

Bharat Nidhi Limited

CIN : L74899DL1942PLC000644

Regd. Office : IInd Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110 002
Phone : 011-43562982, Website : www.bharatnidhi.com E-mail : bharatnidhi1@gmail.com

Quarterly Compliance Report on Corporate Governance

Name of the Company: BHARAT NIDHI LIMITED
Quarter ending on : 30.09.2015

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|---|-----------------------------|--------------------------|--------------------------|
| II. Board of Directors | 49 (II) | | |
| (A) Composition of Board | 49 (IIA) | Yes | - |
| (B) Independent Directors | 49 (IIB) | Yes | - |
| (C) Non-executive Directors' compensation & disclosures | 49 (IIC) | Yes | - |
| (D) Other provisions as to Board and Committees. | 49 (IID) | Yes | - |
| (E) Code of Conduct | 49 (IIE) | Yes | - |
| (F) Whistle Blower Policy | 49 (IIF) | Yes | - |
| III. Audit Committee | 49 (III) | | |
| (A) Qualified & Independent Audit Committee | 49 (IIIA) | Yes | - |
| (B) Meeting of Audit Committee | 49 (IIIB) | Yes | - |
| (C) Powers of Audit Committee | 49 (IIIC) | Yes | - |
| (D) Role of Audit Committee | 49 III(D) | Yes | - |
| (E) Review of Information by Audit Committee | 49 (IIIE) | Yes | - |
| IV. Nomination and Remuneration Committee | 49 (IV) | Yes | - |
| V. Subsidiary Companies | 49 (V) | N.A. | - |
| VI. Risk Management | 49 (VI) | Yes | 49(VI)(C) not applicable |

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|--|-----------------------------|--------------------------|---------|
| VII. Related Party Transactions | 49 (VII) | Yes | - |
| VIII. Disclosures | 49 (VIII) | | |
| (A) Related party transactions | 49 (VIII A) | Yes | - |
| (B) Disclosure of Accounting Treatment | 49 (VIII B) | N.A. | - |
| (C) Remuneration of Directors | 49 (VIII C) | Yes | - |
| (D) Management | 49 (VIII D) | Yes | - |
| (E) Shareholders | 49 (VIII E) | Yes | - |
| (I) Proceeds from public issues, Rights issues, Preferential issues etc. | 49 (VIII I) | N.A. | - |
| IX. CEO/CFO Certification | 49 (IX) | Yes | - |
| X. Report on Corporate Governance | 49 (X) | Yes | - |
| XI. Compliance | 49 (XI) | Yes | - |

For **Bharat Nidhi Limited**

Divya

(Divya Kohli)
Company Secretary

Details of Material Related Party Transactions
(as per sub-Clause VIII (A) of Clause 49 of the Listing Agreement)

| Name of the Related Party | Nature of Transactions | Amount (in Rs.) |
|--------------------------------------|--|------------------------|
| Bennett, Coleman and Company Limited | Purchases of Newspaper & Magazines (Net) | 14,68,81,462.00 |
| | Re-imburement of Expenses | 1,71,85,578.50 |
| | Dividend | 4,20,24,960.00 |
| TOTAL | | 16,40,67,040.00 |

For **Bharat Nidhi Limited**



Divya Kohli
Company Secretary