

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

Name of the Company: MCX Stock Exchange Limited

Quarter ending on: December 31, 2012

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49(I)		
(A) Composition of Board	49 (IA)	Not applicable	Complied as per Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2012 ("SECC Regulations")
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	Will be complied in case of any change.
(C) Other provisions as to Board and Committees	49 (IC)	Yes	Complied
(D) Code of Conduct	49 (ID)	Yes	Code of Conduct as prescribed in SECC Regulations has been implemented.
<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 November 1, 2012.
<b>III. Subsidiary Companies</b>	49 (III)	Yes	Complied as per SECC Regulations
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	The Risk Management Policy was approved in the meeting held on November 2, 2012.
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Not applicable	
(E) Remuneration of Directors	49 (IV E)	Yes	Will be complied from the annual report for this financial year.

<b>Particulars</b>	<b>Clause of Listing agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
(F) Management	49 (IV F)	Yes	Will be complied from the annual report for this financial year.
(G) Shareholders	49 (IV G)	Yes	The Company has constituted an independent 'Shareholders Grievance Committee' to specifically look into the grievances of the shareholders, if any.
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	Will be complied from the annual report for this financial year.
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	Will be complied from the annual report for this financial year.
<b>VII. Compliance</b>	49 (VII)	Yes	Will be complied from the annual report for this financial year.

**For MCX Stock Exchange Limited**

**S. Sarat Chandran**  
**Head - Legal & Company Secretary**

Date: January 14, 2013