



**FRICK INDIA LIMITED**  
(AN ISO 9001 : 2015 COMPANY)  
21.5 Km., Main Mathura Road,  
Faridabad - 121003 (Haryana)  
CIN- L74899HR1962PLC002618

Phone : 91-129-2275691-94, 2270546/7  
Fax : 91-129-2275695  
Email : fbd@frick.co.in  
Website : www.frickweb.com  
GST NO : 06AAACF0410C1ZN  
PAN NO : AAACF0410C

September 26, 2020

To,  
The Listing Department,  
Metropolitan Stock Exchange of India Limited  
4th Floor, Vibgyor Towers, Plot No. C - 62,  
Opposite Trident Hotel, Bandra Kurla Complex,  
Bandra East, Mumbai 400098.

ISIN code INE499C01012: FRICKINDIA - Frick India Limited CIN: L74899HR1962PLC002618

**Sub.: Proceedings of the 57<sup>th</sup> Annual General Meeting (AGM) held on, Saturday, September 26, 2020 at 11:00 A.M. through VC/OAVM.**

Dear Sir / Madam,

We wish to inform you that the 57<sup>th</sup> Annual General Meeting (AGM) of the Company was held on, Saturday, September 26, 2020 at 11:00 AM through video conferencing (VC)/other audio visual means (OAVM).

Further, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with Part A of Schedule III to the said SEBI Regulations, please find enclosed summary of the proceedings, under 'Annexure A', of the 57<sup>th</sup> A.G.M. duly convened on September 26, 2020 through Video Conferencing/ Other Audio Visual Means.

Furthermore, we wish to inform that the results of remote e-voting and voting done at the AGM shall be announced within stipulated time of 48 hours from the conclusion of meeting. The results will be displayed at the Registered Office of the Company and placed on the website of the Company, once they are declared. The results will also be disseminated to the Metropolitan Stock Exchange of India Limited and be made available on their website.

Thanking you,

Yours Sincerely,

For Frick India Limited

  
Amit Singh  
Company Secretary  
Membership No. A-46813



Encl.: As above.

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## ANNEXURE – A

### SUMMARY OF THE PROCEEDINGS OF 57<sup>TH</sup> ANNUAL GENERAL MEETING

The 57<sup>th</sup> Annual General Meeting ("57<sup>th</sup> AGM" or "the Meeting") of the Members of Frick India Limited ("the Company") was duly held on Saturday, September 26, 2020 at 11:00 A.M. through video conferencing (VC)/ other audio visual means (OAVM). The meeting was held in compliance with Circular No. 14/2020 dated April 08, 2020, Circular No. 17 /2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020 issued by Ministry of Corporate Affairs (hereinafter collectively referred to as 'Circulars') and SEBI Circular No. SEB1/HO/CFD/CMD1/CIR/P /2020/79 dated May 12, 2020 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder.

Mr. Ramesh Chandra Jain, Lead Independent Director of the Company chaired the 57<sup>th</sup> Annual General Meeting and welcomed the Members to the 57<sup>th</sup> AGM. After ascertaining that the requisite quorum was present, the Chairman declared the meeting to order. The Chairman then introduced the Key Managerial Personnel and Directors present at the meeting. The Chairman also introduced the representatives of Statutory Auditors, Secretarial Auditors and other panelists and dais members.

Mr. Ramesh Chandra Jain, Lead Independent Director being the Chairman of the Nomination and Remuneration Committee, Chairman of the Committee on Corporate Social Responsibility as well as the Chairman of the Stakeholders' Relationship Committee was present to answer queries of the Members.

Mr. Jasmohan Singh, Managing Director and Mr. Sharad Bhatnagar, Director Finance & Taxation and CFO of the Company were also present to answer the queries of the Members.

Mr. Mahendra Kumar Dooger, Independent Director as well as the Chairman of the Audit Committee was also present during the meeting as panelist.

In addition to above Mr. Divaker Jagga, Independent Director, Ms. Jasleen Kaur Gurumeet Singh Dhody, Non-Executive Director and Ms. Gurleen Kaur, Non-Executive Director also joined the meeting as panelist



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The Company Secretary with the permission of the chairman had displayed a presentation in the form of video, on the online platform, visible to all members, reflecting the accomplishments and success achieved by the Company, Company's vision and Strength in its human resources, and also, the technology upgradation adopted by the Company in its manufacturing and operational process.

