



**Auditor's Report On Quarterly Financial Results and Year to Date Results of
the Company Pursuant to the Clause 41 of the Listing Agreement**

To

Board of Directors of Frontline Securities Limited

We have audited the financial results of **Frontline Securities Limited** ("the company") for the quarter ended 31st March, 2015 and the year to date results for the period 01st April, 2014 to 31st March, 2015, attached herewith, being submitted by the company pursuant to the requirement of clause 41 of the Listing Agreement except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from the disclosures made by the management and have not been audited by us.

These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, issued pursuant to the Companies (Accounting Standard) Rules, 2006 as per section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us, the quarterly financial results as well as the year to date results:

- (i). are presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and



- (ii). give a true and fair view of the net profit and other financial information for the quarter ended 31st March, 2015 as well the year to results for the period from 01st April 2014 to 31st March 2015.

Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.



For J. Jain & Company
Chartered Accountants
Firm's Registration No.: 004208N

Jayanti Jain

Jayanti Jain
(Partner)
M.No. 83450

Place: Delhi
Date: 26.05.2015

FRONTLINE SECURITIES LIMITED
 Regd Office : M-6, M-Block Market Greater Kailash-II, New Delhi-110048
 Branch Office : B -22, Sector - 4, Noida, Uttar Pradesh- 201301
 Audited Financial Results for the Quarter / Year ended March 31, 2015
 CIN No. : L74899DL1994PLC058837

PART-I

(Rs. in Lakhs , except EPS)

Particulars	Quarter Ended		Year Ended	
	Audited 31.03.2015	Unaudited 31.12.2014	Audited 31.03.2014	Audited 31.03.2015
1. Income from Operations				
(a) Net Sales/Income from operations (Net of excise duty)	74.23	83.77	158.44	658.09
(b) Other Operating Income	-	-	-	-
Total Income from operations (net)	74.23	83.77	158.44	658.09
2. Expenses				
a. Cost of Materials Consumed	-	-	-	-
b. Purchases of stock-in-trade	-	-	-	-
c. Changes in inventories of finished goods,	-	-	-	-
d. Employee benefits expense	5.82	6.97	6.55	26.46
e. Depreciation and amortisation expense	(0.16)	0.99	0.96	3.73
f. Professional Charges	11.21	3.60	22.32	22.62
g. Donations Paid	19.25	-	-	19.25
h. Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	4.27	2.92	5.72	17.13
Total Expenses	40.39	14.48	35.55	89.19
3. Profit / (Loss) from Operations before Other Income, finance costs & exceptional items (1-2)	33.84	69.29	122.89	568.90
4. Other Income	-	-	-	-
5. Profit / (Loss) from ordinary activities before finance costs & exceptional items (3+4)	33.84	69.29	122.89	568.90
6. Finance Costs	0.02	0.01	0.01	0.14
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	33.82	69.28	122.88	568.76
8. Exceptional Items	-	-	-	-
9. Profit / (Loss) from Ordinary Activities before tax (7+8)	33.82	69.28	122.88	568.76
10. Tax expense				
- Current Tax	2.81	11.74	33.70	104.21
- Deferred Tax	(13.75)	(0.18)	(1.17)	(7.21)
- MAT Credit	3.78	2.06	-	(5.56)
11. Net Profit / (Loss) from Ordinary Activities after tax (9-10)	40.98	55.65	90.35	477.32
12. Extraordinary Items (net of tax expenses)	-	-	-	-
13. Net Profit / (Loss) for the period (11-12)	40.98	55.65	90.35	477.32
14. Paid-up equity share capital (Rs.10/-)	718.67	718.67	718.67	718.67
15. Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year				2,929.86
16. Earnings per Share (before extraordinary items) (not annualized) :				
(a) Basic	0.57	0.77	1.26	6.64
(b) Diluted	0.57	0.77	1.26	6.64
17. Earnings per Share (after extraordinary items) (not annualized) :				
(a) Basic	0.57	0.77	1.26	6.64
(b) Diluted	0.57	0.77	1.26	6.64

PART - II

A. PARTICULARS OF SHAREHOLDING

Public Shareholding					
-Number of shares	2,542,196	2,542,196	1,841,746	2,542,196	1,841,746
-Percentage of shareholding	35.37	35.37	25.63	35.37	25.63
Promoters and Promoter Group Shareholding					
(a) Pledged / Encumbered					
-Number of shares	NIL	NIL	NIL	NIL	NIL
-Percentage of shares (as a % of the total shareholding of promoter and promoter group)					
-Percentage of shares (as a % of the total share capital of the company)					
(b) Non-Encumbered					
-Number of shares	4,644,493	4,644,493	5,344,943	4,644,493	5,344,943
-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100	100.00	100.00	100.00
-Percentage of shares (as a % of the total share capital of the company)	64.63	64.63	74.37	64.63	74.37

Particulars	Quarter Ended March 31, 2015
B. INVESTOR COMPLAINTS	
Pending at the beginning of the quarter.	NIL
Received during the quarter	NIL
Disposed off during the quarter.	NIL
Remaining unresolved at the end of the quarter	NIL

NOTES:

