

# CARNIVAL INVESTMENTS LIMITED

Corporate Identification Number: U67120MH1980PLC249582  
Regd. Office: 208, Bezzola Complex, CHS Ltd, 2nd Flr Sion Trombay Road,  
Opp Suman Nagar, Chembur Mumbai - 400 071  
Phone: +91-22-25292152/ 54/ 55 Telefax: +91-22-25297423  
E-mail: [compliance@carnivalinvestments.in](mailto:compliance@carnivalinvestments.in) / [carnival3107@gmail.com](mailto:carnival3107@gmail.com)

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June 6, 2019

## **BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

### **Sub: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sir,

Please find enclosed herewith the disclosure by Carnival Investments Limited under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of the purchase of shares of FGP Limited.

Kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,  
For Carnival Investments Limited

*H.Y. Kothari*

Harsh Kothari  
Company Secretary  
Encl.: As above

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## Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	FGP Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Carniwal Investments Limited ('Acquirer') – <u>Persons acting in concert with the Acquirer:</u> <ol style="list-style-type: none"> <li>1. Instant Holdings Limited</li> <li>2. Swallow Associates LLP</li> <li>3. Harsh Vardhan Goenka (Trustee of Nucleus Life Trust)</li> <li>4. Harsh Vardhan Goenka (Trustee of Stellar Energy Trust)</li> <li>5. Harsh Vardhan Goenka (Trustee of Secura India Trust)</li> <li>6. Harsh Vardhan Goenka (Trustee of Monitor Portfolio Trust)</li> <li>7. Harsh Vardhan Goenka (Trustee of Crystal India Tech Trust)</li> <li>8. Harsh Vardhan Goenka (Trustee of Prism Estates Trust)</li> </ol>		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited ('BSE')		
<b>Details of the acquisition / disposal as follows</b>	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b><u>Before the acquisition/ disposal under consideration, holding of:</u></b>			
(a) Shares carrying voting rights	6	0.00	0.00
(b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	-	-	-
(c) Voting rights (VR) otherwise than by equity shares	-	-	-
(d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
<b>(e) Total (a+b+c+d)</b>	<b>6</b>	<b>0.00</b>	<b>0.00</b>

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<b><u>Details of acquisition / sale:</u></b>			
(a) Shares carrying voting rights acquired/sold	3,30,000	2.77	2.77
(b) VRs acquired/sold otherwise than by shares	-	-	-
(c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
(d) Shares encumbered/ invoked/ released by the acquirer	-	-	-
<b>(e) Total (a+b+c+/-d)</b>	<b>3,30,000</b>	<b>2.77</b>	<b>2.77</b>
<b><u>After the acquisition / sale, holding of:</u></b>			
(a) Shares carrying voting rights	3,30,006	2.77	2.77
(b) Shares encumbered with the acquirer	-	-	-
(c) VRs otherwise than by shares	-	-	-
(d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
<b>(e) Total (a+b+c+d)</b>	<b>3,30,006</b>	<b>2.77</b>	<b>2.77</b>
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off Market Purchases.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	June 6, 2019.		
Equity share capital / total voting capital of the TC before the said acquisition / sale	No. of shares: 1,18,95,051 of face value Rs. 10/- each Amount: Rs. 11,89,50,510/-		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	No. of shares: 1,18,95,051 of face value Rs. 10/- each Amount: Rs. 11,89,50,510/-		
Total diluted share/voting capital of the TC after the said acquisition	There is no dilution of the share capital/voting capital of the TC as a result of the transaction.		

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(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Yours faithfully,  
For Carnival Investments Limited

*H.Y. Kothari*

Harsh Kothari  
Company Secretary

Place: Mumbai  
Date: 06.06.2019