.
(G) Shareholders	49 (IV G)	Yes	Quarterly results are been updated on the BES website regularly and also been sent to BSE.
<b>V.CEO/CFO Certification</b>	49 (V)	Yes	The same has been complied in the Annual Report.
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	The same has been complied in the Annual Report.
<b>VII. Compliance</b>	49 (VII)	Yes	The same has been complied in the Annual Report.

For Sanguine Media Ltd.

*P. Patavikar*

Director / Authorized Signatory.

