

Quarterly Compliance Report on Corporate Governance

Name of the Company : HIGH GROUND ENTERPRISE LIMITED

Scrip Code : 517080

Quarter ending on : March 31, 2015

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
II. Board of Directors	49(II)		
(A) Composition of Board	49(IIA)	Yes	NIL
(B) Independent Directors	49(II B)	Yes	Nil
(C) Non-executive Directors' compensation & disclosures	49(II C)	Yes	Company does not pay remuneration to Non-Executive Directors.
(D) Other provisions as to Board and Committee	49(II D)	Yes	NIL
(E) Code of Conduct	49(II E)	Yes	Will be complied in the Annual Report to be published.
(F) Whistle Blower Policy	49(II F)	Yes	NIL
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49(III A)	Yes	NIL
(B) Meeting of Audit Committee	49(III B)	Yes	NIL
(C) Powers of Audit Committee	49(III C)	Yes	NIL
(D) Role of Audit Committee	49(III D)	Yes	NIL
(E) Review of Information by Audit Committee	49(III E)	Yes	NIL
IV. Nomination and remuneration Committee	49(IV)	Yes	NIL
V. Subsidiary Companies	49(V)	Yes	On March 12, 2015 the Company has incorporated a Wholly Owned Subsidiary in the name of Picture Thoughts Post Private Limited and on January 19, 2015 has incorporated Wholly Owned Subsidiary in the name HGEL Integrated Pvt. Ltd. The Compliance for the same would be done in the annual report for the financial year 2014-15



VI. Risk Management	49(VI)	Yes	NIL
VII. Related Party Transactions	49(VII)	Yes	NIL
VIII. Disclosures	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)	N.A.	During the quarter ended the company has issued equity shares by partial conversion of warrants issued on April 22, 2014, to promoter and person acting in concert.
IX. CEO/CFO Certification	49(IX)	Yes	Will be complied in the Annual Report to be published.
X. Report on Corporate Governance	49(X)	Yes	Will be complied in the Annual Report to be published.
XI. Compliance	49(XI)	Yes	Will be complied in the Annual Report to be published.

For High Ground Enterprise Limited



Chintan Kapadia
(DIN No. 01639589)



Encl: As above

Place: Mumbai,
Date: April 15, 2015