



FRICK INDIA LIMITED
(AN ISO 9001 : 2008 COMPANY)
21.5 Km., Main Mathura Road,
Faridabad - 121003 (Haryana)
CIN- L74899HR1962PLC002618

Phone : 91-129-2275691-94, 2270546/7
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Email : fbd@frick.co.in
Website : www.frickweb.com
GST NO : 06AAACF0410C1ZN
PAN NO : AAACF0410C
September 27, 2020

To,
Metropolitan Stock Exchange of India Limited,
Vibgyor Towers, 4th Floor, Plot No. C 62, G – Block,
Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E),
Mumbai – 400 098. India

Scrip Code: 000000

MSEI Symbol: FRICKINDIA

Dear Sir/Madam,

Subject: Submission of Voting Results and Scrutinizer Report in respect of the 57th Annual General Meeting of the members of the company held on 26.09.2020

Ref: Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements)

This is to inform that the 57th Annual General Meeting (AGM) of the Members of the Company was held on Saturday, 26th September, 2020 at 11.00 AM via Video Conference ('VC') / Other Audio Visual Means ('OAVM'), to transact the business mentioned in the Notice of the Annual General Meeting dated 29.06.2020.

All the items of business mentioned in the 57th Annual General Meeting notice of the Company have been transacted therein. All the Resolutions indicated in the notice were also passed with requisite majority. The Voting Results and the Scrutinizers report is enclosed for your kind reference and dissemination.

Thanks & Regards,

For Frick India Limited

Amit Singh
Company Secretary

Membership No.: A-46813



Date: 27-09-2020

Place: Faridabad

BRANCHES : • Bangalore • Chandigarh • Chennai • Cochin • Delhi • Ahmedabad
• Kolkata • Mumbai • Patna • Hyderabad • Vizag • Jalandhar

You still can't beat the system when its all Frick



Frick India Ltd

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.

Resolution Required : (Ordinary)		NO									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100	Whether promoter/ promoter group are interested in the agenda/resolution?		
Promoter and Promoter Group	E-Voting		234146	61.0331	234146	0	100.0000	0.0000			
	Poll	383638	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Total		234146	61.0331	234146	0	100.0000	0.0000			
Public Institutions	E-Voting		26550	93.1579	26550	0	100.0000	0.0000			
	Poll	28500	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Total		26550	93.1579	26550	0	100.0000	0.0000			
Public Non Institutions	E-Voting		33922	18.0593	33922	0	100.0000	0.0000			
	Poll	187837	1481	0.7884	1481	0	100.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Total		35403	18.8477	35403	0	100.0000	0.0000			
Total		599975	296099	49.3519	296099	0	100.0000	0.0000			



Frick India Ltd

2 - To declare dividend of Rs.2.50/- per equity share on 5,99,975 fully paid-up equity shares of Rs. 10/-each for the Financial Year ended 31st March, 2020.

Resolution Required : (Ordinary)		Yes, to the extent of their shareholding						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes, to the extent of their shareholding						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	383638	234146	61.0331	234146	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		234146	61.0331	234146	0	100.0000	0.0000
Public Institutions	E-Voting	28500	26550	93.1579	26550	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		26550	93.1579	26550	0	100.0000	0.0000
Public Non Institutions	E-Voting	187837	33922	18.0593	33869	53	99.8438	0.1562
	Poll		1481	0.7884	1481	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35403	18.8477	35350	53	99.8503	0.1497
Total		599975	296099	49.3519	296046	53	99.9821	0.0179



Frick India Ltd

3 - To appoint a Director in place of Ms. Jasleen Kaur Gurummeet 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.										
Resolution Required : (Ordinary)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100	Yes	
Promoter and Promoter Group	E-Voting		234146	61.0331	234146	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	383638								
	Total				234146	0	100.0000	0.0000	0.0000	
Public Institutions	E-Voting		26550	93.1579	26550	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	28500								
	Total				26550	0	100.0000	0.0000	0.0000	
Public Non Institutions	E-Voting		33922	18.0593	33822	100	99.7052	0.2948		
	Poll		1481	0.7884	1481	0	100.0000	0.0000		
	Postal Ballot	187837								
	Total				35403	100	99.7175	0.2825	0.2825	
Total		599975	296099	49.3519	295999	100	99.9662	0.0338		



Frick India Ltd

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.

