ANNEXURE - B

General information about company	
Scrip code	508814
NSE Symbol	COSMOFILMS
MSEI Symbol	
ISIN	INE757A01017
Name of the company	COSMO FILMS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-07-2021
Start time of the meeting	03:00 PM
End time of the meeting	03:39 PM

COSMO FILMS LIMITED
New Delhi

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	20-05-2021
Date of Issuance of Report to the company	23-07-2021

COSMO FILMS LIMITED
New Delhi

Voting results	
Record date	16-07-2021
Total number of shareholders on record date	31160
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	10
b) Public	100
No. of resolution passed in the meeting	**7**

COSMO FILMS LIMITED
New Delhi

Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Consider and adopt the Audited Financial Statements of the Company including Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon

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	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
Public- Institutions	E-Voting	1013908	783334	77.2589	783334	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1013908	783334	77.2589	783334	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8791888	256337	2.9156	256335	2	99.9992	0.0008
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8791888	256337	2.9156	256335	2	99.9992	0.0008
Total		17844133	9078008	50.8739	9078006	2	100.0000	0.0000
					Whether resolution is Pass or Not.		Yes	
					Disclosure of notes on resolution		Add Notes	

COSMO FILMS LIMITED New Delhi

Resolution (2)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Re-appointment of Mr. Pratip Chaudhuri (DIN: 00915201) who retires by rotation

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	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
Public- Institutions	E-Voting	1013908	786222	77.5437	516629	269593	65.7103	34.2897
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1013908	786222	77.5437	516629	269593	65.7103	34.2897
Public- Non Institutions	E-Voting	8791888	256154	2.9135	256142	12	99.9953	0.0047
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8791888	256154	2.9135	256142	12	99.9953	0.0047
Total		17844133	9080713	50.8891	8811108	269605	97.0310	2.9690
					Whether resolution is Pass or Not.		Yes	
					Disclosure of notes on resolution		Add Notes	

COSMO FILMS LIMITED New Delhi

Resolution (3)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Appointment of Mr. Rakesh Kumar Nangia (DIN: 00147386) as an Independent Director

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	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
Public- Institutions	E-Voting	1013908	786222	77.5437	740422	45800	94.1747	5.8253
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1013908	786222	77.5437	740422	45800	94.1747	5.8253
Public- Non Institutions	E-Voting	8791888	256154	2.9135	256142	12	99.9953	0.0047
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8791888	256154	2.9135	256142	12	99.9953	0.0047
Total		17844133	9080713	50.8891	9034901	45812	99.4955	0.5045

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	Add Notes

COSMO FILMS LIMITED New Delhi

Resolution (4)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Approval for Payment of remuneration by way of commission to Non-Executive Directors

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	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
Public- Institutions	E-Voting	1013908	786222	77.5437	776222	10000	98.7281	1.2719
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1013908	786222	77.5437	776222	10000	98.7281	1.2719
Public- Non Institutions	E-Voting	8791888	256286	2.9150	253147	3139	98.7752	1.2248
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8791888	256286	2.9150	253147	3139	98.7752	1.2248
Total		17844133	9080845	50.8898	9067706	13139	99.8553	0.1447
					Whether resolution is Pass or Not.		Yes	
					Disclosure of notes on resolution		Add Notes	

COSMO FILMS LIMITED New Delhi

Resolution (5)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	Approval for Payment of managerial remuneration in case of no profit or inadequate profit

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	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
Public- Institutions	E-Voting	1013908	786222	77.5437	345139	441083	43.8984	56.1016
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1013908	786222	77.5437	345139	441083	43.8984	56.1016
Public- Non Institutions	E-Voting	8791888	256337	2.9156	253125	3212	98.7470	1.2530
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8791888	256337	2.9156	253125	3212	98.7470	1.2530
Total		17844133	9080896	50.8901	8636601	444295	95.1074	4.8926
					Whether resolution is Pass or Not.		Yes	
					Disclosure of notes on resolution		Add Notes	

COSMO FILMS LIMITED New Delhi

Resolution (6)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Approval for Payment of remuneration to Non-Executive Directors in case of no profit or inadequate profit

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	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
Public- Institutions	E-Voting	1013908	786222	77.5437	603708	182514	76.7859	23.2141
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1013908	786222	77.5437	603708	182514	76.7859	23.2141
Public- Non Institutions	E-Voting	8791888	256286	2.9150	253034	3252	98.7311	1.2689
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8791888	256286	2.9150	253034	3252	98.7311	1.2689
Total		17844133	9080845	50.8898	8895079	185766	97.9543	2.0457
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

COSMO FILMS LIMITED New Delhi

Resolution (7)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Approval of the remuneration payable to Cost Auditors for the Financial Year 2021-22

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	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8038337	8038337	100.0000	8038337	0	100.0000	0.0000
Public-Institutions	E-Voting	1013908	786222	77.5437	786222	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1013908	786222	77.5437	786222	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8791888	256337	2.9156	256335	2	99.9992	0.0008
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8791888	256337	2.9156	256335	2	99.9992	0.0008
Total		17844133	9080896	50.8901	9080894	2	100.0000	0.0000
					Whether resolution is Pass or Not.		Yes	
					Disclosure of notes on resolution		Add Notes	

COSMO FILMS LIMITED New Delhi

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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 & 109 of the Companies Act,2013 and R ule 20 and 21 of the Companies (Management and Adm inistration) Amendment Rules,2015, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015]

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

For Forty Fourth (44th) Annual General Meeting ("AGM") of the Equity Shareholders of COSMO FILMS LIMITED, held on Friday 23rd day of July, 2021 at 3.00 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

