



(IBBI / IPA-002/IP/N 00718/2018-2019 / 12199)

B.Com, Company Secretaries
Resolution Professional

Jalan Alkesh & Associates

304, Agrawal Arcade, Nr. Ambawadi Circle,
Ambawadi, Ahmedabad - 380006
Tel. : (079) 40024082 (M) 98255 - 55097
E-mail : jalanalkesh@gmail.com

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies
(Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I/ We have examined the registers, records and books and papers of **Frontline Corporation Limited** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31st March, 2024**. In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies within the prescribed time and in case of late filing with additional fees, as applicable. Refer point no. 16 for the Charge forms. No form and return was filed with Regional Director, Central Government, the Tribunal, Court or other authorities..;
 4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. The Company has closed the Register of Members during the year under the review.
 6. The Company has not given advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act.

7. The Company has entered into transactions related parties as specified in section 188 of the Act;
 8. There was no issue or allotment or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and consequently the question of issue of security certificates does not arise. With regard to transfer / transmission of securities, if any, the same has been dealt in accordance with the law.
 9. There were no instances requiring the Company to keep in abeyance the rights of dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
 10. The Company has not declared dividend and hence the question of transfer of dividend amount does not arise;
 11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
 12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies, if any, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
 13. Appointment / reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
 14. No approvals were taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
 15. The Company has not accepted / renewed any deposit (other than exempted deposit) and hence the question of repayment of deposit does not arise.
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable. **Based on the Statutory Audit Report, we state that the following charges are not registered with the Registrar of Companies.:**

The details of charges which is yet to be registered with ROC are as under:

Sr. No.	Brief description of the charges or satisfaction	Amount of Charge	location of the Registrar	Period by which such charge had to be registered	Reason for delay in registration
1	Mahindra & Mahindra Financial Services Ltd, 4 th Floor, Dr. G M Bhosale Marg, Worli, Mumbai 400 018	8,00,000/-	ROC WEST BENGAL, KOLKATA	03/03/2023	Due to oversight said charge could not been created in favour of the lender however, steps are being taken for creation of charge.

The details of non-satisfaction of charges is as under:

Sr. No.	Brief description of the charges or satisfaction	Amount of Charge	location of the Registrar	Period by which such charge had to be registered	Reason for delay in registration
1	GE Capital Transportation Financial Services Limited, 04, Link Road, Jungpura Extn. New Delhi - 110 014	1,89,70,000/-	ROC WEST BENGAL, KOLKATA	24/03/2006	GE Capital Transport Financial Services LTD has amalgamated and closed its all branch offices.
2	GE Capital Transportation Financial Services Limited, 04, Link Road, Jungpura Extn. New Delhi - 110 014	47,00,000/-	ROC WEST BENGAL, KOLKATA	08/06/2009	GE Capital Transport Financial Services LTD has amalgamated and closed its all branch offices.
3	GE Capital Transportation Financial Services Limited, 04, Link Road, Jungpura Extn. New Delhi - 110 014	1,15,00,000/-	ROC WEST BENGAL, KOLKATA	24/03/2006	GE Capital Transport Financial Services LTD has amalgamated and closed its all branch offices.
4	GE Capital Transportation Financial Services Limited, 04, Link Road, Jungpura Extn. New Delhi - 110 014	1,15,00,000/-	ROC WEST BENGAL, KOLKATA		Charge for 115.00 Lakh was already created on 25/09/2006 with ID No 10123563, however this charge (ID no 10122587) wrongly created by GECTFSL Twice.
5	The Jammu & Kashmir Bank. Kolkata Main Branch , Mukherjee Road , Kolkata	2,50,00,000/-	ROC WEST BENGAL, KOLKATA		No Due Certificate by the Bank is awaited for filing of CHG 4
6	Mahindra & Mahindra Financial Services Ltd, 4 th Floor, Dr. G M Bhosale Marg, Worli, Mumbai 400 018	9,30,000/-	ROC WEST BENGAL, KOLKATA	09/02/2023	The Company is in the process of filing an application to the Central Government for condone of delay
7	UCO Bank, Industrial Finance Branch,3, Nataji Subhas Road,Kolkata, West Bengal, India, 700001	8,00,00,000/-	ROC WEST BENGAL, KOLKATA		No Due Certificate by the Bank is awaited for filing of CHG 4
8	UCO Bank, Flagship Corporate Branch,3, Nataji Subhas Road,Kolkata, West Bengal, India, 700001	285,00,00,000/-	ROC WEST BENGAL, KOLKATA		No Due Certificate by the Bank is awaited for filing of CHG 4

17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act.

18. The Company has not altered the provision of the Memorandum of Association. No alteration of Articles of Association of the Company was carried out during the year under the review.;



For, Jalan Alkesh & Associates
Company Secretary


Alkesh Jalan
Proprietor
C.P No. 4580

UDIN : F010620F002888693

Place: Ahmedabad
Date: 27/11/2024