

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

as on financial year ended on 31.03.2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS

i	CIN	L26100MH1962PLC012406
ii	Registration Date	June 27, 1962
iii	Name of the Company	FGP Limited
iv	Category/Sub-category of the Company	Public Limited Company
v	Address of the Registered office & contact details	9, Wallace Street, Fort, Mumbai - 400 001, Maharashtra Tel. : 022-22070273, 22015269 E-mail : investors@fgpltd.in Website: www.fgpltd.in
vi	Whether listed company	Yes. The equity shares of FGP Limited are listed on BSE Limited
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	M/s Bigshare Services Private Limited Ltd., Bharat Tin Works Building, 1st Floor, Opp. Vasant Oasis, Makwana Road Marol, Andheri – East, Mumbai – 400059 Ph. No.: 022 4043 0200/4043 0294; Fax No.: 022 2847 5207 Email: investor@bigshareonline.com ; Website: www.bigshareonline.com

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated

Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
Business Centre Activity	681	100

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
NIL				

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Govt.or State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporates	4,599,950	0	4,599,950	38.67	4,929,950	0	4,929,950	41.45	2.77
d) Bank/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other (Trusts)	150	0	150	0.00	150	0	150	0.00	0.00
SUB TOTAL:(A) (1)	4,600,100	0	4,600,100	38.67	4,930,100	0	4,930,100	41.45	2.77
(2) Foreign									
a) NRI- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (A) (2)	0	0	0	0.00	0	0	0	0.00	0.0000
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	4,600,100	0	4,600,100	38.67	4,930,100	0	4,930,100	41.45	2.77
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/FI	1,554	23,856	25,410	0.21	1,554	23,856	25,410	0.21	0.00
c) Central govt/State Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) Venture Capital Fund	0	0	0	0.00	0	0	0	0.00	0.00
e) Insurance Companies	685,381	750	686,131	5.77	685,381	750	686,131	5.77	0.00
f) FIIs	530	11,524	12,054	0.10	530	11,524	12,054	0.10	0.00
g) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
h) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (B)(1):	687,465	36,130	723,595	6.08	687,465	36,130	723,595	6.08	0.00
(2) Non Institutions									
a) Bodies corporates									
i) Indian	156,306	20,366	176,672	1.49	106,061	20,366	126,427	1.06	-0.42
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakhs	3,055,120	1,085,411	4,140,531	34.81	3,071,569	1,069,284	4,140,853	34.81	0.00
ii) Individuals shareholders holding nominal share capital in excess of ₹ 1 lakhs	1,914,366	0	1,914,366	16.09	1,664,644	0	1,664,644	13.99	-2.10
c) Others (specify)									
(i) Hindu Undivided Family (HUF)	164,949	0	164,949	1.39	165,392	0	165,392	1.39	0.00
(i) Trusts	3,650	0	3,650	0.03	3,650	0	3,650	0.03	0.00
(ii) Clearing Members	49,969	0	49,969	0.42	18,784	0	18,784	0.16	-0.26
(iii) Non resident Indians (NRI)	0	6049	6,049	0.05	0	6,049	6,049	0.05	0.00

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(iv) Non resident Indians (NRI-Repat)	8,148	0	8,148	0.07	8,123	0	8,123	0.07	0.00
(v) Non resident Indians (NRI- Non Repat)	9,351	0	9,351	0.08	9,763	0	9,763	0.08	0.02
(vi) Directors and Relatives	0	10	10	0.00	0	10	10	0.00	0.00
(vii) Employees	0	0	0	0.00	0	0	0	0.00	0.00
(viii) Overseas Bodies Corporate	0	97,200	97,200	0.82	0	97,200	97,200	0.82	0.00
(ix) Unclaimed Suspense Account	0	0	0	0.00	0	0	0	0.00	0.00
(x) IEPF	0	0	0	0.00	0	0	0	0.00	0.00
(d) Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(e) Foreign Portfolio Investor	0	361	361	0.00	0	361	361	0.00	0.00
(i) NBFCs registered with RBI	100	0	100	0.00	100	0	100	0.00	0.00
SUB TOTAL (B)(2):	5,361,959	1,209,397	6,571,356	55.25	5,048,086	1,193,270	6,241,356	52.47	-2.78
Total Public Shareholding (B)= (B)(1)+(B)(2)	6,049,424	1,245,527	7,294,951	61.33	5,735,551	1,229,400	6,964,951	58.55	-2.77
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	10,649,524	1,245,527	11,895,051	100.00	10,665,651	1,229,400	11,895,051	100.00	0.00

(ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the Company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the Company	% of shares pledged encumbered to total shares	
1	Swallow Associates LLP	2,886,046	24.26	0.00	2,886,046	24.26	0.00	0.00
2	Instant Holdings Limited	1,713,898	14.41	0.00	1,713,898	14.41	0.00	0.00
3	Carniwal Investments Limited	6	0.00	0.00	330,006	2.77	0.00	2.77
4	Harsh Vardhan Goenka (Trustee Of Crystal India Tech Trust)	20	0.00	0.00	20	0.00	0.00	0.00
5	Harsh Vardhan Goenka (Trustee Of Nucleus Life Trust)	20	0.00	0.00	20	0.00	0.00	0.00
6	Harsh Vardhan Goenka (Trustee Of Prism Estates Trust)	50	0.00	0.00	50	0.00	0.00	0.00
7	Harsh Vardhan Goenka (Trustee Of Monitor Portfolio Trust)	20	0.00	0.00	20	0.00	0.00	0.00
8	Harsh Vardhan Goenka (Trustee Of Secura India Trust)	20	0.00	0.00	20	0.00	0.00	0.00
9	Harsh Vardhan Goenka (Trustee Of Stellar Energy Trust)	20	0.00	0.00	20	0.00	0.00	0.00
	Total	4,600,100	38.67	0.00	4,930,100	41.45	0.00	2.77

