

Dated: 14th September, 2021

To,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2021
as per Regulation 24A of SEBI (Listing Obligations and Disclosure
Requirements) Regulations, 2015 ("Listing Regulations")

Ref: BSE Scrip code - 508980

Dear Sir/Madam,

Pursuant to Regulation 24A of the Listing Regulations read with SEBI Circular
No. CIR/CFD/CMD1//27/2019 dated February 8, 2019, please find enclosed
the annual secretarial compliance report for the year ended March 31, 2021.

This is for your information and records.

Kindly take the same on record and acknowledge.

Thanking you.

Yours Sincerely,

For **Frontier Capital Limited**

Aniket Prabhu
Company Secretary and Compliance Officer
ACS 55634

Enclosed: -Compliance report issued by the Practicing Company Secretary

Registered Office:

1503,Lodha Supremus, Senapati Bapat Marg, Lower Parel (west),
Mumbai – 400013, Maharashtra, India
CIN: L65990MH984PLC033128

T: +91 - 88793 10051
Email ID: frontierleasing1984@gmail.com

AVS & ASSOCIATES

Company Secretaries

Regd. Office:S-27,Haware Fantasia Business Park, Next to Inorbit Mall, Sector 30A, Vashi, Navi
Mumbai - 400703, Maharashtra, India

Email:avsassociates16@gmail.com

Tel: 022-49785430 / 49785431 / 27810071

Secretarial Compliance Report of Frontier Capital Limited **for the year ended March 31, 2021**

We, **AVS & Associates** have examined:

- a) All the documents and records made available to us and explanations provided by **Frontier Capital Limited ("the Listed Entity" or "the Company")**,
- b) the filings/submissions made by the listed entity to the stock exchange i.e. **BSE Limited**;
- c) Website of the listed entity,
- d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification,for the year ended March 31, 2021 ("**Review Period**") in respect of compliance with the provisions of:
 - a) the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") and the Regulations, circulars, guidelines issued thereunder; and
 - b) the Securities Contracts (Regulation) Act, 1956 ("**SCRA**"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("**SEBI**");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations,2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not applicable to the Company during the review period**);
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not applicable to the Company during the review period**);
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Notapplicable to the Company during the review period**);
- g) Securities and Exchange Board of India (Issue and Listing of Non Convertible and Redeemable Preference Shares) Regulations, 2013 (**Not applicable to the Company during the review period**);

- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018 and circulars/guidelines issued thereunder applicable to the listed entity.

and based on the above examination, we hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of matters specified below:

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Maintenance Structured Digital Database as required under Regulation 3(6) of SEBI (PIT), 2015	Company has not maintained Structured Digital Database.	Structured Digital Database as required under Regulation 3(6) of SEBI (PIT), 2015 not maintained by the Company as on March 31, 2021.
2	Intimation for Closure of Trading window for approval of quarterly financial results for all the quarters during the F.Y. 2020-21	Intimation for closure of trading window has not been made to Designated Persons/Connected Persons as well as BSE intimation for quarter ended September 30, 2020 and December 31, 2020 not made.	Intimation of Trading Window Closure not given to Designated Persons/Connected Persons for declaration of financial results for all the quarters during the F.Y. 2020-21 as well as Trading Window Closure intimation to BSE Limited for the financial results for the quarter ended September 30, 2020 and December 31, 2020 were not furnished.
3	Maintenance of functional website as per Regulation 46 of SEBI (LODR) Regulations, 2015 and required policies.	Company does not have its functional website and required policies.	Website of the Company is not functional and requisites policies as per applicable provisions of the SEBI (LODR) Regulations, 2015 and SEBI (PIT) Regulations, 2015 not available in the records of the Company.
4	Submission of disclosure of Related Party Transactions on consolidated basis as per Regulation 23(9) of SEBI (LODR) Regulations, 2015	Delay in submission disclosures of related party transactions on consolidated basis to the Stock Exchange for the half year ended March 31, 2020 and September 30, 2020.	The Company has made delay in submission of its disclosure of related party transactions on consolidated basis for the half year ended March 31, 2020 and September 30, 2020 to BSE Limited.

