



Frontier Springs Ltd.

REGD. OFFICE & FACTORY : KM 25/4, KALPI ROAD, RANIA, KANPUR DEHAT - 209 304 U.P. (INDIA)

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

Tel. No. : 0512-2691207, 2691208

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CIN No. : L17119UP1981PLC005212

September 29, 2022

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 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 & voting process at the Annual General Meeting ('AGM') in respect of the resolutions contained in the Notice of the 42nd Annual General Meeting of the Company held on September 28, 2022.

Kindly take the above on record and oblige.

Thanking You

Yours Faithfully,
For Frontier Springs Limited

DHRUV

BHASIN

Dhruv Bhasin
(Company Secretary)

Digitally signed by DHRUV BHASIN
DN: c=IN, st=Uttar Pradesh,
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92d811236d7f19d871a6d46, postalCode=208022,
street=117/7/21 A VON MARKET NEER CHEER
CHAKURWA NAVEEN NAGAR KANPUR
serialNumber=078898a04b0751c294f6328f15eed0
821699509954483631221e11bc7af, o=Personal,
cn=DHRUV BHASIN,
pseudoym=a6802f5d9dc60118894dec16da39c99
Date: 2022.09.29 14:06:19 +05'30'

Encl's: As above



SERVING THE NATION SINCE 1980

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
Cell: 9415042137
9415504016
E-mail :sk_gupta1@rediffmail.com

CONSOLIDATED SCRUTINIZER'S REPORT FOR E-VOTING AND POLL

To,

The Chairman of the Forty-Second Annual General Meeting of the Shareholders of **Frontier Springs Limited** held on Wednesday, the 28th September, 2022 at 12.30 P.M. at the Registered office of the Company at Km 25/4, Kalpi Road, Rania, Kanpur Dehat – 209304 (U.P.).

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 process under the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') and on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, in respect of the resolutions contained in the Notice of the Forty-Second Annual General Meeting of the Members of the Company held on Wednesday, the 28th September, 2022 at 12.30 P.M. at the Registered office of the Company at Km 25/4, Kalpi Road, Rania, Kanpur Dehat – 209304 (U.P.).

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015 ('SEBI Listing Regulations') relating to remote e-voting and poll on the resolutions contained in the Notice of the Forty-Second Annual General Meeting of the Members of the Company. My responsibility as Scrutinizer for the remote e-voting process and for poll at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the notice of the Forty-Second Annual General Meeting, based on the reports generated from the e-voting system provided by Central Depository Services Limited ("CDSL"), the Authorized Agency engaged by the Company to provide remote e-voting facility and physical ballot process at the time of poll at the AGM.

3. In respect of remote e-voting process conducted under my supervision, I hereby report as under:-

- (i) In accordance with Rule 20 (4) (v) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, the public notices by way of advertisement were published on 4th September, 2022 in 'Financial Express' (English) and 'Rashtriya Sahara' (Hindi) inter-alia, specifying the date and time of the Annual General Meeting and manner of voting through remote e-voting and poll at the AGM.
- (ii) The remote e-voting facility remained opened from Sunday, the 25th September, 2022 (9.00 A.M.) to Tuesday, the 27th September, 2022 (5.00 P.M.) 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'.
- (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 has completed the dispatch of Notice of AGM and Annual Report for the Financial year 2021-2022 on 3rd September, 2022 by e-mail to 4448 Members who had registered their email IDs with the Company / Depositories and through courier post to 1431 Members of the Company .
- (v) The Members of the Company as on the "cut off" date i.e. 21st September, 2022 were entitled to vote on the resolutions (Item Nos. 1 to 10) as set out in the Notice of the Forty-Second Annual General Meeting of the Company.
- (vi) The remote e-voting process was blocked at 5.00 P.M. on Tuesday, the 27th September, 2022.
- (vii) The votes cast through remote e-voting process were unblocked on 28th September, 2022 after the conclusion of the Forty-Second Annual General Meeting in the presence of two witnesses, Ms. Divya Saxena and Ms. Kamini Gupta, who were not in the employment of the Company and who witnessed the unblocking of votes.
- (viii) Thereafter, the reports containing inter-alia, list of Equity Shareholders who voted "for, or "against" each resolution that was put to vote were generated from e-voting website of Central Depository Services Limited ("CDSL") [<https://www.evotingindia.com>].

4. At the Annual General Meeting held on Wednesday, the 28th September, 2022, the Chairman of the Annual General Meeting ('AGM') provided polling papers to

enable those Shareholders who did not cast their votes by the remote e-voting facility in respect of resolutions (Item Nos. 1 to 10) as set out in the Notice of the Forty-Second Annual General Meeting of the Company), to cast their vote at the said AGM.

5. In respect of the poll process conducted under my supervision, I hereby report that:-

- (i) The poll box containing the poll papers was opened after the conclusion of the AGM in my presence.
- (ii) The votes were counted and the result of the poll was prepared in the presence of the aforesaid persons.

6. I have recorded details of all the votes casted by the shareholders through remote e-voting and by poll at the Meeting and have also checked and verified the same. I have also carried out full count of the votes.

7. I hereby report the consolidated results with respect to each item of business as set out in the Notice of the AGM dated 9th August, 2022 and the votes cast by the shareholders through remote e-voting and by poll at the Meeting 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, 2022 together with the Reports of the Board of Directors and Auditors thereon

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	11	35	46	2,893	21,20,861	21,23,754	100.00

Against	--	--	--	--	--	--	--
Total	11	35	46	2,893	21,20,861	21,23,754	100.00

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 to declare Dividend on Equity Shares for the Financial Year ended 31st March, 2022.

