

**EXIT APPLICATION FORM**  
**(THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION)**

**FOR TENDERING EQUITY SHARES OF FRONTLINE SECURITIES LIMITED AT THE EXIT PRICE OF RS. 36.08 PER EQUITY SHARE**

Please read this document along with the public announcement (“**Public Announcement**”) published on July 01, 2020, letter of offer (“**Letter of Offer**”) dated July 01, 2020, post offer public announcement (“**Post Offer Public Announcement**”) published on July 17, 2020, exit offer public announcement (“**Exit Offer Public Announcement**”) published on August 21, 2020 and the enclosed exit letter of offer dated August 25, 2020 (“**Exit Letter of Offer**”) issued by **Hope Consultants Limited, Rakesh Kumar Jain and Prerna Jain** (collectively the “**Acquirers**”).

<b>EXIT OFFER</b>		
<b>Exit Period Opens</b>	<b>August 28, 2020</b>	<b>Friday</b>
<b>Exit Period Closes</b>	<b>August 27, 2021</b>	<b>Friday</b>
<b>Exit Price per Equity Share</b>	<b>Rs. 36.08 (Rupees Thirty Six and Paise Eight Only)</b>	

**EXIT APPLICATION FORM**

for tender of fully paid-up Equity Shares of face value of Rs. 5 each of

**FRONTLINE SECURITIES LIMITED**

Pursuant to the Exit Offer by **Hope Consultants Limited, Rakesh Kumar Jain and Prerna Jain** (collectively the “**Acquirers**”)

**Residual Public Shareholders should ensure that their Exit Application Form together with necessary enclosures is delivered by hand or sent by registered post / speed post or courier (at the Residual Public Shareholders’ sole cost and risk) to the Registrar to the Exit Offer so as to reach on or before the last day of the Exit Period, at the address of the Registrar to the Exit Offer given on the cover page of the Exit Letter of Offer and at the end of this Exit Application Form.**

Dear Sir(s),

**Re: Exit Offer for fully paid up Equity Shares from the Residual Public Shareholders of the Company by the Acquirers in accordance with the provisions of the SEBI Delisting Regulations.**

1. I/We, having read and understood the terms and conditions set out below, in the Public Announcement, Letter of Offer, Post Offer Public Announcement, Exit Offer Public Announcement and Exit Letter of Offer hereby tender my/our Equity Shares in response to the Exit Offer at the Exit Price.
2. I/We hereby undertake the responsibility for the Exit Application Form and the Equity Shares tendered under the Exit Offer and I/We hereby confirm that the Acquirers/ Registrar to the Exit Offer shall not be liable for any delay/loss in transit resulting into delayed receipt or non-receipt of the Exit Application Form along with all requisite documents, or delay/failure in credit of Equity Shares to the Special Depository Account within due time, due to inaccurate/incomplete particulars/instructions or any reason whatsoever.
3. I/We understand that this application is in accordance with the terms and conditions of the Exit Letter of Offer and all other applicable laws.
4. I / We understand that the Equity Shares tendered under the Exit Offer shall be held in trust by the Registrar to the Exit Offer until the time of the dispatch of payment of consideration calculated at Exit Price and/or the unaccepted Equity Shares are returned.
5. I/We also understand that the payment of consideration will be done, if this application is accepted, after due verification of this Exit Application Form, documents and signatures. I/We also understand that should I/we fail to furnish all relevant documents as set out in this Exit Application Form or the Exit Letter of Offer, this Exit Application Form may be considered invalid and may be liable to be rejected or there may be delays in making payment of consideration to me/us.
6. I/We hereby confirm that I have never sold or parted/dealt with, in any manner, the Equity Shares tendered under the Exit Offer and these Equity Shares are free from any lien, equitable interest, charges and encumbrances, whatsoever.
7. I/We hereby declare that there are no restraints/injunctions, or other order of any nature which limits/restricts my/our rights to tender these Equity Shares and I/we are the absolute and only owner of these Equity Shares and legally entitled to tender these Equity Shares under the Exit Offer.
8. I/We hereby declare that, if for any reason, the income tax authorities were to make a claim and/or seek to recover any tax, interest or penalty from the Acquirer (where such claim or recovery pertains to, or is relatable to, my/our tax liability), in connection with the Equity Shares tendered by me/us under this Exit Offer, I/we agree to indemnify the Acquirer for the same along with costs related thereto.
9. I/We authorize the Acquirer, Manager to the Exit Offer and Registrar to the Exit Offer to send the payment of consideration by way of crossed account pay order/demand draft/pay order through registered post or speed post at the address registered with the Company or as the case may be, by RTGS/NEFT/Direct Credit.
10. I/We undertake to return the amount received by me/us inadvertently, immediately.
11. I/We agree that upon acceptance of the Equity Shares by the Acquirer, tendered by me/us under the Exit Offer, I/ we would cease to enjoy all right, title, claim and interest whatsoever, in respect of such Equity Shares.
12. I/We authorize the Acquirer to accept the Equity Shares so offered, which it may decide to accept in terms of the Exit Letter of Offer.
13. If I/we are a non-resident Residual Public Shareholder, I/we have also enclosed with this Exit Application Form the relevant documents referred to in the Exit Letter of Offer, and that if such documents are not enclosed with this Exit Application Form, the Acquirer reserves the right to deduct tax at the maximum marginal rate as may be applicable to the relevant category of Non Resident Residual Public Shareholders on the gross consideration amount payable to such Non Resident Residual Public Shareholders or may treat the Exit Application Form as invalid;
14. I/We hereby undertake to execute any further documents, give assurance and provide assistance, which may be required in connection of the Exit Letter of Offer and agree to abide by the decisions taken in accordance with the applicable laws, rules and regulations.
15. I/We hereby confirm that I/we have full power and authority to tender, sell and transfer the Equity Shares which I/we are tendering (together with all rights attaching thereto) and there are no restraints/injunctions, or other orders of any nature which limit/restrict my/our rights to tender the Equity Shares and that I/we have never sold or parted/dealt with in any manner with the Equity Shares tendered under the Exit Offer and these Equity Shares are free from any lien, equitable interest, charges & encumbrances, whatsoever.
16. I/We acknowledge and confirm that all the particulars/statements given herein are true and correct.

