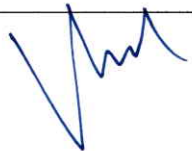


**FORM B****Format of covering letter of the annual audit report to be filed with Stock Exchange****[As per clause 31(a) of the listing agreement]**

1.	Name of the Company	New Delhi Television Limited
2.	Annual financial statements for the year ended	31 <sup>st</sup> March 2013
3.	Type of audit qualification	The qualification relates to Managerial Remuneration paid in excess of the limits specified under Schedule XIII of the Companies Act, 1956.
4.	Frequency of qualification	Repetitive, since March 31, 2012
	Draw attention to relevant notes in the annual financial statements and management response to the qualification in the directors report	<p><b><u>Auditors comment / qualification</u></b></p> <p>Please refer note 33(b) to the consolidated financial statements of the Company for the financial year 2012-13. Point no. 6 of the report of the Statutory Auditors on the said financial statements, is a qualification on the aforesaid note.</p> <p><b><u>Management response, to the qualification, in the Directors' Report</u></b></p> <p>With reference to point no. 6 of the Auditor's Report to the members of the Company on the consolidated financial statements for financial year 2012 – 13; the Directors state that the Company has filed the necessary application(s) with the Central Government for obtaining its approval(s) in respect of the managerial remuneration payable to Directors, as referred in the note 33(b) to the consolidated financial statements of the Company for the financial year 2012-13.</p> <p>The aforesaid Central Government's approval(s) is awaited.</p>
	Additional comments from the Board / Audit committee chair	-
5.	To be signed by-	
	<ul style="list-style-type: none"> <li>Mr. Vikramaditya Chandra Group CEO &amp; Executive Director New Delhi Television Limited</li> </ul>	

**FORM B****Format of covering letter of the annual audit report to be filed with Stock Exchange****[As per clause 31(a) of the listing agreement]**

<ul style="list-style-type: none"> <li>Mr. Amal Ganguli Audit Committee Chairperson New Delhi Television Limited</li> </ul>	<i>Amal Ganguli.</i>
<ul style="list-style-type: none"> <li>Mr. Saurav Banerjee Group CFO New Delhi Television Limited</li> </ul>	<i>Saurav Banerjee</i>
<ul style="list-style-type: none"> <li>Mr. Anupam Dhawan, Partner, Price Waterhouse, Statutory Auditors of the Company</li> </ul>	<i>Anupam Dhawan</i>

**For New Delhi Television Limited**

*Anoop Singh Juneja*  
**Anoop Singh Juneja**  
 Company Secretary