After video presentation, the Company Secretary informed the chairman that requisite quorum is there, Quorum being present, the meeting was called to order by the Chairman. The notice of AGM was taken as read with the permission of members present. The Chairman further informed that there are no qualifications, observation or comment in the Auditors' Report and thus, it was not required to be read. Thereafter, the Chairman shared his view upon the global impact of Covid-19 pandemic. He then updated the members about the business, operational and financial performance of the Company and the road ahead. He then completed his speech by thanking everyone present.

The business items placed before the members for approval as per the notice of the meeting were then summarized by the Chairman.

It was further informed that there would be no voting by show of hands or by postal ballot since in view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company was duly held through VC / OAVM. Members who had not voted through Remote e-voting were allowed to vote electronically during the AGM by following the procedure as described in the Notice of 57th AGM already circulated through email.

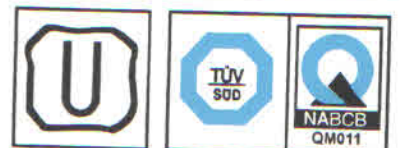
The Chairman then proceeded to explain the conduct of the meeting and placed following agenda items for proposal and secondment, briefly explaining the objective and implications, wherever necessary.

Thereafter, the Company Secretary informed that the Company had provided an option of electronic voting at the AGM and remote electronic voting facility ("remote e-voting") to the Members to cast



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their votes electronically on all resolutions set out in the Notice of 57<sup>th</sup> AGM. He then informed that remote e-voting commenced on Wednesday, September 23, 2020 at 10:00 a.m. IST and concluded on Friday, September 25, 2020 at 5:00 p.m. IST. He then informed that, the Members who had participated in the AGM and had not casted their vote through Remote e-voting can vote electronically during the AGM. Members whose name appeared in the Register of Members as on the cut-off date i.e. Saturday, September 19, 2020 were entitled to vote at the Meeting in proportion to their shareholding.

The following businesses were then transacted at the meeting :

**Ordinary Business:**

1. To receive, consider and adopt the Financial Statements of the Company i.e. Audited Balance Sheet as at 31st March, 2020 and the Statement of Profit & Loss and Cash Flow Statement for the Financial Year ended 31st March, 2020 together with the Reports of the Board of Directors' & Auditors' thereon.
2. To declare dividend of Rs. 2.50/- per equity share on 599,975 fully paid-up equity shares of Rs. 10/-each for the Financial Year ended 31st March, 2020.
3. To appoint a Director in place of Ms. Jasleen Kaur Gurmeet Singh Dhody, Non-Executive Director [DIN: 05269698] who retires by rotation and being eligible, had provided the consent for re-appointment as the Non-Executive Director of the Company.

**Special Business:**

4. Ratification of remuneration to be paid to M/s Jatin Sharma & Co., Cost Auditors [Firm Registration No.101845] of the Company for the Financial Year 2020-2021.
5. Ratification of remuneration to be paid to M/s Jatin Sharma & Co., Cost Auditors [Firm Registration No. 101845] of the Company for the Financial Year 2019-2020. (**Appointed in casual vacancy**)



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6. To approve alteration in Clause-III (Objects) of the Memorandum of Association and adoption of new set of Memorandum of Association of the Company.
7. To approve alteration of Article of Association of the Company.


All the above agenda matters were duly proposed and seconded by the Members present. The Chairman then provided an opportunity to the registered speaker shareholders to speak at the AGM and Members raised queries on Agenda Items set-out in the Notice of 57<sup>th</sup> AGM. The Management provided necessary clarifications and addressed all the queries raised by the Members.

The Chairman further informed that the Board of Directors had appointed Ms. Aditi Gupta, from M/s. Aditi Agarwal & Associates, Practicing Company Secretaries, New Delhi, as the Scrutinizer to scrutinize remote e-voting process and e-voting at the AGM in a fair and transparent manner. The Members were also informed that the report on total votes cast in favour and against would be submitted by the Scrutinizer and the same would be forthwith declared by the Company by publishing it on its website [www.frickweb.com](http://www.frickweb.com), the website of Registrars and Transfer Agent (RTA) M/s. Linkintime India Private Limited and by notifying to The Metropolitan Stock Exchange of India Limited, where the shares of the Company are listed.

He then thanked the members for participating in the meeting. The meeting concluded at 12:04 p.m. The e-voting facility was kept open for next 15 Minutes to enable the members to cast their vote.

Thanking you,  
Yours Sincerely,

**For Frick India Limited**

  
Amit Singh  
Company Secretary  
Membership No. A-46813



Encl.: As above.  
September 26, 2020

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