



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 C Fax : +91-5111-240214
e-mail : info@frontiersprings.co.in C Website : http://www.frontiersprings.co.in
CIN No. : L17119UP1981PLC005212

Date: 02.02.2026

To,
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai – 400 001
Scrip Code: 522195

Sub: Postal Ballot-Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir / Madam,

Pursuant to Regulation 30 of SEBI LODR, please find enclosed a copy of the Postal Ballot Notice together with the Explanatory Statement, seeking approval of the Members through Postal Ballot by way of e-voting process, for the following special resolution:

Item No.	Brief Particulars of Resolutions	Resolution Required (Ordinary/Special)
1.	Alteration in Articles of Association ("AOA") of the Company	Special Resolution
2.	Cancellation of 49,400 Equity Shares forfeited by the Company	Ordinary Resolution
3.	Increase the Authorise Share Capital of the Company and amend the Capital clause of Memorandum of Association	Ordinary Resolution
4.	Issuance of Bonus Shares	Ordinary Resolution

Further the Postal Ballot Notice sent only through electronic mode to those Members who have registered their e-mail address with their Depository Participant(s) ('DPs') or with the Registrar and Share Transfer Agent of the Company and whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ('NSDL')/Central Depository Services (India) Limited ('CDSL') and for reckoning the voting rights of the Members of the Company as on Friday, January 23, 2026 ("Cut-off date") in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and applicable MCA Circulars and SEBI Circulars.

The Company has engaged the services of Central Depository Services (India) Limited to provide remote e-voting facility to its members. The remote e-voting period commences at 9.00 A.M. (IST) on Tuesday, February 03, 2026, and ends at 5.00 P.M. (IST) on Wednesday, March 04, 2026. The results of the postal ballot will be announced on March 05, 2026.

The Notice of Postal Ballot is also available on the website of the Company at www.frontiersprings.co.in.

This is for your information and record.

Thanking you,
Yours faithfully,
For **Frontier Springs Limited**

Dhruv Bhasin
(Company Secretary & Compliance Officer)

Place: Kanpur



Frontier Springs Ltd.

Registered Office & Factory: KM 25/4, Kalpi Road, Rania, Kanpur, Dehat - 209 304

CIN: L17119UP1981PLC005212; **E-Mail:** c.s@frontiersprings.co.in;

Website: www.frontiersprings.co.in; **Tel No.:** +91-5111-240212, 240213

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given to the members of Frontier Springs Ltd (the “**Company**”) that pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (the “**Act**”) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the “**Rules**”), General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 10/2022 December 28, 2022, General Circular No. 09/23 dated September 25, 2023, General Circular No. 09/24 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 in relation to extension of the framework provided in the aforementioned circulars till further orders as issued by the Ministry of Corporate Affairs (“**MCA**”) (hereinafter collectively referred to as “**MCA Circulars**”), Regulation 44 and other applicable provisions, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**Listing Regulations**”), read with applicable circulars under the Act and Listing Regulations, Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India, the Articles of Association of the Company and subject to other applicable laws, rules and regulations, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), for seeking approval of the shareholders of the Company for the business set out hereunder through Postal Ballot (“**the Postal Ballot**”) by way of remote e-voting (“**e-voting**”) process.

An Explanatory Statement pursuant to Section 102 of the Act and other applicable provisions, pertaining to the below appended resolutions setting out the material facts and the reasons thereof, is annexed herewith for your consideration.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. The postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / depository participant(s). The details of the procedure to cast the vote forms part of the ‘Notes’ to this Notice.

In compliance with Rule 22(5) of the Companies (Management and Administration) Rules, 2014 (“**Rules**”), the Board has appointed Mr. S. K. Gupta (FCS-2589) and Ms. Divya Saxena (FCS-5639), Partners of M/s. S. K. Gupta & Co., Company Secretaries, to act as the Scrutinizer and Alternate Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. They have

communicated their willingness to be appointed and will be available for the said purpose.

In compliance with the provisions of Section 108 and 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the Listing Regulations, and SS-2, the Company is pleased to provide e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice.

The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) for facilitating e-voting. The Company has engaged the services of Alankit Assignments Ltd. (“**Registrar and Transfer Agent**” / “**RTA**”) to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Postal Ballot Notice.

