



Frontier Springs Ltd.

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CORPORATE OFFICE : E-14, PANKI INDUSTRIAL AREA, SITE-I, KANPUR - 208 022 U.P. (INDIA)

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CIN No. : L17119UP1981PLC005212

02.10.2020

To,
The BSE Limited
Corporate Relationship Department
1st Floor, New Trading Wing,
Rotunda Building, PJ, Towers,
Dalal Street, Fort, Mumbai-400001
Fax No.: 022-22723121, 22722037,
Script Code: 522195

Sub: Consolidated Scrutinizer's Report on Remote E-voting and Poll

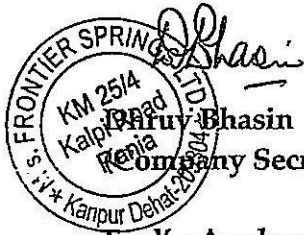
Dear Sir/Ma'am,

Pursuant to applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find herewith Consolidated Scrutinizer's Report on remote e-voting and poll in respect of the resolutions contained in the Notice of the 40th Annual General Meeting of the Company held on 30th day of September, 2020.

Kindly take the above on record and oblige.

Thanking you,

Yours Faithfully,
For Frontier Springs Limited



Encl's: As above



S. K. GUPTA
F.C.S.

S.K. Gupta & Co.
Company Secretaries,
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Westcott Building,
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CONSOLIDATED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND E-VOTING PROCESS AT THE ANNUAL GENERAL MEETING

To,

The Chairman of the Fortieth Annual General Meeting of the Shareholders of **FRONTIER SPRINGS LIMITED** held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") on Wednesday, the 30th September, 2020 at 12.30 P.M. at the deemed venue at the Registered office of the Company at Km 25/4, Kalpi Road, Rania, Kanpur Dehat – 209304 (Uttar Pradesh).

Dear Sir,

I, S.K. Gupta, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors **FRONTIER SPRINGS LIMITED** (the 'Company') for the purpose of Scrutinizing the remote e-voting as well as the e-voting by Members during the Fortieth Annual General Meeting ("AGM") of the Company held on Wednesday, the 30th September, 2020 at 12.30 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Combined Scrutinizer's Report on remote e-voting and e-voting process at the Annual General Meeting on the resolutions proposed at the Annual General Meeting of the Company based on the reports generated from the electronic voting system.

2. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) Ministry of Corporate Affairs ('MCA') Circulars; and (iii) the Securities and Exchange

Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR') relating to remote e-voting and e-voting process at the Annual General Meeting on the resolutions contained in the Notice of the Fortieth Annual General Meeting of the Members of the Company. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

3. My responsibility as a Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at the Annual General Meeting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice of the Fortieth Annual General Meeting, based on the reports generated from the e-voting system provided by Central Depository Securities Limited ("CDSL"), the Authorized Agency engaged by the Company to provide remote e-voting facility and e-voting process at the AGM, Alankit Assignments Limited, the Registrar and Transfer Agent ('RTA') of the Company and attendant papers / documents furnished to me electronically by the Company and / or RTA for my verification.

4. Dispatch of Notice convening the AGM

- (i) In accordance with General Circulars No. 14 / 2020, 17 / 2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs ('MCA Circulars') and SEBI Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020 and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements)



Regulations, 2015, the public notice by way of advertisement was published on 1st September, 2020 in Indian Express (English) and in Rashtriya Sahara (Hindi) giving intimation to its Members that the copy of Notice of the AGM along with the Annual Report of the Company for the Financial year 2019-2020 will be sent only through electronic mode to all the Members of the Company who have registered their e-mail IDs with the Depository Participants / Registrar and Transfer Agents("RTA") of the Company and the manner of registration of e-mail IDs by the Members (both physical and demat) who are yet to register their e-mail IDs with the Company.

- (ii) In accordance with Rule 20 (4) (v) of the Companies (Management and Administration) Rules, 2014, a public notice by way of advertisement was published on 8th September, 2020 in Financial Express (English) and on 9th September, 2020 in Rashtriya Sahara (Hindi) inter-alia, specifying the date and time of the Annual General Meeting and manner of voting through remote e-voting and e-voting at the AGM.
- (iii) The Company hosted the notice of AGM on its website, website of CDSL, the Agency providing the platform for remote e-voting during the AGM and also intimated the same to BSE Limited ('BSE').
- (iv) The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Alankit Assignments Limited, the Registrar and Share Transfer Agents ('RTA') of the Company and the Depositories viz; National Securities Depository Limited ('NSDL') and Central Depository (India) Limited ('CDSL') respectively, the Company had completed the dispatch of Notice of AGM and Annual Report for the Financial year 2019-

2020 on 5th September, 2020 by e-mail to 3,732 Members who had registered their email IDs with the Company / Depositories.

5. Cut-off Date

Voting rights were reckoned as on Wednesday, 23rd September, 2020, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

6. Remote e-voting process

(i) Agency for e-voting

The Company has appointed Central Depository Securities Limited ('CDSL') as the agency for providing the platform for remote e-voting and e-voting during the AGM.

(ii) Remote e-voting period

Remote e-voting platform was open from 09.00 A.M. on Sunday, 27th September, 2020 till 05.00 P.M. on Tuesday, 29th September, 2020 and members were required to cast their votes electronically conveying their 'Assent' or 'Dissent' in respect of the resolutions on the remote e-voting platform provided by 'CDSL'.



7. Voting at the AGM

As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again during the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of General Meeting, to only such details relating to members who have cast their votes through remote e-voting, such as, their names, DP ID and Client ID / Folios, Number of Shares held but not the manner in which they have voted. Accordingly, 'CDSL', the remote e-voting agency provided us the details of names, DP ID and Client ID / Folios and shareholding of the Members who had cast their votes through remote e-voting.

