## FORMAT FOR DISCLOSURES UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

FGP LIMITED		
Rainbow investments Limited		
Yes		
National Stock Exchange, Bombay Stock Exchange		
Number	% w.r.t. total	% w.r.t.
	snare/voung capital	total diluted share/voting
	wherever	capital of
	applicable	the TC (*)
Nil	Nil	Nii
NII	Nil	Nil
	0.25	9.25
	5.23	5.23
1		
ì		
i		
110000	0.25	9.25
110000	5.23	9.29
		}
	Rainbow Investments I  Yes  National Stock Exchan	Yes  National Stock Exchange, Bombay Stock  Number

After the acquisition / sale holding of:			
a) Shares carrying voting rights	1100000	9.25	
b) VRs otherwise than by equity		9.25	9.25
shares			
c) Warrants/convertible securities /	, ]		
any other instrument that entitles			
the acquirer to receive shares	•		
саптуing voting rights in the TC	1		
(specify holding in each category)	7		
after acquisition			
d) Total (a+b+c)	1100000	0.05	
Mode of acquisition (e.g. open market		9.25	9.25
/ off-market / public issue / rights issue	by a scheme of Affang		
/preferential allotment / inter-se	Companies Act 1956	, approved by	the Hon'ble
transfer etc.)	Calcutta High Court vi	de their Order d	ated 15th May,
	2014 (Effective date 08.0		,
Salient features of the securities	NA		
acquired including time till redemption,			
ratio at which it can be converted into			
equity shares, etc.			
Date of acquisition / sale of shares /			
VR or date of receipt of intimation of	08.07.2014 (The Effective	data of the Sahara	
the allotment of shares, whichever is	Arrangement)	date of the Scheme	e Of
applicable.	3		
Equity share capital / total voting			
capital of the TC before the said			
acquisition / sale	11895051 ( Equity Shares	of Rs.10/- each full	y paid up)
Equity share capital/ total voting			
capital of the TC after the said	11895051 ( Equity Shares	of Rs.10/- each fully	y paid up)
acquisition / sale		·	. ,
Total diluted share/voting capital of the			
TC after the said acquisition	44005054 / 5		
- 2 - 137 the sale acquisition	11895051 (Equity Shares	of Rs.10/- each full	y paid up)

### For RAINBOW INVESTMENTS LIMITED

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DIRECTOR / AUTHORISED SIGNATORY

Place: Kolkata

Date: 9<sup>th</sup> July, 2014

#### Note:

By a Scheme of Arrangement pursuant to Section 394 of the Companies Act, as approved by the Hon'ble Calcutta High Court vide their Order dated 15<sup>th</sup> May, 2014 shares /Voting rights of the following Promoter Companies have been transferred to another Promoter Group Company Rainbow Investments Limited.

#### Note:

- (\*) Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.
- (\*\*) 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.
- (\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

# FORMAT FOR DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Name of the Target Company (TC)	FGP LIMITED		<del></del>
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	Rainbow Investments Limited		
Whether the acquirer belongs to	Yes		
Promoter/Promoter group			
Name(s) of the Stock Exchange(s	) National Stock Excha	inge, Bombay Stoci	Exchange
where the shares of TC are Listed			
•	Number	% w.r.t. total	% w.r.t.
disposal/ holding of shares	ľ	share/voting capital	total diluted share/voting
voting rights/ holding of the		wherever	capital of
Acquirer and PAC		applicable	the TC (*)
Before the acquisition/sale under			
consideration, holding of :			
a) Shares carrying voting rights	NII	Nii	- Nii
b) Voting rights (VR) otherwise than			
by equity 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)			
d) Total (a+b+c)			
	Nii	Nil	Nii
Details of acquisition / Sale			
a) Shares carrying voting rights			
acquired/sold	1100000	9.25	9.25
b) VRs acquired / sold otherwise		0.20	9.23
than by equity 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) Total (a+b+c)	1100000	9.25	9.25

After the acquisition / sale holding of:			
a) Shares carrying voting rights	1100000	9,25	0.25
b) VRs otherwise than by equity	į į	9.25	9.25
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)			
after acquisition			
d) Total (a+b+c)	1100000	9.25	9.25
Mode of acquisition (e.g. open market	By a Scheme of Arrangement under Section 394 of the Companies Act 1956, approved by the Hon'ble Calcutta High Court vide their Order dated 15th May,		
/ off-market / public issue / rights issue			
/preferential allotment / inter-se			
transfer etc.)	ł		iated 15th May,
Data of acquisition ( )	2014 (Effective date 08.0	07.2014)	
Date of acquisition / sale of shares /			
VR or date of receipt of intimation of	08.07.2014 (The Effective date of the Scheme of		
the allotment of shares, whichever is	Arrangement)		
applicable.			
Equity share capital / total voting			
capital of the TC before the said	11895051 ( Equity Shares	of Do 10/ people.	Uh i - i 3
acquisition / sale	- 1000007 ( Equity Offaires	o or Rs. 10/- each tu	ily paid up)
Equity at an analysis of the second			
Equity share capital/ total voting	11895051 ( Equity Shares	of Re 10/ pack fee	lly poid u=\
capital of the TC after the said	· · · · · · · · · · · · · · · · · · ·	orns. Ior-each Iu	ну ракс ир)
acquisition / sale			
Total diluted share/voting capital of the			
TC after the said acquisition	11895051 ( Equity Shares	s of Rs.10/- each fu	ılly paid up)
	·		

#### Note:

By a Scheme of Arrangement pursuant to Section 394 of the Companies Act, as approved by the Hon'ble Calcutta High Court vide their Order dated 15<sup>th</sup> May, 2014 shares /Voting rights of the following Promoter Companies have been transferred to another Promoter Group Company Rainbow Investments Limited.

(\*) 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.

For Rainbow Investments Limited

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**Director** 

Kolkata

09.07.2014