**1. Details of the Residual Public Shareholder**

S. No.	Name (in BLOCK LETTERS)	Holder	Name	PAN
1	(Please write the names of the joint holders in the same order as appearing in the demat account.	Sole/First Holder		
		Second Holder		
		Third Holder		
2	<b>Contact Details:</b>	Tel No:		
		Mobile No:		
		Email Id:		
3	<b>Full Address</b> of the First/Sole Holder (with pin code)			
4	<b>Type of Investor</b> (Please tick (✓) the box to the right of the appropriate category)	Individual(s)	<input type="checkbox"/>	NRI - Repatriable
		HUF	<input type="checkbox"/>	NRI – Non Repatriable
		Domestic Company /Bodies Corporate	<input type="checkbox"/>	FII / FPI / OCB
		Mutual Fund	<input type="checkbox"/>	Insurance Company
		Banks & Financial Institutions	<input type="checkbox"/>	<b>Others (Please Specify)</b>

2. **Details of Residual Public Shareholder’s demat account and delivery instruction** executed in favour of Special Depository Account. Please ensure that your Equity Shares are credited into the Special Depository Account in OFF MARKET MODE

*(to be filled in by the tendering Residual Public Shareholder)*

<b>Name of Depository Participant of the Residual Public Shareholder</b>	
<b>ID No. of Depository Participant of the Residual Public Shareholder</b>	
<b>Client ID No. of the Residual Public Shareholder</b>	
<b>Beneficiary’s Name (as appearing in DP’s records)</b>	
<b>Date of Execution/Acknowledgement of Delivery</b>	
<b>Instruction (Copy enclosed)</b>	
<b>Number of Equity Shares ( In Figures)</b>	
<b>Number of Equity Shares ( in Words)</b>	

- By agreeing to participate in the Exit Offer the NR and NRI shareholders give the Company/Acquirers, as the case may be, the authority to make, sign, execute, deliver, acknowledge and perform all applications to file regulatory reporting, if required, including FC-TRS form, if necessary and undertake to provide assistance to the Company/ Acquirers for such regulatory reporting, if required by the Company/Acquirers.

**3. Signatures**

I/We hereby tender to the Acquirers, the number of Equity Shares set out or deemed to be set out in this Exit Application Form in accordance with and subject to the terms and conditions herein.

