



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

October 2, 2021

To
The BSE Limited
Corporate Relationship Department
1st Floor, New Trading Wing
Rotunda Building, PJ Towers
Dalal Street, Mumbai-400001
Phone: - 022-22723121, 20372041
(Script Code: - 522195)

Subject: Consolidated Scrutinizer's Report on Remote E-voting and E-voting process at the Annual General Meeting

Dear Sir/Madam

Pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith Consolidated Scrutinizer's Report on remote e-voting & e-voting process at the Annual General Meeting ('AGM') in respect of the resolutions contained in the Notice of the 41st Annual General Meeting of the Company held on September 30, 2021.

Kindly take the above on record and oblige.

Thanking You

Yours Faithfully,
For Frontier Springs Limited



[Signature]
Company Secretary)

Encl's: As above



S. K. GUPTA
F.C.S.

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Company Secretaries,
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CONSOLIDATED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND E-VOTING PROCESS AT THE FORTY-FIRST ANNUAL GENERAL MEETING


To,

The Chairman of the Forty-First Annual General Meeting of the Shareholders of **Frontier Springs Limited** held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") on Thursday, the 30th September, 2021 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 of **Frontier Springs Limited** (the 'Company') for the purpose of Scrutinizing the remote e-voting as well as the e-voting by Members during the Forty-First Annual General Meeting ("AGM") of the Company held on Thursday, the 30th September, 2021 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 ('SEBI Listing Regulations') relating to remote e-voting and e-voting process at the Annual General Meeting on the resolutions contained in the Notice of the Forty-First 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 Forty-First 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 Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020 and 2/2021 dated 13th January, 2021 respectively issued by the Ministry of Corporate Affairs ('MCA Circulars') and SEBI Circulars Nos. SEBI / HO / CFD / CMD1 /



CIR / P / 2020 / 79 dated 12th May, 2020 and SEBI / HO / CFD / CMD2 / CIR / P / 2021 / 11 dated 15th January, 2021 read with the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the public notice by way of advertisement was published on 1st September, 2021 in 'Business Standard' (English) and in 'Rashtriya Sahara' (Hindi) Newspaper 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 2020-2021 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 7th September, 2021 in 'Business Standard' (English) and on 8th September, 2021 in 'Rashtriya Sahara' (Hindi) Newspaper 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 2020-2021 on 7th September, 2021 by e-mail to 5,367 Members who had registered their email IDs with the Company / Depositories.

5. Cut-off Date

Voting rights were reckoned as on Thursday, 23rd September, 2021, 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 Monday, 27th September, 2021 till 05.00 P.M. on Wednesday, 29th September, 2021 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)	67 Members had cast their votes through remote e-voting.
(b)	No Members casted vote 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 4th September, 2021 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 receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021 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	67	21,55,515	0	0	67	21,55,515	100
Dissent	0	0	0	0	0	0	0
Total	67	21,55,515	0	0	67	21,55,515	100

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the

resolution, the proposed ordinary resolution at Item No. 1 of the Notice of the Annual General Meeting has been passed unanimously as an "Ordinary Resolution" within the meaning of Section 114(1) of the Companies Act, 2013.

