

Date: 30th September, 2021

To,

BSE Limited
The Listing Department
P. J. Tower, Dalal Street,
Fort, Mumbai-400001

Scrip Code: 508980

Sub: - Disclosure of Voting Results and Consolidated Scrutinizer Report of the 37th Annual General Meeting of the Company pursuant to Regulation 30 of Listing (Obligations And Disclosure Requirement) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 44 of Listing (Obligations and Disclosure Requirement) Regulations, 2015, herewith enclosed are the voting results (remote E-voting and E-voting) with Consolidated Report of Scrutinizers on the same on Resolutions as mentioned in the Notice of the 37th Annual General Meeting.

Kindly take the above information on your record.

Thanking You,

Yours faithfully,

For Frontier Capital Limited

Hemendranath Choudhary

Whole Time Director DIN - 06641774

Annexure A: Details of Voting Results

Annexure B: Scrutinizers Report



Annexure A: Details of Voting Results

DETAILS OF VOTING RESULTS AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS REGULATIONS 2015

| Type of meeting | Annual General Meeting | | | | | | |
|---|-------------------------------|--|--|--|--|--|--|
| Date of Declaration of Voting Results | 30.09.2021 | | | | | | |
| Total number of shareholders on record date | 32 | | | | | | |
| No. of shareholders who casted their votes | | | | | | | |
| a) Promoters and Promoter group | 2 | | | | | | |
| b) Public | 4 | | | | | | |
| No. of shareholders attended the meeting th | rough video conferencing - NA | | | | | | |
| a) Promoters and Promoter group | 0 | | | | | | |
| b) Public | 0 | | | | | | |
| No. of resolution passed in the meeting | 4 | | | | | | |

Agenda wise resolutions passed by remote e-voting and poll at the AGM are enclosed herewith. You are requested to take the above information on record.





<u>Item No. 1 – Ordinary Resolution</u>

| Resolution required: (Ordinary / Special) | Ordinary |
|---|--|
| Whether promoter/promoter group are | No |
| interested in the agenda/resolution? | |
| Description of resolution considered | Adoption of Audited Standalone Financial Statements for the |
| | year ended March 31, 2021 together with the Reports of the |
| | Board of Directors and the Auditors thereon and the Audited |
| | Financial Statements for the year ended March 31, 2020 and the |
| | reports of auditors thereon. |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|---------------------|-------------------------------|--------------------------|---------------------------|--|--------------------------------|------------------------------|--|--|
| | | (1) | (2) | (3)=[(2)/ (1)]*100 | (4) | (5) | (6)=[(4)/ (2)]*100 | (7)=[(5)/ (2)]*100 |
| | E-Voting | | 11566610 | 92.58 | 11566610 | 0 | 100 | 0 |
| Promoter and | Poll | 12493510 | 0 | 0 | 0 | 0 | 0 | 0 |
| Promoter Group | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 12493510 | 11566610 | 92.58 | 11566610 | 0 | 100 | 0 |
| | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| Institutions | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | E-Voting | | 45152 | 1.06 | 45152 | 0 | 100 | 0 |
| Public- Non | Poll | 4268653 | 0 | 0 | 0 | 0 | 0 | 0 |
| Non Institutions | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 4268653 | 45152 | 1.06 | 45152 | 0 | 100 | 0 |
| | Total | 16762163 | 11611762 | 69.27 | 11611762 | 0 | 100 | 0 |

Whether resolution is Pass or Not - Yes





<u>Item No. 2 – Ordinary Resolution</u>

| Resolution required: (Ordinary / Special) | Ordinary |
|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | No |
| Description of resolution considered | Appointment of Director in place of Mrs. Usha Iyengar (DIN: 03447551), Director, who retires by rotation and, being eligible, offers herself for re-appointment. |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|---------------------|-------------------------------|--------------------------|---------------------------|--|--------------------------------|------------------------------|--|--|
| | | (1) | (2) | (3)=[(2)/ (1)]*100 | (4) | (5) | (6)=[(4)/ (2)]*100 | (7)=[(5)/ (2)]*100 |
| | E-Voting | | 11566610 | 92.58 | 11566610 | 0 | 100 | 0 |
| Promoter and | Poll | 12493510 | 0 | 0 | 0 | 0 | 0 | 0 |
| Promoter Group | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 12493510 | 11566610 | 92.58 | 11566610 | 0 | 100 | 0 |
| | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| Institutions | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | E-Voting | | 45152 | 1.06 | 45152 | 0 | 100 | 0 |
| Public- | Poll | 4268653 | 0 | 0 | 0 | 0 | 0 | 0 |
| Non Institutions | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 4268653 | 45152 | 1.06 | 45152 | 0 | 100 | 0 |
| Tiveri | Total | 16762163 | 11611762 | 69.27 | 11611762 | 0 | 100 | 0 |

