

**FORMAT OF QUARTERLY COMPLIANCE REPORT  
ON CORPORATE GOVERNANCE**

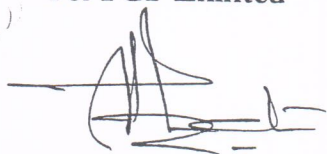
Name of the Company : FGP Limited

Quarter ending on : 30<sup>th</sup> September, 2012

Particulars	Clause of Listing Agreement	Compliance Status Yes / No	Remarks
<b>I. Board of Directors</b>	<b>49I</b>		
(A) Composition of Board	49 (IA)	YES	
(B) Non-executive Directors' compensation and disclosures	49 (IB)	YES	
(C) Other provisions as to Board and Committees	49 (IC)	YES	
(D) Code of Conduct	49 (ID) (ii)	YES	
<b>II. Audit Committee</b>	<b>49 II</b>		
(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>	<b>49III</b>	YES	

<b>IV. Disclosures</b>	<b>49 IV</b>		
(A) Basis of related party transactions	49 (IVA)	YES	Will be Complied with In Annual Report
(B) Disclosure of Accounting treatment	49 (IVB)	YES	Will be Complied with In Annual Report
(C) Board disclosures	49 (IVC)	YES	Will be Complied with In Annual Report
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	N.A.	
(E) Remuneration to Directors	49 (IV E)	YES.	
(F) Management	49 (IV F)	YES	
(G) Shareholders	49 (IVG)	YES	
<b>V. CEO/CFO Certification</b>	<b>49 V</b>	YES	Will be Complied with In Annual Report
<b>VI. Report on Corporate Governance</b>	<b>49 VI</b>	YES	Will be Complied with In Annual Report
<b>VII. Compliance</b>	<b>49 VII</b>	YES	

For **FGP Limited**



Kishore Shete  
Wholetime Director

Place: Mumbai  
Date: 8<sup>th</sup> October, 2012