

| General information about company | |
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| Scrip code | 500142 |
| Name of the entity | FGP LIMITED |
| Date of start of financial year | 01-04-2016 |
| Date of end of financial year | 31-03-2017 |
| Reporting Quarter | Quarterly |
| Date of Report | 30-06-2016 |
| Risk management committee | Not Applicable |

| Annexure I | | | | | | | | | | | | | | |
|--|-----------------|----------------------------|------------|----------|--|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|------------------------|
| Annexure I to be submitted by listed entity on quarterly basis | | | | | | | | | | | | | | |
| I. Composition of Board of Directors | | | | | | | | | | | | | | |
| Disclosure of notes on composition of board of directors explanatory | | | | | | | | | | | | Textual Information(1) | | |
| Is there any change in composition of board of directors compare to previous quarter | | | | | | | | | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity | Notes |
| 1 | Mr | Hari Narayan Singh Rajpoot | ACKPS8041H | 00080836 | Non-Executive - Non Independent Director | Chairperson | | 24-09-2015 | | | 2 | 2 | 3 | Textual Information(2) |
| 2 | Mr | Hemendra Chimanlal Dalal | AAAPD2633G | 00206232 | Non-Executive - Independent Director | Not Applicable | | 30-09-2014 | 29-09-2019 | 60 | 3 | 3 | 1 | |
| 3 | Ms | Shruti Ratnakar Joshi | AGKPJ4240M | 05277759 | Non-Executive - Independent Director | Not Applicable | | 30-09-2014 | 29-09-2019 | 60 | 1 | 2 | 0 | |
| 4 | Mr | Prem Kapil | AFMPK0391P | 06921601 | Non-Executive - Independent Director | Not Applicable | | 30-09-2014 | 29-09-2019 | 60 | 3 | 1 | 0 | |

| Annexure I | | | | | | | | | | | | | | |
|--|-----------------|---------------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|-------|
| Annexure I to be submitted by listed entity on quarterly basis | | | | | | | | | | | | | | |
| I. Composition of Board of Directors | | | | | | | | | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity | Notes |
| 5 | Mr | Vimal Kejriwal | AABPK0188N | 00026981 | Non-Executive - Independent Director | Not Applicable | | 30-09-2014 | 29-09-2019 | 60 | 2 | 1 | 0 | |
| 6 | Mr | Kishore Chandrakant Shete | AGZPS9991D | 02495121 | Executive Director | Not Applicable | | 25-09-2012 | | | 1 | 1 | 0 | |

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| Textual Information(1) | 1. Number of post of membership/chairperson in Audit/ Stakeholders Relationship Committee held in listed entities including this listed entity excludes membership/ post of chairperson in private companies, foreign companies and companies under Section 8 of the Companies Act, 2013 as per Regulation 26(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 2. The number of months mentioned in the column of "Tenure(in Months)" for Independent Directors (appointment as Independent Director was approved by the shareholders) is the Tenure in months computed from the date of appointment in the current term till the date of cessation of this term. |
| Textual Information(2) | Mr. Hari Narayan Singh Rajpoot was eligible to retire by rotation in the Annual General Meeting of the Company held on September 24, 2015 and had offered himself for re-appointment. The shareholders of the Company had approved his re-appointment as Director of the Company w.e.f.24-09-2015. Thus, the same date has been mentioned as the date of appointment in current term. |

| Annexure 1 | | | | | |
|--|---------------------------------------|--------------------------------|--|-------------------------|-------------------------|
| II. Composition of Committees | | | | | |
| Disclosure of notes on composition of committees explanatory | | | | | Textual Information(1) |
| Is there any change in composition of committees compare to previous quarter | | | | | |
| Sr | Name Of Committee | Name of Committee members | Category 1 of directors | Category 2 of directors | Name of other committee |
| 1 | Audit Committee | Mr. Hemendra Chimanlal Dalal | Non-Executive - Independent Director | Chairperson | |
| 2 | Audit Committee | Ms. Shruti Ratnakar Joshi | Non-Executive - Independent Director | Member | |
| 3 | Audit Committee | Mr. Vimal Kejriwal | Non-Executive - Independent Director | Member | |
| 4 | Audit Committee | Mr. Hari Narayan Singh Rajpoot | Non-Executive - Non Independent Director | Member | |
| 5 | Stakeholders Relationship Committee | Mr. Hari Narayan Singh Rajpoot | Non-Executive - Non Independent Director | Chairperson | |
| 6 | Stakeholders Relationship Committee | Mr. Hemendra Chimanlal Dalal | Non-Executive - Independent Director | Member | |
| 7 | Stakeholders Relationship Committee | Ms. Shruti Ratnakar Joshi | Non-Executive - Independent Director | Member | |
| 8 | Stakeholders Relationship Committee | Mr. Kishore Chandrakant Shete | Executive Director | Member | |
| 9 | Nomination and remuneration committee | Mr. Prem Kapil | Non-Executive - Independent Director | Chairperson | |
| 10 | Nomination and remuneration committee | Mr. Hemendra Chimanlal Dalal | Non-Executive - Independent Director | Member | |

Annexure 1**II. Composition of Committees**

| Sr | Name Of Committee | Name of Committee members | Category 1 of directors | Category 2 of directors | Name of other committee |
|----|---------------------------------------|--------------------------------|--|-------------------------|-------------------------|
| 11 | Nomination and remuneration committee | Mr. Hari Narayan Singh Rajpoot | Non-Executive - Non Independent Director | Member | |

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| Textual Information(1) | 1. Composition and details of committees exclude Risk Management Committee constituted by the company as its composition is not applicable to the Company. |

| Annexure 1 | | | |
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| Annexure 1 | | | |
| III. Meeting of Board of Directors | | | |
| Disclosure of notes on meeting of board of directors explanatory | | | |
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) |
| 1 | 09-02-2016 | | |
| 2 | | 25-05-2016 | 105 |

Annexure 1

IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory | | | | | | |
|--|---------------------------------------|---|--|-------------------------------------|---|--|
| Sr | Name of Committee | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) |
| 1 | Audit Committee | 25-05-2016 | Yes | | 09-02-2016 | 105 |
| 2 | Stakeholders Relationship Committee | 25-05-2016 | Yes | | 09-02-2016 | 105 |
| 3 | Nomination and remuneration committee | 25-05-2016 | Yes | | | |

Annexure 1**V. Related Party Transactions**

| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|--|-------------------------------|--|
| 1 | Whether prior approval of audit committee obtained | NA | |
| 2 | Whether shareholder approval obtained for material RPT | NA | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA | |

| Annexure 1 | | |
|------------------|--|----------------------------|
| VI. Affirmations | | |
| Sr | Subject | Compliance status (Yes/No) |
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities) | NA |
| 6 | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes |
| 7 | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | Textual Information(1) |

| Text Block | |
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| Textual Information(1) | The report submitted for the quarter and year ended March 31, 2016 in the previous quarter had been placed before and duly noted by Board of Directors at their meeting held on May 25, 2016. This report shall be placed before the Board of Directors at their next Board Meeting for the quarter ended June 30, 2016. |

| Signatory Details | |
|--------------------------|-------------------|
| Name of signatory | Aayushi Mulasi |
| Designation of person | Company Secretary |
| Place | Mumbai |
| Date | 14-07-2016 |