Members are requested to read the instructions given in the Notes to this Postal Ballot Notice so as to cast their vote electronically. The votes can be cast during the following voting period:

Commencement of e-voting:	Tuesday, February 03, 2026 at 9:00 A.M. (IST)
End of e-voting:	Wednesday, March 04, 2026 at 5:00 P.M. (IST)

Members are requested to carefully read the instructions given in this Postal Ballot Notice and record their assent (FOR) or dissent (AGAINST) through the e- voting process not later than March 04, 2026. E-voting will be blocked by CDSL immediately thereafter and voting will not be allowed beyond the said date and time.

The Scrutinizer will submit his report, after the completion of scrutiny of votes, to the Chairman and Managing Director of the Company or any person authorised by him. The results of e-voting will be announced on or before Thursday, March 05, 2026, and will be displayed on the Company’s website at www.frontiersprings.co.in and the website of RTA at <https://www.alankit.com>. The results will simultaneously be communicated to the Stock Exchange(s) and will also be displayed at the registered office of the Company.

SPECIAL BUSINESSES:

1. Alteration in Articles of Association (“AOA”) of the Company

To consider and pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 14 of the Companies Act, 2013 and the rules framed thereunder (including any statutory modifications or re-enactment thereof for the time being in force) (“**the Act**”) and subject to such other permissions , consents and approvals as may be required, the Articles of Association of the Company be and is hereby altered by insertion of a new Article 49(3) after Article 49(2) as follows:

“49(3) Cancellation of Forfeited shares

The Company may, with the approval of members at general meeting decide not to re-issue the forfeited shares of the Company. In such a case, the Board may cancel the forfeited shares and transfer the amount received on such forfeited shares to Capital Reserve Account or other such account as per the applicable provisions of the Act and the Accounting Standards issued thereunder.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps and actions and to give such directions as it may in its absolute discretion consider necessary, proper and expedient for the purpose of giving effect to this resolution and matters incidental, consequential and connected therewith.”

2. Cancellation of unissued 49,400 Equity Shares forfeited by the Company

To consider and pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 61(1)(e) and any other applicable provisions ,if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof or the time being in force) (“Act”), Articles of Association of the Company and subject to such other permissions and approvals, as may be required, consent of the Company be and is hereby accorded to the cancellation of 49,400 (Forty Nine Thousand and Four Hundred) Equity Shares of the face value of Rs. 10/- (Rupees Ten only) each forming part of the Issued and Subscribed share capital of the Company which were forfeited by the Company and have not been re-issued and consequent reduction in the Issued and Subscribed share capital of the Company by an amount of Rs. 4,94,000/- (Rupees Four Lakhs and Ninety-Four Thousand Only) being the total nominal amount of share capital so cancelled.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds , matters and things and to take all such steps and actions and give such directions as may be in its absolute discretion consider necessary, proper and expedient and to settle any questions, doubts or difficulties that may arise in this regard without being required to seek any further consent or approval of the shareholders or otherwise and that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

3. Increase in Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association of the Company

To consider and pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 13, 61 and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, approval of members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 5,10,00,000/- (Rupees Five Crore and Ten Lakhs Only) divided into 50,00,000 (Fifty Lakhs) Equity shares of Rs. 10/- (Rupees Ten Only) each and 10,000 (Ten Thousand) Preference Shares of Rs. 100/- (Rupees One Hundred Only) each to Rs. 15,10,00,000/- (Rupees Fifteen Crore and Ten Lakhs Only) consisting of 1,50,00,000 (One Crore and Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 10,000 (Ten Thousand) Preference Shares of Rs. 100/- (Rupees One Hundred Only) each by creation of additional 1,00,00,000 (One Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each and consequently the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following as new Clause V:

“V. The Authorised Share Capital of the Company is Rs. 15,10,00,000/- (Rupees Fifteen Crores and Ten Lakhs Only) divided of 1,50,00,000 (One Crore and Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 10,000 (Ten Thousand) Preference Shares of Rs. 100/- (Rupees One Hundred Only) each with power to the Board to divide the shares in the capital for the time being into several classes and to

attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify amalgamate or abrogate any such rights, privileges or conditions in such manner as may be for the time being provided by the Articles of Association of the Company.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps and actions and to give such directions as it may in its absolute discretion consider necessary, proper and expedient for the purpose of giving effect to this resolution and matters incidental, consequential and connected therewith.”

