

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

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

**Quarter Ending: 30TH SEPTEMBER, 2013**

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 et	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	Will be complied at the AGM
<b>VI REPORT ON CORPORATE GOVERNANCE</b>	<b>49 (VI)</b>	YES	Will be complied at the AGM
<b>VII COMPLIANCE</b>	<b>49 (VII)</b>	YES	Will be complied at the AGM

For GOLDIAM INTERNATIONAL LIMITED



*(Signature)*

**ANITA KATE  
COMPANY SECRETARY**

**October 7, 2013  
MUMBAI**

Note:

- The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 4 of the Listing Agreement.
- In the column No.3, compliance or non-compliance may be indicated by YES/No/N.A For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "YES" may be indicated. Similarly, in case the Company has no related party transactions, the words"N.A." may be indicated against 49 (IV A).
- In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the Shareholders, which would be done only in the AGM/EGM, it might be indicated in the 'Remarks' column as "will be complied at the AGM". Similarly, in respect of matters which can be complied with only when situation arises, for example 'Report on Corporate Governance' is to be a part of Annual Report only the words "will be complied in the next Annual General Meeting" may be indicated.