

Format of Quarterly Compliance Report on Corporate Governance

Name of the Company: MCX Stock Exchange Limited

Quarter ending on: September 30, 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	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”). We have requested SEBI for clarification that Public Interest Directors can be treated as independent directors under Companies Act, 2013 vide letter dated September 26, 2014 which is under their consideration.
(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. Annual Report for F.Y. 2013-14 contains the declaration signed by MD and CEO to that effect and we will ensure compliance for future years.
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 II(D)	Yes	-

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(E) Review of Information by Audit Committee	49 (IIE)	Yes	The relevant information was reviewed in the meeting of the Audit Committee held on September 24, 2014
III. Subsidiary Companies	49 (III)	Yes	There are no material non listed subsidiaries of the co.
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	-
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	There is no deviation from Accounting Standard except that an amount of Rs. 979.69 lakhs in respect of contracts with FTIL have not been provided for the quarter ended June 30, 2014 in view of review of such contracts undertaken by new management. This has been appropriately disclosed in the financial results for the quarter ended June 30, 2014.
(C) Board Disclosures	49 (IV C)	Yes	-
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	-
(E) Remuneration of Directors	49 (IV E)	Yes	Relevant information has been disclosed in the Corporate Governance section of Annual Report 2013-14 and we will ensure compliance for future years.
(F) Management	49 (IV F)	Yes	Relevant information has been disclosed in the Corporate Governance section of Annual Report 2013-14 and we will ensure compliance for future years.
(G) Shareholders	49 (IV G)	Yes	-

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V. CEO/CFO Certification	49 (V)	Yes	The signed CEO and CFO certification was placed at the meeting of Audit Committee held on September 4, 2014 and also forms part of Annual Report 2013-14.
VI. Report on Corporate Governance	49 (VI)	Yes	The same was included in Annual Report for Financial Year 2013-14 and we will ensure compliance for future years.
VII. Compliance	49 (VII)	Yes	The same was included in in the Corporate Governance section of the Annual Report for Financial Year 2013-14 and we will ensure compliance for future years.

For MCX Stock Exchange Limited

S. Sarat Chandran
Head - Legal & Company Secretary
Date: October 16, 2014