

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

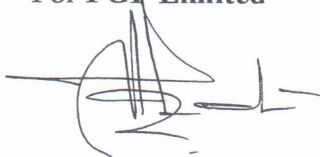
Name of the Company : FGP Limited

Quarter ending on : 31st December, 2012

Particulars	Clause of Listing Agreement	Compliance Status Yes / No	Remarks
I. Board of Directors	49I		
(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	
II. Audit Committee	49 II		
(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	
III Subsidiary Companies	49III	YES	

IV. Disclosures	49 IV		
(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	
V. CEO/CFO Certification	49 V	YES	Will be Complied with In Annual Report
VI. Report on Corporate Governance	49 VI	YES	Will be Complied with In Annual Report
VII. Compliance	49 VII	YES	

For **FGP Limited**



Kishore Shete
Wholetime Director

Place: Mumbai

Date: 11th January, 2013