

AMIT GUPTA & ASSOCIATES

Practicing Company Secretaries

B-12, Basement, Murli Bhawan, 10-A, Ashok Marg, Lucknow - 226 001 Phone: 0522 - 4024033, Mobile: 94150 05108

E-mail:amitguptacs@gmail.com

REPORT OF SCRUTINIZER

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman 34th Annual General Meeting of Equity Shareholders of
M/s Frontier Springs Limited
Scheduled on 30th day of September, 2014 at 12.30 P.M at
E-14, Panki Industrial Area, Site-1, Kanpur-208022

Dear Sir,

- I, Amit Gupta, Proprietor of M/s Amit Gupta & Associates, Company Secretaries, having its office at B-12, basement, Murli Bhawan, 10-A, Ashok Marg, Lucknow 226 001, Uttar Pradesh, appointed as Scrutinizer for the purpose of the scrutinizing the e-voting process in a fair and transparent manner and ascertaining the e-voting pattern carried out as per the provisions of the Companies Act, 2013 & rule 20 of the Companies (Management & Administration) Rules, 2014 on the below mentioned resolution(s), submit our report as under:
- 1. The e-voting period remained opened from 24 September 2014, at 10:01 hrs. To 26 September, 2014 at 18:00 hrs.
- 2. The shareholders holding shares as on cut off date ie. 22nd August, 2014 were entitled to vote on the proposed resolutions (item no. 1 to 12 of the 34th Annual General Meeting of the Company).
- 3. The votes were unblocked on 26th September, 2014 around 20.15 hrs in presence of two witnesses, Mr. Niraj Kumar Verma, S/o Shri Krishna Gopal Verma R/o 548/CHA/105, Dauda Khera Manak Nagar Alambagh, Lucknow 226011 & Mr. Ankur Bajpai S/o Shri Sushil Kumar Bajpai R/o D-128, Avas Vikas Colony, Rajajipuram, Lucknow 226 017, who are not in employment of the Company.



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- 4. Thereafter the details containing inter-alia, the list of shareholders, who voted "for" and "against" were downloaded from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.co.in). The same has been marked as Annexure 1.
- 5. The result of e-voting is as under:
 - a) Resolution 1 Adoption of Balance sheet, profit & loss account, cash flow statement, report of board of directors, auditors for financial year ended at 31st March, 2014 (Ordinary Resolution)
 - i. Voted in favour of the resolution:

Number of members who voted in favour through electronic	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
voting system 1	1	100%

ii. Voted against the resolution:

NIL	NIL	NIL
voting system		
through electronic	resolution	the resolution
who voted against	casted against the	valid votes casted on
Number of members	Number of votes	% of total number of

iii. Invalid votes:

votes were declared invalid	members whose votes were declared invalid
NII.	declared invalid

- b) Resolution 2 Appointment of Smt. Mamta Bhatia as Director, who retires by rotation and being eligible offers herself for reappointment (Ordinary Resolution)
 - i. Voted in favour of the resolution:

Number of members who voted in favour through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
1	1	100%

ii. Voted against the resolution:

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NIL	NIL	NIL
voting system	resolution	the resolution
through electronic	resolution	the resolution
Number of members who voted against	Number of votes casted against the	% of total number of valid votes casted on

NIL	NIL
	declared invalid
votes were declared invalid	members whose votes were
Total number of members whose	Total number of votes casted by

c) Resolution 3 - Appointment of M/s Sanjay Nandini & Co., as Statutory Auditors of the Company (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members	Number of votes	% of total number of
who voted in favour	casted in favour of the	valid votes casted on
through electronic	resolution	the resolution
voting system		
1	1	100%

ii. Voted against the resolution:

Number of members	Number of votes	% of total number of
who voted against	casted against the	valid votes casted on
through electronic	resolution	the resolution
voting system		
NIL	NIL	NIL

iii. Invalid votes:

NIL	NIL
	declared invalid
votes were declared invalid	members whose votes were
Total number of members whose	Total number of votes casted by

d) Resolution 4 - Appointment of Shri P.K Goenka as an Independent Director (Ordinary Resolution)

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i. Voted in favour of the resolution:

voting system	resolution	the resolution
Number of members who voted in favour through electronic	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution

ii. Voted against the resolution:

