



**FRONTLINE CORPORATION LTD.**

Corporate Office :  
4th Floor, Shalin Bldg., Nehru Bridge Corner,  
Ashram Road, Ahmedabad - 380 009.  
Ph.: 26578863/26578201/26579750, Fax: 079-26576619, 26580287  
E-mail : frontline1@dataone.in  
Website : www.frontlinecorporation.com

CIN No. L63090WB1989PLC099645

**Date: September 28, 2024**

To,

<b>The General Manager, Dept. of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001,  Script Code-532042</b>	<b>The Company Secretary, The Calcutta Stock Exchange Association Ltd., 7, Lyons Range, Kolkata – 700 001  Script Code-016057</b>
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**Sub: Outcome and proceedings of 35<sup>th</sup> Annual General Meeting of the Company held on 28<sup>th</sup> September, 2024**

**Dear Sir/ Madam**

We wish to inform you that the 35<sup>th</sup> Annual General Meeting of the Company was held on Saturday, 28<sup>th</sup> September, 2024 at 15.00 Hours (IST) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”) and the business mentioned in the Notice calling the 35<sup>th</sup> Annual General Meeting was transacted.

We are enclosing herewith proceedings of Annual General Meeting held on Saturday, 28<sup>th</sup> September, 2024 as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure-1.

Kindly acknowledge the above and take the same in your record.

Thanking you

Yours faithfully

**For Frontline Corporation Limited**

SURESH  
KUMAR VERMA

Digitally signed by SURESH  
KUMAR VERMA  
Date: 2024.09.28 16:57:35  
+05'30'

**Sureshkumar Verma  
Company Secretary and Compliance Officer  
Membership No: FCS 3725**



## Annexure-1

### **Proceedings of the 35<sup>th</sup> (Thirty Fifth) Annual General Meeting of the Members of Frontline Corporation Limited (the “Company”) held on Saturday, 28<sup>th</sup> September, 2024 at 15.00 Hours (IST) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”)**

As per notice dated 14<sup>th</sup> August, 2024 the 35<sup>th</sup> Annual General Meeting (AGM) of the company was held on **Saturday, 28<sup>th</sup> September, 2024 at 15.00 Hours (IST)** through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”)

Mr. Ramprasad Agarwal, - Chairman of the Company presided over the proceedings and welcomed the Members to the 35<sup>th</sup> AGM of the Company.

The Chairman informed that necessary quorum was present. The Chairman informed that the Chairman of the Audit Committee, Stakeholders Committee and Nomination and Remuneration Committee are present. Further Company Secretary and representative of Statutory Auditors were also present at the AGM.

The Chairman introduced the Board Members present on the dais to the Members of the Company and with the permission of the Members the notice being already circulated was read.

The Chairman then addressed the Members and gave an overview of the Financial Performance of the Company for the financial year ended 31<sup>st</sup> March, 2024 and its future outlook.

The Chairman informed the Members that pursuant to the provisions of Section 108 Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and amendments thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility through National Securities Depositories Limited(NSDL) and Central Depository Services Limited (CDSL) to enable members of the company to cast/exercise their vote(s) electronically on agenda items specified in the Notice of 35<sup>th</sup> Annual General Meeting. The remote e-voting period had commenced at **09:00 A.M. (IST) on Wednesday, 25<sup>th</sup> September, 2024 to 05:00 P.M. (IST) on Friday 27<sup>th</sup> September, 2024**. The members were informed that the facility for E-voting by way of polling in Annual General Meeting was made available at the 35<sup>th</sup> AGM for the Members who wish to cast their vote during Annual General Meeting.

The Chairman further informed that the Board of Directors had appointed CS Alkesh Jalan (ACS No: 15677), Proprietor of Jalan Alkesh & Associates, Practicing Company Secretaries, Ahmedabad, as the Scrutinizer for the purpose of scrutinizing the voting process (both Remote e-voting and e-Voting process through polling papers at the AGM), for the resolutions included in the notice of the 35<sup>th</sup> Annual General Meeting.