Whether resolution is Pass or Not - Yes





<u>Item No. 3 – Ordinary Resolution</u>

| Resolution required: (Ordinary / Special) | Special | | | | | | |
|--|---|--|--|--|--|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | No | | | | | | |
| Description of resolution considered | Re-appointment of Mr. Hemendra Nath Choudhary (DIN:06641774) as a Whole-Time Director of the Company. | | | | | | |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|---------------------|-------------------------------|--------------------------|---------------------------|--|--------------------------------|------------------------------|--|--|
| | | (1) | (2) | (3)=[(2)/ (1)]*100 | (4) | (5) | (6)=[(4)/ (2)]*100 | (7)=[(5)/ (2)]*100 |
| | E-Voting | | 11566610 | 92.58 | 11566610 | 0 | 100 | 0 |
| Promoter and | Poll | 12493510 | 0 | 0 | 0 | 0 | 0 | 0 |
| Promoter Group | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 12493510 | 11566610 | 92.58 | 11566610 | 0 | 100 | 0 |
| | E-Voting | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Institutions | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | E-Voting | | 45152 | 1.06 | 45152 | 0 | 100 | 0 |
| Public- | Poll | 4268653 | 0 | 0 | 0 | 0 | 0 | 0 |
| Non Institutions | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 4268653 | 45152 | 1.06 | 45152 | 0 | 100 | 0 |
| Tract | Total | 16762163 | 11611762 | 69.27 | 11611762 | 0 | 100 | 0 |

Whether resolution is Pass or Not - Yes





<u>Item No. 4 – Ordinary Resolution</u>

| Resolution required: (Ordinary / Special) | Ordinary |
|--|---|
| Whether promoter/promoter group are interested in the agenda/resolution? | Yes |
| Description of resolution considered | Approval of Related Party Transactions with Asia Motorworks Holdings Limited and Inimitable Capital Finance Private Limited for F.Y. 2021-22. |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|---------------------|-------------------------------|--------------------------|---------------------------|--|--------------------------------|------------------------------|--|--|
| | | (1) | (2) | (3)=[(2)/ (1)]*100 | (4) | (5) | (6)=[(4)/ (2)]*100 | (7)=[(5)/ (2)]*100 |
| | E-Voting | | 0 | 0 | 0 | 0 | 100 | 0 |
| Promoter and | Poll | 12493510 | 0 | 0 | 0 | 0 | 0 | 0 |
| Promoter Group | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 12493510 | 0 | 0 | 0 | 0 | 100 | 0 |
| | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| Institutions | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | E-Voting | | 45152 | 1.06 | 45152 | 0 | 100 | 0 |
| Public- | Poll | 4268653 | 0 | 0 | 0 | 0 | 0 | 0 |
| Non Institutions | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 4268653 | 45152 | 1.06 | 45152 | 0 | 100 | 0 |
| There | Total | 16762163 | 45152 | 0.27 | 45152 | 0 | 100 | 0 |

Whether resolution is Pass or Not - Yes

AVS & ASSOCIATES

Company Secretaries (Peer Reviewed Firm)

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

Consolidated Report of Scrutinizer on Remote E-voting and Electronic Voting at the 37th Annual General Meeting

To

The Chairman

of 37th Annual General Meeting ("37th AGM/AGM") of the Shareholders of M/s. Frontier Capital Limited (hereinafter referred as "the Company") held on Thursday, 30th September, 2021 at 11:00 a.m. (Commenced at 11:00 a.m.) at registered office of the Company at 1503, Lodha Supremus, Senapati Bapat Marg, Lower Parel West, Mumbai – 400013 pursuant to General Circular No. 02/2021 dated January 13, 2021 read with General Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/ 2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir,

Subject: Consolidated Scrutinizer's Report on voting through remote e-voting and electronic voting at the 37th AGM of the shareholders of Company held on Thursday, 30th September, 2021 at 11:00 a.m. at the registered office of the Company in terms of provosions of the companies Act, 2013 read with the rules made there under and the applicable regulation of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

- A. I, Shashank Ghaisas, Partner of M/s. AVS & Associates, Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on Monday, September 06, 2021 to conduct the following:
 - (i) Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) Electronic Voting at the 37th AGM held on Thursday, September 30, 2021 under the provisions of Section 109 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014 further read with MCA Circulars and SEBI Circulars.