8. Counting Process

On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by Members at the AGM on the CDSL e-voting platform in the presence of two witnesses, Ms. Divya Saxena and Ms. Kamini Gupta, who were not in the employment of the Company and downloaded the results.

9. Results

(i) We observed that:

(a)	63 Members had cast their votes through remote e-voting.
(b)	4 Members had cast their votes through e-voting during the AGM.

- (ii) Consolidated results with respect to each item of business as set out in the Notice of the AGM dated 5th September, 2020 and the votes cast by the Shareholders through remote e-voting and e-voting at the AGM are as under:-

ITEM NO. 1

Ordinary Resolution to consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	63	22,37,390	4	4,927	67	22,42,317	100
Dissent	0	0	0	0	0	0	0.00
Total	63	22,37,390	4	4,927	67	22,42,317	100

Result: Based on the aforesaid result, we report that the Ordinary Resolution in respect of Item No. 1 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 2

**Ordinary Resolution for declaration of Dividend on Equity Shares for the
Financial year ended 31st March, 2020**

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	63	22,37,390	4	4,927	67	22,42,317	100
Dissent	0	0	0	0	0	0	0
Total	63	22,37,390	4	4,927	67	22,42,317	100

Result: The Ordinary Resolution in respect of Item No. 2 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 3

Ordinary Resolution for approval of appointment of a Director in place of Shri Neeraj Bhatia (DIN:00582395), who retires by rotation at the Annual General Meeting and being eligible has offered himself for re-appointment.

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	63	22,37,390	4	4,927	67	22,42,317	100

Dissent	0	0	0	0	0	0	0
Total	63	22,37,390	4	4,927	67	22,42,317	100

Result: Based on the aforesaid result, we report that the Ordinary Resolution in respect of Item No. 3 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 4

Special Resolution for Re-appointment of Shri Kundal Lal Bhatia [DIN: 00581799] as Chairman cum Managing Director of the Company for a term of five years including the approval for payment of remuneration for a term of three years with effect from 1st April, 2020

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	54	19,55,723	4	4,927	58	19,60,650	99.996
Dissent	1	85	0	0	1	85	0.004
Total	55	19,55,808	4	4,927	59	19,60,735	100.000

Result: Based on the aforesaid result, we report that the Special Resolution in respect of Item No. 4 of the Notice of the Annual General Meeting has been passed with requisite majority.



ITEM NO. 5

Special Resolution for Re-appointment of Shri Kapil Bhatia [DIN: 00582337] as Managing Director of the Company for a term of five years including the approval for payment remuneration for a term of three years with effect from 5th January, 2020

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	55	4,24,246	4	4,927	59	4,29,173	99.98
Dissent	1	85	0	0	1	85	0.02
Total	56	4,24,331	4	4,927	60	4,29,258	100.00

Result: Based on the aforesaid result, we report that the Special Resolution in respect of Item No. 5 of the Notice of the Annual General Meeting has been passed with requisite majority.

ITEM NO. 6

Special Resolution for Re-appointment of Shri Neeraj Bhatia [DIN: 00582395] as Whole-time Director of the Company for a term of five consecutive years including the payment of remuneration for a term of three years with effect from 1st April, 2020

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	



Assent	55	4,41,904	4	4,927	59	4,46,831	99.98
Dissent	1	85	0	0	1	85	0.02
Total	56	4,41,989	4	4,927	60	4,46,916	100.00

Result: Based on the aforesaid result, we report that the Special Resolution in respect of Item No. 6 of the Notice of the Annual General Meeting has been passed with requisite majority.

ITEM NO. 7

Ordinary Resolution for Re-appointment of Shri Keshao Parnuji Somkuwar [DIN: 08712772] as an Independent Director of the Company for a term of five consecutive years with effect from 8th February, 2020, not liable to retire by rotation

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	63	22,37,390	4	4,927	67	22,42,317	100
Dissent	0	0	0	0	0	0	0
Total	63	22,37,390	4	4,927	67	22,42,317	100

Result: Based on the aforesaid result, we report that the Ordinary Resolution in respect of Item No. 7 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 8

**Ordinary Resolution for ratification of remuneration of M/s R.M. Bansal & Co.,
Cost Accountants as Cost Auditors of the Company in respect of Company's
product 'Steel' for the financial year ending 31st March, 2021**

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	63	22,37,390	4	4,927	67	22,42,317	100
Dissent	0	0	0	0	0	0	0
Total	63	22,37,390	4	4927	67	22,42,317	100

Result: Based on the aforesaid result, we report that the Ordinary Resolution in respect of Item No. 8 of the Notice of the Annual General Meeting has been passed unanimously.

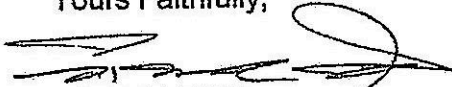
- (iii) The above results may accordingly be declared by the Chairman of the Company / person duly authorized by Chairman in writing. The Company is also hereby instructed to put up the results on its Website and also that of "CDSL" and inform the BSE Limited accordingly.

S. K. GUPTA
F.C.S.

S.K. Gupta & Co.
Company Secretaries,
9, Roland Complex,
Upper Floor, 37/17,
Westcott Building,
The Mall,
Kanpur-208001
Phone: (O) 0512-2315123
Cell: 9415042137
E-mail :sk_gupta1@rediffmail.com

- (iv) The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Chairman / Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the AGM.

Thanking you,
Yours Faithfully,



(S.K.GUPTA)
Practising Company Secretary
F.C.S -2589
C.P -1920
UDIN: F002589B000835289

Countersigned by



(DHURV BHASIN)
Company Secretary

Place: Kanpur
Date: 1st October, 2020