

# 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](mailto:investors@fgpltd.in); Website : [www.fgpltd.in](http://www.fgpltd.in)

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June 24, 2020

## **BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400 001

Security Code: 500142

## **Re: Annual Secretarial Compliance Report for the Year Ended March 31, 2020**

Dear Sir,

Pursuant to Regulation 24 A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2019, issued by M/s. Parikh Parekh & Associates, Practising Company Secretaries.

Kindly take the same on record.

Thanking you,  
Yours faithfully,  
For F G P Limited

MANISH Digitally signed  
by MANISH  
TIWARY  
TIWARY Date: 2020.06.24  
15:29:54 +05'30'

Manish Tiwary  
Company Secretary  
Encl.: As stated above

**PARIKH PAREKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office

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

Secretarial Compliance Report of FGP Limited for the year ended March 31, 2020

To,  
**FGP Limited,**  
**9-Wallace Street, Fort,**  
**Mumbai-400001**

We Parikh Parekh & Associates have examined:

- a) all the documents and records made available to us and explanation provided by FGP Limited ("the listed entity"),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) Website of the listed entity,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2020 ("Review Period") in respect of compliance with the provisions of :

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;(Not applicable to the company during the review period)
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the company during the review period)
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;(Not applicable to the company during the review period)

- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;(Not applicable to the company during the review period)
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the company during the review period)
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India(Depositories and Participant) Regulations, 2018; and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, We hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

| Sr. No. | Compliance Requirement (Regulations / circulars/ guidelines including specific clause) | Deviations | Observations/ Remarks of the Practicing Company Secretary |
|---------|--|------------|---|
| NIL     |  |            |   |

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

| Sr. No. | Action taken by | Details of violation | Details of action taken E.g. fines, warning letter, debarment, etc. | Observations/ remarks of the Practicing Company Secretary, if any. |
|---------|-----------------|----------------------|---|--|
| NIL     |                 |                      |   |  |

- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr. No.        | Observations of the Practicing Company Secretary in the previous reports | Observations made in the secretarial compliance report for the year ended .....<br><i>(The years are to be mentioned)</i> | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|----------------|--|---|--|--|
| Not Applicable |  |   |  |  |

For Parikh Parekh & Associates

Place: Mumbai  
Date: June 23, 2020

Shalini  
Mohan

Signature: Bhat

Name of the Practicing Company Secretary: Shalini Bhat  
FCS No.: 6484 CP No.: 6994  
UDIN: F006484B000369044

Digitally signed by Shalini Mohan Bhat  
DN: c=IN, o=Personal,  
postalCode=400066, st=Maharashtra,  
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67b3f35671152f52a90687180515426276  
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serialNumber=21ba97b2a337fa1d970ec0  
d9862b9ad295014e36d0ed3b79c9e216d  
2fa8d5a22, cn=Shalini Mohan Bhat  
Date: 2020.06.23 21:14:38 +05'30'