4. Issue of Bonus Shares

To consider and pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 63 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Share Capital and Debentures) Rules, 2014, Securities and Exchange Board of India (“**SEBI**”) (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“**ICDR Regulations**”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), the Foreign Exchange Management Act, 1999 (“**FEMA**”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable Rules, Regulations and Guidelines issued by SEBI and the Reserve Bank of India (“**RBI**”) from time to time, Articles of Association of the Company and subject to such other approvals, consents, sanctions, permissions as may be necessary from the appropriate authorities and such terms, conditions, stipulations and modifications as may be prescribed, imposed or suggested by any such authority while granting such approvals, consents, sanctions or permissions, the consent of the members of the company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “**Board**” which term shall be deemed to include a Committee or authorized person(s) which the Board has constituted or appointed to exercise its powers, as the case may be), for capitalization of a sum not exceeding Rs. 7,87,70,220/- (Rupees Seven Crore Eighty Seven Lakhs Seventy Thousand Two Hundred and Twenty Only) out of the Securities Premium Account and /or General reserves and /or Surplus of the Company as per the audited financial statements of the company for the year ended 31st March, 2025, as may be considered appropriate by the Board for the purpose of issue and allotment up to 78,77,022 (Seventy Eight Lakhs Seventy Seven Thousand and Twenty Two) Equity Shares of Rs. 10/- (Rupees Ten only) each (“**Bonus Shares**”) credited as fully paid-up shares to the eligible members of the Company holding fully paid-up Equity shares of the company, whose names appear in the Register of Members / List of Beneficial Owners as on Friday, March 06, 2026 (“**Record Date**”) in the proportion of 2 (Two) Bonus Shares for every 1 (One) existing fully paid-up Equity share (2:1) held by them respectively as on the Record Date and that the Bonus Shares so issued and allotted shall, for all purposes, be treated as an increase in the Paid-up share capital of the Company held by each member and not as an income of member.”

“RESOLVED FURTHER THAT the issue and allotment of the said Bonus Shares to Non-Resident Indians (NRIs), Persons of Indian Origin / Overseas Corporate Bodies and other Foreign investors of the company, will be subject to the approval of the RBI and any other regulatory authority, as the case may be.”

“RESOLVED FURTHER THAT the Bonus Shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects with the fully paid-up Equity Shares of the Company existing on the Record Date.”

“RESOLVED FURTHER THAT in accordance with the ICDR Regulations, the new Equity Shares to be issued pursuant to the Bonus issue shall be allotted in dematerialized form only and shall be credited to the beneficiary Demat accounts of the members maintained with their respective Depository Participant(s) and with respect to the members holding Equity shares in physical form as on the Record Date, the Company shall credit the Bonus Shares in dematerialised form to a new demat suspense account and thereafter credit the Bonus Shares to the beneficiary demat accounts of the respective members upon receipt of requisite documents. Until such time the voting rights in respect of the Bonus shares held in the demat suspense account, shall remain frozen”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the Bonus Shares on the Stock Exchanges where the Equity Shares of the Company are listed, in terms of the Listing Regulations and other applicable Rules, Regulations and Guidelines.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things including but not limited to filing of necessary forms / documents with the appropriate authorities and to execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary, expedient and proper and to settle any questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the shareholders or otherwise and that the shareholders of the Company shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

By order of the Board
For Frontier Springs Limited

Sd/-
Dhruv Bhasin
Company Secretary

Place: Kanpur
Date: January 22, 2026

NOTES:

1. A Statement pursuant to the provisions of Section 102(1) and other applicable provisions of the Companies Act, 2013 read with Rules setting out all the material facts concerning the Special Business set out in the Postal Ballot Notice and the reasons thereof, is annexed hereto.
2. In compliance with MCA Circulars, this Postal Ballot Notice is being sent to the Members whose names appear on the register of members / list of beneficial owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and whose email addresses are registered with the Company / Depository Participant(s) [DP], as on January 23, 2026 (**“Cut-off Date”**). A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. Members who have registered their email IDs for receipt of documents in electronic form under the Green Initiative of the Ministry of Corporate Affairs (MCA) are being sent this Postal Ballot Notice by e-mail to their email IDs registered with their DP / Alankit Assignments Limited, the Registrar and Transfer Agent (RTA). In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), as amended and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting Postal Ballot forms. Accordingly, physical copy of the Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent (FOR) or dissent (AGAINST) of the Members would only take place through the remote e-voting system.

