

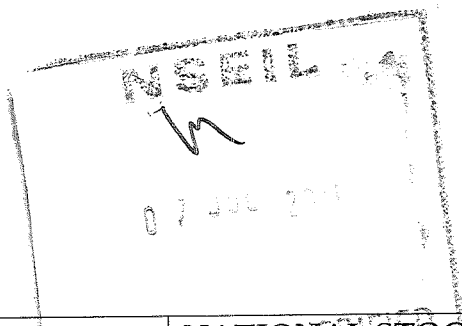
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Money Matters

Financial Services Ltd.

Regd. Off.: 1-B, 1st Floor, Court Chambers,
35, Sir Vithaldas Thackersey Marg,
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Date: July 7, 2011

To,

| | |
|---|---|
| The Secretary BOMBAY STOCK EXCHANGE LIMITED, P J Towers Dalal Street, Fort, Mumbai 400 001 | NATIONAL STOCK EXCHANGE OF INDIA LIMITED Listing Department Exchange Plaza, 5 th Floor, Bandra-kurla Complex, Bandra (East), Mumbai - 400 051. |
| Company Code No. 531595 | Company Code MMFSL |

Sir,

Pursuant to Clause 49 of the Listing Agreement, we are furnishing herewith the quarterly compliance report on Corporate Governance of the Company for the quarter ended June 30, 2011.

| Particulars | | Clauses of Listing Agreements | Compliance Status (Yes/No/N.A) | Remarks |
|-------------|--|-------------------------------|--------------------------------|---------|
| I. | Board of Directors | 49 I | | |
| (A) | Composition of Board | 49 (IA) | YES | |
| (B) | Non-Executive Directors' compensation & disclosure | 49 (IB) | YES | |
| (C) | Other provisions as to Board and Committee | 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) | YES | |
| IV | Disclosures | 49 (IV) | | |



| | | | | |
|-----|--|----------|-----|--------|
| (A) | Basis of related party transactions | 49 (IVA) | YES | |
| (B) | Disclosure of Accounting Treatment | 49 (IVB) | YES | |
| (C) | Board Disclosures | 49 (IVC) | YES | |
| (D) | Proceeds from public issues, rights issues, preferential issues etc. | 49 (IVD) | YES | |
| (E) | Remuneration of Directors | 49 (IVE) | YES | Note 1 |
| (F) | Management | 49 (IVF) | YES | |
| (G) | Shareholders | 49 (IVG) | YES | |
| V | CEO/CFO Certification | 49 (V) | Yes | |
| VI | Report on Corporate Governance | 49 (VI) | Yes | |
| VII | Compliance | 49 (VII) | Yes | |

Note

1. Only Managing Director of the Company is paid remuneration whose appointment and remuneration have been fixed by the Remuneration Committee of the Board in accordance with the provisions of Schedule XIII of the Companies Act, 1956 on such terms as decided by the Remuneration Committee.

Please record our compliance of clause 49 of the Listing Agreement.

Thanking you,

Yours faithfully,
For Money Matters Financial Services Ltd.



Shyam Bhattbhatt
Company Secretary

