

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company: **GOLDIAM INTERNATIONAL LIMITED**

Scrip Code: **526729/ GOLDIAM**

Quarter Ending: **31<sup>ST</sup> DECEMBER, 2011**

PARTICULARS	Clause of Listing Agreement	Compliance YES/NO	REMARKS
[1]	[2]	[3]	[4]
<b>I BOARD OF DIRECTORS</b>	<b>49 I</b>		
(A) Composition of Board	49 (IA)	YES	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	N.A.	
(C) Other provisions as to Board and Committees	49 (IC)	YES	
(D) Code of Conduct	49 (ID)	YES	
<b>II AUDIT COMMITTEE</b>	<b>49 (II)</b>		
(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	
<b>III SUBSIDIARY COMPANIES</b>	<b>49 (III)</b>	YES	
<b>IV DISCLOSURES</b>	<b>49 (IV)</b>		
(A) Basis of related party transaction	49 (IVA)	YES	
(B) Disclosure of Accounting Treatment	49 (IVB)	N.A.	
(C) Board Disclosures	49 (IVC)	YES	
(D) Proceeds from public issues, right issues, preferential issues etc	49 (IVD)	N.A.	
(E) Remuneration of Directors	49 (IVE)	YES	
(F) Management	49 (IVF)	YES	
(G) Shareholders	49 (IVG)	YES	
<b>V CEO/CFO CERTIFICATION</b>	<b>49 (V)</b>	YES	
<b>VI REPORT ON CORPORATE GOVERNANCE</b>	<b>49 (VI)</b>	YES	
<b>VII COMPLIANCE</b>	<b>49 (VII)</b>	YES	