

## **QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company: **Goldstone Infratech Limited**

Quarter Ending: **30th June 2011**



| PARTICULARS   | CLAUSE OF LISTING AGREEMENT | COMPLIANCE STATUS (Y/N) | REMARKS |
|---|-----------------------------|-------------------------|---------|
| 1   | 2                           | 3                       | 4       |
| <b>I. Board of Directors</b>                                  | <b>49I</b>                  |                         |         |
| (A) Composition of Board                                      | 49(IA)                      | <b>YES</b>              |         |
| (B) Non-Executive Directors Compensation & Disclosures        | 49(IB)                      | <b>YES</b>              |         |
| (C) Other Provisions as to Board and Committees               | 49(IC)                      | <b>YES</b>              |         |
| (D) Code of Conduct   | 49(ID)                      | <b>YES</b>              |         |
| <b>II. Audit Committee</b>                                    | <b>49(II)</b>               |                         |         |
| (A) Qualified and Independent Audit Committee                 | 49(IIA)                     | <b>YES</b>              |         |
| (B) Meeting of Audit Committee                                | 49(IIB)                     | <b>YES</b>              |         |
| (C) Powers of Audit Committee                                 | 49(IIC)                     | <b>YES</b>              |         |
| (D) Role of Audit Committee                                   | 49(IID)                     | <b>YES</b>              |         |
| (E) Review of Information by Audit Committee                  | 49(IIE)                     | <b>YES</b>              |         |
| <b>III. Subsidiary Companies</b>                              | <b>49(III)</b>              | <b>YES</b>              |         |
| <b>IV. Disclosures</b>  | <b>49(IV)</b>               |                         |         |
| (A) Basis of Related party transactions                       | 49(IVA)                     | <b>YES</b>              |         |
| (B) Disclosures of Accounting Treatment                       | 49(IVB)                     | <b>NA</b>               |         |
| (C) Board Disclosures-Risk Management                         | 49(IVC)                     | <b>YES</b>              |         |
| (D) Proceeds from Initial Public/Rights/Preferential (Issues) | 49(IVD)                     | <b>NA</b>               |         |
| (E) Remuneration of Directors                                 | 49(IVD)                     | <b>YES</b>              |         |
| (F) Management  | 49(IVF)                     | <b>YES</b>              |         |
| (G) Shareholders  | 49(IVG)                     | <b>YES</b>              |         |
| <b>V. CEO/CFO Certification</b>                               | <b>49(V)</b>                | <b>YES</b>              |         |
| <b>VI. Report on Corporate Governance</b>                     | <b>49(VI)</b>               | <b>YES</b>              |         |
| <b>VII. Compliance</b>  | <b>49(VII)</b>              | <b>YES</b>              |         |