

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

Name of the Company : FGP Limited

Quarter ending on : 31ST DECEMBER, 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	

V. Subsidiary Companies	49 (V)	N.A.	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	yes	Will be complied in next Annual Report
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Will be complied in next Annual Report
(C) Remuneration of Directors	49 (VIII C)	-	Will be complied in next Annual Report
(D) Management	49 (VIII D)	-	Will be complied in next Annual Report
(E) Shareholders	49 (VIII E)	Yes	Will be complied in next Annual Report
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	
IX. CEO/CFO Certification	49 (IX)	-	Will be complied in next Annual Report
X. Report on Corporate Governance	49 (X)	-	Will be complied in next Annual Report
XI. Compliance	49 (XI)	-	Will be complied in the next Annual Report.

For FGPL Limited



Kishore Shete
Wholetime Director

Place: Mumbai
Date: 13th January, 2015