

FRONTIER CAPITAL LIMITED

[Formerly known as Frontier Leasing and Finance Limited]

Regd. Office: 7th Floor, Tower 1, Equinox Business Park, Peninsula Techno Park, Off. Bandra Kurla Complex, L.B.S. Marg, Mumbai – 400 070. Tel No. 91 22 33826248/6259 Fax: 91 22 33826123
CIN: L65990MH1984PLC033128

NOTICE OF 31st ANNUAL GENERAL MEETING, REMOTE E –VOTING INFORMATION AND BOOK CLOSURE

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, the notice is hereby given that:

1. The 31st Annual General Meeting ('AGM') of the Company will be held on Friday, 25th September, 2015 at 11.00 a.m. at 7th Floor, Tower 1, Equinox Business Park, Peninsula Techno Park, Off. Bandra Kurla Road, L.B.S. Marg, Mumbai – 400 070 to transact the business as set out in the Notice of AGM;
2. The Notice of AGM along with Annual Report for the year ended 31st March, 2015 has been sent to all the members at their registered address through courier as well as to their registered e-mail ids.
3. Members holding shares as on the cut-off date i.e. 18th September, 2015 may cast their vote electronically on the Ordinary and Special businesses as set out in the Notice of the 31st AGM through electronic voting system of Central Depository Services (India) Limited (CDSL) from a place other than venue of AGM ("remote E-Voting"). All the members are informed that:
 - i. the Ordinary and the Special businesses set out in the Notice of 31st AGM may be transacted through voting by electronic means;
 - ii. the remote e-voting shall commence on Tuesday, 22nd September, 2015 at 10.00 a.m.;
 - iii. the remote e-voting shall end on Thursday, 24th September, 2015 at 5.00 p.m.;
 - iv. the cut-off date for determining the eligibility to vote by electronic means or at the AGM is 18th September, 2015;
 - v. any person, who acquires shares of the Company and becomes member of the Company after dispatch of the Notice of the 31st AGM and holding shares as of the cut-off date i.e. 18th September, 2015, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com or cs_legal@fflindia.com. However, if a person is already registered with CDSL for e-voting then existing user ID and password can be used for casting vote;
 - vi. members may note that : a) the remote e-voting module shall be disabled by CDSL after the aforesaid date and time for voting and once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently; b) the facility for voting through ballot papers shall be made available at the AGM; c) the members who have cast their vote by remote e-voting facility may also attend the AGM but shall not be entitled to cast vote again; and d) a person whose name is recorded in the Register of Members and Register of Beneficial Owners as on the cut-off date i.e. 18th September, 2015 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper;
 - vii. the notice of the AGM is available on the CDSL's website <https://www.evotingindia.com> and on the Company's website <https://www.fflindia.com>.
 - viii. in case of queries, members may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members at the Helps Section of <https://www.evotingindia.com> or call on helpdesk no: 18002005533 or contact Mr. Anand Tirodkar and Mr. Ankit Bandivadekar, at

the designated email IDs: anandt@cdslindia.com / ankitb@cdslindia.com at telephone nos. 022-22728153/ 02222728634 who will also address the grievances connected with the voting by electronic means. Members may also write to the Company at the email ID cs_legal@fflindia.com or the Registered Office Address.

4. Pursuant to the provisions of Section 91 of the Companies Act, 2013 and Clause 16 of the Listing Agreement, the Register of Members and the Share Transfer books of the Company will remain closed from Monday, 21st September, 2015 to Friday 25th September, 2015 (both days inclusive) for annual closing and determining the entitlement of the shareholders to the final dividend for the year ended 31st March, 2015.

Place: Mumbai
Date: 2nd September, 2015

By order of the Board
Sd/-
Usha Iyengar
Director