NIL	NIL	NIL
voting system		
through electronic	resolution	the resolution
who voted against	casted against the	valid votes casted on
Number of members	Number of votes	% of total number of

iii. Invalid votes:

NIL	NIL
	declared invalid
votes were declared invalid	members whose votes were
Total number of members whose	Total number of votes casted by

e) Resolution 5 - Appointment of Shri R.N Trivedi as an Independent Director (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
1	1	100%

ii. Voted against the resolution:

voting system	NII	NII
who voted against through electronic	casted against the resolution	valid votes casted on the resolution
Number of members	Number of votes	% of total number of

iii. Invalid votes:

Total number of members whose Total number of votes casted by members whose votes were members whose votes were total number of votes casted by members whose votes were total number of votes casted by members whose votes were total number of votes casted by members whose votes were total number of votes casted by members whose votes were total number of votes casted by members whose whose votes were total number of votes casted by members whose votes were total number of votes casted by members whose votes were total number of votes casted by members whose votes were total number of votes casted by members whose votes were total number of votes casted by the number of votes were total number of votes casted by the number of votes were total number of votes were not votes were total number of votes were not votes were not votes and votes were not votes were not votes and votes were not votes were not votes and votes were not votes w

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votes were declared invalid	declared invalid	
NIL	NIL	

f) Resolution 6 - Appointment of Shri Yash Pal as an Independent Director (Ordinary Resolution)

i. Voted in favour of the resolution:

1	1	100%
voting system		
through electronic	resolution	the resolution
who voted in favour	casted in favour of the	valid votes casted on
Number of members	Number of votes	% of total number of

ii. Voted against the resolution:

<u> </u>		
Number of members	Number of votes	% of total number of
who voted against	casted against the	valid votes casted on
through electronic	resolution	the resolution
voting system		
NIL	NIL	NIL

iii. Invalid votes:

Total number of members whose	Total number of votes casted by
votes were declared invalid	members whose votes were
retes were decidred invalid	declared invalid
NIL	NIL

g) Resolution 7 - Appointment of Shri N.P Singh as an Independent Director (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour	Number of votes casted in favour of the	% of total number of valid votes casted on
through electronic	resolution	the resolution
voting system		
1	1	100%

ii. Voted against the resolution:

30

NI	NI	0/ - (+ - + -
Number of members	Number of votes	% of total number of

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who voted against through electronic voting system	casted against the resolution	valid votes casted on the resolution
NIL	NIL	NIL

NIL	NIL
	declared invalid
votes were declared invalid	members whose votes were
Total number of members whose	Total number of votes casted by

h) Resolution 8 - Appointment of Shri R.K Bhatia as an Independent Director (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
1	1	100%

ii. Voted against the resolution:

NIL	NIL	NIL
voting system		
through electronic	resolution	the resolution
who voted against	casted against the	valid votes casted on
Number of members	Number of votes	% of total number of

iii. Invalid votes:

40

NIL	NIL
	declared invalid
votes were declared invalid	members whose votes were
Total number of members whose	Total number of votes casted by

i) Resolution 9 - Ratification of remuneration of Cost Auditors for year 2014-15 (Ordinary Resolution)

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i. Voted in favour of the resolution:

Number of members who voted in favour through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
1	٠ 1	100%

ii. Voted against the resolution:

NIL	NIL	NIL
voting system		
through electronic	resolution	the resolution
who voted against	casted against the	valid votes casted on
Number of members	Number of votes	% of total number of

iii. Invalid votes:

NIL	NIL
	declared invalid
votes were declared invalid	members whose votes were
Total number of members whose	Total number of votes casted by

j) Resolution 10 - To appoint Smt. Manju Bhatia as an Executive Director (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
1	1	100%

ii. Voted against the resolution:

Number of members	Number of votes	% of total number of
who voted against	casted against the	valid votes casted on
through electronic	resolution	the resolution
voting system		
NIL	NIL	NIL

iii. Invalid votes:

Total number of members whose	Total number of votes casted by
	members whose votes were

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votes were declared invalid	declared invalid
NIL	NIL

k) Resolution 11 - Delegation of power to the Board for making borrowings up to limit of Rs. 50 Crores (Special Resolution)

a)

i. Voted in favour of the resolution:

Number of members who voted in favour through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
1	1	100%

ii. Voted against the resolution:

voting system	NII	NII
through electronic	resolution	the resolution
who voted against	casted against the	valid votes casted on
Number of members	Number of votes	% of total number of

iii. Invalid votes:

