

CFL/SEC/2022-23/JUN/ 04

June 11, 2022

The Manager (Listing) Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 Scrip Code: 508814	The Manager (Listing) National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra – Kurla Complex Mumbai-400 051 Security ID: "COSMOFILMS"
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Sub: Submission of voting results of Postal Ballot along with Scrutinizer Report

Dear Sir,

Please find enclosed herewith the voting results of the Members of the Company conducted by way of postal ballot as required under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report.

The following resolution was put to vote and have been passed with requisite majority:

- Approval for Change of Name of the Company from "Cosmo Films Limited" to "Cosmo First Limited" and Consequent Alteration in Memorandum and Articles of Association of the Company.
- Issue of Bonus Equity Shares.
- Increase in the Authorised Share Capital and Consequent Alteration in Capital Clause of Memorandum of Association of the Company.

You are requested to take the same on your records.

Thanking You

Yours faithfully

For **Cosmo Films Limited**
Jyoti Dixit**Company Secretary & Compliance Officer**

Encl: a/a

General information about company	
Scrip code	508814
NSE Symbol	COSMOFILMS
MSEI Symbol	NOTLISTED
ISIN	INE757A01017
Name of the company	COSMO FILMS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	11-06-2022
Start time of the meeting	
End time of the meeting	



Scrutinizer Details	
Name of the Scrutinizer	Sanjiv Aggarwal
Firms Name	B.K. Shroff & Co.
Qualification	CA
Membership Number	85128
Date of Board Meeting in which appointed	09-05-2022
Date of Issuance of Report to the company	11-06-2022



Voting results		
Record date	06-05-2022	
Total number of shareholders on record date		40279
No. of shareholders present in the meeting either in person or through proxy		
a) Promoters and Promoter group		
b) Public		
No. of shareholders attended the meeting through video conferencing		
a) Promoters and Promoter group		
b) Public		
No. of resolution passed in the meeting		3



Resolution (1)										
Resolution required: (Ordinary / Special)				Special No						
Whether promoter/promoter group are interested in the agenda/resolution?				Approval for Change of Name of the Company from “Cosmo Films Limited” to “Cosmo First Limited” and Consequent Alteration in Memorandum and Articles of Association of the Company						
Description of resolution considered										
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		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		8012737	100.0000	8012737	0	100.0000	0.0000		
	Poll	8012737	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	8012737	8012737	100.0000	8012737	0	100.0000	0.0000		
Public- Institutions	E-Voting		1095369	81.1199	1095369	0	100.0000	0.0000		
	Poll	1350309	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	1350309	1095369	81.1199	1095369	0	100.0000	0.0000		
Public- Non Institutions	E-Voting		640428	7.4289	640177	251	99.9608	0.0392		
	Poll	8620772	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	8620772	640428	7.4289	640177	251	99.9608	0.0392		
Total		17983818	9748534	54.2073	9748283	251	99.9974	0.0026		
					Whether resolution is Pass or Not.					Yes
					Disclosure of notes on resolution					Add Notes



Resolution (2)										
Resolution required: (Ordinary / Special)				Ordinary No						
Whether promoter/promoter group are interested in the agenda/resolution?				Issue of Bonus Equity Shares						
Description of resolution considered										
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		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		8012737	100.0000	8012737	0	100.0000	0.0000		
	Poll	8012737	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	8012737	8012737	100.0000	8012737	0	100.0000	0.0000		
Public- Institutions	E-Voting		1095369	81.1199	1040933	54436	95.0304	4.9696		
	Poll	1350309	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	1350309	1095369	81.1199	1040933	54436	95.0304	4.9696		
Public- Non Institutions	E-Voting		640428	7.4289	636943	3485	99.4558	0.5442		
	Poll	8620772	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	8620772	640428	7.4289	636943	3485	99.4558	0.5442		
Total		17983818	9748534	54.2073	9690613	57921	99.4058	0.5942		
						Whether resolution is Pass or Not.				Yes
						Disclosure of notes on resolution				Add Notes



Resolution (3)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					Increase in the Authorised Share Capital and Consequent Alteration in Capital Clause of Memorandum of Association of the Company				
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	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		8012737	100.0000	8012737	0	100.0000	0.0000	
	Poll	8012737	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	8012737	8012737	100.0000	8012737	0	100.0000	0.0000	
Public- Institutions	E-Voting		1095369	81.1199	1004728	90641	91.7251	8.2749	
	Poll	1350309	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	1350309	1095369	81.1199	1004728	90641	91.7251	8.2749	
Public- Non Institutions	E-Voting		640428	7.4289	636965	3463	99.4593	0.5407	
	Poll	8620772	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	8620772	640428	7.4289	636965	3463	99.4593	0.5407	
Total		17983818	9748534	54.2073	9654430	94104	99.0347	0.9653	
					Whether resolution is Pass or Not.				
					Disclosure of notes on resolution				
					Yes				
					Add Notes				