(iii) CHANGE IN PROMOTERS' SHAREHOLDING:

Particulars of change including the change of increase/decrease		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the Company	No of shares	% of total shares of the Company
Carniwal Investments Limited					
At the beginning of the year		6	0.00	6	0.00
Changes during the year	Buy- 07.06.2019	330,000	2.77	330,006	2.77
At the end of the year		330,006	2.77	330,006	2.77

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS AS ON MARCH 31, 2020 (OTHER THAN DIRECTORS, PROMOTERS & HOLDERS OF GDRS & ADRS) (REFER NOTE 1)

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No.of shares	% of total shares of the Company	No of shares	% of total shares of the Company
1	Life Insurance Corporation of India	426,479	3.59	426,479	3.59
2	Dipak Kanayalal Shah	258,586	2.17	258,992	2.18
3	The Oriental Insurance Company Limited	258,302	2.17	258,302	2.17
4	Sangeetha S	-	0.00	140,520	1.18
5	Shivang Sanjay Seth	109,461	0.92	109,461	0.92
6	Jainex International Limited	97,200	0.82	97,200	0.82
7	Balram Bharwani	85,300	0.72	85,300	0.72
8	Sambasivam SM	29,827	0.25	84,999	0.71
9	Satyanarayan Khandelwal	75,288	0.63	75,288	0.63
10	Amratbhai Dhanabhai Parmar	49,666	0.42	49,666	0.42

Note 1: The shares of the Company are traded on daily basis. Hence the date wise increase/ decrease in the shareholding of the above shareholders is Consolidated based on the Permanent Account Number (PAN) of the Shareholder.

(v) Shareholding of Directors & KMP

Name : Mr. Kishore Shete

For Each of the Directors & KMP	No.of shares	% of total shares of the Company	No of shares	% of total shares of the Company
At the beginning of the year	10	0	10	0
Date wise increase/decrease in Directors Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc)	0	0	0	0
At the end of the year	10	0	10	0

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year	NIL			
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Change in Indebtedness during the financial year	NIL			
Additions				
Reduction				
Net Change				
Indebtedness at the end of the financial year	NIL			
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager

₹

Sl. No	Particulars of Remuneration	Mr. Kishore Shete, Whole-time director
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	782,000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-
2	Stock option	-
3	Sweat Equity	-
4	Commission	-
5	as % of profit	
	Others, please specify	-
	(a) Telephone Reimbursement	-
	(b) Medical insurance premium	-
	Total (A)	782,000
	Ceiling as per the Act	As per Section 197 of Companies Act, 2013

B. Remuneration to other directors:

₹

Sl. No	Particulars of Remuneration	Name of the Directors						Total Amount
1	Independent Directors	Mr. H. N. Singh Rajpoot	Mr. Prem Kapil	Mr. H.C. Dalal	Ms. Dhanshree Gandhi*	Mr. Rajesh Shirambekar#	Ms. Shruti Joshi @	
	(a) Fee for attending board/ committee meetings	-	18,000	22,000	13,000	6,000	-	59,000
	(b) Commission	-	-	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-	-	-
	Total (1)	-	18,000	22,000	13,000	6,000	-	59,000
2	Other Non Executive Directors							
	(a) Fee for attending board committee meetings	22,000	-	-	-	-	-	22,000
	(b) Commission	-	-	-	-	-	-	-

Sl. No	Particulars of Remuneration	Name of the Directors						Total Amount
	(c) Others, please specify.	-	-	-	-	-	-	-
	Total (2)	22,000	-	-	-	-	-	22,000
	Total (B)=(1+2)	22,000	18,000	22,000	13,000	6,000	-	81,000
	Total Managerial Remuneration							81,000
	Overall Ceiling as per the Act.	₹ 1,00,000/- for each meeting						

*Ms. Dhanshree Gandhi was appointed as Director w.e.f. May 15, 2019

#Mr. Rajesh Shirambekar was appointed as Director w.e.f. August 2, 2019

@ Ms. Shruti Joshi retired as Director w.e.f. September 30, 2019

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

₹

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
1	Gross Salary	Mr. Rajesh Desai, CFO	Ms. Jaya Verma, CS*	Mr. Manish Tiwary, CS #	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	1,032,750	171,109	573,387	1,777,246
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	as % of profit	-	-	-	-
	others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Telephone Reimbursement	-	-	-	-
	Total	1,032,750	171,109	573,387	1,777,246

*Ms. Jaya Verma resigned w.e.f. August 12, 2019

#Mr. Manish Tiwary was appointed w.e.f. August 12, 2019

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/ Court)	Appeal made if any (give details)
A. COMPANY	NIL				
Penalty					
Punishment					
Compounding	NIL				
B. DIRECTORS					
Penalty					
Punishment					
Compounding	NIL				
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

H.N. Singh Rajpoot
Chairman
DIN: 00080836

Place: Mumbai

Date: June 23, 2020