ITEM NO. 2

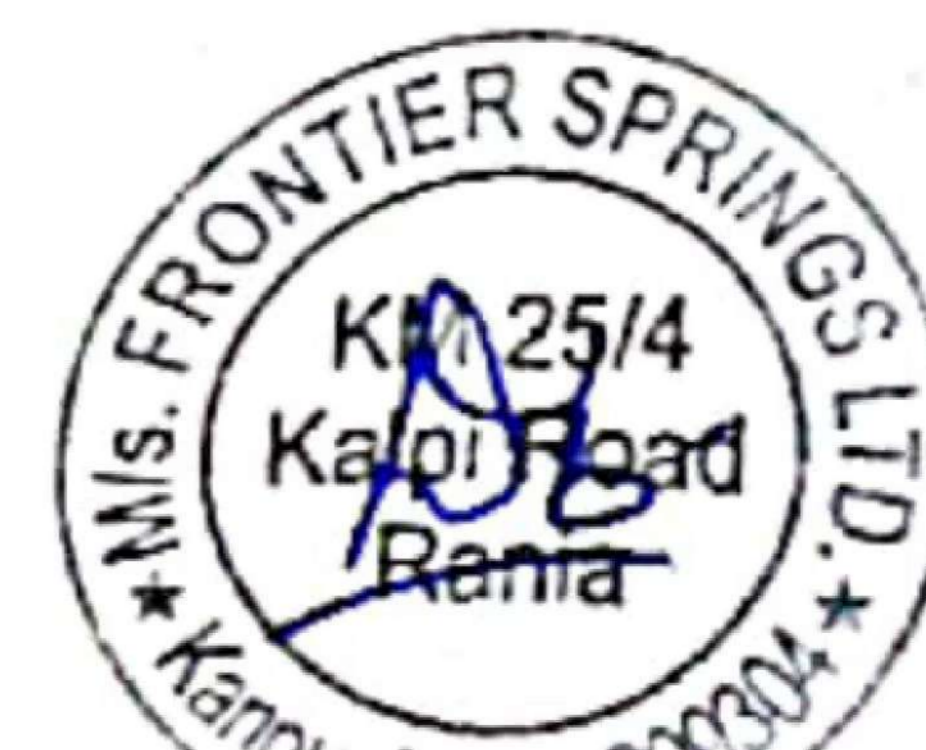
Ordinary Resolution for approval of appointment of a Director in place of Smt. Mamta Bhatia (DIN:03480368), who retires by rotation at the Annual General Meeting and being eligible, has offered herself for re-appointment.

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	66	21,55,505	0	0	66	21,55,505	100
Dissent	1	10	0	0	1	10	Negligible
Total	67	21,55,515	0	0	67	21,55,515	100

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 2 of the Notice of the Annual General Meeting has been passed with requisite majority as an "Ordinary Resolution" within the meaning of Section 114(1) of the Companies Act, 2013.

ITEM NO. 3

Special Resolution for Re-appointment of Shri Sarabjit Singh [DIN: 07705856] as a Non-Executive Independent Director of the Company for a second term of 5 (Five) consecutive years with effect from 12th November, 2021.



Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	66	21,55,510	0	0	66	21,55,510	100
Dissent	1	5	0	0	1	5	Negligible
Total	67	21,55,515	0	0	67	21,55,515	100

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the special resolution are more than three times the votes cast against the resolution, the proposed special resolution at Item No. 3 of the Notice of the Annual General Meeting has been passed with requisite majority as a **“Special Resolution”** within the meaning of Section 114(2) of the Companies Act, 2013.

ITEM NO. 4

Special Resolution for Re-appointment of Shri Nimesh Mukerji [DIN:07705885] as a Non-Executive Independent Director of the Company for a second term of 5 (Five) consecutive years with effect from 9th February, 2022.

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	66	21,55,510	0	0	66	21,55,510	100
Dissent	1	5	0	0	1	5	Negligible
Total	67	21,55,515	0	0	67	21,55,515	100

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the special resolution are more than three times the votes cast against the




resolution, the proposed special resolution at Item No. 4 of the Notice of the Annual General Meeting has been passed with requisite majority as a **“Special Resolution”** within the meaning of Section 114(2) of the Companies Act, 2013.

ITEM NO. 5

Special Resolution to approve the remuneration of Smt. Manju Bhatia [DIN: 03480362] Whole-time Director and Promoter in terms of Regulation 17(6)(e) of SEBI Listing Regulations and Companies Act, 2013 for remaining tenure of her appointment of two years with effect from 14th November, 2021 till 13th November, 2023.

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	63	9,56,292	0	0	63	9,56,292	100
Dissent	1	10	0	0	1	10	Negligible
Total	64	9,56,302	0	0	64	9,56,302	100

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the special resolution are more than three times the votes cast against the resolution, the proposed special resolution at Item No. 5 of the Notice of the Annual General Meeting has been passed with requisite majority as a **“Special Resolution”** within the meaning of Section 114(2) of the Companies Act, 2013.



ITEM NO. 6

Ordinary Resolution for approval of contracts / arrangement with related parties for a period of five years w.e.f 1st April, 2021.