- The above financial results were reviewed by the Audit Committee and thereafter approved by the Board of Directors at their respective meetings held on May 26, 2015.
- The Board of Directors have recommended a dividend of 10% (Re. 1 per equity share of Rs. 10/- each) for the F.Y. 2014-15 subject to the approval of shareholders.
- The figures for the last Quarter are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the relevant financial year.
- Figures of the previous year have been regrouped / rearranged / reclassified wherever necessary, to correspond with the current period's classification / disclosure.
- The Company has revised useful life of asset pursuant to the requirement of Schedule II of the Companies Act, 2013. Accordingly, the useful life of certain assets required a change from the estimates. If the company had continued with the previously assessed useful lives, charge for depreciation for the year ended March, 2015 would have been lower by Rs. 1.19 lakhs
- As per the directions of the Reserve Bank of India, the Company vide Board Resolution dated 30.07.2014 has decided that the company shall not approach for any new business of Mutual Fund Distribution with the above mentioned date. This has impacted the earning of the company in the current quarter and will also impact the future earnings.
- The company has taken a decision to withdraw the scheme of arrangement relating to the merger of investment business I of Hope Consultants Ltd. into Frontline Securities Ltd as per the decision of the Board in its meeting held on May 28, 2015.
- The Company operates in one geographical segment i.e. India & has identified two business segments i.e. Segment-I which is Consultancy, Commission & Brokerage & Segment - II Investments in Bonds, Fixed Deposits & Loans & Advances. Segment Profit or Loss is measured on the basis of Operating Profit or Loss of each respective segment. Segment Assets & Liabilities have been apportioned similarly.

Place : Noida
 Date : May 26, 2015



For & on behalf of the Board of Directors

(Signature)
 (Rakesh K Jain)
 Director
 DIN: 00050524

(Signature)
 (Atul Kumar Jain)
 Director
 DIN: 00133750

FRONTLINE SECURITIES LIMITED

Regd Office : M-6, M-Block Market Greater Kailash-II, New Delhi-110048

Branch Office : B -22, Sector - 4 Noida, Uttar Pradesh- 201301

CIN No: L74899DL1994PLC058837

Segmentwise Revenue, Results and Capital Employed for the Quarter/Year ended March 31, 2015

Particulars	Quarter Ended			Year Ended	
	Audited	Unaudited	Audited	Audited	Audited
	31.03.2015	31.12.2014	31.03.2014	31.03.2015	31.03.2014
Segment Revenue					
(A) Consultancy, Commission & Brokerage	14.12	16.48	118.10	181.18	352.80
(B) Investement in Bonds, FDR & Loans & Advances	21.08	19.54	27.04	79.37	139.01
(C) Unallocated	39.03	47.75	13.30	397.54	61.84
Total	74.23	83.77	158.44	658.09	553.65
Less: Inter Segment Revenue	-	-	-	-	-
Total Income From Operations	74.23	83.77	158.44	658.09	553.65
Segment results					
(A) Consultancy, Commission & Brokerage	6.00	9.47	96.60	149.68	305.13
(B) Investement in Bonds, FDR & Loans & Advances	11.10	12.54	11.03	46.02	104.15
(C) Unallocated	16.72	47.27	14.08	373.06	60.35
Total	33.82	69.28	121.71	568.76	469.63
Less: (i) Interest	-	-	-	-	-
(ii) Other Unallocable Expenditure net off	-	-	-	-	-
(iii) Un-allocable Income	-	-	-	-	-
Total Profit Before Tax	33.82	69.28	121.71	568.76	469.63
Segment Capital Employed					
(A) Consultancy, Commission & Brokerage	(4.67)	4.63	20.57	(4.67)	20.57
(B) Investement in Bonds, FDR & Loans & Advances	686.27	784.87	748.80	686.27	748.80
(C) Unallocated	2,966.93	2,907.77	2,491.56	2,966.93	2,491.56
Total	3,648.53	3,697.27	3,260.93	3,648.53	3,260.93



For & on behalf of the Board of Directors

Place : Noida
Date : May 26, 2015

(Rakesh K Jain)
Director
DIN: 00050524

(Atul Kumar Jain)
Director
DIN: 00133750

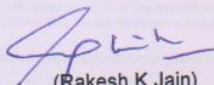
Statement of Assets and Liabilities as at March 31, 2015

(Rs. In Lakhs)

Particulars	As at 31.03.2015	As at 31.03.2014
	Audited	Audited
A. EQUITY AND LIABILITIES		
(1) Shareholder's Funds		
(a) Share Capital	718.67	718.67
(b) Reserves and Surplus	2,929.86	2,542.26
(c) Money received against share warrants	-	-
Sub-total-Shareholders' Funds	3,648.53	3,260.93
(2) Share application money pending allotment	-	-
(3) Non-Current Liabilities		
(a) Long-term borrowings	187.94	214.51
(b) Long term provisions	1.05	0.95
(c) Other long term liabilities	2.59	2.59
Sub-total-Non-Current Liabilities	191.58	218.05
(4) Current Liabilities		
(a) Short-term borrowings	-	-
(b) Trade payables	8.89	0.45
(c) Other current liabilities	13.30	21.76
(d) Short-term provisions	86.81	89.12
Sub-total-Current Liabilities	109.00	111.33
TOTAL - EQUITY AND LIABILITIES	3,949.11	3,590.31
B. ASSETS		
(1) Non-current assets		
(a) Fixed assets	520.14	496.96
(b) Deferred tax Assets (Net)	17.72	10.50
(c) Non-Current Investments	2,579.43	1,855.66
(d) Long Term Loans and Advances	68.07	6.04
(e) Other non-current assets	-	-
Sub-total-Non-Current Assets	3,185.36	2,369.16
(2) Current assets		
(a) Current investments	240.20	568.50
(b) Inventories	-	-
(c) Trade Receivables	-	-
(d) Cash and cash equivalents	144.32	241.60
(e) Short-term loans and advances	358.40	376.70
(f) Other Current Assets	20.83	34.35
Sub-total-Current Assets	763.75	1,221.15
TOTAL - ASSETS	3,949.11	3,590.31

For & on behalf of the Board of Directors

Place: Noida
Date: May 26, 2015


(Rakesh K Jain)
Director
DIN: 00050524


(Atul Kumar Jain)
Director
DIN: 00133750

