

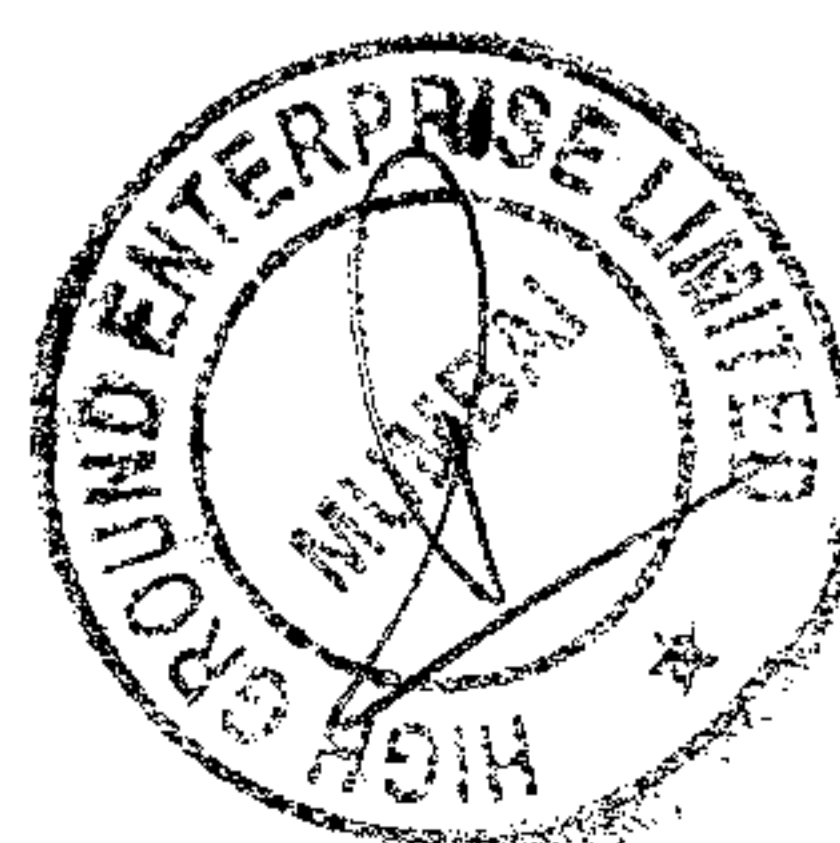
Quarterly Compliance Report on Corporate Governance

Name of the Company : **HIGH GROUND ENTERPRISE LIMITED**

**Scrip Code 517080**

Quarter ending on : **31<sup>st</sup> December, 2012.**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
<b>I. Board of Directors</b>	<b>49(I)</b>		
(A) Composition of Board	49(IA)	Yes	NIL
(B) Non-executive Directors' compensation & disclosures	49(IB)	N.A	NIL
(C) Other provisions as to Board and Committee	49(IC)	Yes	NIL
(D) Code of Conduct	49(ID)	Yes	Complied in the Annual Report of 2011-2012
<b>II. Audit Committee</b>	<b>49 II</b>		
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	NIL
(B) Meeting of Audit Committee	49(IIB)	Yes	NIL
(C) Powers of Audit Committee	49(IIC)	Yes	NIL
(D) Role of Audit Committee	49(IID)	Yes	NIL
(E) Review of Information by Audit Committee	49(IIE)	Yes	NIL
<b>III. Subsidiary Companies</b>	<b>49(III)</b>	N.A	
<b>IV. Disclosures</b>	<b>49(IV)</b>		NIL
(A) Basis of related party transactions	49(IVA)	Yes	NIL
(B) Disclosures of Accounting & Financial treatment	49(IVB)	Yes	NIL
(C) Board Disclosures-Risk Management.	49(IVC)	Yes	NIL



(D) Proceeds from public issues, rights issues, preferential issues, etc.	49(IVD)	Not applicable for this quarter	NIL
(E) Remuneration of Directors	49(IVE)	Yes	NIL
(F) Management	49(IVF)	Yes	NIL
(G) Shareholders	49(IVG)	Yes	NIL
<b>V. CEO/CFO Certification</b>	<b>49(V)</b>	Yes	Complied in the Annual Report of 2011-2012
<b>VI. Report on Corporate Governance</b>	<b>49(VI)</b>	Yes	Complied in the Annual Report of 2011-2012
<b>VII. Compliance</b>	<b>49(VII)</b>	Yes	Complied in the Annual Report of 2011-2012

For **High Ground Enterprise Limited**

Compliance Officer

January 10, 2013