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The Chairman then invited participation of the Members of the Company for discussing the Financial Statements for the financial year ended 31<sup>st</sup> March 2024 along with Auditors and Directors Report thereon.

Thereafter, several Members and speaker shareholders of the Company addressed the meeting, gave their suggestions and asked certain queries on the financial statements and operations of the company. The Chairman responded to all the queries to the satisfaction of the Members during Virtual meeting.

The Chairman thereafter proposed the following Resolutions as per the notice dated 14<sup>th</sup> August, 2024.

**Ordinary Business:**

**Ordinary Resolution**

1. To receive, consider and adopt the audited Statement of Profit and Loss for the year ended March 31, 2024 and the Balance Sheet for the year ended on March 31, 2024 and Cash Flow Statement for the year ended on that date and reports of the Board of Directors and the Auditors there on and other documents attached or annexed thereto.

**Ordinary Resolution**

2. To Re-appoint Mr. Ram Prasad Agarwala, Director of the Company (holding Director Identification Number 00060359), liable to retire by rotation in terms of section 152(6) of the companies Act, 2013 and, being eligible, offers himself for Re-appointment

**Ordinary Resolution**

3. To Re-appoint Mr. Saurabh Jhunjhunwala Director of the Company (holding Director Identification Number 00060432), liable to retire by rotation in terms of section 152(6) of the companies Act, 2013 and, being eligible, offers himself for Re-appointment.

**Special Business:**

**4. Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 139, 141, 142, 143 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company, be and is hereby accorded for the appointment of M/s. Paresh Thothawala & Co., Chartered Accountants (Firm Registration No. 114777W) as the Statutory Auditors of the Company, for a continuous period of 5 (five) years, viz. from the conclusion of this Annual General Meeting for the Financial Year 2023-



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24 till the conclusion of Annual General Meeting of the Company to be held for the financial year 2028-29, at such remuneration plus out of pocket expenses on actual basis and applicable taxes, as may be recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above said resolution, the Board of Directors of the Company or Company Secretary of the Company be and is hereby authorized to file necessary e-forms, papers with the statutory authorities including the Registrar of Companies and to do all such acts, deeds, things, matters as it may in its absolute discretion deem necessary, proper or desirable to give effect the above said Resolution.”

### **Special Business:**

#### **5. Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the rules framed thereunder, read with Schedule IV of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Ummay Amen Mashraqi (DIN: 10594350 ), who was appointed as an Additional Director by the Board of Directors of the Company (“the Board”) based on the recommendation of the Nomination and Remuneration Committee with effect from May 30, 2024 pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director (Non-Executive) of the Company, not liable to retire by rotation, to hold office for a first term of consecutive five years up to May 29, 2029.”

“RESOLVED FURTHER THAT the Board (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

The Chairman then ordered for the Poll on all the agenda items as stated in Notice of 35<sup>th</sup> Annual General Meeting and requested the members to cast their vote on each of the agenda items by NSDL Evoting Website any time during Annual General Meeting of within 15 minutes after conclusion of Annual General Meeting.

The chairman announced that the scrutinizer will submit the consolidated report on the remote e-voting and poll voting to the company. As soon as the said report is received by the company, it will be conveyed to the stock exchanges, NSDL and also displayed on the website of the Company.

Subject to receipt of requisite number of votes, the resolution shall be deemed to be passed on the date of this meeting i.e. 28<sup>th</sup> September, 2024.



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The Chairman thanked all the Members for their presence and support and after that 35<sup>th</sup> Annual General Meeting stood closed at 16.23 p.m. e voting ended at 16.38 hours.

This intimation is given pursuant to Regulation 30, Part A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

We request you to take the above proceedings of the 35<sup>th</sup> (Thirty Fourth) Annual General Meeting in your records

Notes:

- i. This Document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.
- ii. The Company will separately intimate stock exchange the results of e-voting.

Thanking you

Yours faithfully

**For Frontline Corporation Limited**

SURESH  
KUMAR VERMA

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KUMAR VERMA  
Date: 2024.09.28 16:58:49  
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**Sureshkumar Verma**  
**Company Secretary and Compliance Officer**  
**Membership No: FCS 3725**