SCRUTINIZER'S REPORT FOR POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 (the "Act") and other applicable provisions, if any, of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended from time to time read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021 and General Circular No. 03/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars")]

To,
The Chairman
Cosmo Films Limited
(CIN: L92114DL1976PLC008355)
1008, DLF Tower-A, Jasola District Centre,
New Delhi-110025

For passing of resolution through Postal Ballot

Dear Sir,

I, SANJIV AGGARWAL, Practicing Chartered Accountant as Partner of M/s. B. K. SHROFF & CO., Chartered Accountants, having office at 3/7B, Asaf Ali Road, New Delhi – 110 002 was appointed as Scrutinizer of COSMO FILMS LIMITED ("the Company") for the purpose of scrutinizing Postal Ballot voting process (via remote e-Voting) taken on the below mentioned resolution(s) contained in the Postal Ballot Notice dated 9th May, 2022.

1. The remote e-voting period remained open from Friday, May 13, 2022 (IST 09:00 a.m.) to Saturday, June 11, 2022 (IST 05:00 p.m.) on the designated website via CDSL remote e-voting platform.
2. The shareholders holding shares as on the "cutoff" date i.e. Friday, May 06, 2022 were entitled to vote on the proposed resolutions (item No.1 to 3) as set out in the Notice of the Postal Ballot of the COSMO FILMS LIMITED.
3. In view of the prevailing pandemic situation and restriction imposed by Government and to obviate difficulties faced by the corporates in providing both voting by physical ballot and E voting, a facility was extended for the members to cast their vote only through E-voting in accordance with the provisions of the above mentioned MCA Circulars. Accordingly, the Company had sent the Postal Ballot Notice including all the requisite information required to cast the vote, in electronic form only to all its members who have registered their e-mail addresses with the Registrar & Transfer Agents (RTA)/ Depository Participants (DP). The communication of the assent or dissent of the Members was sought through the E-voting system only.



4. Total Issued Share Capital of the Company includes 188897 Shares held by Cosmo Films ESOP 2015 Trust "ESOP Trust" to be treated as "Non-Promoter Non-Public holding" as per Regulation 3(9), Chapter II of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 for which voting rights were not available.

5. Total issued share capital of the company includes 175486 shares on which dividend has remained unpaid or unclaimed and have been transferred to Investors Education and Protection Fund pursuant to Section 124 (6) of the companies Act 2013. The shareholders have lost their right to vote till the voting rights are active again.

6. After the end of e-voting period, the votes cast through remote e-voting were unblocked in the presence of two witnesses Mr. Chanchal Singh and Mr. Ajay Kumar Singh who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Mr. Chanchal Singh



Name: Mr. Ajay Kumar Singh

7. I submit our report of Postal Ballot (via remote e-voting) as under:

1. **Special Resolution - Approval for Change of Name of the Company from "Cosmo Films Limited" to "Cosmo First Limited" and Consequent Alteration in Memorandum and Articles of Association of the Company**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes Cast by them	% of total number of valid votes cast
Remote E-Voting	318	9748283	100.00%

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes Cast by them	% of total number of valid votes cast
Remote E-Voting	11	251	0.00% (Negligible)



(iii) Invalid Votes

Mode of Voting	Number of members voted	Number of votes Cast by them
Remote E -Voting	Nil	Nil

2 Ordinary Resolution -Issue of Bonus Equity Shares

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes Cast by them	% of total number of valid votes cast
Remote E -Voting	317	9690613	99.41%

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes Cast by them	% of total number of valid votes cast
Remote E -Voting	12	57921	0.59%

(iii) Invalid Votes

Mode of Voting	Number of members voted	Number of votes Cast by them
Remote E-Voting	Nil	Nil

3 Ordinary Resolution - Increase in the Authorised Share Capital and Consequent Alteration in Capital Clause of Memorandum of Association of the Company

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes Cast by them	% of total number of valid votes cast
Remote E-Voting	315	9654430	99.03%



(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes Cast by them	% of total number of valid votes cast
Remote E-Voting	14	94104	0.97%

(iii) Invalid Votes

Mode of Voting	Number of members voted	Number of votes Cast by them
Remote E-Voting	Nil	Nil

8. The results of the postal ballot (via e-voting) conducted for the above said items, may accordingly be declared and based on the above facts, the resolutions 1 to 3 may be considered as passed with requisite majority as per the provisions of the Act.
9. The register, all other papers and relevant records relating to electronic voting is being handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully

For B. K. SHROFF & CO.
Chartered Accountants
Firm Registration No: 302166E


Sanjiv Aggarwal

Partner
Membership No: 85128
Place New Delhi
Dated: 11.06.2022
UDIN: 22085128AKTWKY5433




CHAIRMAN/AUTHORISED SIGNATORY