NO

Resolution Required : (Ordinary)		Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100	Resolution Required : (Ordinary)		
									Whether promoter/ promoter group are interested in the agenda/resolution?		
Promoter and Promoter Group	E-Voting		234146	61.0331	234146	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	383638	0	0.0000	0	0	0.0000	0.0000			
	Total		234146	61.0331	234146	0	100.0000	0.0000			
Public Institutions	E-Voting		26550	93.1579	26550	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	28500	0	0.0000	0	0	0.0000	0.0000			
	Total		26550	93.1579	26550	0	100.0000	0.0000			
Public Non Institutions	E-Voting		33922	18.0593	33822	100	99.7052	0.2948			
	Poll		1481	0.7884	1481	0	100.0000	0.0000			
	Postal Ballot	187837	0	0.0000	0	0	0.0000	0.0000			
	Total		35403	18.8477	35303	100	99.7175	0.2825			
Total		599975	296099	49.3519	295999	100	99.9662	0.0338			



Frick India Ltd

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.

Resolution Required : (Ordinary)		NO						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={{[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={{[4]/[2]}*100	% of Votes against on votes polled [7]={{[5]/[2]}*100
Promoter and Promoter Group	E-Voting		234146	61.0331	234146	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	383638	0	0.0000	0	0	0.0000	0.0000
	Total		234146	61.0331	234146	0	100.0000	0.0000
Public Institutions	E-Voting		26550	93.1579	26550	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	28500	0	0.0000	0	0	0.0000	0.0000
	Total		26550	93.1579	26550	0	100.0000	0.0000
Public Non Institutions	E-Voting		33922	18.0593	33822	100	99.7052	0.2948
	Poll		1481	0.7884	1481	0	100.0000	0.0000
	Postal Ballot	187837	0	0.0000	0	0	0.0000	0.0000
	Total		35403	18.8477	35303	100	99.7175	0.2825
Total		599975	296099	49.3519	295999	100	99.9662	0.0338



Frick India Ltd

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.									
Resolution Required : (Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
NO									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100	
Promoter and Promoter Group	E-Voting		234146	61.0331	234146	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	383638	0	0.0000	0	0	0.0000	0.0000	
	Total		234146	61.0331	234146	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting		26550	93.1579	26550	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	28500	0	0.0000	0	0	0.0000	0.0000	
	Total		26550	93.1579	26550	0	100.0000	0.0000	0.0000
Public Non Institutions	E-Voting		33922	18.0593	33822	100	99.7052	0.2948	
	Poll		1481	0.7884	1481	0	100.0000	0.0000	
	Postal Ballot	187837	0	0.0000	0	0	0.0000	0.0000	
	Total		35403	18.8477	35303	100	99.7175	0.2825	0.0000
Total		599975	296099	49.3519	295999	100	99.9662	0.0338	



Frick India Ltd

7 - To approve alteration of Article of Association of the Company.

Resolution Required : (Special)		NO						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting		234146	61.0331	234146	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	383638		0.0000	0	0	0.0000	0.0000
	Total			234146	61.0331	234146	0	100.0000
Public Institutions	E-Voting		26550	93.1579	26550	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	28500		0.0000	0	0	0.0000	0.0000
	Total			26550	93.1579	26550	0	100.0000
Public Non Institutions	E-Voting		33922	18.0593	33822	100	99.7052	0.2948
	Poll		1481	0.7884	1481	0	100.0000	0.0000
	Postal Ballot	187837		0.0000	0	0	0.0000	0.0000
	Total			35403	18.8477	35303	100	99.7175
Total		599975	296099	49.3519	295999	100	99.9662	0.0338





REPORT OF SCRUTINIZER [REMOTE E-VOTING]

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]*

The Chairman
Frick India Limited
21.5 KM Main Mathura Road
Faridabad – 121 003
Haryana, India

Sir,

I, Aditi Gupta of M/s Aditi Agarwal & Associates, Company Secretaries, New Delhi, was appointed as Scrutinizer for the 57th Annual General Meeting ('AGM') of the Equity Shareholders of **Frick India Limited** ("Company") held on Saturday, September 26, 2020 at 11:00 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions referred in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (remote e-voting) on the resolutions contained in the Notice to the 57th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions stated below, based on the reports generated from the electronic voting system provided by the service provider agency, 'Link Intime India Private Limited (LIPL)' the authorised agency to provide remote e-voting facility, engaged by the Company.

