QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

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

Quarter Ending: **30th June 2012**

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