

VMG & COMPANY

Chartered Accountants

CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014

To,

The Chairman,

M/S FRONTLINE SECURITIES LIMITED,

M-6, 2nd Floor, M-Block Market,

Greater Kailash-II, New Delhi-110048

I, Mohit Khemka, Practicing Chartered Accountant, having office at A-44 A, Lower Ground Floor, Sector-16, Noida-201301 (U.P.), appointed as Scrutinizer for the purpose of the poll taken on below mentioned resolution(s), at the 22st Annual General Meeting of the equity shareholders of Frontline Securities Limited held on Sept, 20, 2016 at 09:45 am at PHD Chamber of Commerce and Industry, PHD House, LakshmiPat Singhania Auditorium, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi - 110016, submit my report as under:

1. The remote e-voting period commenced on Saturday, September 17, 2016 at 09.00 A.M. and ended on Monday, September 19, 2016 at 5:00 P.M. on the designated website 'www.evoting.cdsl.com' via CDSL e-Voting Platform.
2. The Shareholders of the Company as on the "cut off" date i.e. September 13, 2016 were entitled to avail the facility of remote e-voting as well as polling paper in the AGM on the proposed resolution(s) (item no. 1 to 4) as set out in the Notice of AGM dated Wednesday, May 25, 2016.
3. The total paid up Equity Share Capital of the Company as on September 20, 2016 was Rs. 7,18,66,890.00/- (Rupees Seven Crore Eighteen Lakh Sixty Six Thousand Eight Hundred Ninety) divided into 71,86,689 (Seventy One Lakh Eighty Six Thousand Six Hundred Eighty Nine) equity shares of Rs. 10/-each (Rupee Ten only).
4. The Chairman ordered for poll at AGM as per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended till date.
5. A ballot box was kept for polling and the ballot box was locked in my presence.



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Ph. : 0120-4264721, E-mail : khemka.mohit@gmail.com

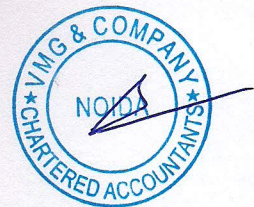
6. After completion of Poll at the AGM, the Ballot box was opened in my presence and ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the shareholders who participated in poll at AGM.
7. The ballots, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.
8. Therefore, the votes cast through remote e-voting were unblocked after completion of poll at the AGM in the presence of two witnesses, Mr. Abhinav Khemka R/o 582/2, Paschimपुरi, New Delhi - 110063 and Mr. Surendra Kumar Sharma R/O F54/665, Shakurpur, New Delhi 110092. who were not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Abhinav Khemka

Abhinav Khemka

Surendra

Surendra Kumar Sharma



(a) Resolution 1 - To receive, consider and adopt the Audited Financial Statement for the year ended 31st March 2016 together with Board Report and Auditor's Report thereon.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Mode of Voting	Number of votes cast by them	% of total number of valid votes cast
25	E-Voting	65,01,562	99.82489%
40	Poll at AGM	11,392	0.17491%
	Total	65,12,954	99.99980%

(ii) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Mode of Voting	Number of votes cast by them	% of total number of valid votes cast
1	E-Voting	2	0.00003%
2	Poll at AGM	11	0.00017%
	Total	13	0.00020%

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	3



(b) Resolution 2 - To declare dividend on the equity shares for the financial year ended March 31, 2016.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Mode of Voting	Number of votes cast by them	% of total number of valid votes cast
25	E-Voting	65,01,562	99.82489%
40	Poll at AGM	11,392	0.17491%
	Total	65,12,954	99.99980%

(ii) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Mode of Voting	Number of votes cast by them	% of total number of valid votes cast
1	E-Voting	2	0.00003%
2	Poll at AGM	11	0.00017%
	Total	13	0.00020%

(iii) **Invalid** votes:

Total number of members or by whose votes were declared invalid	(in person proxy)	Total number of votes cast by them
4		3



(c) **Resolution 3 - To appoint in place of Mrs. Sarabjeet Kaur, (DIN No. 00013395), who retires by rotation and, being eligible, offers herself for reappointment.**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Mode of Voting	Number of votes cast by them	% of total number of valid votes cast
25	E-Voting	65,01,562	99.82489%
40	Poll at AGM	11,392	0.17491%
	Total	65,12,954	99.99980%

(ii) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Mode of Voting	Number of votes cast by them	% of total number of valid votes cast
1	E-Voting	2	0.00003%
2	Poll at AGM	11	0.00017%
	Total	13	0.00020%

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	3



(d) **Resolution 4 – To ratifies the appointment of M/s J. Jain & Company, Chartered Accountants(Firm Registration No. 004208N), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting(AGM) till the conclusion of the twenty-third AGM**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Mode of Voting	Number of votes cast by them	% of total number of valid votes cast
25	E-Voting	65,01,562	99.82489%
40	Poll at AGM	11,392	0.17491%
	Total	65,12,954	99.99980%

(ii) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Mode of Voting	Number of votes cast by them	% of total number of valid votes cast
1	E-Voting	2	0.00003%
2	Poll at AGM	11	0.00017%
	Total	13	0.00020%

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	3



9. The register and all other papers relating to voting by electronic means shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes and thereafter, the Scrutinizer shall hand over the register and other related papers to the company

Thanking You,

Yours faithfully

For VMG & Company

Chartered Accountants

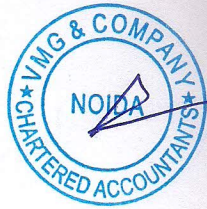
Firm's registration number: 024257N

Mohit Khemka

Mohit Khemka

Partner

Membership number: 410605



Place: Noida

Date: 21 September, 2016