

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

December 20, 2021

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai 400 001

Security Code: 500142

Sub: Disclosure under Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting Results of the Postal Ballot Activity conducted through remote e-Voting.

Dear Sir,

This is in furtherance to our intimation dated November 19, 2021, enclosing the Notice of Postal Ballot dated November 12, 2021 alongwith the Explanatory Statement ('Postal Ballot Notice') seeking approval of the members on the resolutions set out therein, through remote e-Voting process.

In this regard, we wish to inform you that all the resolutions as mentioned in the Postal Ballot Notice have been passed with the requisite majority on December 19, 2021 (the last date for e-voting).

Pursuant to Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results of the businesses transacted through the Postal Ballot through remote e-Voting along with the report as submitted by the Scrutinizer, marked as **Annexure A** and **Annexure B** respectively.

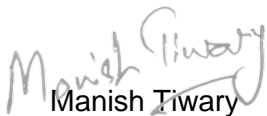
The above information shall also be uploaded on the website of the Company i.e. www.fgpltd.in and on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com.

You are requested to take the same on record.

Thanking you.

Yours faithfully

For FGP Limited


Manish Tiwary

Company Secretary

Encl: As above

General information about company	
Scrip code	500142
NSE Symbol	
MSEI Symbol	
ISIN	INE512A01016
Name of the company	FGP LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	19-12-2021
Start time of the meeting	
End time of the meeting	

Scrutinizer Details

Name of the Scrutinizer	Mitesh Dhabliwala
Firms Name	Parikh Parekh & Associates
Qualification	CS
Membership Number	F8331
Date of Board Meeting in which appointed	12-11-2021
Date of Issuance of Report to the company	20-12-2021

Voting results

Record date	12-11-2021
Total number of shareholders on record date	19558
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Shweta Ratnakar Musale as Independent Director (DIN: 03280429) of the Company, for a term of five years.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4930100	4930100	100	4930100	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4930100	4930100	100	4930100	0	100
Public- Institutions	E-Voting	723445	258302	35.7044	258302	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		723445	258302	35.7044	258302	0	100
Public- Non Institutions	E-Voting	6241506	305800	4.8995	13348	292452	4.3649	95.6351
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6241506	305800	4.8995	13348	292452	4.3649
Total		11895051	5494202	46.189	5201750	292452	94.6771	5.3229
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Mr. Suman Kumar Mishra as Manager of the Company for a period of three years.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4930100	4930100	100	4930100	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4930100	4930100	100	4930100	0	100
Public-Institutions	E-Voting	723445	258302	35.7044	258302	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		723445	258302	35.7044	258302	0	100
Public- Non Institutions	E-Voting	6241506	305800	4.8995	11455	294345	3.7459	96.2541
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6241506	305800	4.8995	11455	294345	3.7459
Total		11895051	5494202	46.189	5199857	294345	94.6426	5.3574
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

PARIKH PAREKH & ASSOCIATES
COMPANY SECRETARIES

Office

111, 11th Floor, Sai-Dwar CHS Ltd
Sab TV Lane, Opp Laxmi Industrial Estate,
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400053
Tel No 26301232 / 26301233 / 26301240
Email: cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
FGP Limited
Commercial Union House, 9 Wallace Street,
Fort, Mumbai - 400 001

Report of Scrutinizer

I, Mitesh Dhaliwala, of Parikh Parekh & Associates, Practising Company Secretaries (Membership No. FCS 8331), having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai-400053, have been appointed as the Scrutinizer to conduct the remote electronic voting process ("remote e-Voting") in respect of the following Special Resolutions for:

- (i) Appointment of Ms. Shweta Ratnakar Musale as Independent Director (DIN: 03280429) of the Company, for a term of five years.
- (ii) Appointment of Mr. Suman Kumar Mishra as Manager of the Company for a period of three years.

pursuant to the Notice dated November 12, 2021, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the General Circular No. 14/ 2020 dated April 8, 2020, the General Circular No. 17/ 2020 dated April 13, 2020 and the General Circular No. 10/ 2021 dated June 23, 2021 in relation to "*Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19*" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and other applicable laws and regulations.

The Notice dated November 12, 2021 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose e-mail addresses were available with the Company as on Friday, November 12, 2021 ("cut-off date").

The Company had availed the e-voting facility offered by NSDL for conducting e-voting by the shareholders of the Company.

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The shareholders of the Company holding shares as on the cut-off date of Friday, November 12, 2021 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Saturday, November 20, 2021 at 09:00 a.m. (IST) and ended on Sunday, December 19, 2021 at 05:00 p.m. (IST) and the NSDL e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolutions.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote electronic voting process in respect of the Special Resolutions as under:

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Resolution 1: Special Resolution

Appointment of Ms. Shweta Ratnakar Musale as Independent Director (DIN: 03280429) of the Company, for a term of five years.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
53	52,01,750	94.68

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
10	2,92,452	5.32

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes (Shares)
NIL	NIL

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Resolution 2: Special Resolution**Appointment of Mr. Suman Kumar Mishra as Manager of the Company for a period of three years.**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
49	51,99,857	94.64

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
14	2,94,345	5.36

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes (Shares)
NIL	NIL

Dated: December 20, 2021

Place: Mumbai

Countersigned by
For F G P LimitedMitesh Dhaliwala
Company Secretary

MITESH

DHABLIWALA

Signature:

Name : Mitesh Dhaliwala

Scrutinizer

FCS: 8331 CP: 9511

UDIN: F008331C001833264

PR: 1129/2021

Digitally signed by MITESH
DHABLIWALA
Date: 2021.12.20 16:08:12
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