

Annexure I

CERTIFICATE FOR INTERNAL AUDIT

We have examined the relevant books of accounts, records and documents maintained by M/s. _____, (name of the trading/clearing member) bearing SEBI registration number _____) a member of the National Stock Exchange of India Limited for the following segments to fulfill the internal audit requirement as prescribed by SEBI vide Circulars dated 22 August 2008 & 21 October 2008 for the half year ended_____.

Segment (Capital Market / Equity Derivatives Segment / Debt Segment /Currency Derivatives/Securities Lending & Borrowing segment/Commodity Derivative Segment)	Activity (Trading/Clearing/Trading and Clearing)	SEBI registration number

The purpose of this Audit is to examine that the processes, procedures followed and the operations carried out by the Trading Member/Clearing Member are as per the applicable Acts, Rules, Regulations, Bye-laws and Circulars prescribed by SEBI and the stock exchange.

We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of this Internal Audit. In our opinion proper books of accounts, records, and documents, as per the regulatory requirement have been maintained by the member, so far as it appears from examination of the books.

We have conducted the audit within the framework provided by SEBI/Stock Exchange for the purpose of this Internal Audit.

Based on the scrutiny of relevant books of accounts, records and documents , and to the best of our knowledge and explanations given to us, we certify that the Member has complied with the relevant provisions of SEBI Act, 1992, Securities Contracts (Regulation) Act 1956, Securities Contracts (Regulation) Rules 1957, SEBI (Stock Brokers) Regulations, 1992 and various circulars of SEBI and with the Rules, Bye laws, Regulations of NSEIL/NCL and various circulars issued by the Stock Exchange and Clearing Corporation except otherwise mentioned in the Annexure to this report

We declare that the auditor/audit firm or at least one of the partners is having a minimum of 5 years' experience in carrying out audits and auditor/audit firm is not debarred or restrained from issuing any certificate by ICAI, ICSI, ICMAI, RBI, SEBI or by other regulator/law enforcement agency.

Further, we declare that we do not have any direct / indirect interest in or relationship with the member or its shareholders / directors / partners / proprietors / management, other than the proposed Internal Audit assignment and also confirm that we do not perceive any conflict of interest in such relationship / interest while conducting internal audit of the said member.

In our opinion and to the best of our information and according to the explanations given to us by the proprietor/partners/directors/ compliance officer, the Report provided by us as per the Annexure and subject to our observations, which covers the entire scope of the Audit, is true and correct.

Company Secretary / Cost and Management Accountant / Chartered Accountant
(Seal & Signature)

(Name of the Proprietor / Partner)

Membership no. / CP. No.

UDIN No.

Place: -

Date: -