



**Quarterly Compliance Report on Corporate Governance**

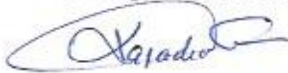
Name of the Company : **HIGH GROUND ENTERPRISE LIMITED**  
 Scrip Code : **517080**  
 Quarter ending on : **June 30, 2015**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
<b>II. Board of Directors</b>	49(II)		
(A) Composition of Board	49(IIA)	Yes	NIL
(B) Independent Directors	49(IIB)	Yes	NIL
(C) Non-executive Directors' compensation & disclosures	49(IIC)	Yes	Company does not pay remuneration to Non-Executive Directors.
(D) Other provisions as to Board and Committee	49(IID)	Yes	NIL
(E) Code of Conduct	49(IIE)	Yes	Will be complied in the Annual Report to be published.
(F) Whistle Blower Policy	49(IIF)	Yes	NIL
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	NIL
(B) Meeting of Audit Committee	49(IIIB)	Yes	NIL
(C) Powers of Audit Committee	49(IIIC)	Yes	NIL
(D) Role of Audit Committee	49(IIID)	Yes	NIL
(E) Review of Information by Audit Committee	49(IIIE)	Yes	NIL
<b>IV. Nomination and remuneration Committee</b>	49(IV)	Yes	NIL
<b>V. Subsidiary Companies</b>	49(V)	Yes	NIL
<b>VI. Risk Management</b>	49(VI)	Yes	NIL
<b>VII. Related Party Transactions</b>	49(VII)	Yes	NIL
<b>VIII. Disclosures</b>	49(VIII)		



(A) Related party transactions	49(VIIIA)	Yes	NIL
(B) Disclosures of Accounting treatment	49(VIIIB)	Yes	NIL
(C) Remuneration of Directors	49(VIIIC)	Yes	Will be complied in the Annual Report to be published.
(D) Management	49(VIIID)	Yes	Will be complied in the Annual Report to be published.
(E) Shareholders	49(VIIIE)	Yes	Will be complied in the Annual Report to be published.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49(VIIIF)	Yes	During the quarter the Company has done part conversion of 728991 warrants into Equity shares. and the funds for the same has been utilized for the said objective.
<b>IX. CEO/CFO Certification</b>	49(IX)	Yes	Will be complied in the Annual Report to be published.
<b>X. Report on Corporate Governance</b>	49(X)	Yes	Will be complied in the Annual Report to be published.
<b>XI. Compliance</b>	49(XI)	Yes	Will be complied in the Annual Report to be published.

**For High Ground Enterprise Limited**



Chintan Kapadia  
Whole Time Director  
(DIN No. 01639589)



Encl: As above

Place: Mumbai,  
Date: 11 July , 2015