Shashank Chintaman Ghaisas Digitally signed by Shashank Chintaman Ghaisas Date: 2021.09.30 19:02:47

- B. The Compliance with the relevant provisions of the Act and rules made thereunder and applicable in relation to voting through Remote e-voting, Electronic Voting at the AGM and presence of quorum at the AGM on the proposed resolutions mentioned in the notice dated September 06, 2021 is the responsibility of the Management. My responsibility as a scrutinizer is to ensure that the voting process in all modes are conducted in fair and transparent manner and render scrutinizer report based on reports generated from electronic voting system provided by Central Depository Services (India) Limited and votes casted by shareholders at the AGM.
- C. Pursuant to section 101, 108 of the Act and Rule 20 Companies (Management & Administration) Rules, 2014 (including any statutory modification (s) or re- enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of Notice of AGM along with Annual Report were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant/Depository in compliance with MCA Circulars and SEBI Circulars.
- D. The Company had appointed Central Depository Securities Limited ('CDSL') for providing facility of the electronic voting by the shareholders at the AGM. After the time fixed for closing of electronic voting at AGM by the Chairman, voting was closed and votes cast were unblocked.
- E. The members of the Company holding shares as on the "Cut Off" date on Thursday, September 23, 2021 were entitled to vote the resolutions forming part of notice of the AGM.
- F. The Company had availed the remote e-voting facility provided by CDSL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Monday, 27th September, 2021 at 10:00 a.m. (IST) and ended on Wednesday, 29th September, 2021 at 05:00 p.m. (IST) and the CDSL remote e-voting portal was blocked in the presence of Ms. Kajal Wadhwa and Mr. Sarvesh Upasani, who are not in employment of the Company.
- G. I submit consolidated report on the basis of the votes exercised by the shareholders of the Company through remote e-voting prior to and during the AGM is respect of the said resolutions.

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Date: 2021.09.30
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ORDINARY BUSINESS:

Item No. 1 - Ordinary Resolution

Adoption of Audited standalone financial statements of the Company for the Financial Year ended on March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon.

| Category | Mode of Voting | No. of shares held | No. of votes polled* | % of Votes Polled on outstand ing shares (3)= [(2)/(1)]* | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled (6)= [(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/ (2)]* |
|------------------------------|--------------------|--------------------------|----------------------------|--|--------------------------|------------------------------|--|---|
| | | | | 100 | | | [(1)/(2)] 100 | 100 |
| Promoter and | Remote e-voting | | 11566610 | 92.58 | 11566610 | 0.00 | 100.00 | 0.00 |
| Promoter Group | E-Voting at AGM | 12493510 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 11566610 | 92.58 | 11566610 | 0.00 | 100.00 | 0.00 |
| Public – Institutional | Remote e-voting | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| holders | E-Voting at AGM | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public- Non Institutional | Remote e-voting | | 45152 | 1.06 | 45152 | 0.00 | 100.00 | 0.00 |
| holders | E-Voting at AGM | 4268653 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 45152 | 1.06 | 45152 | 0.00 | 100.00 | 0.00 |
| Total | | 16762163 | 11611762 | 69.27 | 11611762 | 0.00 | 100.00 | 0.00 |

*No. of votes polled does not include 'no. of votes invalid'

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Item No. 2 - Ordinary Resolution

Appointment of Director in place of Mrs. Usha Iyengar (DIN: 03447551), Director, who retires by rotation and, being eligible, offers herself for re-appointment.

