

SWALLOW ASSOCIATES LLP

Regd. Office: 463, Dr. Annie Besant Road, Worli, Mumbai 400 030

Tel No.: +91-22-25292152/53/54 Fax No: +91-22-25297423

Format for disclosures under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1) (a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.		Name of the Target Company (TC)	FGP Limited
2.		Name of the acquirer(s)	Swallow Associates LLP
3.		Whether the acquirer(s) is/are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes both Swallow Associates LLP and Universal Industrial Fund are declared promoters for the last 3 years
4.		Details of the proposed acquisition	
	a.	Name of the person(s) from whom shares are to be acquired	Universal Industrial Fund Limited
	b.	Proposed date of acquisition	July 3, 2014
	c.	Number of shares to be acquired from each person mentioned in 4(a) above	6,54,027 equity shares
	d.	Total shares to be acquired as % of share capital of TC	5.50%
	e.	Price at which shares are proposed to be acquired	At the market price
	f.	Rationale, if any, for the proposed transfer	Not Applicable
5.		Relevant sub-clause of regulation 10(1) (a) under which the acquirer is exempted from making open offer.	Regulation 10 (1) (a) (ii)
6.		If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period	Not Applicable
7.		If, in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	At market price on the date of the transaction
8.		Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Attached as Annexure A
9.		Declaration by the acquirer, that the	Attached as Annexure A

LLPIN: AAB 1953

(A limited liability partnership registered under the LLP Act, 2008.)



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	transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Attached as Annexure A

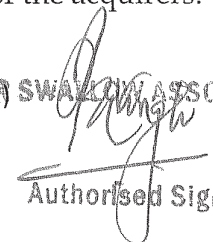
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares/voting rights	% w.r.t total share capital of TC	No. of shares/voting rights	% w.r.t total share capital of TC
a.	Acquirer(s) and PACs (other than sellers)(*)				
	Swallow Associates LLP	22,32,019	18.76	28,86,046	24.26
	Instant Holdings Limited	5,97,147	5.03	5,97,147	5.03
	Carnival Investments Limited	6	0.00	6	0.00
	Total	28,29,172	23.78	3483199	29.28
b.	Seller(S)				
	Universal Industrial Fund Limited	17,54,027	14.75	11,00,000	9.25
	Total	17,54,027	14.75	11,00,000	9.25

Note:

- (*) shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorised to do so on behalf of the acquirers.

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FOR SWALLOW ASSOCIATES LLP

 Authorised Signatory
 PARTNER

SWALLOW ASSOCIATES LLP

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TO WHOMSOEVER IT MAY CONCERN

I, H N Singh Rajpoot, in my capacity as the Designated Partner of Swallow Associates LLP, having its Registered Office at 463, Dr. Annie Besant Road, Worli, Mumbai 400 030 hereby declare to the best of my knowledge and belief that:

1. the acquisition price would not be higher by more than 25% of the price determined in terms of clause (e) of sub-regulation (2) of Regulation 8 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI(SAST)).
2. the transferor i.e. Universal Industrial Fund Limited and transferee i.e. Swallow Associates LLP will comply with applicable disclosure requirements in Chapter V of the SEBI (SAST) given below:

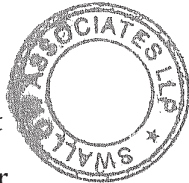
Sr. No.	Disclosure by	Under Regulation	
1.	Swallow Associates LLP	SEBI (SAST)	10(6)
2.	Swallow Associates LLP	SEBI (SAST)	10(7)
3.	Swallow Associates LLP	SEBI (SAST)	29(2)
4.	Swallow Associates LLP	SEBI (PIT)*	13(4A)
5.	Universal Industrial Fund Limited	SEBI (SAST)	29(2)
6	Universal Industrial Fund Limited	SEBI (PIT)*	13(4A)

* SEBI (Prevention of Insider Trading) Regulations, 1992

3. the conditions specified under regulation 10(1)(a)(ii) with respect to exemption has been duly complied with.

For Swallow Associates LLP


H N Singh Rajpoot
Designated Partner



Date: June 25, 2013

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