

# INSTANT HOLDINGS LIMITED

Corporate Identification Number: U65990MH2005PLC152062

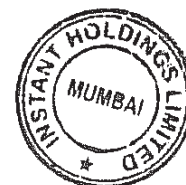
Registered Office: 213, Bezzola Complex, "B" Wing,

71, Sion-Trombay Road, Chembur, Mumbai - 400071

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

**Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 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)	Instant Holdings Limited	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Inter-se transfer of shares amongst Promoter Group entities viz. Rainbow Investments Limited <sup>§§</sup> and Instant Holdings Limited, both entities holding the shares for more than 3 years.	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(ii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations.  - date of filing with the stock exchange.	<p>Yes.</p> <p>Yes, the disclosure was made within the prescribed timelines.</p> <ul style="list-style-type: none"> <li>• Under Regulation 10(5) of SEBI SAST** on February 19, 2015.</li> <li>• Under Regulation 29(2) of SEBI SAST** on February 27, 2015.</li> <li>• Under Regulation 13(4A) of SEBI (PIT)<sup>#</sup> on February 27, 2015.</li> </ul>	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made



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	a.	Name of the transferor / seller	Rainbow Investments Limited			
	b.	Date of acquisition	February 26, 2015		February 26, 2015	
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	11,00,000		11,00,000	
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	9.25		9.25	
	e.	Price at which shares are proposed to be acquired / actually acquired	Total Consideration Rs. 21,67,000/-		Total Consideration Rs. 21,67,000/-	
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Each Acquirer / Transferee(*): Instant Holdings Limited	5,97,197	5.02	16,97,197	14.27
	b	Each Seller / Transferor: Rainbow Investments Limited <sup>\$\$</sup>	11,00,000	9.25	NIL	NIL

**Note:**

(\*) Shareholding of each entity shall 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 authorized to do so on behalf of all the acquirers.

<sup>\$\$</sup> Universal Industrial Fund Ltd was shown under the Promoter category in the shareholding pattern of F G P Limited filed with BSE Limited for the quarter ending December 31, 2013 and December 31, 2012. Rainbow Investments Limited is shown under the Promoter category in the shareholding pattern of F G P Limited filed with BSE Limited for the quarter ending December 31, 2014.



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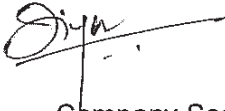
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By a Scheme of Arrangement by and between Adapt Investments Ltd, Adorn Investments Ltd, Off-Shore India Ltd, Trade Apartments Ltd, Universal Industrial Fund Ltd, Ujala Agency Pvt. Ltd., Peregrine Enterprises Ltd, Puffin Investments Ltd, Sanwaria Dealer Pvt. Ltd (collectively referred as "transferor companies") and Rainbow Investments Ltd. ('transferee company') pursuant to Section 394 of the Companies Act, 1956 as approved by the Honorable High Court at Calcutta vide their Order dated May 15, 2014 (Effective date 08.07.2014) inter alia all properties/rights of Universal Industrial Fund Ltd are transferred to Rainbow Investments Limited

\*\* SEBI SAST = Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

# SEBI (PIT) = Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

For Instant Holdings Limited



Company Secretary

Place: Mumbai

Date: 02.03.2015