

5<sup>th</sup> December, 2013

To,  
The Manager (CRD)  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

Dear Sir,

**Scrip Code: 508980**

**Sub.: Proceedings of the Extra - Ordinary General Meeting held on 5<sup>th</sup> December, 2013**

Pursuant to Clause 31 of the Listing Agreement, we are giving herewith the proceedings of the Extra - Ordinary General Meeting of the Company held on Thursday, 5<sup>th</sup> December, 2013 at 11.30 a.m. at the registered office of the Company at Peninsula Technopark, Tower-1, 7<sup>th</sup> Floor, LBS Marg, Kurla (West), Mumbai - 400070.

The meeting was attended by requisite quorum and the resolutions relating to following businesses were put before the board and members:

**1. RECLASSIFICATION OF THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT AMENDMENTS TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

The members approved the reclassification of the Authorised Share Capital of the Company from Rs.20,00,00,000/- (Rupees Twenty Crores) divided into 2,00,00,000 (Two Crores) Equity Shares of Rs.10/- (Rupees Ten only) each into 1,00,00,000 (One Crore) Equity Shares of Rs.10/- (Rupees Ten only) each and 1,00,000 (One Lac) Non - Convertible Redeemable Preference Shares of Rs.1,000/- (Rupees One Thousand) each and consequent alteration of Memorandum of Association of the Company.

**2. OFFER, ISSUE AND ALLOT 28,500 EQUITY SHARES TO THE PROMOTER GROUP.**

In light of the revised business plans, the members requested the board to defer the Equity allotment process to a later date. The Board and the members agreed and the motion was dropped.

**3. ALTERATION TO THE ARTICLES OF ASSOCIATION OF THE COMPANY**

The members approved the alteration of Articles of Association of the Company by substitution of the existing Article No. 3 with the new Article No. 3 and insertion of new Article Nos. 8A and 8B after the existing Article No. 8.



**4. ISSUE OF NON CONVERTIBLE REDEEMABLE PREFERENCE SHARES**

The members approved the issuance of 1,00,000 (One Lakh) Non-Convertible Redeemable Preference Shares of face value of Rs. 1,000/- (Rupees One Thousand only) each of the Company for cash at par aggregating to Rs. 10 Crores (Rupees Ten Crores only) on preferential basis.

Kindly take the same on your records and acknowledge the receipt.

Thanking you,

Yours Sincerely,

For Frontier Leasing & Finance Limited

  
Sandeep Soti  
Director