3. The resolutions, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e. Wednesday, March 04, 2026. Resolution passed by the Members through Postal Ballot is deemed to have been passed as if it has been passed at a General Meeting of the Members.
4. All the relevant documents referred in the Explanatory Statement are available for inspection from the date of dispatch of this Postal Ballot Notice till the last date for receipt of votes through remote e-voting, i.e. Wednesday, March 04, 2026, at the Registered Office of the Company during business hours (between 2.00 P.M. and 5.00 P.M. IST) on all working days (except Saturdays, Sundays and public holidays). Members may also request electronic inspection by emailing at c.s@frontiersprings.co.in.
5. Members who have not registered their e-mail IDs may download this Postal Ballot Notice from the website of the Company or CDSL i.e. www.frontiersprings.co.in, www.evotingindia.com or may send request to Company Secretary at email id: c.s@frontiersprings.co.in and RTA at email id: lalitap@alankit.com. The Postal Ballot Notice is also available on the website of the Stock Exchange i.e. The BSE Limited at www.bseindia.com and website of RTA at www.alankitassignments.com.
6. Voting rights of the Members / Beneficial Owner shall be reckoned on the paid-up value of the shares of the Company registered in the names of the Members as on the Cut-off Date.
7. The remote e-voting period shall commence on Tuesday, February 03, 2026 at 9:00 A.M. (IST) and end on Wednesday, March 04, 2026 at 5:00 P.M. (IST). During this period, Members holding shares in physical or demat form as on the Cut-off Date i.e., January 23, 2026, may cast their votes electronically. The e-voting module shall be disabled by CDSL immediately thereafter and the Members will not be allowed to cast their vote beyond the said date and time.
8. Members who have not registered their email IDs are requested to follow the process below for procuring user id and password and registration of e-mail ID for e-voting for the resolutions set out in this Postal Ballot Notice:
 - A. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar card) by email to c.s@frontiersprings.co.in.
 - B. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID +CLID or 16-digit beneficiary ID), Name, client master or copy of consolidated account statement, PAN (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar card) to c.s@frontiersprings.co.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained later in this Postal Ballot Notice.
 - C. Alternatively, Shareholders/Members may send a request to helpdesk.evoting@cdslindia.com for procuring user ID and password for e-voting by providing above mentioned documents.
 - D. In terms of SEBI Circular dated December 09, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and DPs. Shareholders are required to update their mobile number and e-mail ID correctly in their demat account in order to access e-voting facility.
9. The Scrutinizer shall, after the conclusion of voting, unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in employment of the Company and submit his Report on or before 5:00 P.M. on March 05, 2026 to the Company Secretary who shall countersign the same. The result of the Postal Ballot alongwith the Scrutinizer's Report will be announced by the Company Secretary at the Registered Office of the Company and placed on websites mentioned above.

10. Awareness about Online Resolution of Disputes in the Indian Securities Market through Online Dispute Resolution ('ODR') Portal:

- (i) This is to inform you that Securities and Exchange Board of India ("SEBI") vide circular no. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/131 dated July 31, 2023 issued guidelines for online resolution of disputes in the Indian securities market through establishment of a common ODR Portal which harnesses online conciliation and online arbitration for resolution of disputes arising between investors/clients and listed companies (including their RTA's) or specified intermediaries/ regulated entities in the securities market.
- (ii) SEBI vide circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023 has further clarified that the investor shall first take up his/her/their grievance with the Market Participant (Listed Companies, specified intermediaries, regulated entities) by lodging a complaint directly with the concerned Market Participant. If the grievance is not redressed satisfactorily, the investor may, escalate the same through the SCORES Portal <https://scores.gov.in/scores/Welcome.html> in accordance with the process laid out. After exhausting the above options for resolution of the grievance, if the investor is still not satisfied with the outcome, he/she/they can initiate dispute resolution through the ODR Portal.
- (iii) The SMART ODR Portal can be accessed at: <https://smartodr.in/login>.

11. SEBI has mandated the submission of permanent account number ("PAN"), KYC details and nomination by holders of physical securities and linking PAN with Aadhaar vide its circulars dated March 16, 2023 and November 17, 2023. Shareholders are requested to submit their PAN, KYC and nomination details to the RTA at www.alankitassignments.com. The forms for updating the same are available at www.frontiersprings.co.in.

12. **THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Tuesday, February 03, 2026 at 9:00 A.M. (IST) and ends on Wednesday, March 04, 2026 at 5:00 P.M. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of January 23, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single**

login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for

	<p>IDEAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; c.s (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

GENERAL GUIDELINES FOR SHAREHOLDERS

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sk_guptal@rediffmail.com with a copy marked to helpdesk.evoting@cdslindia.com or contact at 1800 21 09911. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/ Password?" or "Physical User Reset Password?" option available on www.evotingindia.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evotingindia.com or call on : 1800 21 09911 or send a request to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited at helpdesk.evoting@cdslindia.com.