NIL	NIL
	declared invalid
votes were declared invalid	members whose votes were
Total number of members whose	Total number of votes casted by

- I) Resolution 12 Delegation of power to the Board for creation of charge for securing borrowings up to limit of Rs. 50 Crores (Special Resolution)
 - i. Voted in favour of the resolution:

Number of members	Number of votes	% of total number of
who voted in favour	casted in favour of the	valid votes casted on
through electronic	resolution	the resolution
voting system		
1	1	100%

ii. Voted against the resolution:

Number of members	Number of votes	% of total number of

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NIL	NIL	NIL
voting system	resolution	the resolution
through electronic	resolution	the resolution
who voted against	casted against the	valid votes casted on

NIL	NIL
	declared invalid
votes were declared invalid	members whose votes were
Total number of members whose	Total number of votes casted by

6. The Register, all other papers and relevant records relating to electronic voting will remain in our safe custody until the Chairman considers, approves, signs the minutes of the aforesaid Annual general meeting and thereafter the same would be handed over to Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Amit Gupta

Proprietor

Amit Gupta & Associates

Company Secretaries

FCS - 5478, C.P. - 4682

Place: Lucknow

Date: 26th September, 2014



AMIT GUPTA & ASSOCIATES

Practicing Company Secretaries

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E-mail:amitguptacs@gmail.com

REPORT OF SCRUTINIZER

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman 34th Annual General Meeting of Equity Shareholders of
M/s Frontier Springs Limited
Scheduled on 30th day of September, 2014 at 12.30 P.M at
E-14, Panki Industrial Area, Site-1, Kanpur-208022

Dear Sir,

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I, Amit Gupta, Proprietor of M/s Amit Gupta & Associates, Company Secretaries, having its office at B-12, basement, Murli Bhawan, 10-A, Ashok Marg, Lucknow – 226 001, Uttar Pradesh, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s) at 34th Annual General Meeting of Equity Shareholders of M/s Frontier Springs Limited held on Tuesday 30th day of September, 2014 at 12.30 pm at E-14, Panki Industrial Area, Site – 1, Kanpur – 208 022, submit our report as under:

- 1. After the time fixed for closing the poll 1 (one) ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
- 3. I did not find any poll papers invalid.
- 4. The result of the poll is as under:
 - a) Resolution 1 Adoption of Balance sheet, profit & loss account, cash flow statement, report of board of directors, auditors for financial year ended at 31st March, 2014 (Ordinary Resolution)
 - i. Voted in favour of the resolution:

Number of members Number of votes casted % of total number of



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present and voting in favour (in person or by proxy)	in favour of the resolution	valid votes casted on the resolution
24	2107624	100%

ii. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes:

NIL	NIL
declared invalid	invalid
or by proxy) whose votes were	members whose votes were declared
Total number of members (in person	Total number of votes casted by

b) Resolution 2 - Appointment of Smt. Mamta Bhatia as Director, who retires by rotation and being eligible offers herself for reappointment (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
24	2107624	100%

ii. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes:

NIL	NIL
declared invalid	invalid
or by proxy) whose votes were	members whose votes were declared
Total number of members (in person	Total number of votes casted by

c) Resolution 3 - Appointment of M/s Sanjay Nandini & Co., as Statutory Company (Ordinary Resolution)

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i. Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
24	2107624	100%

ii. Voted against the resolution:

NIL	NIL	NIL
proxy)		Y.
against (in person or by		the resolution
present and voting	against the resolution	valid votes casted on
Number of members	Number of votes casted	% of total number of

iii. Invalid votes:

NIL	NIL
declared invalid	invalid
or by proxy) whose votes were	members whose votes were declared
Total number of members (in person	Total number of votes casted by

d) Resolution 4 - Appointment of Shri P.K Goenka as an Independent Director (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
24	2107624	100%

ii. Voted against the resolution:

NIL	NIL	NIL
against (in person or by proxy)		the resolution
present and voting	against the resolution	valid votes casted on
Number of members	Number of votes casted	% of total number of

iii. Invalid votes:

8%

NIL	NIL S	
declared invalid	invalid	
or by proxy) whose votes were	members whose votes were declared	
Total number of members (in person	Total number of votes casted by	