We submit our report as under:



1. The remote e-voting platform was open from 10:00 A.M. on Wednesday, September 23, 2020 to 5:00 P.M. on Friday, September 25, 2020.
2. The Shareholders holding shares as on the cut-off date, i.e. Saturday, September 19, 2020 were entitled to vote on the proposed 07 (Seven) resolutions as mentioned in the Notice of the 57th AGM of the Company (Item Number 1 to 7 of the Notice of the 57th AGM of the Company).
3. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at 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, folios, number of shares held but not the manner in which they have voted.
4. Accordingly, Link Intime India Private Limited (LI IPL), the e-voting Agency provided us with the names, DP ID/folio numbers and shareholding of the members who has cast their votes through remote e-voting.
5. On completion of voting at the Meeting, LI IPL provided us with the list of members who had cast their votes, with their holding details and details of vote on each of the resolutions.
6. The votes were reconciled with the records maintained by the Company and RTA with respect to the authorizations lodged with the Company.
7. The results of remote e-voting were unblocked on the LI IPL e-voting platform in the presence of two witnesses, namely, Ms. Akansha Goel and Ms. Priyanka Aggarwal, who are not in employment of the Company. They have signed in below in confirmation of the votes being unlocked in their presence:







8. Thereafter the details containing, inter-alia, list of equity shareholders, who voted “For” and “Against”, were downloaded from the e-voting website of Link Intime India Private Limited ([https:// https://instavote.linkintime.co.in/](https://instavote.linkintime.co.in/)).

9. The result of the remote e-voting is as under:

(a) RESOLUTION NO. 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 YEAR ENDED 31ST MARCH, 2020 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS' & AUDITORS' THEREON.

(i) Voted in **favour** of Resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
38	2,94,618	100%

(ii) Voted **against** the resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid/Abstain** Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them



NIL	NIL
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(b) RESOLUTION NO. 2

TO DECLARE DIVIDEND OF RS. 2.50/- PER EQUITY SHARE ON 5,99,975 FULLY PAID-UP EQUITY SHARES OF RS. 10/- EACH FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020.

(i) Voted in favour of Resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
37	2,94,565	99.98%

(ii) Voted against the resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
1	53	0.02%

(iii) Invalid/Abstain Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(c) RESOLUTION NO. 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.



(i) Voted in **favour** of Resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
37	2,94,518	99.97%

(ii) Voted **against** the resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
1	100	0.03%

(iii) **Invalid/Abstain** Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(d) **RESOLUTION NO. 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

(i) Voted in **favour** of Resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
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37	2,94,518	99.97%
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(ii) Voted **against** the resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
1	100	0.03%

(iii) **Invalid/Abstain** Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(e) RESOLUTION NO. 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

(i) Voted in **favour** of the Resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
37	2,94,518	99.97%

(ii) Voted **against** the resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
1	100	0.03%

(iii) **Invalid/Abstain** Votes:



Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(f) RESOLUTION NO. 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

(i) Voted in **favour** of the Resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
37	2,94,518	99.97%

(ii) Voted **against** the resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
1	100	0.03%

(iii) **Invalid/Abstain** Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(g) RESOLUTION NO. 7

TO APPROVE ALTERATION OF ARTICLE OF ASSOCIATION OF THE COMPANY



(i) Voted in **favour** of the Resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
37	2,94,518	99.97%

(ii) Voted **against** the resolution:

Number of Members voted through remote e-voting system	Number of votes cast by them	% of Total number of valid votes cast
1	100	0.03%

(iii) **Invalid/Abstain** Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Thanking You,
Yours Faithfully

For Aditi Agarwal & Associates,
Company Secretaries



Aditi Gupta
Company Secretary in whole-time
practice
FCS- 9410
C.P. – 10512



Counter-signed by:
For Frick India Limited



Ramesh Chandra Jain
Chairman

Date:

Gurgaon

Place:

27/09/2020

Date: September 26, 2020

Place: New Delhi

UDIN: F009410B000782908



REPORT OF SCRUTINIZER

[E-VOTING AT THE ANNUAL GENERAL MEETING]

[Pursuant to 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]

The Chairman
57th Annual General Meeting of the Members of
Frick India Limited, held on the 26th day of September, 2020

Dear Sir,

I, Aditi Gupta of M/s Aditi Agarwal & Associates, Company Secretaries, New Delhi, was appointed as Scrutinizer for the 57th Annual General Meeting of the Members of **Frick India Limited** ('Company'), held on Saturday, September 26, 2020 at 11:00 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM), submit our report as under:

- 1) The Company has used Instameet service provided by Link Intime India Private Limited for conducting Meeting through video conferencing.
- 2) The Company has provided e-voting facility at the AGM for the Shareholders who have not casted their vote through remote e-voting facility commenced on September 23, 2020 at 10:00 A.M. and concluded on September 25, 2020 at 5:00 P.M. The detailed procedure for e-voting at the AGM was provided in the Notice of 57th AGM circulated in advance to all the shareholders of the Company.
- 3) The Shareholders holding shares as on the cut-off date, i.e. Saturday, September 19, 2020 were entitled to vote on the proposed 07 (Seven) resolutions as mentioned in the Notice of the 57th AGM of the Company (Item Number 1 to 7 of the Notice of the 57th AGM of the Company).
- 4) During the conduct of Meeting, the Chairperson allowed time from 12:00 p.m. to 12:30 p.m. to all the Members of the Company attending meeting through video conferencing to vote by providing their Assent/Dissent through email / VC platform.



