

# SECURITIES AND EXCHANGE COMMISSION

## FORM NSAR-B

Annual report for management companies filed on Form N-SAR

Filing Date: **2008-08-29** | Period of Report: **2008-06-30**  
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### FILER

#### **UBS RMA MONEY FUND INC**

CIK: **703876** | IRS No.: **133135587** | State of Incorpor.: **MD** | Fiscal Year End: **0630**  
Type: **NSAR-B** | Act: **40** | File No.: **811-03503** | Film No.: **081048541**

#### Mailing Address

*51 WEST 52ND STREET  
C/O UBS GLOBAL ASSET  
MANAGEMENT (US) INC  
NEW YORK NY 10019*

#### Business Address

*C/O UBS GLOBAL ASSET  
MANAGEMENT (US) INC  
51 WEST 52ND STREET  
NEW YORK NY 10019  
212 882 5575*

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001 C000000 2128825000  
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008 D03AA01 10019

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010 A00AA01 UBS FINANCIAL SERVICES INC.

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PAGE 15

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PAGE 16

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PAGE 17

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PAGE 18

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PAGE 19

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PAGE 20

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PAGE 21

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PAGE 22

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PAGE 23

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SIGNATURE THOMAS DISBROW  
TITLE TREASURER

Report of Independent Registered Public Accounting Firm

To the Shareholders and Board of Directors of  
UBS RMA Money Fund Inc.

In planning and performing our audit of the financial statements of UBS RMA Money Fund Inc., comprising the UBS RMA Money Market Portfolio, UBS RMA U.S. Government Portfolio and UBS Retirement Money Fund, (collectively, the Company) as of and for the year ended June 30, 2008, in accordance with the standards of the Public Company Accounting Oversight Board (United States), we considered the Companys internal control over financial reporting, including controls over safeguarding securities, as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements and to comply with the requirements of Form N-SAR, but not for the purpose of expressing an opinion on the effectiveness of the Companys internal control over financial reporting. Accordingly, we express no such opinion.

The management of the Company is responsible for establishing and maintaining effective internal control over financial reporting. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls. A companys internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Companys internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of a companys assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

A deficiency in internal control over financial reporting exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A material weakness is a deficiency, or combination of deficiencies, in internal control over

financial reporting, such that there is a reasonable possibility that a material misstatement of the companys annual or interim financial statements will not be prevented or detected on a timely basis.

Our consideration of the Companys internal control over financial reporting was for the limited purpose described in the first paragraph and would not necessarily disclose all deficiencies in internal control that might be material weaknesses under standards established by the Public Company Accounting Oversight Board (United States). However, we noted no deficiencies in the Companys internal control over financial reporting and its operation, including controls over safeguarding securities that we consider to be a material weakness as defined above as of June 30, 2008.

This report is intended solely for the information and use of management and the Board of Directors of UBS RMA Money Fund Inc. and the Securities and Exchange Commission and is not intended to be and should not be used by anyone other than these specified parties.

August 26, 2008

File number 811-3503  
For period ending June 30, 2008  
UBS MASTER SERIES, INC.  
UBS RMA MONEY FUND INC.  
UBS RMA TAX-FREE FUND INC.

Exhibit 77Q1

CERTIFICATE OF VICE PRESIDENT AND ASSISTANT SECRETARY FOR BOARD RESOLUTIONS  
APPROVING BYLAW AMENDMENTS

I, Keith A. Weller, Vice President and Assistant Secretary of UBS Master Series, Inc., UBS RMA Money Fund Inc., and UBS RMA Tax-Free Fund Inc. (each a Fund and, collectively, the Funds), hereby certify that, at a duly convened meeting of the Board of Directors of each Fund held on February 13, 2008, the Board of Directors duly and unanimously approved the following preambles and resolution:

WHEREAS, the Nominating and Corporate Governance Committee of the Board has recommended to the full Board that the Boards mandatory retirement age be changed from 74 to 75; and

WHEREAS, the Board has accepted the Nominating and Corporate Governance Committees recommendation and has determined that it is in the best interest of the Fund to change the Boards retirement age policy;

NOW, THEREFORE, BE IT

RESOLVED, that pursuant to the relevant section of the Funds Restated Bylaws (the Bylaws) concerning amendments to the Funds Bylaws, Article III, Section 3.16 of the Funds Bylaws be, and it hereby is, amended to read as follows:

Section 3.16. Retirement of Directors: Each Director who has attained the age of seventy-five (75) years shall retire from service as a Director on the last day of the month in which he or she attains such age. Notwithstanding anything in this Section, a Director may retire at any time as provided for in the governing instrument of the Corporation.

IN WITNESS WHEREOF, I have signed this certificate as of the 22nd day of February, 2008.

UBS MASTER SERIES, INC.  
UBS RMA MONEY FUND INC.  
UBS RMA TAX-FREE FUND INC.

By: /s/Keith A. Weller  
Name: Keith A. Weller  
Title: Vice President and Assistant Secretary