



## Money Matters Financial Services Ltd.

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November 15, 2010

**National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai – 400 051.

Dear Sir,

**Sub.: Proceedings of 16<sup>th</sup> Annual General Meeting of Money Matters Financial Services Limited**  
**Code: MMFSL**

Pursuant to the provisions of the Listing Agreement, this is to inform you that the Shareholders of the Company at their 16<sup>th</sup> Annual General Meeting ("AGM") held on Wednesday, September 08, 2010, at 3:00 p.m. at Kilachand Conference Room, Indian Merchants' Chamber, LNM IMC Bldg., Opp. Churchgate Station, Churchgate, Mumbai-400 020, approved the following business proposals as included in the Notice of the said AGM:

**Ordinary Business:**

1. Approved and adopted the Audited Balance Sheet of the Company as at March 31, 2010 and the Profit & Loss Account for the year ended on that date together with the Directors' and Auditors' Report thereon as placed before the meeting.
2. Declared a final dividend of Re. 1/- per equity share for the year ended March 31, 2010, to those Members whose names appeared in the Register of Members or who were beneficial owners of equity shares as per the beneficiary position of the Company as on August 31, 2010.
3. Re-appointed Mr. R. N. Bhardwaj, as a director retiring by rotation.
4. Re-appointed Dr. B. Samal, as a director retiring by rotation.
5. Appointed M/s. Haribhakti & Co., Chartered Accountants, Mumbai (Registration No. 103523W), in place of M/s. Agarwal Gupta Nokari & Rustagi Associates, Chartered Accountants, Kolkata (Registration No. 310041E) as statutory Auditor of the Company to hold office from the conclusion of the said Annual General Meeting until the conclusion of next Annual General Meeting of the Company.

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**Special Business:**

6. Confirmed appointment of Mr. Pramod Kasat as a Director of the Company.
7. Appointed Mr. Pramod Kasat as a Whole-time Director of the Company for a period of three years i.e. from April 16, 2010 to April 15, 2013 and fixed his remuneration and other terms and conditions of appointment.
8. Confirmed appointment of Mr. Sanjiv Kapoor as a Director (Independent) of the Company.
9. Approved enhancement in the borrowing powers of the Board of Director u/s 293(1)(d) of the Companies Act, 1956, to Rs. 500 crores.
10. Approved through Postal Ballot Process, enhancement of limit to charge/mortgage assets of the Company by the Board of Directors u/s 293(1)(a) of the Companies Act, 1956, to Rs. 750 crores.
11. Approved increase in the Authorized Share Capital of the Company from Rs. 452,500,000/- (Rupees Forty Five Crores Twenty Five Lacs) divided into 45,250,000 (Four Crores Fifty Two Lacs Fifty Thousand) equity shares of Rs.10/- (Rupees Ten) each to Rs. 550,000,000/- (Rupees Fifty Five Crores) divided into 55,000,000 (Five Crores Fifty Lacs) equity shares of Rs. 10/- (Rupees Ten) each.
12. Empowered the Board of Directors to decide upon the appropriate time and the manner in which the proposal of sub-division of the equity shares of the Company to be implemented within overall period of 12 months from the date of AGM.  
  
The Shareholder further authorised the Board of Directors to fix up the record date for sub-division of shares and make necessary filings with the Registrar of Companies, Maharashtra, Mumbai, Stock Exchange, Depositories etc., in connection therewith.
13. Approved through a special resolution, grant of 1,338,000 (Thirteen Lacs Eighty Eight Thousand) Stock Options under the Company's Employees Stock Option Plan 2009, to Mr. Pramod Kasat, which exceeds 1% of the Issued Share Capital of the Company.

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14. Approved through a special resolution under section 81(1A) of the Companies Act, 1956 for raising of funds up to Rs. 750 Crores (Rupees Seven Hundred Fifty Crores) by further issue of capital in one or more tranches pursuant to the permission of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, the provisions of the Companies Act, 1956, provisions of Memorandum & Articles of Association of the Company and subject to receipt of regulatory and statutory approvals, if any.
15. Approved by a special resolution passed through Postal Ballot process, pursuant to the provisions of section 372A and other applicable provisions of the Companies Act, 1956, investment in the share capital of anybody corporate, making loans, giving guarantees or providing security in connection with loans made by any other person to, or to any other person by, anybody corporate from time to time for the purpose of Company's business not exceeding Rs.500 Crores (Rupees Five Hundred Crores).
16. Approved through a special resolution, pursuant to the provision of Section 314 of the Companies Act, 1956, payment of sitting fees to the Nominee Directors of the Company on the Boards of its subsidiaries for attending meetings of the Board of Directors/Committees of Directors of the Company's subsidiaries.

Kindly take the same on your records and acknowledge receipt.

Thanking you,

Yours faithfully,  
For Money Matters Financial Services Limited

  
Yogesh Kolwalkar  
Vice President (Legal) & Company Secretary