| Category | Mode of Voting | No. of shares held | No. of votes polled* | % of Votes Polled on outstand ing shares (3)= | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|------------------------------|--------------------|--------------------------|----------------------------|---|--------------------------|------------------------------|---|---|
| | | | | [(2)/(1)]* 100 | | | [(4)/(2)]*100 | (2)]* 100 |
| Promoter and | Remote e-voting | | 11566610 | 92.58 | 11566610 | 0.00 | 100.00 | 0.00 |
| Promoter Group | E-Voting at AGM | 12493510 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 11566610 | 92.58 | 11566610 | 0.00 | 100.00 | 0.00 |
| Public - Institutional | Remote e-voting | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| holders | E-Voting at AGM | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public- Non Institutional | Remote e-voting | | 45152 | 1.06 | 45152 | 0.00 | 100.00 | 0.00 |
| holders | E-Voting at AGM | 4268653 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 45152 | 1.06 | 45152 | 0.00 | 100.00 | 0.00 |
| Total | | 16762163 | 11611762 | 69.27 | 11611762 | 0.00 | 100.00 | 0.00 |

*No. of votes polled does not include 'no. of votes invalid'

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Date: 2021.09.30
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SPECIAL BUSINESS:

Item No. 3 - Special Resolution

Re-appointment of Mr. Hemendra Nath Choudhary (DIN:06641774) as a Whole-Time Director of the Company.

| Category | Mode of Voting | No. of shares held | No. of votes polled* | % of Votes Polled on outstand ing shares | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|------------------------------|--------------------|--------------------------|----------------------------|--|-----------------------------|------------------------------|---|---|
| | | (1) | (2) | (3)= [(2)/(1)]* 100 | (4) | (5) | (6)= [(4)/(2)]*100 | (7)=[(5)/ (2)]* 100 |
| Promoter and | Remote e-voting | | 11566610 | 92.58 | 11566610 | 0.00 | 100.00 | 0.00 |
| Promoter Group | E-Voting at AGM | 12493510 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 11566610 | 92.58 | 11566610 | 0.00 | 100.00 | 0.00 |
| Public - Institutional | Remote e-voting | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| holders | E-Voting at AGM | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public- Non Institutional | Remote e-voting | | 45152 | 1.06 | 45152 | 0.00 | 100.00 | 0.00 |
| holders | E-Voting at AGM | 4268653 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 45152 | 1.06 | 45152 | 0.00 | 100.00 | 0.00 |
| Total | | 16762163 | 11611762 | 69.27 | 11611762 | 0.00 | 100.00 | 0.00 |

^{*}No. of votes polled does not include 'no. of votes invalid'

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Ghaisas
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Item No. 4 - Ordinary Resolution

Approval of Related Party Transactions with Asia Motorworks Holdings Limited and Inimitable Capital Finance Private Limited for F.Y. 2021-22.

| Category | Mode of Voting | No. of shares held | No. of votes polled* | % of Votes Polled on outstand ing shares (3)= [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against | % of Votes in favour on votes polled (6)= [(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/ (2)]* 100 |
|------------------------------|------------------------|--------------------------|----------------------------|--|-------------------------------|------------------------------|--|--|
| Promoter and | Remote e-voting | 12493510 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Promoter Group | E- Voting at AGM | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public - Institutional | Remote e-voting | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| holders | E- Voting at AGM | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public- Non Institutional | Remote e-voting | 4268653 | 45152 | 1.06 | 45152 | 0.00 | 100.00 | 0.00 |
| holders | E- Voting at AGM | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 45152 | 1.06 | 45152 | 0.00 | 100.00 | 0.00 |
| Total | | 16762163 | 45152 | 1.06 | 45152 | 0.00 | 100.00 | 0.00 |

^{*}No. of votes polled does not include 'no. of votes invalid'

Shashank Chintaman Ghaisas

Digitally signed by Shashank Chintaman Ghaisas Date: 2021.09,30 19:05:49+05'30' As requested by the management, I am submitting this consolidated report on the results of remote e-voting together with the results of electronic voting facilitated at the AGM.

Thanking you, Yours faithfully,

For AVS & Associates **Company Secretaries**

Shashank
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Ghaisas
Ghaisas

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Shashank
Chintaman Ghaisas
Date: 2021.09.30
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Shashank Ghaisas

Partner

Mem. No. A40386 CP No. 16893

UDIN: A040386C001056346

Place: Thane Date: 30/09/2021 For Frontier Capital Limited

Chairman of the Meeting

Numbai