5) The Scrutinizer while counting the votes have considered the resulting data provided by the e-voting service provider i.e. M/s Link Intime India Private Limited and counted the votes.

6) The details of votes received through e-voting at the AGM by the Members are as follows:

(a) RESOLUTION 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 year ended 31st March, 2020 together with the reports of the Board of Directors' & Auditors' thereon.

(i) Voted in **favour** of the Resolution:

Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
7	1481	100%

(ii) Voted **against** the resolution:

Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid/Abstain** Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(b) RESOLUTION 2

To declare dividend of Rs. 2.50/- per equity share on 5,99,975 fully paid-up equity shares of Rs. 10/- each for the Financial year ended 31st March, 2020.

(i) Voted in **favour** of the Resolution:

Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
7	1481	100%

(ii) Voted **against** the resolution:



Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid/Abstain Votes:**

Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(c) RESOLUTION 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.

(i) Voted in **favour** of the Resolution:

Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
7	1481	100%

(ii) Voted **against** the resolution:

Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid/Abstain Votes:**

Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(d) RESOLUTION 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

(i) Voted in **favour** of the Resolution:



Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
7	1481	100%

(ii) Voted **against** the resolution:

Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid/Abstain** Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(e) **RESOLUTION NO. 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

(i) Voted in **favour** of the Resolution:

Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
7	1481	100%

(ii) Voted **against** the resolution:

Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid/Abstain** Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



(f) RESOLUTION NO. 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

(i) Voted in **favour** of the Resolution:

Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
7	1481	100%

(ii) Voted **against** the resolution:

Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid/Abstain** Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(g) RESOLUTION NO. 7

To approve alteration of Article of Association of the Company

(i) Voted in **favour** of the Resolution:

Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
7	1481	100%

(ii) Voted **against** the resolution:

Number of Members present and voting	Number of votes cast by them	% of Total number of valid votes cast
NIL	NIL	NIL



(iii) **Invalid/Abstain Votes:**

Total number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

A list of equity shareholders who voted "FOR" and "AGAINST" for each resolution and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully

For Aditi Agarwal & Associates,
Company Secretaries



Aditi Gupta
Company Secretary in whole-time practice
FCS- 9410
C.P. - 10512

Date: September 26, 2020
Place: New Delhi

UDIN: F009410B000782908

Counter-signed by:
For Frick India Limited



Ramesh Chandra Jain
Chairman

Date: 27/09/2020
Place: Gurugram



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 22/2020 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, May 05, 2020 and June 15, 2020 respectively & SEBI Circular dated May 12, 2020]

The Chairman
57th Annual General Meeting of the Members of
Frick India Limited, held on the 26th day of September, 2020

Dear Sir,

1) I, Aditi Gupta of M/s Aditi Agarwal & Associates, Company Secretaries, New Delhi, was appointed as Scrutinizer for the purpose of scrutinizing the voting process i.e. remote e-voting and e-voting, as provided by Link Intime India Private Limited ('LIPL') at Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) read with General Circular Nos. 14/2020, 17/2020, 20/2020 & 22/2020 issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020 and June 15, 2020, respectively and SEBI Circular dated May 12, 2020 (MCA & SEBI Circulars) on the resolutions mentioned in the Notice of 57th Annual General Meeting of the Members of **Frick India Limited** ('Company'), held on Saturday, September 26, 2020 at 11:00 A.M. at 21.5 KM Main Mathura Road, Faridabad – 121 003 (Haryana) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), in a fair and transparent manner and ascertaining the requisite majority on:

(a) Remote E-Voting carried out as per the provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and



