

Annexure I**CERTIFICATE FOR INTERNAL AUDIT**

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

Segment (Tri-Party Repo)	Activity (Clearing)	SEBI registration number

The purpose of this Audit is to examine that the processes, procedures followed, and the operations carried out by the Clearing Member are as per the applicable Acts, Rules, Regulations, Bye-laws and Circulars prescribed by SEBI and the Clearing Corporation. 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 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/Clearing Corporation 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 and various circulars issued by the Clearing Corporation except otherwise mentioned in the Annexure to this report.

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.

Date:-

Place: -