Signature			
	<b>Sole / First Holder</b>	<b>Second Holder</b>	<b>Third Holder</b>

*Note: In case of joint holdings, all holders must sign. In case of bodies corporate the Exit Application Form is to be signed by the authorized signatory under the stamp of the company and necessary board resolution authorizing the submission of this Exit Application Form should be attached.*

<b>Tax Certification (Non-resident shareholders including Non Resident Indians (“NRIs”) / Overseas Corporate Bodies (“OCBs”) / Foreign Portfolio Investors (“FPIs”)) ONLY</b>			
Please refer to the Exit Letter of Offer for details regarding tax to be deducted at source. Shareholders are also advised to consult their tax advisors for the treatment that may be given by their respective assessing officers in their case, and the appropriate course of action that they should take.			
I/We certify that the Equity Shares referred to in Box 2 are held: Please tick (✓)			
<b>On Investment / Capital Account</b>	<input type="checkbox"/>	<b>On Trade Account /to be taxed as Business Profits</b>	<input type="checkbox"/>
I/We certify that the tax deduction on the Equity Shares referred to in Box 2 is to be deducted on account of			
<b>Short Term Gains</b>	<input type="checkbox"/>	<b>Long Term gains</b>	<input type="checkbox"/>
		<b>Business profits</b>	<input type="checkbox"/>
I/We, confirm that the income arising from the transfer of shares tendered by me/us is in the nature of: Please tick (✓)			
<b>Capital Gains</b>	<input type="checkbox"/>	<b>Any other income</b>	<input type="checkbox"/>
Note: Where the equity shares tendered comprise both long term capital assets and short - term capital asset please furnish a statement showing computation of the break up into short term capital gains and long - term capital gains. In the case of NRIs only, where the Equity Shares have been acquired/purchased with or subscribed to in convertible foreign exchange and the shareholder wants to certify himself as having opted/not opted out of Chapter XII-A of the Income Tax Act, 1961 then please tick (✓) in the appropriate box below: I certify that: I have not opted out of Chapter XII-A of the Income Tax Act, 1961 I have opted out of Chapter XII-A of the Income Tax Act, 1961			
<b>PERMANENT ACCOUNT NUMBER :</b> (For tax deduction at source purposes)			
<b>Documents for non-resident shareholders (FII / FPI)</b>			
I/We have enclosed the following documents that are applicable to me/us (Please tick (✓))			
No objection certificate/Tax clearance certificate from income tax authorities u/s 195(3) or u/s 197 of the Income Tax Act, 1961			
Previous RBI approvals for holding the Equity Shares referred to in Box 2 or 3 of this Exit Application Form			

Self-Attested Copy of Permanent Account Number (PAN) Letter / PAN Card OR in case PAN number is not available, then the details and documents as required by Rule 37BC of the Income-tax Rules, 1962	
Self-Attested Copy of SEBI registration certificate along with a copy of notification issued under section 115AD of the Income Tax Act, 1961 showing name of FPI	
Tax Residence Certificate provided by the Income Tax Authority of foreign country of which the FPI is a tax resident and prescribed Form 10F, wherever applicable	
<b>Documents for non-resident shareholders (Other than FIIs / FPIs)</b>	
I/We have enclosed the following documents that are applicable to me/us (Please tick (✓))	
No objection certificate/Tax clearance certificate from income tax authorities u/s 195(3) or u/s 197 of the Income Tax Act, 1961	
Previous RBI approvals for holding the Equity Shares referred to in Box 2 or 3 of this Exit Application Form	
Self-Attested Copy of Permanent Account Number (PAN) Letter / PAN Card OR in case PAN number is not available, then the details and documents as required by Rule 37BC of the Income-tax Rules, 1962	
Copy of relevant pages of demat account if the shares have been held for more than twenty four months prior to the date of acceptance of Equity Shares under the Offer along with broker invoice/contract note evidencing the date on which the shares were acquired*	
Tax Residence Certificate provided by the Income Tax Authority of foreign country of which the shareholder is a tax resident and prescribed Form 10F, wherever applicable	
Copies of relevant pages of demat account in case of a shareholder claiming benefit mentioned in clause 6 of the Exit Letter of Offer. In case, shares were acquired in physical form and later converted into demat form, banker's certificate related to payment for acquisition of shares in convertible foreign exchange	
*To verify the date of acquisition	
Notes:	
a) In case the Equity Shares are held on trade account, kindly enclose a certificate stating that you are a tax resident of your country of residence/Incorporation and that you do not have a "permanent establishment" in India in terms of the Double Taxation Avoidance Agreement ("DTAA") entered into between India and your country of residence.	
b) In order to avail the benefit of lower rate of tax deduction under the DTAA, if any, kindly enclose a tax residency certificate stating that you are a tax resident of your country of incorporation in terms of the DTAA entered into between India and your country of residence along with the prescribed Form 10F.	
c) Non-resident shareholders should enclose a copy of the permission received from RBI for the Equity Shares held by them. If the Equity Shares are held under the general permission of RBI, the non-resident shareholder should furnish a copy of the relevant notification/circular pursuant to which the Equity Shares are held and state whether the Equity Shares are held on repatriable or non-repatriable basis.	
d) Non-resident shareholders (including NRIs, OCBs and FPIs) should enclose no objection certificate / tax clearance certificate from income tax authorities u/s 195(3) or u/s 197 of the Income Tax Act, 1961, indicating the tax to be deducted, if any, by the Acquirers before remittance of consideration at a rate lower than the applicable rate. In absence of such certificate from the Income-tax authorities, the Acquirers shall deduct tax at source at applicable rate of tax (including applicable surcharge and education cess), based on the documents submitted along with the Exit Application Form.	
e) NRIs, OCBs, FPIs and non-resident shareholders are required to furnish bankers' certificates certifying inward remittance of funds for their original acquisition of Equity Shares of the Company.	
f) NRIs holding shares on non-repatriable basis and OCBs shall also enclose a copy of the permission received from the RBI, if any, for tendering their Equity Shares in the Exit Offer.	
g) FPIs are requested to enclose the SEBI Registration Letter;	
h) Non-resident shareholders (including NRIs, OCBs and FPIs) should also enclose a consent letter indicating the details of transfer i.e. number of Equity Shares to be transferred, the name of the investee company whose shares are being transferred i.e. Frontline Securities Limited and the price at which the Equity Shares are being transferred i.e. "Price determined in accordance with the SEBI Delisting Regulations" duly signed by the shareholder or his/its duly appointed agent and in the latter case, also enclose the power of attorney.	
i) OCBs are requested to enclose Form OAC of the current year.	