- (b) Votes casted through e-voting facility provided by the Company to the members who participated through VC/OAVM and did not cast their votes through remote e-voting.
- 2) The Members of the Company as on the "Cut-off Date" i.e. Saturday, September 19, 2020 were entitled to avail the facility of remote e-voting as well as e- voting at the AGM on the proposed resolution(s) as set out in the Notice.
 - 3) The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice to the 57th Annual General Meeting ('AGM') of the Members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and for the process of e-voting at the AGM, is restricted to make a Scrutinizer's Report of the votes cast in "FAVOUR" or "AGAINST" the resolutions stated above, based on the reports generated from the electronic voting system provided by LI IPL, the agency authorised under the Rules and engaged by the Company to provide e-voting facilities for remote e-voting and e-voting at the AGM.
 - 4) After completion of e-voting at the AGM, the data of e-voting at AGM was diligently scrutinized. Thereafter, data of e-voting at AGM were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at AGM.
 - 5) Thereafter, the votes cast through remote e-voting were unblocked after completion of e-voting at the AGM in the presence of two witnesses, Ms. Priyanka Aggarwal and Ms. Akansha Goel who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:







- 6) The shareholders exercised their voting either by remote e-voting or voting at AGM. There was no shareholder who opted for both the facilities. Further, shareholders who have voted for lesser number of shares as compared to their entitlement, the number of shares for which they actually voted were considered.
- 7) I have issued separate Scrutinizer's Report(s) dated 26 September, 2020 on the remote e-voting and on the e-voting at the AGM on the resolutions contained in the Notice to the AGM. As requested by the management, submit herewith my consolidated report on the results of remote e-voting together with that of e-voting at the AGM as under:

RESOLUTION 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 year ended 31st March, 2020 together with the reports of the Board of Directors' & Auditors' thereon.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at the AGM	Remote e-Voting	Total	
Assent	1481	2,94,618	2,96,099	100
Dissent	0	0	0	0
Total	1481	2,94,618	2,96,099	100

Therefore, the Resolution No. 1 has been approved with requisite majority.

RESOLUTION 2

To declare dividend of Rs. 2.50/- per equity share on 5,99,975 fully paid-up equity shares of Rs. 10/- each for the Financial Year ended 31st March, 2020.



Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at the AGM	Remote e-voting	Total	
Assent	1481	2,94,565	2,96,046	99.98
Dissent	0	53	53	0.02
Total	1481	2,94,618	2,96,099	100

Therefore, the Resolution No. 2 has been approved with requisite majority.

RESOLUTION 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.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at the AGM	Remote e-voting	Total	
Assent	1481	2,94,518	2,95,999	99.97
Dissent	0	100	100	0.03
Total	1481	2,94,618	2,96,099	100

Therefore, the Resolution No. 3 has been approved with requisite majority.

RESOLUTION 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.

Ordinary Resolution		
Number of Valid Votes		



Particulars	E-voting at the AGM	Remote e-voting	Total	Percentage
Assent	1481	2,94,518	2,95,999	99.97
Dissent	0	100	100	0.03
Total	1481	2,94,618	2,96,099	100

Therefore, the Resolution No. 4 has been approved with requisite majority.

RESOLUTION NO. 5

Ratification of remuneration to be paid to M/s Jatin Sharma & Co., Cost Auditors [FirmRegistration No. 101845] of the Company for the Financial Year 2019-2020

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at the AGM	Remote e-voting	Total	
Assent	1481	2,94,518	2,95,999	99.97
Dissent	0	100	100	0.03
Total	1481	2,94,618	2,96,099	100

Therefore, the Resolution No. 5 has been approved with requisite majority.

RESOLUTION NO. 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.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at the AGM	Remote e-voting	Total	
Assent	1481	2,94,518	2,95,999	99.97
Dissent	0	100	100	0.03
Total	1481	2,94,618	2,96,099	100



Therefore, the Resolution No. 6 has been approved with requisite majority.

RESOLUTION NO. 7

To approve alteration of Article of Association of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	E-voting at the AGM	Remote e-voting	Total	
Assent	1481	2,94,518	2,95,999	99.97
Dissent	0	100	100	0.03
Total	1481	2,94,618	2,96,099	100

Therefore, the Resolution No. 7 has been approved with requisite majority.

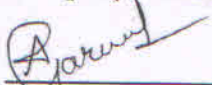
- 8) The electronic data and all other relevant records relating to the remote e-voting and e-voting at the AGMs under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours Faithfully

For Aditi Agarwal & Associates,

Company Secretaries



Aditi Gupta

Company Secretary in whole-time practice

FCS- 9410

C.P. - 10512



Counter-signed by:

For Frick India Limited



Ramesh Chandra Jain

Chairman



Date: September 26, 2020

Place: New Delhi

UDIN: F009410B000782908

Date: 27/09/2020

Place: Gurugram