

13th April, 2019

BSE Limited
National Stock Exchange of India Limited

Dear Sir/Madam,

Sub: Compliance Report on Corporate Governance – Regulation 27 (2)

Ref: Scrip Code on BSE	: 531439
Scrip ID on NSE	: GOLDTECH
Name of the Scrip	: Goldstone Technologies Ltd

Pursuant to Regulation 27 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed report on Corporate Governance for the quarter ended 31st March, 2019.

Kindly acknowledge the receipt of the same.

Yours faithfully,
For Goldstone Technologies Limited



Thirumalesh
Company Secretary



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, 2019

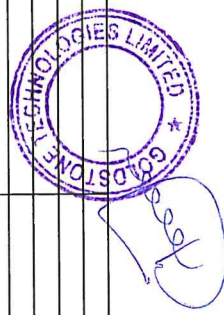
I. Composition of Board of Directors

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	54 Months	1	2	2
Mr.V.V.Ramana	ABHPV1213E	02660082	Non Executive Independent Director	27-09-2014	54 Months	1	2	NIL
Ms.Sukhjinder Kaur	ALPK6282A	07926721	Non Executive Independent Director	02-09-2017	18 Months	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	Date of Appointment	Date of Cessation	Remarks
Audit Committee	Mr.K.S.Sarma	Chairman-Non Executive -Independent Director	31.07.2008		
	Mr.V.V.Ramana	Non Executive Independent Director	13.11.2010		
	Ms.Sukhjinder kaur	Non Executive Independent Director	13.09.2017		
Nomination & Remuneration Committee	Ms.Sukhjinder kaur	Chairman-Non Executive -Independent Director	12.11.2018		
	Mr.K.S.Sarma	Non Executive Independent Director	12.11.2018		
	Mr.V.V.Ramana	Non Executive Independent Director	15.05.2010		
	Mr.L.P.Sashi kumar	Non Executive Non Independent Director	30.10.2007		
Stakeholders Relationship Committee	Mr.K.S.Sarma	Chairman-Non Executive -Independent Director	31.07.2008		
	Mr.V.V.Ramana	Non Executive Independent Director	13.11.2010		
	Mr.L.P.Sashikumar	Non Executive Non Independent Director	30.10.2007		
Risk Management Committee		Not Applicable			



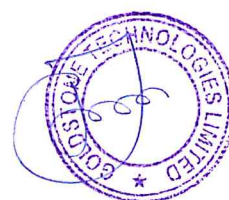
Note: Membership and Chairmanship considered based on Committee wise

III. Meeting of Board of Directors		Maximum gap between any two consecutive (in number of days)	
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter		
12-11-2018	12-02-2019	91 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			
12-02-2019	Yes	12-11-2018	91 Days
Nomination & Remuneration Committee			
NIL	NA	12-11-2018	NA
Stakeholders Relationship Committee			
12-02-2019	Yes	13-11-2018	91 Days
V. Related Party Transactions			
Subject	Compliance status (Yes/No/NA)		
Whether prior approval of audit committee obtained	YES		
Whether shareholder approval obtained for material RPT	NA		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES		
VI. Affirmations			
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015			
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015			
a. Audit Committee			
b. Nomination & remuneration committee			
c. Stakeholders relationship committee			
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.			
4. 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.			
5. This report and / or the report submitted in the previous quarter has been placed before Board of Directors.			
 Name: Thirumalesh T. Srinivasan Designation: Company Secretary			

ANNEXURE II

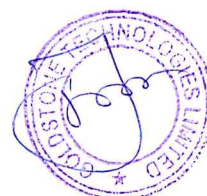
Format to be submitted by listed entity at the end of the financial year (for the whole of financial year) - 31st March, 2019.

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

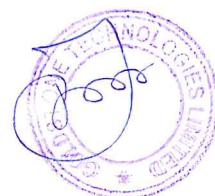



II . Annual Affirmations

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)	Yes
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
<p>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.</p>		
<p>For Goldstone Technologies Limited</p>  <p>THIRUMALESH T COMPANY SECRETARY</p>		