

**Format of Quarterly Compliance Report on Corporate Governance**

**Name of the Company: MCX Stock Exchange Limited**

**Quarter ending on: June 30, 2014**

<b>Particulars</b>	<b>Clause of Listing agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
<b>I. Board of Directors</b>	49 (I)		
(A) Composition of Board	49 (IA)	N.A.	Being complied as per Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2012 (“SECC Regulations”)
(B) Non-executive Directors’ compensation & disclosures	49 (IB)	Yes	-
(C) Other provisions as to Board and Committees	49 (IC)	Yes	-
(D) Code of Conduct	49 (ID)	Yes	Code of Conduct as prescribed in SECC Regulations has been implemented. The declaration signed by MD and CEO to that effect would be obtained and would form part of Annual Report for F.Y. 2013-14 and will ensure compliance for future years.
<b>II. Audit Committee</b>	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 II(D)	Yes	-
(E) Review of Information by Audit Committee	49 (IIE)	Yes	The relevant information was reviewed in the meeting of the Audit Committee held on May 26, 2014
<b>III. Subsidiary Companies</b>	49 (III)	Yes	There are no material non listed subsidiaries of the co.
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	-
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A.	Will be disclosed in Corporate Governance Report.

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(C) Board Disclosures	49 (IV C)	Yes	-
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	The Company has received proceeds from rights issue on June 30, 2014.
(E) Remuneration of Directors	49 (IV E)	Yes	Relevant information will be disclosed in the Corporate Governance section of Annual Report 2013-14 and will ensure compliance for future years.
(F) Management	49 (IV F)	Yes	Relevant information will be disclosed in the Corporate Governance section of Annual Report 2013-14 and will ensure compliance for future years.
(G) Shareholders	49 (IV G)	Yes	-
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	The CEO /CFO certification will form part of Annual Report 2013-14.
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	The same will be included in Annual Report for Financial Year 2013-14 and will ensure compliance for future years.
<b>VII. Compliance</b>	49 (VII)	Yes	The same will be obtained and would be included in the Corporate Governance section of the Annual Report for Financial Year 2013-14 and will ensure compliance for future years.

**For MCX Stock Exchange Limited**

**S. Sarat Chandran**  
**Head - Legal & Company Secretary**  
Date: July 15, 2014