

## Quarterly Compliance Report on Corporate Governance

Name of the Company : **GOA CARBON LIMITED**

Quarter Ending on : **September 30, 2011**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
<b>I. Board of Directors</b>	49(I)		
(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	---
<b>II. Audit Committee</b>	49(II)		
(A) Qualified & 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>	49(III)	N.A.	---
<b>IV. Disclosures</b>	49(IV)		
(A) Basis of related party transactions	49(IVA)	Yes	---
(B) Disclosure of Accounting Treatment	49(IVB)	N.A.	---
(C) Board Disclosures	49(IVC)	Yes	---
(D) Proceeds from public issues, rights 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>	49(V)	Yes	---
<b>VI. Report on Corporate Governance</b>	49(VI)	Yes	---
<b>VII. Compliance</b>	49(VII)	Yes	---