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH
RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014**

The following Statement sets out all material facts relating to the special businesses proposed in the Postal Ballot Notice.

Item Nos. 1 & 2:

The Board of Directors of the Company in the year 1996 had forfeited 49,400 (Forty-Nine Thousand and Four Hundred) Equity shares of Rs. 10/- (Rupees Ten Only) each due to non-payment of allotment and/or call money by the shareholders, the details whereof are required to be shown in the financial statement of the Company until these shares are either re-issued or cancelled. Considering the current market price of Equity shares of the Company and the quantity of forfeited shares which is too small for offering these shares to the existing members of the Company on equitable basis and the fact that said shares have not been re-issued or agreed to be taken by any person over a fairly long period, the Board has decided not to re-issue the said shares and cancel the same. Pursuant to Section 61(1)(e) of the Companies Act, 2013, a limited company having a share capital may, if so authorised by its articles, with the approval of members in general meeting, cancel the shares which at the date of the passing of the resolution have not been taken or agreed to be taken by any person and diminish the amount of its share capital by the amount of the shares so cancelled. Accordingly, pursuant to Section 61(1)(e) of the Companies Act, 2013, it is now proposed to cancel 49,400 Equity Shares which have been forfeited and lying unissued and reduce the amount of Issued and Subscribed share capital of the Company to that extent. The Authorized Capital will not be affected by this cancellation and will remain unchanged. Upon cancellation of forfeited shares, the amount paid-up on these shares will be dealt with in accordance with the applicable Indian Accounting Standards.

The Special resolution set out at Item No.1 of this Postal Ballot Notice, is intended to seek members' approval for altering the Articles of Association of the Company enabling the Company to cancel the forfeited shares remaining unissued. Further, the Ordinary resolution set out at Item No. 2 of this Postal Ballot Notice, is intended to seek shareholders' approval for cancellation of the forfeited shares which are remaining unissued.

None of the Directors or Key managerial personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise in the resolutions set out at Item Nos. 1 and 2 of this Postal Ballot Notice.

The Board recommends the Special and Ordinary resolutions as set out at Item Nos. 1 and 2 of this Postal Ballot Notice for approval by the members.

A copy of Articles of Association of the Company together with the proposed amendment will be open for inspection of members at the Registered office of the Company from 11.00 A.M. to 2.00 P.M. on all working days from the date of circulation of Postal Ballot Notice until the last date of e-voting.

Item No. 3:

The present Authorized Share Capital of the Company is Rs. 5,10,00,000/- (Rupees Five Crore and Ten Lakhs only) divided into 50,00,000 (Fifty Lakhs) Equity shares of Rs. 10/- (Rupees Ten only) each and 10,000 (Ten Thousand) Preference Shares of Rs. 100/- (Rupees One Hundred Only) each. In order to accommodate the issue of bonus shares proposed at Item No.4 of the accompanying Notice and for further fund-raising requirements, the Company proposes to increase its Authorized Share Capital to Rs. 15,10,00,000/- (Rupees Fifteen Crore and Ten Lakhs Only) divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 10,000 (Ten Thousand) Preference Shares of Rs. 100/- (Rupees One Hundred Only) by creation of additional 1,00,00,000 (One Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

The increase in Authorised Share Capital and consequential alteration to Clause V of the Memorandum of Association of the Company requires members' approval in terms of Sections 13 and 61 of the Companies Act, 2013. Accordingly, approval of members of the Company is sought for passing the Ordinary Resolution set out at Item No. 3 of the Postal Ballot Notice.

None of the Directors or Key managerial personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise in the resolution set out at Item No. 3 of this Postal Ballot Notice.

The Board recommends the Ordinary resolution as set out at Item No. 3 of this Postal Ballot Notice for approval by the members.

A copy of Memorandum of Association of the Company together with the proposed amendment will be open for inspection of members at the Registered office of the Company from 11.00 A.M. to 2.00 P.M. on all working days from the date of circulation of Postal Ballot Notice until the last date of e-voting.

