



FRICK INDIA LIMITED
(AN ISO 9001 : 2015 COMPANY)
21.5 Km., Main Mathura Road,
Faridabad - 121003 (Haryana)
CIN- L74899HR1962PLC002618

Phone : 91-129-2275691-94, 2270546/7
Fax : 91-129-2275695
Email : fbd@frick.co.in
Website : www.frickweb.com
GST NO : 06AAACF0410C1ZN
PAN NO : AAACF0410C

To,
The Listing Department,
Metropolitan Stock Exchange of India Limited
4th Floor, Vibgyor Towers, Plot No. C - 62,
Opposite Trident Hotel, Bandra Kurla Complex,
Bandra East, Mumbai 400098.

September 27, 2019

ISIN code INE499C01012: FRICKINDIA - Frick India Limited CIN: L74899HR1962PLC002618

Sub.: Announcement-Outcome of 56th Annual General Meeting (AGM) held on, Thursday, September 26, 2019 at 11:00 A.M.

Dear Sir / Madam,

We are submitting the outcome as well as the Voting Results of 56th Annual General Meeting (AGM) held on, Thursday, September 26, 2019 at 11:00 AM.

Further, pursuant to Regulation 30 of the SEBI Regulations, read with Part A of Schedule III to the SEBI Regulations, please find enclosed proceeding of the 56th A.G.M. duly convened on September 26, 2019 at the registered office of the Company at 21.5 K.M., Main Mathura Road, Faridabad, Haryana - 121003.

Details of all the Five Ordinary and Five Special Resolutions, with requisite majority, passed at the 56th A.G.M. as placed before the shareholders, are provided hereinafter along with the 'Summary of the proceedings of 56th Annual General Meeting' under as "Annexure-A".

Thanking you,

Yours Sincerely,

For Frick India Limited

Girish Kumar Gakhar
Company Secretary
Membership No. 27170



Encl.: As above.

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ANNEXURE – A

SUMMARY OF THE PROCEEDINGS OF 56TH ANNUAL GENERAL MEETING

The 56th Annual General Meeting ("56th AGM" or "the Meeting") of the Members of Frick India Limited ("the Company") was duly held on Thursday, September 26, 2019 at 11:00 A.M. at the Registered Office of the Company at 21.5 K.M. Main Mathura Road, Faridabad, Haryana – 121003.

Mr. Ramesh Chandra Jain, Lead Independent Director and Chairman of the 56th Annual General Meeting presided over the meeting and welcomed the Members to the 56th AGM. After ascertaining that the requisite quorum was present, the Chairman declared the meeting to order. The Chairman then introduced the Key Managerial Personnel and Directors present at the meeting.

Mr. Ramesh Chandra Jain, Lead Independent Director of the Company and Chairman of the 56th Annual General Meeting, informed the Members present that pursuant to the directions issued vide Order(s) dated March 31, 2017 and July 20, 2018, as passed by the Hon'ble National Company Law Tribunal, Principal Bench (NCLT), appointment of Hon'ble Former Justice Mr. Ganpat Singh Singhvi as the non-executive Chairman of the Company for a period of One Year shall be effective from July 20, 2018 to July 19, 2019. Further as per directions of Hon'ble NCLT, Hon'ble Former Justice Mr.G.S. Singhvi shall be entitled to fix his own fee and shall enjoy all the powers under the provisions of the Companies Act, 2013 and the Articles of Association of the Company as well as preside over all the meetings of the Board and Members of the Company. Henceforth Former Hon'ble Justice Mr. Ganpat Singh Singhvi Judge of the Supreme Court of India as well as former Chairman of the Competition Appellate Tribunal appointed as Non Executive Chairman of the Company on 20th July 2018 and attended the meetings held on 08/09/2018 (adjourned meeting of 14/08/2018), 14/11/2018, 11/02/2019 and 15/05/2019.

Mr. Ramesh Chandra Jain, Lead Independent Director being the Chairman of the Nomination and Remuneration Committee, Chairman of the Committee on Corporate Social Responsibility as well as the Chairman of the Stakeholders' Relationship Committee was present to answer queries of the Members.



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Mr. Mahendra Kumar Dooger, Independent Director of the Company as well as the Chairman of the Audit Committee was present to answer queries of the Members. The Chairman then informed the Members that the registers and documents referred to in the Notice of 56th AGM were available for inspection during the Meeting.

The Notice of the 56th AGM and the Report of the Statutory Auditor and Secretarial Auditor was taken as read with the permission of the Members present as it did not contain any qualification, observation or comment. Thereafter, the Chairman delivered his speech and shared the accomplishment and success achieved by the Company to the members present at the Meeting. It was further informed that there would be no voting by show of hands.

The Chairman then proceeded to explain the conduct of the meeting and placed following agenda items for proposal and secondment, briefly explaining the objective and implications, wherever necessary.

Ordinary Business:

1. To receive, consider and adopt the Financial Statements of the Company i.e. Audited Balance Sheet as at 31st March, 2019 and the Statement of Profit & Loss and Cash Flow Statement for the Financial Year ended 31st March, 2019 together with the Reports of the Board of Directors' & Auditors' thereon.
2. To declare dividend of Rs. 2.50/- per equity share on 599,975 fully paid-up equity shares of Rs. 10/-each for the Financial Year ended 31st March, 2019.
3. To appoint a Director in place of Ms. Gurleen Kaur, Non-Executive Director [DIN: 05270533] who retires by rotation and being eligible, had provided the consent for re-appointment as the Non-Executive Director of the Company.

