

M.S. INVESTMENTS LTD.

Registered Office : 749, Anna Salai,
Chennai - 600 002.

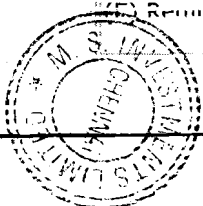
CIN NO.L65993TN1985PLC012047

Quarterly Compliance Report on Corporate Governance

Name of the Company : M/s. M S INVESTMENTS LIMITED

Quarter Ending on : 30th JUNE 2014

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
I. Board of Directors	49 I	Yes	Appointed Independent Directors
(A) Composition of Board	49(IA)	Yes	As per stipulation
(B) Non - executive Director's Compensation and Disclosures	49(IB)	Not Applicable	Non- Executive Directors are not paid any compensation during this quarter.
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	Board meetings are conducted at periodical intervals as stipulated in this clause. The Committee position of the Directors in other Companies has been disclosed by all Directors and the position is within the prescribed limit.
(D) Code of Conduct	49 (ID)	Yes	Code of Conduct laid down.
II Audit Committee	49 (II)	Yes	Constituted
(A) Qualified & Independent Audit Committees	49(IIA)	Yes	The number of independent Directors and their qualifications are as per stipulated norms.
(B) Meeting of Audit Committee	49(II B)	Yes	Audit Committee Meetings are conducted at periodical intervals as stipulated in this clause.
(C) Powers of Audit Committee	49(II C)	Yes	The Audit Committee has all the powers as envisaged in this clause
(D) Role of Audit Committee	49(II D)	Yes	Performing its role as per this Clause.
(E) Review of information by Audit Committee	49(II E)	Yes	Periodical reviews are made.
III Subsidiary Companies	49(III)	No	Not Applicable
IV Disclosure	49(IV)	Yes	Complied with.
(A) Basis of related party transactions	49(IV A)	Yes	There are related party transactions other than current account transactions and necessary disclosures have been made in Annual Report 2013 - 2014
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	No differential accounting treatment .
(C) Board Disclosures	49(IV C)	Yes	Procedures laid down as per this Clause.
IV Disclosure			
(D) Proceeds from Public Issues, Rights Issues, Preferential Issue etc.,	49(IV D)	Not Applicable	Nil
(E) Remuneration of Directors	49(IV E)	Yes	The Company has not fixed any remuneration for Non-Executive Directors and there are no other remuneration paid to any Executive Directors

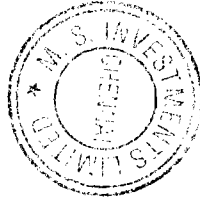


Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
(F) Management	49(IV F)	Yes	Yes, published in the Annual Report 2013-2014
(G) Shareholders	49(IV G)	Yes	Director Resume disclosed in the Annual Report. Share Holders/ Investors Grievance Committee has been constituted. Share Transfer Committee constituted.
V. CEO/CFO Certification	49 (V)	Yes	Implemented
VI. Report on Corporate Governance	49 (VI)	Yes	Yes, published in the Annual Report 2013-2014
VII. Compliance	49 (VII)	Yes	Yes, published in the Annual Report 2013-2014

For M S INVESTMENTS LIMITED

Kambh

Director



Place : Chennai
Date : 07/07/2014