



# Frontier Springs Ltd.

REGD. OFFICE & FACTORY : KM 25/4, KALPI ROAD, RANIA, KANPUR DEHAT - 209 304 U.P. (INDIA)  
Tele Office : +91-5111-240212, 240213 • Fax : +91-5111-240214  
e-mail : info@frontiersprings.co.in • Website : http://www.frontiersprings.co.in  
CIN No. : L17119UP1981PLC005212

September 28, 2024

To  
The BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Wing  
Rotunda Building, PJ Towers  
Dalal Street Fort, Mumbai-400001  
Phone: - 022-22723121, 22722037  
(Script Code: - 522195)

**Subject: Appointment of Independent Director on the Board of the Company**

Dear Sir/Madam

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the Members at the 44<sup>th</sup> Annual General Meeting of the Company held today, have approved appointment of Mr S.K Gupta (DIN:00054836) as a Non-Executive Independent Director of the Company, to hold office for a term of 5(five) consecutive years with effect from September 28, 2024. Mr S.K Gupta is not debarred from holding the office of director by any SEBI order or any other such authority.

The disclosure pursuant to Regulation 30 of the Listing regulations read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/CIR/2023/123 dated July 13, 2023 is attached herewith as Annexure-A.

The above information will also be available on the website of the Company [www.frontiersprings.co.in](http://www.frontiersprings.co.in)

Kindly take the same on your record.

Thanking You  
For Frontier Springs Limited

Dhruv Bhasin  
(Company Secretary & Compliance Officer)  
Encl's: As above



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## **B. Details of Mr. S.K Gupta (DIN: 00054836)**

<b>Reason for change viz. appointment, resignation, Removal, death or otherwise</b>	With a view to broad base the Board and to comply with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to composition of Board and appointment of Independent Director, the Board and the Nomination and Remuneration Committee has recommended to appoint Shri Surendra Kumar Prem Narayan Gupta (DIN: 00054836) as a Non-Executive Independent Director of the Company for a term of 5 (five) consecutive years w.e.f. 28 <sup>th</sup> September 2024, subject to the approval of shareholders of the Company.
<b>Date of appointment/cessation ( as applicable) &amp; term of appointment</b>	Date of Appointment: 28 <sup>th</sup> September, 2024 Term of Appointment: 28 <sup>th</sup> September, 2024 to 27 <sup>th</sup> September 2029 ( both days inclusive)
<b>Brief profile ( in case of appointment):</b>	Shri Surendra Kumar Prem Narayan Gupta, aged 76 years, Mechanical Engineer with Diploma in Business Management. He has 57 years industrial experience in various plan erection, operation and maintenance and he was also holding office as head in the Companies operating in various fields viz. Oil Mills, Solvent Extraction Plant, Instrument Manufacturing Plant, Hot rolled and rolled coil springs as well Leaf Springs and having 32 years of experience as a Deputy Managing Director of Sunflag Special Steel Limited, directly looking after all the segments i.e. Integrated Alloy Steel manufacturing, plan commissioning, marketing, finance. He possesses the necessary skills and capabilities to act as an Independent Director which has been identified by the Board of Directors of the Company. Based on the attribute, the Nomination and Remuneration Committee has recommended the candidature of Shri Surendra Kumar Prem Narayan Gupta. In the opinion of the Board, Shri Surendra Kumar Prem Narayan Gupta fulfils the conditions specified under the Act, rules made thereunder and the SEBI Listing Regulations for his appointment as an Independent Director of the Company and is independent of the Company's management. In accordance with sub-regulation (1A) of Regulation 17 of the SEBI Listing Regulations inserted by Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendments) Regulations, 2018, no listed entity shall appoint a person or continue the Directorship of any person as a Non-Executive





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	<p>Director who has attained the age of seventy-five years unless a Special resolution is passed to that effect. Shri Surendra Kumar Prem Narayan Gupta has attained the age of 76 (Seventy-Six) years on 16<sup>th</sup> August, 2024, therefore, his appointment for the office after attaining the age of 75 years would require the approval of the Members by way of Special Resolution.</p> <p>The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Shri Surendra Kumar Prem Narayan Gupta as an Independent Director of the Company.</p> <p>Shri Surendra Kumar Prem Narayan Gupta has given his consent to act as Director and confirmed that he is not disqualified from being appointed as Director under sub-section 2 of Section 164 of the Companies Act, 2013 and he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of the Listing Regulations.</p> <p>A copy of the draft Letter of Appointment for Independent Director is available for inspection at the Registered Office of the Company during business hours on any working day till the date of AGM.</p> <p>As he steps into his new role as Director, Mr. S.K Gupta will bring his wealth of experience and strategic vision to our organization, guiding us through the next phase of growth and development.</p>
<b>Disclosure of relationship between Directors ( in case of appointment of Directors) :</b>	Mr.S.K Gupta ( DIN: 00054836) is not related to any Director of the Company