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e) Resolution 5 - Appointment of Shri R.N Trivedi as an Independent Director (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the *resolution	% of total number of valid votes casted on the resolution
24	2107624	100%

ii. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes:

NIL	NIL
declared invalid	invalid
or by proxy) whose votes were	members whose votes were declared
Total number of members (in person	Total number of votes casted by

f) Resolution 6 - Appointment of Shri Yash Pal as an Independent Director (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
24	2107624	100%

ii. Voted against the resolution:

8			
Number of members	Number of votes casted	% of total number of	
present and voting	against the resolution	valid votes casted on	
against (in person or by		the resolution	
proxy)			
Nill	MII	NIII	

iii. Invalid votes:

Total number of members (in person	Total number of votes casted
or by proxy) whose votes were	members whose votes were declar
declared invalid	invalid 🚶

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NIL	NIL

g) Resolution 7 - Appointment of Shri N.P Singh as an Independent Director (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
24 -	2107624	100%

ii. Voted against the resolution:

NIL	NIL	NIL
proxy)		
against (in person or by		the resolution
present and voting	against the resolution	valid votes casted on
Number of members	Number of votes casted	% of total number of

iii. Invalid votes:

NIL	NIL
declared invalid	invalid
or by proxy) whose votes were	members whose votes were declared
Total number of members (in person	Total number of votes casted by

h) Resolution 8 - Appointment of Shri R.K Bhatia as an Independent Director (Ordinary Resolution)

i. Voted in favour of the resolution:

THE PERSON NAMED IN	Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
	24	2107624	100%

ii. Voted against the resolution:

Number of members	Number of votes casted	% of total number of
present and voting	against the resolution	valid votes casted on
against (in person or by		the resolution
proxy)		
NII	NII	NII /

iii. Invalid votes:

Total number of members (in person Total number of votes casted by

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or by proxy) whose votes were	members whose votes were declared
declared invalid	invalid
NIL	NIL

i) Resolution 9 - Ratification of remuneration of Cost Auditors for year 2014-15 (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members	Number of votes casted	% of total number of
present and voting in	in favour of the	valid votes casted on
favour (in person or by	resolution	the resolution
proxy)		
24	2107624	100%

ii. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes:

NIL	NIL
declared invalid	invalid
or by proxy) whose votes were	members whose votes were declared
Total number of members (in person	Total number of votes casted by

j) Resolution 10 - To appoint Smt. Manju Bhatia as an Executive Director (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members present and voting in	Number of votes casted in favour of the	% of total number of valid votes casted on	
favour (in person or by proxy)	resolution	the resolution	
24	2107624	100%	

ii. Voted against the resolution:

NIL	NIL	NIL	
present and voting against (in person or by proxy)	against the resolution	valid votes casted on the resolution	
Number of members	Number of votes casted	% of total number of	

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NIL	NIL
declared invalid	invalid
or by proxy) whose votes were	members whose votes were declared
Total number of members (in person	Total number of votes casted by

k) Resolution 11 - Delegation of power to the Board for making borrowings up to limit of Rs. 50 Crores (Special Resolution)

i. Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
24	2107624	100%

ii. Voted against the resolution:

NIL	NIL	NIL
against (in person or by proxy)		the resolution
Number of members present and voting	Number of votes casted against the resolution	% of total number of valid votes casted on

iii. Invalid votes:

NIL	NIL	
declared invalid	invalid	
or by proxy) whose votes were	members whose votes were declared	
Total number of members (in person	Total number of votes casted by	

Resolution 12 - Delegation of power to the Board for creation of charge for securing borrowings up to limit of Rs. 50 Crores (Special Resolution)

i. Voted in favour of the resolution:

Number of members present and voting in	Number of votes casted in favour of the	% of total number of valid votes casted on	
favour (in person or by proxy)	resolution	the resolution	
24	2107624	100%	

ii. Voted against the resolution:

110

•			
Number of members	Number of votes casted	% of total number of	
present and voting	against the resolution	valid votes casted on	
against (in person or by		the resolution	
proxy)			





	NIL	N	IL	NIL		
iii.	i. Invalid votes:					
	Total number of members (in person or by proxy) whose votes were		Total number of votes casted by members whose votes were declared			
	declared invalid		invalid			
	NIL		NIL			

- 5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking

Amit

Propri

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Amit Gupta Associates

Company Secretaries

FCS - 5478, C.P. - 4682

Place: Kanpur

Date: September 30, 2014