Particulars	Remote E-voting*		E-Voting at the AGM*		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	59	1,76,610	0	0	59	1,76,610	99.99
Dissent	1	10	0	0	1	10	0.01
Total	60	1,76,620	0	0	60	1,76,620	100

**Promoters or Promoter's Group abstained from voting, being related parties and interested in the transactions within the meaning of proviso of Section 188 of the Companies Act, 2013 read with Regulation 23 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 6 of the Notice of the Annual General Meeting has been passed with requisite majority as an "Ordinary Resolution" within the meaning of Section 114(1) of the Companies Act, 2013.

ITEM NO. 7

Special Resolution to make investments, give loans and guarantees and to provide securities in excess of the limits prescribed in Section 186 of the Companies Act, 2013.

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	64	21,55,370	0	0	64	21,55,370	99.99
Dissent	3	145	0	0	3	145	0.01
Total	67	21,55,515	0	0	67	21,55,515	100

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the special resolution are more than three times the votes cast against the resolution, the proposed special resolution at Item No. 7 of the Notice of the Annual General Meeting has been passed with requisite majority as a “**Special Resolution**” within the meaning of Section 114(2) of the Companies Act, 2013.

ITEM NO. 8

Ordinary Resolution for ratification of remuneration of the Cost Auditors in respect of Company's product 'Steel' for the financial year ending 31st March, 2022.

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	66	21,55,415	0	0	66	21,55,415	100
Dissent	1	100	0	0	1	100	Negligible
Total	67	21,55,515	0	0	67	21,55,515	100

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 8 of the Notice of the Annual General Meeting

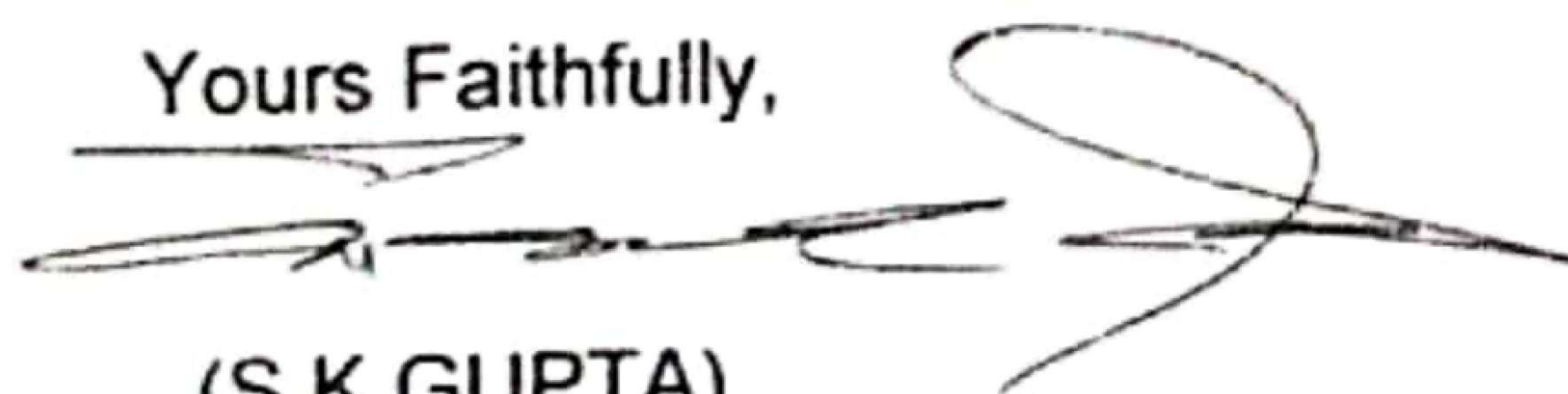
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has been passed with requisite majority as an "Ordinary Resolution" within the meaning of Section 114(1) of the Companies Act, 2013.

- (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.
- (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 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: F002589C001061086

For **FRONTIER SPRINGS LTD.**
Countersigned by

(DHRUV BHASIN)
COMPANY SECRETARY

(DHRUV BHASIN)
Company Secretary

Place: Kanpur

Date: 1st October, 2021