

MPF Systems Limited

ADDRESS: GREAVES COMPOUND, CHINCHWADWORKS, BOMBAY - PUNE ROAD, CHINCHWAD (E), MUMBAI-411019 CIN NO.: L65999PN1993PLC014500 e-Mail Id No.: comp.secr@matherplatt.com

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company : M/S MPF SYSTEMS LIMITED			
Quarter Ending on : 30th September, 2014			
Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
1	2	3	4
I. Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	Optimum Combination of Executive, Non-Executive and Independent Directors on the Board.
(B) Non-executive Directors' Compensation & disclosures	49(IB)	Yes	Duly complied.
(C) Other Provisions as to Board and Committees	49(IC)	Yes	Duly complied.
(D) Code of Conduct	49(ID)	Yes	Duly complied.
II. Audit Committee	49(II)	Yes	
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	Duly Constituted.
(B) Meeting of Audit Committee	49(IIB)	Yes	Audit Committee Meetings duly held.
(C) Powers of Audit Committee	49(IIC)	Yes	Powers of Audit Committee duly defined.
(D) Role of Audit Committee	49(IID)	Yes	Powers of Audit Committee duly defined.
(E) Review of Information by Audit Committee	49(IIE)	Yes	Role of Audit Committee duly defined.
III. Subsidiary Companies	49(III)	Yes	There is no Subsidiary Company
IV. Disclosures	49(IV)	Yes	
(A) Basis of related party transactions	49(IVA)	Yes	Wherever required disclosures have been made.
(B) Disclosure of Accounting treatment	49(IVB)	Yes	Duly complied.
(C) Board Disclosures	49(IVC)	Yes	Wherever required disclosures have been made.
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IVD)	N.A.	No Public / Right issue made during the current Quarter.
(E) Remuneration of Directors	49(IVE)	Yes	None of the Directors are paid any remuneration
(F) Management	49(IVF)	Yes	Will be complied with at Next AGM
(G) Shareholders	49(IVG)	Yes	Will be complied with at Next AGM
V. CEO/CFO Certification	49(V)	Yes	Will be complied with at Next AGM
VI. Report on Corporate Governance	49(VI)	Yes	Will be complied with at Next AGM
VII. Compliance	49(VII)	Yes	Will be complied with at Next AGM

For M/S MPF SYSTEMS LIMITED



ARVIND KUMAR MAURYA
COMPLIANCE

Date: 25/10/2014

Place: Mumbai