

PARAMOUNT COMMUNICATIONS LIMITED.
 Regd Off: C-125, Naraina Industrial Area, Phase-1, New Delhi-110028, India
 CIN: L74899DL1994PLC061295

Clause – 49

Quarterly Compliance Report on Corporate Governance

Name of the Company: **M/s. PARAMOUNT COMMUNICATIONS LIMITED**
 Quarter ending on: **30th June, 2014**

<u>PARTICULARS</u>	<u>CLAUSE OF LISTING AGREEMENT</u>	<u>COMPLIANCE STATUS (Yes / No.)</u>	<u>REMARKS</u>
I. Board of Directors	49(I)		
(A) Composition of Board	49(IA)	Yes	---
(B) Non-Executive Director's 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(IID)	Yes	---
(E) Review of Information by Audit Committee	49(IIE)	Yes	---
III. Subsidiary Companies	49(III)	Not Applicable	There is no material Non Listed Indian Subsidiary Company of the Company and hence the comments are not required.
IV. Disclosures	49(IV)		
(A) Basis of related party transactions	49(IVA)	Yes	---
(B) Disclosure of Accounting Treatment	49(IVB)	Yes	Wherever Applicable
(B) Board Disclosures	49(IVC)	Yes	---
(C) Proceeds from public issues, right issues, preferential issues etc.	49(IVD)	Yes	---
(D) Remuneration of Directors	49(IVE)	Yes	---
(E) Management	49(IVF)	Yes	Management Discussion & Analysis Report will form the part of Annual Report
(F) Shareholders	49(IVG)	Yes	---
V. CEO/CFO Certification	49(V)	Yes	Complied yearly
VI. Report on Corporate Governance	49(VI)	Yes	Complied in the annual report of the company
VII. Compliance	49(VII)	Yes	---

Date: 07.07.2014

Place: New Delhi

For Paramount Communications Ltd.




 (Rattan Aggarwal)
 CFO & Company Secretary