

General information about company	
Scrip code	517080
Name of the entity	High Ground Enterprise Ltd
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
Risk management committee	Not Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship 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
1	Ms	Soniya Khenduja	ARVPK2053R	06985629	Non-Executive - Independent Director	Not Applicable		21-09-2015		12	2	2	0
2	Mr	Chintan Kapadia	AAZPK4870B	01639589	Executive Director	Not Applicable		20-10-2011			1	1	1
3	Mr	Sandeep Arora	AKUPA0150F	02587811	Executive Director	Chairperson		28-04-2015			2	3	1
4	Mr	Ajit Sharma	BGXPS3946M	03223934	Non-Executive - Independent Director	Not Applicable		21-09-2015		6	1	3	1
5	Mr	Arun Tyagi	ABNPT6099G	05195956	Executive Director	Not Applicable		24-12-2015			1	0	0
6	Mr	Anupam Kumar	AJWPK0322J	05276641	Non-Executive - Independent Director	Not Applicable		29-09-2012		36	1	0	0
7	Mr	Paul	ZZZZZ9999Z	05330406	Non-Executive -	Not		29-09-2012		36	1	0	0

		Taylor			Independent Director	Applicable							
8	Mr	Vinod Rawal	AAGPR6016F	01488906	Non-Executive - Independent Director	Not Applicable		13-02-2012	25-01-2016	48	0	0	0

Annexure 1					
II. Composition of Committees					
Is there any change in composition of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Sonia Khenduja	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Anupam Kumar	Non-Executive - Independent Director	Member	
3	Audit Committee	SANDEEP RAMKRISHNA ARORA	Non-Executive - Non Independent Director	Member	
4	Nomination and remuneration committee	Anupam Kumar	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	Sonia Khenduja	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	Ajit Sharma	Non-Executive - Independent Director	Member	
7	Stakeholders Relationship Committee	Anupam Kumar	Non-Executive - Independent Director	Chairperson	
8	Stakeholders Relationship Committee	Sonia Khenduja	Non-Executive - Independent Director	Member	
9	Stakeholders Relationship Committee	Ajit Sharma	Non-Executive - Independent Director	Member	

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	21-10-2015		
2	30-10-2015		8
3	10-11-2015		10
4	14-11-2015		3
5	24-12-2015		39
6		03-02-2016	40
7		13-02-2016	9

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
1	Audit Committee	13-02-2016	Yes	All the Directors were present	14-11-2015	91
2	Stakeholders Relationship Committee	13-02-2016	Yes	All the Directors were present	14-11-2015	91

Annexure 1**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.highgroundenterprise.com
2	Terms and conditions of appointment of independent directors	Yes		www.highgroundenterprise.com
3	Composition of various committees of board of directors	Yes		www.highgroundenterprise.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.highgroundenterprise.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	NA		
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	NA		
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.highgroundenterprise.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	NA		
11	email address for grievance redressal and other relevant details	Yes		www.highgroundenterprise.com
12	Financial results	Yes		www.highgroundenterprise.com
13	Shareholding pattern	Yes		www.highgroundenterprise.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of ‘independence’ and/or ‘eligibility’	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	NA	
8	Minimum Information	17(7)	NA	
9	Compliance Certificate	17(8)	NA	
10	Risk Assessment & Management	17(9)	NA	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2), (3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5), (6),(7) & (8)	NA	
19	Prior or Omnibus approval of Audit Committee for all related	23(2), (3)	NA	

	party transactions			
20	Approval for material related party transactions	23(4)	NA	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	NA	
	Any other information to be provided - Add Notes			

Annexure II		
III. Affirmations		
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA

Signatory Details	
Name of signatory	SATISH HARKUNATH DESHMUKH
Designation of person	Company Secretary
Place	Mumbai
Date	12-04-2016