

### General information about company

Scrip code	508814
NSE Symbol	COSMOFIRST
MSEI Symbol	NOTLISTED
ISIN	INE757A01017
Name of the company	COSMO FIRST LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-12-2023
Start time of the meeting	
End time of the meeting	

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### Scrutinizer Details

Name of the Scrutinizer	SANJIV AGGARWAL
Firms Name	B.K. SHROFF & Co.
Qualification	CA
Membership Number	085128
Date of Board Meeting in which appointed	08-11-2023
Date of Issuance of Report to the company	29-12-2023

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Voting results	
Record date	10-11-2023
Total number of shareholders on record date	47080
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>1</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Yash Pal Syngal (DIN: 01486597) as a Non Executive Independent Director 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							
	Poll	11821616						
	Postal Ballot (if applicable)		11821616	100.0000	11821616	0	100.0000	0.0000
	<b>Total</b>	<b>11821616</b>	<b>11821616</b>	<b>100.0000</b>	<b>11821616</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting							
	Poll	1196068						
	Postal Ballot (if applicable)		754911	63.1161	754911	0	100.0000	0.0000
	<b>Total</b>	<b>1196068</b>	<b>754911</b>	<b>63.1161</b>	<b>754911</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting							
	Poll	13232043						
	Postal Ballot (if applicable)		473323	3.5771	471766	1557	99.6710	0.3290
	<b>Total</b>	<b>13232043</b>	<b>473323</b>	<b>3.5771</b>	<b>471766</b>	<b>1557</b>	<b>99.6710</b>	<b>0.3290</b>
<b>Total</b>		<b>26249727</b>	<b>13049850</b>	<b>49.7142</b>	<b>13048293</b>	<b>1557</b>	<b>99.9881</b>	<b>0.0119</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	



# **B.K. SHROFF & CO.**

**Chartered Accountants**

**Office** : 3/7-B, Asaf Ali Road, 1st Floor, Flat No. 4,  
New Delhi-110002  
**Phone** : 23271407, 23284825, 23284826, 23270362  
**E-mail** : bkshroffdelhi@yahoo.com  
: bkshroffdelhi@rediff.com

## **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, General Circular No. 03/2022 dated May 05, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars")]

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

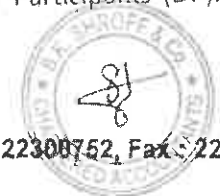
**Subject: For passing of resolution through Postal Ballot**

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 FIRST LIMITED (formerly 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 November 8, 2023.

1. The remote e-voting period remained open from Thursday, November 30, 2023 (IST 09:00 a.m.) to Friday, December 29, 2023 (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, November 10, 2023 were entitled to vote on the proposed resolution as set out in the Notice of the Postal Ballot of "the company".
3. 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).

Kolkata Address : 23-A, Netaji Subhash Road, Kolkata-700001, Phone : 22300751, 22300752, Fax : 22300680



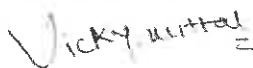
# B.K. SHROFF & CO.

Chartered Accountants

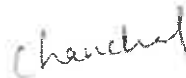
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: bkshroffdelhi@rediff.com

The communication of the assent or dissent of the Members was sought through the E-voting system only.

- Total Issued Share Capital of the Company includes 248182 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.
- Total issued share capital of the company includes 270831 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.
- After the end of e-voting period, the votes cast through remote e-voting were unblocked in the presence of two witnesses Mr. Vicky Mittal and Ms. Chanchal who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Vicky Mittal



Name: Chanchal

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

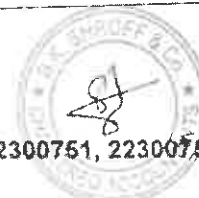
**Special Resolution – Appointment of Mr. Yash Pal Syngal (DIN: 01486597) as Non-Executive Independent Director of the Company**

- (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	253	1,30,48,293	99.99 %

- (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	16	1,557	0.01 %



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(iii) Invalid Votes

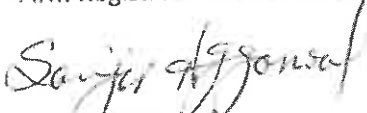
Mode of Voting	Number of members voted	Number of votes Cast by them
Remote E -Voting	Nil	Nil

8. The results of the postal ballot (via e-voting) conducted for the above said item, may accordingly be declared and based on the above facts, the resolution 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

  
Sanjay Aggarwal

Partner  
Membership No: 085128  
Place New Delhi  
Dated: 29.12.2023  
UDIN: 23085128BGTUBN8353

  
CHAIRMAN/AUTHORISED SIGNATORY