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 Annual General Meeting (AGM) voting process i.e. remote e-Voting and e-voting during AGM taken on the below mentioned resolution (s) at the Forty Fourth Annual General Meeting of the Equity Shareholders of COSMO FILMS LIMITED, held on Friday 23rd day of July, 2021 at 3.00 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

1. The remote e-voting period remained open from Tuesday, July 20, 2021 (IST 10:00 a.m.) to Thursday, July 22, 2021 (IST 05:00 p.m.) on the designated website via CDSL e-voting platform.
2. The shareholders holding shares as on the "cutoff" date i.e. Friday, July 16, 2021 were entitled to vote on the proposed resolutions (item No.1 to 7) as set out in the Notice of the Forty Fourth AGM of the COSMO FILMS LIMITED.
3. Total Issued Share Capital of the Company includes 328582Shares held by Cosmo Films ESOP 2015 Trust "ESOP Trust" to be treated as "Non-Promoter Non-Public holding" as per Regulation 9, Chapter II of SEBI (Share Based Employee Benefits) Regulation 2014 for which voting rights were not available.
4. Total issued share capital of the company includes 166929 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 attend and vote at the annual general meeting till the voting rights are active again.

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5. After the conclusion of e-voting at the AGM, first the votes cast during the AGM were unblocked and thereafter the votes cast through remote e-voting were unblocked in the presence of two witnesses Mr. Gaurav Monga and Mr. Rahul Saini who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Gaurav Monga

Name: Rahul Saini

6. I submit our consolidated report of remote e-voting and e-voting during AGM as under:

1. Ordinary Resolution - To receive, consider and adopt the Audited Financial Statements of the Company including Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon

(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	183	9077123	99.99%
E-Voting during AGM	4	883	0.01%
Total	187	9078006	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	2	2	0.00%
E-Voting during AGM	Nil	Nil	0.00%
Total	2	2	0.00%

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(iii) Invalid Votes

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

2 Ordinary Resolution - To appoint a Director in place of Mr. Pratip Chaudhuri, (DIN: 00915201) who retires by rotation and being eligible, offers himself for re-appointment

(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	168	8810225	97.02%
E-Voting during AGM	4	883	0.01%
Total	172	8811108	97.03%

(ii)Voted against the resolution:

Mode of Voting	Number of member voted	Number of votes Cast by them	% of total number of valid votes cast
Remote E -Voting	17	269605	2.97%
E-Voting during AGM	Nil	Nil	0.00%
Total	17	269605	2.97%

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(iii)Invalid Votes

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

3. **Ordinary Resolution - To appoint Mr. Rakesh Kumar Nangia (DIN: 00147386) as an Independent Director**

(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	180	9034018	99.49%
E-Voting during AGM	4	883	0.01%
Total	184	9034901	99.50%

(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	5	45812	0.50%
E-Voting during AGM	Nil	Nil	0.00%
Total	5	45812	0.50%

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(iii) Invalid Votes

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

4 Ordinary Resolution - To approve payment of remuneration by way of Commission to Non-Executive Directors

(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	176	9067374	99.85%
E-Voting during AGM	2	332	0.01%
Total	178	9067706	99.86%

(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	10	12639	0.13%
E-Voting during AGM	1	500	0.01%
Total	11	13139	0.14%

(iii) Invalid Votes

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

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5. Special Resolution - To approve payment of managerial remuneration in case of no profit or inadequate profit

(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	153	8636218	95.10%
E-Voting during AGM	3	383	0.01%
Total	156	8636601	95.11%

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of vote cast by them	% of total number of valid votes cast
Remote E-Voting	33	443795	4.88%
E-Voting during AGM	1	500	0.01%
Total	34	444295	4.89%

(iii) Invalid Votes

Mode of Voting	Number of members voted	Number of vote cast by them
Remote E-Voting	Nil	Nil
E-Voting during AGM	Nil	Nil
Total	Nil	Nil

6. Special Resolution - To approve payment of remuneration to Non-Executive Directors in case of no profit or inadequate profit

(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	165	8894747	97.94%
E-Voting during AGM	2	332	0.01%
Total	167	8895079	97.95%

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(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of vote cast by them	% of total number of valid votes cast
Remote E-Voting	21	185266	2.04%
E-Voting during AGM	1	500	0.01%
Total	22	185766	2.05%

(iii) Invalid Votes

Mode of Voting	Number of members voted	Number of vote cast by them
Remote E-Voting	Nil	Nil
E-Voting during AGM	Nil	Nil
Total	Nil	Nil

7. Ordinary Resolution - To approve remuneration payable to Cost Auditors for the Financial year 2021-22

(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	184	9080011	99.99%
E-Voting during AGM	4	883	0.01%
Total	188	9080894	100.00%

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of vote cast by them	% of total number of valid votes cast
Remote E-Voting	2	2	0.00%
E-Voting during AGM	Nil	Nil	0.00%
Total	2	2	0.00%

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23270362, 42831400
E-mail : bkshroffdelhi@yahoo.com
bkshroffdelhi@rediff.com

(iii) Invalid Votes

Mode of Voting	Number of members voted	Number of vote cast by them
Remote E-Voting	Nil	Nil
E-Voting during AGM	Nil	Nil
Total	Nil	Nil

Therefore, the aforesaid resolutions 1 to 7 are approved with requisite majority.

7. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter same will be 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

Sanjiv Aggarwal
Partner
Membership No: 85128
Place New Delhi
Dated: 23.07.2021
UDIN: 21085128AAAAEL9809

B.K. SHROFF & CO. NEW DELHI CHARTERED ACCOUNTANTS

Chairman