



GOLDSTONE
TECHNOLOGIES

PEOPLE

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QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER REGULATION 27(2) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Name of the Company: Goldstone Technologies Limited
Quarter Ending: 31st March, 2018

I. Composition of Board of Directors

Name	PAN	DIN	Category	Date of Appointment	Tenure	No. of Directorships in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.K.S.Sarma	AEDPK4058B	01505787	Non Executive Independent Director	27-09-2014	42 Months & 4 Days	1	2	2
Mr.V.V.Ramana	ABHPV1213E	02660082	Non Executive Independent Director	27-09-2014	42 Months & 4 Days	1	2	NIL
Ms.Sukhjinder Kaur	ALPJ6282A	07926721	Non Executive Independent Director	02-09-2017	6 Months & 28 days	1	1	NIL
Mr.Clinton Travis Caddell	Not Applicable*	01416681	Non Executive Non Independent Director	30-05-2012	NA	1	NIL	NIL
Mr.L.P.Sashi kumar	AAQPL5413N	00016679	Non Executive Non Independent Director	30-10-2007	NA	1	1	NIL
Mr C.Sudhakar Reddy	AGVPC7876K	02191226	Executive & Managing Director	27-05-2017	NA	1	NIL	NIL

Mr.Clinton Travis Caddell is a Foreign National hence PAN is not applicable

II. Composition of Committees

Name of Committee	Name of Committee members	Category
Audit Committee	Mr.K.S.Sarma	Chairman-Non Executive -Independent Director
	Mr.V.V.Ramana	Non Executive Independent Director
	Ms.Sukhjinder kaur	Non Executive Independent Director
Nomination & Remuneration Committee	Mr.K.S.Sarma	Chairman-Non Executive -Independent Director
	Mr.V.V.Ramana	Non Executive Independent Director
	Ms.Sukhjinder kaur	Non Executive Independent Director
Stakeholders Relationship Committee	Mr.K.S.Sarma	Chairman-Non Executive -Independent Director
	Mr.V.V.Ramana	Non Executive Independent Director
	Mr.L.P.Sashikumar	Non Executive Non Independent Director
Risk Management Committee	Not Applicable	

Note: Membership and Chairmanship considered based on Committee wise

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III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
13-12-2017	14-02-2018	62 Days
	08-03-2018	21 Days

IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting (if any) of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee			
14-02-2018	Yes	13-12-2017	62 Days
Nomination & Remuneration Committee			
NIL	NA	13-12-2017	NA
Stakeholders Relationship Committee			
14-02-2018	Yes	13-12-2017	62 Days

V. Related Party Transactions – NIL	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - Audit Committee
 - Nomination & remuneration committee
 - Stakeholders relationship committee
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors.


 Name: Kirumalesh T
 Designation: Company Secretary



ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year) - 31st March, 2018.



I. Disclosure on website in terms of Listing Regulations	
Item	Compliance status (Yes/No/NA) refer note below
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programs imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	Not Applicable
New name and the old name of the listed entity	Not Applicable

II . Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA)refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes



Particulars	Regulation Number	Compliance status (Yes/No/NA)refer note below
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	23 (1) yes 23 (5) (6) (7) (8) Not Applicable
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Not Applicable
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	24 (2) and 24 (3) - Yes 24 (4) (5) (6) - Not Applicable
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes

Particulars	Regulation Number	Compliance status (Yes/No/NA)refer note below
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
III Affirmations: The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.		
For Goldstone Technologies Limited   THIRUMALESH COMPANY SECRETARY		