

VMG & COMPANY

Chartered Accountants

SCRUTINIZER'S REPORT

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 of FRONTLINE SECURITIES LIMITED ("the Company") for scrutinizing the E-Voting process and E-voting at AGM taken on below mentioned resolution(s), at the 26th Annual General Meeting of the equity shareholders of Frontline Securities Limited held on Friday November, 20, 2020 at 02:00 pm p.m. IST at the deemed venue M-6, 2nd Floor, M-Block Market, Greater Kailash-II, New Delhi-110048 through video conferencing ("VC") other audio visual means (OAVM") without physical presence of members of the Company to transact the business as set out in Notice of the Meeting, conducted as per the provisions of the Companies Act, 2013 submit my report as under:

Notice regarding registering of email address/updating bank account details:

Pursuant to General Circular No. 20/2020 dated May 5, 2020 read with General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, issued by the Ministry of Corporate Affairs, an advertisement was published in English in the Financial Express (all India edition) and in Hindi in Jansatta on October 23, 2020, requesting shareholders of the Company to register their email address/update their bank account details, for receiving Notice of the AGM, Annual Report for the year ended March 31, 2020 and dividend/other communications in electronic form.

Publication of Notice in the newspapers:

The Company has informed that, on the basis of the Register of Members and the lists of Beneficial owners made available by the Depositories viz., Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL), the Company completed dispatch of the Notice convening the AGM November 20 2020, by email to Members who had registered their Email-IDs with Company/Depositories and the same was hosted on the website of the Company.

The public advertisement with respect to dispatch of Notice and conducting of remote e-voting was published in English in the Financial Express (all India edition) and in Hindi in Jansatta on October 28, 2020



Cut-off date:

The Voting rights were reckoned as on November 13, 2020, being the Cut-off date for the purpose of deciding the entitlement of Members for remote e-voting and e-voting at the AGM.

Remote E-voting:

Company had made available remote e-voting facility to its Members and the remote e-voting period commenced Tuesday, November 17, 2020 at 09.00 A.M. and ended on Thursday, November 19, 2020 at 5:00 P.M. on the designated website thereafter, it was blocked by NSDL for e-voting. Members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary/Special Resolutions, on the e-voting platform provided by NSDL.

Voting at the AGM:

Pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the AGM, after closure of period of remote e-voting, We referred the list providing details relating to Members who have cast their votes through remote e-voting, such as their names, folios, number of shares held by them.

On the day of the Twenty-Sixth AGM, Company conducted voting through e-voting for those Members, who could not participate in the remote e-Voting to record their votes.

Process of scrutiny and counting of votes:

After voting at the AGM concluded, We unblocked the results of the remote e-voting and e-voting by Members at the AGM, on the e-voting platform of NSDL and downloaded the results.

Consolidated Voting Results:

Consolidated Voting Results with respect to each item on the Agenda as set out in the Notice of the Twenty-sixth AGM dated October 27, 2020, are enclosed.

It is observed that 79 Members casted their votes through remote e-voting and 4 Members casted their votes through e-voting at the AGM.

List of Members for both, remote e-voting as well as e-voting at the AGM, containing details of Members who voted 'FOR', 'AGAINST' and those whose votes which were considered as invalid along with all other relevant records, were handed over to the Company Secretary, who is authorized by the Board.



CONSOLIDATED VOTING RESULTS

(a) Resolution 1 - To receive, consider and adopt the Financial Statements for the Financial Year ended 31st March, 2020 along with Director's Report and Auditors Report thereon.

(i) Voted in favour of the resolution:

Number of members voting	Mode of Voting	Number of votes cast by them	% of total number of valid votes cast
79	Remote E-Voting	90,24,586	99.9992%
4	E-voting at AGM	72	0.0008%
	Total	90,24,658	100%

(ii) Voted against the resolution :

Number of members voting	Mode of Voting	Number of votes cast by them	% of total number of valid votes cast
-	Remote E-Voting	-	-
-	E-voting at AGM	-	-
	Total	-	-

(iii) Invalid votes:

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

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated 27th October, 2020 **has been passed with requisite majority.**



(b) Resolution 2 - To declare dividend @ 2.5% (Rs. 0.125) on the Equity Shares of the Company for the financial year ended 31st March, 2020.

(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
79	Remote E-Voting	648	0.0072%
4	E-voting at AGM	72	0.0008%
	Total	90,24,658	0.0080%

(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
79	Remote E-Voting	90,23,938	99.9920 %
4	E-voting at AGM	-	-
	Total	90,24,658	99.9920%

(iii) Invalid votes:

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

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated 27th October, 2020 has been voted against/failed with requisite majority.



(c) **Resolution 3 - To appoint a Director in place of Mr. Atul Kumar Jain (holding DIN: 00133750), who retires by rotation, and being eligible, offers himself for re-appointment.**

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

Number of members voting	Mode of Voting	Number of votes cast by them	% of total number of valid votes cast
79	Remote E-Voting	90,24,586	99.9992%
4	E-voting at AGM	72	0.0008%
	Total	90,24,658	100%

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

Number of members voting	Mode of Voting	Number of votes cast by them	% of total number of valid votes cast
-	Remote E-Voting	-	-
-	E-voting at AGM	-	-
	Total	-	-

(iii) **Invalid votes:**

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

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated 27th October, 2020 **has been passed with requisite majority**

For VMG & Company

Chartered Accountants

Firm's registration number: 024257N

Mohit Khemka
Mohit Khemka

Partner

Membership number: 410605

UDIN : 20410605AAAACW3133

Place: Noida

Date: 21 November, 2020

