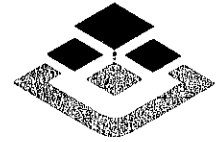


o/c



Money Matters

Regd Off: 1-B, 1st Floor, Court Chambers,
35, Sir Vithaldas Thackersey Marg,
New Marine Lines, Mumbai 400 020.
Tel: +91 22 4354 8200 • Fax: +91 22 2201 9051

July 10, 2012

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

Dear Sir,

Sub: Reconciliation of Share Capital Audit Report for the quarter ended June 30, 2012.

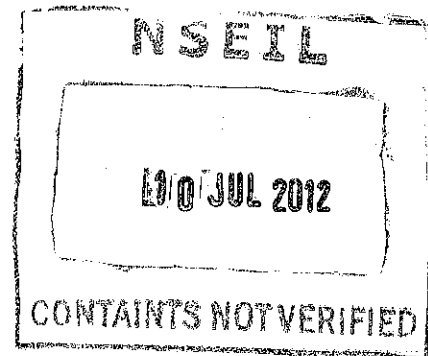
With reference to the captioned subject we are enclosing herewith "**Reconciliation of Share Capital Audit Report**" for the Quarter ended June 30, 2012 for your perusal and records.

Kindly place the same in your records.

Thanking you,

Yours faithfully,
For Money Matters Financial Services Limited

Harish Agrawal
Vice President & Company Secretary



Encl: As above.

Money Matters Financial Services Limited

Corp. Off. : 4th Floor, Merchant Chambers, 41, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020.
Tel: +91 22 4088 8100 • Fax: +91 22 4088 8170 • E-mail: contact@money-matters.in . Website: www.money-matters.in

ALWYN D'SOUZA & CO.

COMPANY SECRETARIES

Annex-103, Dimple Arcade, Asha Nagar, Kandivli (E), Mumbai 400101. Tel: 022-28549355

Branch Office: D-003, Gr. Flr, Indraprasta, Poonam Vihar, Mira Road (E) Thane 401107.

Tel: 022-28125781; Mob: 09820465195; E-mail: alwyn.co@gmail.com

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

To,
The Board of Directors
Money Matters Financial Services Ltd.
1-B, Court Chambers, 35, Sir Vithaldas Thackersey Marg,
New Marine Lines, Mumbai-400020.

We have examined the Register of Members, beneficiary details furnished by the Depositories and other records/ documents maintained by **Money Matters Financial Services Ltd.** (hereinafter referred to as "the Company") and its Registrars and Share Transfer Agents, **MCS Limited**, for issuing this certificate, in accordance with Regulation 55A of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996.

In our opinion and to the best of our knowledge and according to the information and explanations given to us and based on such verification as considered necessary, we hereby certify the following in respect of the quarter ended **30th June, 2012**:

1	For Quarter Ended	30th June, 2012	
2	ISIN:	INE180C01018	
3	Face Value:	Rs.10/-	
4	Name of the Company	Money Matters Financial Services Ltd.	
5	Registered Office Address	1-B, Court Chambers, 35, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai-400020.	
6	Correspondence Address	Same As Above	
7	Telephone & Fax Nos.	Tel No.-(022)-43548200 Fax No.-(022)-22019051	
8	Email address	investor.relation@money-matters.in	
9	Names of the Stock Exchanges where the company's securities are listed:	1. Bombay Stock Exchange Ltd. 2. The National Stock Exchange of India Limited	
10	Issued Capital	3,48,87,559	100%
11	Listed Capital (Exchange wise)	3,48,87,559	100%
12	Held In dematerialized form in CDSL	40,08,685	11.49%
13	Held In dematerialized form in NSDL	3,08,51,592	88.43%
14	Physical	27,282	0.08%
15	Total No. of shares (12+13+14)	3,48,87,559	100%



- 16 Reasons for difference if any, between (10 & 11), (10&15), (11&15): N.A
- 17 Certifying the details of changes in share capital during the quarter under consideration as per table below:- 30.06.2012

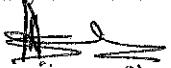
Particulars	No. of shares	Applied/ Not applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-prin. Approval pending for SE (Specify Names)
-----	---	---	-----	---	---	---

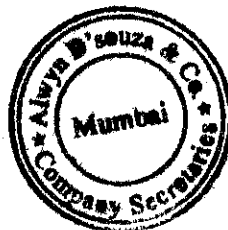
- 18 Register of Members is updated (Yes/No) Yes
If not, updated up to which date
- 19 Reference of previous quarter with regards to excess dematerialized shares, if any NIL
- 20 Has the company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why? N/A
- 21 Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay :

Total No. of demat/remat requests	No. of requests	No. Of shares	Reasons for delay
Confirmed after 21 days	Nil	Nil	N.A
Pending for more that 21 days	Nil	Nil	N.A

- 22 Name, Telephone & Fax No. of the Compliance Officer of the Company. **Mr. Harish Agrawal**
Compliance Officer
Tel/Fax: (022)-40888177
- 23 Name, Address, Tel. & Fax No., Regn. No. of the Auditor **Alwyn D'souza & Co.,**
Company Secretaries
Annex-103, Dimple Arcade, Asha Nagar, Kandivli (E), Mumbai
400101.Tel: 022-28549355
Regn. No. F.C.S : 5559 C.P. No. 5137
- 24 Appointment of Common Agency for share registry work **MCS Limited**
21&22, Gr. Floor,
Kashiram Jamnadas Bldg. 5,
P.D-Mello Road, Ghadiyal Godi,
Masjid (East), Mumbai-400009.
Ph : (022) 23726253-55
Fax: (022) 23726252-56
- 25 Any other details that the auditor may like to provide : (*) **During the quarter the company has received trading approval for 8401 Equity Shares from NSE on May 24, 2012 and from BSE on May 25, 2012. These Shares were allotted on conversion of warrants on 30th March, 2012.**

For ALWYN D'SOUZA & CO.
Company Secretaries


ALWYN D'SOUZA
Proprietor



Date : 10.07.2012
Place : Mumbai