**CHECKLIST (Please (✓) tick)**

1.	Exit Application Form	2.	Copy of Acknowledged demat slip
3.	Power of Attorney	4.	Death Certificate
5.	Corporate Authorisation	6.	Other documents, as applicable

Residual Public Shareholders are requested to submit all the documents as specified in Clause 1.7 and 2.2 of the Exit Letter of Offer, as applicable, along with the Exit Application Form.

<b>THE ENCLOSED EXIT APPLICATION FORM IS TO BE SUBMITTED TO THE REGISTRAR TO THE EXIT OFFER ONLY BY HAND DELIVERY OR REGISTERED POST OR SPEED POST OR COURIER (AT THEIR OWN RISK AND COST) ALONG WITH ALL APPLICABLE DOCUMENTS IN ACCORDANCE WITH THE TERMS AND CONDITIONS SET OUT IN THIS EXIT LETTER OF OFFER</b>	
<b>Manager to the Exit Offer</b>	<b>Registrar to the Exit Offer</b>
 <b>Sundae Capital Advisors Private Limited</b> 3rd Floor, C - 11, Community Centre Janak Puri, New Delhi - 110 058 Tel. No. +91 11 4914 9740 Email: <a href="mailto:fsl.delist@sundaecapital.com">fsl.delist@sundaecapital.com</a> Investor Grievance e-mail id: <a href="mailto:grievances.mb@sundaecapital.com">grievances.mb@sundaecapital.com</a> Website: <a href="http://www.sundaecapital.com">www.sundaecapital.com</a> SEBI Regn. No.: INM000012494 Contact Person: Anchal Lohia	 <b>Beetal Financial &amp; Computer Services Private Limited</b> Beetal House, 3rd Floor, 99, Madangir Behind Local Shopping Centre, New Delhi - 110 062 Tele No.: +91 11 2996 1281-83 Fax No.: +91 11 2996 1284 E-mail ID: <a href="mailto:beetalrta@gmail.com">beetalrta@gmail.com</a> Website: <a href="http://www.beetalfinancial.com">www.beetalfinancial.com</a> SEBI Registration No.: INR000000262 Contact Person: Mr. S P Gupta