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	11	35	46	2,893	21,20,861	21,23,754	100.00
Against	--	--	--	--	--	--	--
Total	11	35	46	2,893	21,20,861	21,23,754	100.00

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

Ordinary Resolution to appoint a Director in place of Smt. Manju Bhatia (DIN: 03480362), who retires by rotation at the Annual General Meeting and being eligible has offered herself for re-appointment.

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	9	35	44	1,186	21,20,861	21,22,047	99.92
Against	2	--	2	1,707	--	1,707	0.08
Total	11	35	46	2,893	21,20,861	21,23,754	100.00

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. 3 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. 4

Ordinary Resolution to Re-appoint M/s. Sanjeevani Raizada & Co., Chartered Accountants as the Statutory Auditors of the Company for a second term of 5 (Five) consecutive years from the conclusion of 42nd Annual General Meeting (AGM) until the conclusion of 47th Annual General Meeting of the Company and to fix their remuneration.

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	9	35	44	1,186	21,20,861	21,22,047	99.92
Against	2	--	2	1,707	--	1,707	0.08
Total	11	35	46	2,893	21,20,861	21,23,754	100.00

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. 4 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. 5

Special Resolution to approve the remuneration of Shri Kundal Lal Bhatia (DIN: 00581799), Chairman cum Managing Director of the Company, for remainder term of two years with effect from 1st April, 2023 to 31st March, 2025.

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	10	24*	34	1,193	27,603*	28,796	94.43
Against	1	--	1	1,700	--	1,700	5.57
Total	11	24	35	2,893	27,603	30,496	100.00

**In terms of the provisions of the Companies Act, 2013 read with Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, 11 Equity Shareholders holding 20,93,258 Equity Shares of the Company belonging to the Promoters / Promoter's Group / Related Parties abstained from voting, being related parties and interested in the aforesaid resolution.*

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

Special Resolution to approve the remuneration of Shri Kapil Bhatia (DIN: 00582337), Managing Director of the Company for remainder term of two years with effect from 5th January, 2023 to 4th January, 2025.

Particulars of Voting	Number of			Number of votes cast*			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	9	24*	33	1,186	27,603*	28,789	94.40
Against	2	--	2	1,707	--	1,707	5.60

Total	11	24	35	2,893	27,603	30,496	100.00
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**In terms of the provisions of the Companies Act, 2013 read with Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, 11 Equity Shareholders holding 20,93,258 Equity Shares of the Company belonging to the Promoters / Promoter's Group / Related Parties abstained from voting, being related parties and interested in the aforesaid resolution.*

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. 6 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. 7

Special Resolution to approve the remuneration of Shri Neeraj Bhatia (DIN: 00582395), Whole-time Director of the Company for remainder term of two years with effect from 1st April, 2023 to 31st March, 2025.

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	9	24*	33	1,186	27,603*	28,789	94.40
Against	2	--	2	1,707	---	1,707	5.60
Total	11	24	35	2,893	27,603	30,496	100.00

**In terms of the provisions of the Companies Act, 2013 read with Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, 11 Equity Shareholders holding 20,93,258 Equity Shares of the Company belonging to the Promoters / Promoter's Group / Related Parties abstained from voting, being related parties and interested in the aforesaid resolution.*

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

Special Resolution to approve the remuneration of Smt. Mamta Bhatia (DIN: 03480368), Whole time Director of the Company for remainder term of two years with effect from 13th May, 2022 to 12th May, 2024.

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	9	24*	33	1,186	27,603*	28,789	94.40
Against	2	--	2	1,707	---	1,707	5.60
Total	11	24	35	2,893	27,603	30,496	100.00

**In terms of the provisions of the Companies Act, 2013 read with Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, 11 Equity Shareholders holding 20,93,258 Equity Shares of the Company belonging to the Promoters / Promoter's Group / Related Parties abstained from voting, being related parties and Interested In the aforesaid resolution.*

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. 8 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. 9

Ordinary Resolution to consider approval of contracts / arrangement with related parties.

Particulars of Voting	Number of*			Number of votes cast*			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	9	24*	33	1,183	27,603*	28,786	94.39

Against	2	--	2	1,710	---	1,710	5.61
Total	11	24	35	2,893	27,603	30,496	100.00

**In terms of the provisions of the Companies Act, 2013 read with Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, 11 Equity Shareholders holding 20,93,258 Equity Shares of the Company belonging to the Promoters / Promoter's Group / Related Parties abstained from voting, being related parties and interested in the aforesaid resolution.*

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. 9 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. 10

Ordinary Resolution to ratify the remuneration of the Cost Auditors in respect of Company's product 'Steel' for the financial year ending 31st March, 2023.

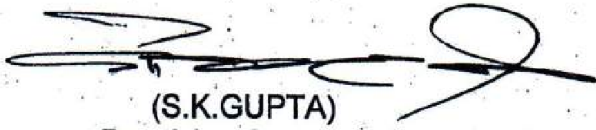
Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	10	35	45	1,193	21,20,861	21,22,054	99.92
Against	1	--	1	1,700	--	1,700	0.08
Total	11	35	46	2,893	21,20,861	21,23,754	100.00

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. 10 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.

8. I further report that there was 1 (One) invalid Ballot paper.

9. 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 Stock Exchange(s) accordingly.
10. All the relevant records of e-voting and poll papers will remain in my safe custody until the Chairman considers, approves and sign the Minutes of the Forty Second Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

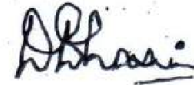
Thanking you,
Yours Faithfully,



(S.K.GUPTA)
Practising Company Secretary
F.C.S -2589
C.P - 1920
UDIN: F002589D001079291



Counter signed by



(DHRUV BHASIN)
Company Secretary

Place: Kanpur

Date: 29th September, 2022