Special Business:

4. Ratification of remuneration to be paid to M/s Dipesh Kumar Madan & Co., Cost Auditors [Firm Registration No. 002042] of the Company for the Financial Year 2019-2020.

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5. Approval of re-appointment of Mr. Jasmohan Singh as the Managing Director of the Company.
6. To consider, approve and ratify the remuneration paid during financial year 2018-19 to Mr. Jasmohan Singh as the Managing Director of the Company pursuant to Section 197 read with section II of part II of schedule V of the Companies Act, 2013.
7. Approval of payment of remuneration to Mr. Jasmohan Singh as the Managing Director of the Company.
8. Appointment of Mr. Ramesh Chandra Jain (DIN: 00038529) as an Independent Director of the Company.
9. Appointment of Mr. Mahendra Kumar Doogar (DIN: 00319034) as an Independent Director of the Company.
10. Appointment of Mr. Divaker Jagga (DIN: 05357922) as an Independent Director of the Company.

All the above agenda matters were duly proposed and seconded by the Members present. The Chairman then provided an opportunity to the Members to speak at the AGM and Members raised queries on Agenda Items set-out in the Notice of 56th AGM. The Management provided necessary clarifications and addressed all the queries raised by the Members.

Thereafter, the Chairman informed that the Company provided electronic voting facility ("remote e-voting") to the Members to cast their votes electronically on all resolutions set out in the Notice of 56th AGM. He then informed that remote e-voting commenced on Monday, September 23, 2019 at 10:00 a.m. IST and concluded on Wednesday, September 25, 2019 at 5:00 p.m. IST. A poll was ordered by the Chairman to provide an opportunity to the Members who were present at the Meeting and could not cast their vote through remote e-voting. Members whose name appeared in the Register of Members as on the cut-off date i.e. Wednesday, September 18, 2019 were entitled to vote at the Meeting in proportion to their shareholding.



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The Board of Directors had appointed Ms. Aditi Gupta, from M/s. Aditi Agarwal & Associates, Practicing Company Secretaries, New Delhi, as the Scrutinizer. The Members were informed that the report on total votes cast in favour and against would be submitted by the Scrutinizer and the same would be forthwith declared by the Company by publishing it on its website www.frickweb.com, the website of CDSL <http://www.evotingindia.com/noticeResults.jsp> and by notifying to The Metropolitan Stock Exchange of India Limited, where the shares of the Company are listed.

The AGM concluded with a vote of thanks to those present.

Thanking you,
Yours Sincerely,

For Frick India Limited

Girish Kumar Gakhar
Company Secretary
Membership No. 27170



Encl.: As above.

September 27, 2019

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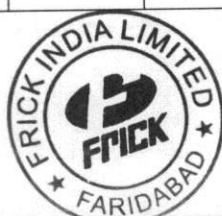
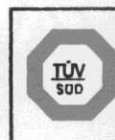
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Voting Results of 56th A.G.M.

Date of the Annual General Meeting	September 26, 2019 (Thursday)
Total number of Shareholders as on September 18, 2019 (Wednesday) (Cut-off date for reckoning the voting rights of the shareholders)	2176 (Two thousand one hundred and seventy six only)
No. of Members present in the meeting; either personally or through Proxy <ul style="list-style-type: none"> Promoter and Promoters' Group: Public Shareholders: 	<ul style="list-style-type: none"> 2 (in person) 46 (in person) 8 (through proxy)
No. of Shareholders attended the meeting; through Video Conferencing <ul style="list-style-type: none"> Promoter and Promoters' Group : Public Shareholders : 	<ul style="list-style-type: none"> Nil Nil

The results of **e-voting and Poll** is as given under, for each of the resolutions passed at the 56th AGM.

ITEM NO. OF NOTICE	VOTES IN FAVOUR OF THE RESOLUTION		VOTES AGAINST THE RESOLUTION		INVALID VOTES
	Nos.	% of Total number of valid votes cast (Favour and Against)	Nos.	% of Total number of valid votes cast (Favour and Against)	Nos.
Item No. 1 of the Notice (As an Ordinary Resolution)	296778	100%	NIL	NIL	NIL
Item No. 2 of the Notice (As an Ordinary Resolution)	296725	99.99%	53	00.01%	NIL
Item No. 3 of the Notice (As an Ordinary Resolution)	296625	99.95%	153	00.05%	NIL
Item No. 4 of the Notice (As an Ordinary Resolution)	296725	99.99%	53	00.01%	NIL

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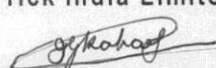
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ITEM NO. OF NOTICE	VOTES IN FAVOUR OF THE RESOLUTION		VOTES AGAINST THE RESOLUTION		INVALID VOTES
	Nos.	% of Total number of valid votes cast (Favour and Against)	Nos.	% of Total number of valid votes cast (Favour and Against)	Nos.
Item No. 5 of the Notice (As an Ordinary Resolution)	296678	99.97%	100	00.03%	NIL
Item No. 6 of the Notice (As an Special Resolution)	294728	99.97%	100	00.03%	NIL
Item No. 7 of the Notice (As an Special Resolution)	296678	99.97%	100	00.03%	NIL
Item No. 8 of the Notice (As an Special Resolution)	296625	99.95%	153	00.05%	NIL
Item No. 9 of the Notice (As an Special Resolution)	296625	99.95%	153	00.05%	NIL
Item No. 10 of the Notice (As an Special Resolution)	296625	99.95%	153	00.05%	NIL

Thanking you,

Yours Sincerely,

For Frick India Limited


 Girish Kumar Gakhar
 Company Secretary
 Membership No. 27170
Encl.: As above.
September 27, 2019
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