



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

Name of the Company: **Goldstone Infratech Limited**
 Quarter Ending: **31st December 2014**

PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS Yes/No/N.A	REMARKS
1	2	3	4
II. Board of Directors	49II	Yes	
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49(II B)	Yes	Terms and conditions of appointment of every Independent Director posted on the website of the Company
(C) Non-Executive Directors Compensation & Disclosures	49(II C)	Yes	
(D) Other Provisions as to Board and Committees	49(II D)	Yes	
(E) Code of Conduct	49(II E)	Yes	Code of Conduct posted on website of the Company
(F) Whistle Blower Policy	49(II F)	Yes	Posted on Website of the Company
III. Audit Committee	49(III)	Yes	
(A) Qualified and Independent Audit Committee	49(III A)	Yes	
(B) Meeting of Audit Committee	49(III B)	Yes	
(C) Powers of Audit Committee	49(III C)	Yes	
(D) Role of Audit Committee	49(III D)	Yes	
(E) Review of Information by Audit Committee	49(III E)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	
V. Subsidiary Companies	49(V)	Yes	Policy on Material Susidiary posted on Website of the Company
VI. Risk Management	49(VI)	Yes	
VII. Related Party Transactions	49(VII)	Yes	During the quarter under review the company has not been enetered into any related party transactions.
VIII. Disclosures	49(VIII)		
(A) Related party transactions	49(VIII A)	Yes	Policy on Related Party Transactions posted on website of the Company
(B) Disclosures of Accounting Treatment	49(VIII B)	N.A	
(C) Remuneration of Directors	49(VIII C)	Yes	Will be Complied in the next Annual Report
(D) Management	49(VIII D)	Yes	Will be Complied in the next Annual Report
(E) Shareholders	49(VIII E)	Yes	
(F) Proceeds from Initial Public/Rights/Preferential (Issues)	49(VIII F)	N.A	
IX. CEO/CFO Certification	49(IX)	Yes	Will be Complied in the next Annual Report
X. Report on Corporate Governance	49(X)	Yes	Will be Complied in the next Annual Report
XI. Compliance	49(XI)	Yes	Will be Complied in the next Annual Report

For Goldstone Infratech Limited

Sd/-

Hanuman Prasad
 Company Secretary