5	Approval of Shareholders for related party transactions as per Regulation 23(4) of SEBI (LODR) Regulations, 2015	Company has not obtained approval of Shareholders for related party transactions which are material in nature.	The Company has entered in to related party transactions with its Related Party which was Material in nature without approval of shareholders as required under Regulation 23 of SEBI (LODR) Regulations, 2015.
6	Composition of Board, and Committees as per SEBI (LODR) Regulations, 2015.	Composition of Board, Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship Committee is not in accordance with SEBI (LODR) Regulations, 2015.	The Composition of Board, Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship Committee is not in accordance with SEBI (LODR) Regulations, 2015.
7	Newspaper Publications as per Regulation 47 of SEBI (LODR) Regulations, 2015.	Newspaper publication for prior intimation of board meeting to be held for financial results and quarterly financial results publication is not as per Regulation 47 of SEBI (LODR) Regulations, 2015.	Newspaper Publication with respect to intimation of Board Meeting to be held for financial results for quarter ended September 30, 2020 has been made with delay. Further, Newspaper Publications for Intimation of Board Meeting as well as Financial results for all the quarters of F.Y. 2020-21 made not as per Regulation 47 of SEBI (LODR) Regulations, 2015.
8	Submission of Reconciliation of Share Capital Audit Report on quarterly basis as per regulation 76 of SEBI (Depository participants) Regulations, 2018.	Delay in submission of Share Capital Audit Report for quarter ended March 31, 2020 and December 31, 2020.	The Company has made delay in Submission of Reconciliation of Share Capital Audit Report for quarter ended March 31, 2020 and December 31, 2020 to BSE Limited.
9	Submission of Confirmation received from RTA as per Regulation 74(5) of SEBI (Depositories Participant) Regulation, 2018	Non Submission of Confirmation certificate received from RTA for quarter ended June 30, 2020.	Disclosure under Regulation 74(5) of SEBI (Depositories Participant) Regulation, 2018 for the quarter ended June 30, 2020 has not been submitted.
10	Payment of Annual Listing Fees	Non-payment of Annual Listing fees for F.Y 2020-21 to BSE Limited.	The Company has not paid Annual Listing Fees for F.Y. 2020-21 to BSE Limited

b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from our examination of those records.

- c) The following are the details of actions taken against the listed entity/its promoters/directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/ guidelines issued thereunder during the review period:

Sr. No.	Action taken by	Details of violation	Details of action taken e.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	BSE Ltd.	Non -Submission disclosures of related party transactions on consolidated basis to the Stock Exchange for the half year ended September 30, 2020	BSE vide email dated 18/01/2021 has imposed fine of Rs. 1,75,000/- (excluding GST) on the Company for non-submission of its disclosures of related party transactions on consolidated basis to the Stock Exchange for the half year ended September 30, 2020.	The Company has not submitted disclosures of related party transactions on consolidated basis to the BSE Limited for the half year ended September 30, 2020, for which BSE has imposed fine vide email dated 18/01/2021, against which Company has filed disclosure with BSE and also has made application for waiver of fine, which was subsequently approved by BSE vide its email dated July 20, 2021.

- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.3.2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

Place: Kalyan, Thane

Date: 14/09/2021

For AVS & Associates
Company Secretaries

VIJAY
MAHENDRA
YADAV

Digitally signed by
VIJAY MAHENDRA
YADAV
DN: c=IN, o=AVS & Associates, ou=, email=vijay.yadav@avsandassociates.com, serial=144628, version=1

Vijay Yadav

Partner

Membership No. A39251

C.P. No: 16806

UDIN: A039251C000942934

Note: Due to lockdown in the state because of COVID-19, we were not able to personally visit at the office of the company for verification of documents physically and hence obtained all the documents, details, information in electronic mode and taken necessary explanations, clarifications and representations either telephonically or electronically whenever required.