



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with
Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014]

To,
The Chairman of 34th Annual General Meeting of
Frontier Capital Limited
Peninsula Techno Park,
Tower 1, 7th Floor,
Off. Bandra Kurla Complex,
LBS Marg, Kurla (West),
Mumbai - 400070

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on voting done through Remote E-Voting Process and by Polling Papers at 34th Annual General Meeting held on 28th September, 2018.

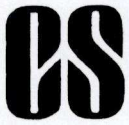
1. I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer by the Board of Directors of Frontier Capital Limited ('the Company') in its meeting held on 31st August, 2018, for the purpose of scrutinizing the voting done through remote e-voting process and by use of polling papers at the meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 for passing of the resolutions as mentioned under item numbers 1 to 3 as set out in the Notice of 34th Annual General Meeting (AGM) of the members of the Company dated 31st August, 2018.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers for voting on the resolutions contained in the said notice of 34th AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and poll conducted at the 34th AGM is restricted to make the Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the said notice based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility for e-voting and poll conducted at the 34th AGM.
3. The Notice of the 34th AGM dated 31st August, 2018 along with the Statement setting out material facts under Section 102 of the Act was sent to the members through courier on 6th September, 2018. The said notice was dispatched on the basis of Register of Members and list of beneficiaries as provided by the depositories as 31st August, 2018.





4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having dispatch of the notice of 34th AGM and providing e-voting facility in the English newspaper "Financial Express" and Marathi newspaper "Mumbai Lakshdeep" on 11th September, 2018.
5. The voting rights of members were considered in proportion to their share in the paid up equity share capital of the Company as on cut-off date i.e. Friday, 21st September, 2018.
6. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (three) days i.e. from Tuesday, 25th September, 2018 (from 10:00 a.m.) to Thursday, 27th September, 2018 (upto 5:00 p.m.). The members cast their votes electronically on e-voting platform provided by Central Depository Services (India) Limited (CDSL). The Company also provided Polling Papers for casting vote at the 34th Annual General Meeting held on 28th September, 2018 to the members present, who did not vote through remote e-voting facility.
7. No vote was cast through ballot papers at the 34th Annual General Meeting. The votes cast under remote e-voting facility provided by CDSL were unblocked in the presence of Mrs. Reema Solanki and Ms. Bhavna Singh, who are not in the employment with the Company.
8. The summary of voting through e-voting facility is as follows:





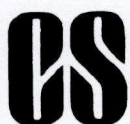
Resolution No. 1

Resolution Required: (Ordinary/Special)			Ordinary Resolution for adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2018 together with Reports of the Board of Directors and of the Auditors' thereon.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favour	No. of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter group	E-Voting	193510	193510	100.0000	193510	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		193510	193510	100.0000	193510	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	68653	45152	65.7684	45152	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		68653	45152	65.7684	45152	0	100.0000
Total		262163	238662	91.0357	238662	0	100.0000	0.0000

Invalid Votes: Nil

Result: The resolution is passed unanimously.



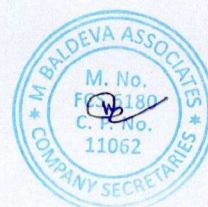


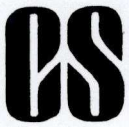
Resolution No. 2

Resolution Required: (Ordinary/Special)			Ordinary Resolution for appointment of a director in place of Mrs. Usha Iyengar (DIN: 03447551), who retired by rotation and being eligible, offered herself for re-appointment.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favour	No. of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter group	E-Voting	193510	193510	100.0000	193510	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		193510	193510	100.0000	193510	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	68653	45152	65.7684	45152	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		68653	45152	65.7684	45152	0	100.0000
Total		262163	238662	91.0357	238662	0	100.0000	0.0000

Invalid Votes: Nil

Result: The resolution is passed unanimously.





Resolution No. 3

Resolution Required: (Ordinary/Special)			Ordinary Resolution for re-appointment of Mr. Hemendra Nath Choudhary (DIN:06641774) as Whole Time Director for a period of 3 years w.e.f. 31 st July, 2018					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favour	No. of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter group	E-Voting	193510	193510	100.0000	193510	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		193510	193510	100.0000	193510	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	68653	45152	65.7684	45152	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		68653	45152	65.7684	45152	0	100.0000
Total		262163	238662	91.0357	238662	0	100.0000	0.0000

Invalid Votes: Nil

Result: The resolution is passed unanimously.





The Register, all other papers and relevant records relating to poll and e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid meeting and the same will be handed over to the Company Secretary for safe keeping.

For **M Baldeva Associates**
Company Secretaries



CS Manish Baldeva
Proprietor

M. No. FCS 6180; C.P. No. 11062

Place: Thane
Date: 28th September, 2018

Countersigned
For Frontier Capital Limited

Chairman/ Authorised Signatory