Item No. 4:

The Paid-up Equity Share Capital as per the Audited Financial Statements of the Company for the financial year ended as on 31st March, 2025 was Rs. 3,96,32,110/- (Rupees Three Crore Ninety-Six Lakhs Thirty-two Thousand and One Hundred Ten Only) divided into 39,38,511 (Thirty-Nine Lakhs Thirty-Eight Thousand Five Hundred and Eleven) Equity Shares of Rs.10/- (Rupees Ten only) each and the amount of the shares forfeited totalling to Rs. 2,47,000/- (Rupees Two Lakhs Forty-seven Thousand Only). Further, the Reserves and Surplus of the Company as on 31st March, 2025 stood at Rs. 1,20,00,17,189 /- (Rupees One Hundred Twenty Crore Seventeen Thousand One Hundred and Eighty-Nine only). Over the past few years, the financial performance of the Company has been consistently good and with a view to reward the members and also to ensure that Paid- up Share Capital of the Company reflects a greater portion of the total capital employed in the business, it has been considered appropriate to restructure the capital base by issue of Bonus Shares.

The Board of Directors of the Company at its meeting held on 22nd January, 2026 has, therefore, recommended, subject to necessary approvals that a sum not exceeding Rs. 7,87,70,220/- (Rupees Seven Crore Eighty Seven Lakhs Seventy Thousand Two Hundred and Twenty only) forming a part of the amount standing to the credit of Securities Premium Account and /or General Reserve and /or Surplus of the Company as per the Audited financial statements of the Company as at 31st March, 2025 be capitalized for the purpose of issuance of up to 78,77,022 (Seventy Eight Lakhs Seventy Seven Thousand and Twenty Two) Equity Shares of Rs. 10/- (Rupees Ten only) each to be credited as fully paid-up Bonus Shares in the ratio of 2 (Two) Bonus Shares for every 1 (One) Equity Share (2:1) held

by the eligible members of the Company on the Record Date i.e., Friday March 06, 2026, as determined by the Board of Directors of the Company. After the said Bonus issue and post cancellation of the amount of forfeited shares, the Paid-up Share Capital of the Company would stand increased to Rs. 11,81,55,330/- (Rupees Eleven Crore Eighty-One Lakhs Fifty-Five Thousand Three Hundred and Thirty only) divided into 1,18,15,533 (One Crore Eighteen Lakhs Fifteen Thousand Five Hundred and Thirty-Three) Equity shares of Rs 10/- (Rupees Ten only). The new Equity Shares to be allotted as Bonus Shares shall rank pari-passu in all respects with the existing Equity Shares of the Company.

The equity shares of the Company are listed on the BSE Limited [“BSE”] and The Calcutta Stock Exchange Limited [“CSE”]. However, the equity shares are presently under suspension on the CSE and the steps have been initiated by the Company for the revocation of the same.

Since there has been no trading in the equity shares of the Company on the CSE, hence the Board of Directors in its meeting held on January 22, 2026 have also decided to delist the equity shares of the Company from the CSE only in terms of Regulation 6 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and the equity shares of the Company shall continue to remain listed on the BSE.

Article 129 of the Articles of Association of the Company permits issue of Bonus shares by capitalisation of any part of the amount standing to the credit of reserve accounts or surplus in Profit and Loss Account of the Company. Further, the issue of Bonus Shares requires members’ approval in terms of Section 63 of the Companies Act, 2013 and other statutory and regulatory approvals. Accordingly, approval of members is sought for passing the Ordinary resolution set out at Item No. 4 of this Postal Ballot Notice.

Members are requested to note that pursuant to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the new Equity shares to be allotted pursuant to the Bonus issue shall be allotted in dematerialised form only and credited to the respective beneficiary accounts of the members with their respective Depository Participant(s). Accordingly, Members holding shares in physical form are requested to dematerialize their existing shares on or before March 04, 2026 to enable the Company to issue the bonus equity shares in dematerialised form. Further, in respect of members holding Equity shares in physical form and also who have not provided their demat account details to the Company till March 04, 2026, the said Bonus shares shall be credited in dematerialised form to a new demat suspense account to hold these shares till they are credited to the beneficiary account of the respective members holding Equity shares in physical form. The voting rights on the Bonus Shares held in the demat suspense account shall remain frozen until they are transferred to the respective Demat account of the beneficiaries.

The Board recommends passing of the Ordinary resolution as set out at Item No. 4 of this Postal Ballot Notice for approval by the members.

None of the Directors or Key managerial personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise in the resolution set out at Item No. 4 of this Postal Ballot except to the extent of their shareholding in the Company.

By order of the Board
For Frontier Springs Limited

Sd/-
Dhruv Bhasin
Company Secretary

Place: Kanpur
Date: January 22, 2026