**Notes:**

- All documents/remittances sent by / to the Residual Public Shareholders will be at their risk and Residual Public Shareholders are advised to adequately safeguard their interests in this regard.
- Please read these notes along with the entire contents of the Public Announcement, Letter of Offer and Exit Letter of Offer.
- In the case of Residual Public Shareholders other than individuals, any documents, such as a copy of a power of attorney, board resolution, authorization, etc, as applicable and required in respect of support/verification of this Exit Application Form shall also be provided otherwise the Exit Application Form shall be liable for rejection. Please refer to Clause 1.7 and 2.2 of the Exit Letter of Offer, as applicable, for details of documents
- The number of Equity Shares tendered under the Exit Offer should match with the number of Equity Shares specified in the share certificate(s) enclosed along with share transfer form(s) for Residual Public Shareholders holding Equity Shares in physical form or the Equity Shares held under the respective Client ID number for Residual Public Shareholders holding Equity Shares in dematerialized form. In case of mismatch, the acceptance or partial acceptance of the Equity Shares will be at the sole discretion of the Registrar to the Exit Offer / Manager to the Exit Offer
- The consideration shall be paid in the name of sole/first holder.
- In case, the Exit Application Form is not complete in all respects, the same may be liable for rejection.
- It is the sole responsibility of the Residual Public Shareholders to ensure that their Equity Shares are credited to the Special Depository Account in the manner as mentioned in the Exit Letter of Offer and their application is delivered or reach the Registrar to the Exit Offer on or before the last date of the Exit Period.
- For Equity Shares held in dematerialized form:
  - (a) Before submitting this Exit Application Form to the Registrar to the Exit Offer, please issue necessary instructions to your depository participant (where you hold the depository account in which the Equity Shares of Company are presently held) to credit your Equity Shares into the Special Depository Account to the Exit Offer (details of which are below). Please ensure that your Equity Shares are credited into the Special Depository Account in OFF MARKET MODE.
 

Account Name	Exit Offer Escrow Account Frontline Securities Limited
Depository Participant (DP) Name:	Farsight Securities Limited
DP ID:	IN301766
Client ID:	10125499
Depository:	NSDL

Residual Shareholders having their beneficiary account with Central Depository Services (India) Limited (CDSL) have to use the inter-depository delivery instruction slip for the purpose of crediting their Equity Shares in favor of the Special Depository Account opened with National Securities Depository Limited (NSDL).
  - (b) A photocopy of the delivery instruction or counterfoil of the delivery instruction slip furnished to the depository participant of your depository account (duly acknowledged by such depository participant) as proof of credit of your Equity Shares to the Special Depository Account (“Depository Participant Instruction”) should be attached to this Exit Application Form.
  - (c) It is the sole responsibility of Residual Public Shareholders to ensure that their Equity Shares are credited to the Special Depository Account before the Exit Window ends.
- For Equity Shares held in physical form: Before submitting this Exit Application Form to the Registrar to the Exit Offer, you must execute valid share transfer form(s) in respect of the Equity Shares intended to be tendered under the Exit Offer and attach thereto all the relevant original physical share certificate(s). The share transfer form(s) shall be signed by the respective Residual Public Shareholders (or in case of joint holdings by all the joint holders in the same order) in accordance with the specimen signature(s) recorded with the Company/Registrar to the Exit Offer and shall also be duly witnessed. A copy of any signature proof may be attached to avoid any inconvenience.
- In case, the sole/any joint holder has died, but the share certificate(s) are still in the name of the deceased person(s), please enclose the requisite documents, i.e., copies of death certificate/will/probate/succession certificate and other relevant papers, as applicable.
- For unregistered shareholder: Unregistered shareholders should enclose, as applicable, (a) this Exit Application Form, duly completed and signed in accordance with the instructions contained therein, (b) original share certificate(s), (c) original broker contract note, (d) valid share transfer form(s) as received from the market, duly stamped and executed as the transferee(s) along with blank transfer form duly signed as transferor(s) and witnessed at the appropriate place. The transfer deed should be in favour of “Prerna Jain”. All other requirements for valid transfer will be preconditions for acceptance.
- By agreeing to participate in the Exit Offer the NR and NRI shareholders give the Company/Acquirers, as the case may be, the authority to make, sign, execute, deliver, acknowledge and perform all applications to file regulatory reportings, if required, including FC-TRS form, if necessary and undertake to provide assistance to the Company/Acquirers for such regulatory reporting, if required by the Company/Acquirers.
- Residual Public Shareholders are requested to submit all the documents as specified in Clause 1.7 and 2.2 of the Exit Letter of Offer, as applicable, along with the Exit Application Form.

**ACKNOWLEDGEMENT SLIP  
EXIT OFFER FOR FRONTLINE SECURITIES LIMITED**

Received from Mr./Ms./M/s. \_\_\_\_\_ an Exit Application Form for \_\_\_\_\_ Equity Shares of Frontline Securities Limited at the Exit Price of Rs. 36.08 per equity share.

Received a photocopy of the Depository Participant Instruction / original share certificates for the transfer of such Equity Shares from the account bearing

DEMAT SHAREHOLDER		PHYSICAL SHAREHOLDER	
DP ID NO.		FOLIO NO.	
CLIENT ID NO		SHARE CERTIFICATE NO.	
NUMBER OF EQUITYSHARES		NUMBER OF EQUITYSHARES	

ACKNOWLEDGEMENT	
DATE OF RECEIPT	
SIGNATURE OF OFFICIAL	