

FGP LIMITED

CIN: L26100MH1962PLC012406

Registered Office - Commercial Union House, 9- Wallace Street, Fort, Mumbai - 400 001

Tel : 2207 0273/ 2201 5269; Email : investors@fgpltd.in; Website : www.fgpltd.in

TRANSCRIPT OF THE PROCEEDINGS OF THE SIXTY-FIRST ANNUAL GENERAL MEETING OF FGP LIMITED HELD THROUGH VIDEO CONFERENCING ON WEDNESDAY, SEPTEMBER 20, 2023 AT 3.30 P.M

PARTICIPANTS:

Mr. H.N. Singh Rajpoot, Chairman of Company and Stakeholders Relationship Committee

Ms. Shweta Musale, Independent Director

Mr. H. C. Dalal, Independent Director and Chairman of Audit Committee

Mr. Prem Kapil, Independent Director and Chairman of Nomination and Remuneration Committee

Mr. Rohin Bomanji, Non-Executive Director

Ms. Vandana Joshi, Company Secretary

Ms. Sapana Dubey, Chief Financial Officer

Mr. Suman Kumar Mishra, Manager

Mr. H. N. Singh Rajpoot, Chairman:

Good Afternoon Members! I hope that you and your family are keeping well.

I take great pleasure in welcoming you all to the Sixty-First Annual General Meeting of your Company. I confirm about quorum being present. Therefore, I declare this Annual General Meeting can start now.

In accordance with various circulars issued by the Ministry of Corporate Affairs and the Securities Exchange Board of India in this regard and in compliance with the applicable provisions of the Companies Act 2013 and SEBI Listing Regulations 2015, this Sixty-First Annual General Meeting of the Company is convened through Video Conferencing.

I would like to introduce the fellow members of the Board, who are present in this meeting.

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- Mr. H. C. Dalal, Independent Director and Chairman of Audit Committee
- Mr. Prem Kapil, Independent Director and Chairman of Nomination and Remuneration Committee
- Ms. Shweta Musale, Independent Director of the Company
- Mr. Rohin Bomanji, Non-Executive Director of the Company

Representatives of Statutory Auditors M/s. MVK Associates, Chartered Accountants and Secretarial Auditors M/s Parikh Parekh & Associates are also attending this meeting.

We have received 10 Corporate Authorizations, representing Forty-Nine Lakhs Thirty-Thousand and Sixty equity shares of the Company constituting 41.45% of the paid-up equity share capital of the Company. There is no proxy facility available for this meeting in accordance with the applicable laws.

The Register of Directors & KMPs (including their shareholding) maintained under Section 170 and Register of Contract maintained under section 189 of the Companies Act, 2013 and all documents referred to in the notice, are available for inspection electronically and the Members may send their request to inspect the same.

The Notice of this meeting along with Annual Report of the Company for FY 2022-23 have already been sent to the Members through electronic mode, in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. We, therefore, take the notice as read.

As the Statutory Auditors' Report and the Secretarial Auditors' Report of your Company do not contain any qualification, observation or adverse comment, it is not required to read these Reports at the meeting.

Now I would like to brief the Members on the operational and financial performance of the Company.

The Annual Report along with the Audited Accounts of the Company for the year ended 31st March 2023 have been with you for some time and I hope that you have gone through the same.

The total income for FY 2022-23 at Rs. 25.83 lakhs was lower as compared to Rs. 54.76 lakhs in previous year, mainly due to no gain in fair value of investments in FY 2022-23.

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The management, despite continued efforts, couldn't generate new sources of revenue for compelling reasons.

I take this opportunity to place on record our grateful appreciation to all our bankers, employees and most importantly, the Members, for their continued support.

Thank you,

Before we invite the speaker Members to speak at this meeting, I would request the Company Secretary to make an announcement with respect to e-voting facility which has been activated for voting at the AGM.

Ms. Vandana Joshi, Company Secretary:

Thank you, Sir.

Dear Members,

Good Afternoon! Pursuant to the provisions of Companies Act 2013, Rules made thereunder and SEBI Listing Regulations, the Company had provided facility to the Members to exercise their right to vote on the businesses proposed to be transacted at this AGM, through remote e-voting, from September 17, 2023 till September 19, 2023. In order to facilitate voting to those Members, who have not exercised their right to vote through remote e-voting, the Company has also provided facility to vote at this AGM through e-voting platform of NSDL.

Ms. Sarvari Shah of M/s. Parikh Parekh and Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer for remote e-voting as well as e-voting at this AGM. He would scrutinize the votes and hand over the combined report on voting within 2 working days of conclusion of this AGM.

After receipt of the voting result along with the Scrutinizer's Report, the same shall be uploaded on the website of the Company and of National Securities Depository Limited and shall also be intimated to the Stock Exchange.

Since this meeting is being held through Video Conferencing/Other Audio-Visual Means and the resolutions mentioned in the Notice convening this meeting have already been

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put to the vote through remote e-voting there is no proposing and seconding of resolutions.

Thank you.

I, now request the Chairman to please continue with the proceedings.

Mr. H.N. Singh Rajpoot:

The Company had provided the facility to the Members to register themselves in advance, by sending request from their registered email id to express their views/ask questions during this meeting. However, no such registration requests have been received.

I thank the Members of the Company for attending this 61st Annual General Meeting of the Company. My best wishes to you and your families to stay safe and healthy.

I declare that the meeting is concluded.

I now request the members, who have not voted through remote e-voting may cast their votes during next 15 minutes. I authorize the Company Secretary to receive the combined voting results from the Scrutinizer and submit the same to the stock exchange.

Thank you