

ANNEXURE-A

Proceedings of the 46th Annual General Meeting of the Company

The 46th Annual General Meeting (“AGM”) of the Members of Cosmo First Limited (“the Company”) was held on Friday, August 04, 2023 at 3.00 p.m. (IST) through Video Conferencing (“VC”). The meeting was held in compliance with the General Circular numbers 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022 and 10/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 08th December, 2021, 14th December, 2021, 05th May, 2022 and 28th December, 2022 respectively issued by the Ministry of Corporate Affairs (MCA) and Circular numbers SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 12th May, 2020, 13th May, 2022 and 5th January 2023 respectively issued by the Securities and Exchange Board of India (SEBI) and as per the other applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The Company Secretary welcomed the Members and informed that this annual general meeting was being held through video conferencing. She informed the members that the Company has taken all feasible steps to ensure that shareholders were provided an opportunity to participate in Annual General Meeting and vote. She briefed the members on important points relating to the participation at the Meeting through VC.

Members were informed that the facility for remote e-voting for all the Resolution mentioned in the notice was provided to the Shareholder as on the cut-off date i.e. July 28, 2023. She also informed that e-voting was made available at the AGM to those shareholders who had not already voted by means of remote e-voting.

Mr. Sanjeev Aggarwal, Partner of M/s. B. K. Shroff & CO., Chartered Accountants, having office at 3/7B, Asaf Ali Road, New Delhi – 110 002 was acting as scrutinizer for scrutinizing the e-voting process in a fair and transparent manner.

Mr. Ashok Jaipuria, Chairman, Chaired the Meeting. He welcomed the Members and after ascertaining the quorum, called the meeting to order.

He requested the Directors, auditors and management team members who had joined the meeting through Video Conferencing to introduce themselves.

Thereafter, Chairman made his opening remarks with respect to the growth outlook and the operations of the Company.

The Shareholders approved the following resolutions with requisite majority:

Item No.	Particulars	Type of Resolution
Ordinary Business		
1	Adoption of the Audited Financial Statements of the Company including Balance Sheet as at March 31, 2023, 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.	Ordinary Resolution
2	Approval for Dividend on the Equity Shares of the Company @ 50 % i.e., Rs. 5/- per equity share each	Ordinary Resolution

2	Approval for Re-appointment of Mr. Pratip Chaudhuri, Director (DIN: 00915201) who is liable to retire by rotation.	Ordinary Resolution
Special Business		
4.	Re-appointment of Mr. Anil Wadhwa (DIN: 08074310) as Independent Director of the Company	Special Resolution
5.	Re-appointment of Ms. Alpana Parida (DIN: 06796621) as Independent Director of the Company	Special Resolution
6.	Re-appointment of Mr. Ashok Jaipuria (DIN:00214707) as Managing Director of the Company	Special Resolution
7.	Approval for payment of managerial remuneration in case of no profit or inadequate profit.	Special Resolution
8.	Approval for payment of remuneration to Non-Executive Directors in case of no profit or inadequate Profit	Special Resolution
9	Approval for remuneration payable to Cost Auditors for the Financial year 2023-24.	Ordinary Resolution

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the operations as well as the financial performance of the Company. The Chairman responded to the questions asked and clarifications sought by the Members.

Members were briefed that the results of the remote e-voting and voting at the AGM, together with the scrutinizer report, would be disclosed to the Stock Exchanges and would be uploaded on the website of the Company as per provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Meeting Concluded with a vote of thanks to members.



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Scrip code	508814
NSE Symbol	COSMOFIRST
MSEI Symbol	NOTAPPLICABLE
ISIN	INE757A01017
Name of the company	COSMO FIRST LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	04-08-2023
Start time of the meeting	03:00 PM
End time of the meeting	04:08 PM

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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	29-05-2023
Date of Issuance of Report to the company	04-08-2023

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Voting results

Record date	28-07-2023
Total number of shareholders on record date	48377
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	8
b) Public	106
No. of resolution passed in the meeting	9
Disclosure of notes on voting results	Add Notes

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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, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Report 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		11821616	100.0000	11821616	0	100.0000	0.0000
	Poll	11821616						
	Postal Ballot (if applicable)							
	Total	11821616	11821616	100.0000	11821616	0	100.0000	0.0000
Public- Institutions	E-Voting		1033768	75.5894	1033768	0	100.0000	0.0000
	Poll	1367610						
	Postal Ballot (if applicable)							
	Total	1367610	1033768	75.5894	1033768	0	100.0000	0.0000
Public- Non Institutions	E-Voting		964951	7.5696	964654	297	99.9692	0.0308
	Poll	12747679						
	Postal Ballot (if applicable)							
	Total	12747679	964951	7.5696	964654	297	99.9692	0.0308
Total		25936905	13820335	53.2844	13820038	297	99.9979	0.0021
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



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Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Declare Dividend on Equity Shares						
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		11821616	100.0000	11821616	0	100.0000	0.0000
	Poll	11821616						
	Postal Ballot (if applicable)							
	Total	11821616	11821616	100.0000	11821616	0	100.0000	0.0000
Public- Institutions	E-Voting		1047889	76.6219	1047889	0	100.0000	0.0000
	Poll	1367610						
	Postal Ballot (if applicable)							
	Total	1367610	1047889	76.6219	1047889	0	100.0000	0.0000
Public- Non Institutions	E-Voting		964951	7.5696	964654	297	99.9692	0.0308
	Poll	12747679						
	Postal Ballot (if applicable)							
	Total	12747679	964951	7.5696	964654	297	99.9692	0.0308
Total		25936905	13834456	53.3389	13834159	297	99.9979	0.0021
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (3)								
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 and being eligible, offers himself for re appointment				
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		11821616	100.0000	11821616	0	100.0000	0.0000
	Poll	11821616						
	Postal Ballot (if applicable)							
	Total	11821616	11821616	100.0000	11821616	0	100.0000	0.0000
Public- Institutions	E-Voting		1047889	76.6219	785038	262851	74.9161	25.0839
	Poll	1367610						
	Postal Ballot (if applicable)							
	Total	1367610	1047889	76.6219	785038	262851	74.9161	25.0839
Public- Non Institutions	E-Voting		964951	7.5696	964567	384	99.9602	0.0398
	Poll	12747679						
	Postal Ballot (if applicable)							
	Total	12747679	964951	7.5696	964567	384	99.9602	0.0398
Total		25936905	13834456	53.3389	13571221	263235	98.0973	1.9027
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Anil Wadhwa (DIN: 08074310), as an Independent Non- Executive 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		11821616	100.0000	11821616	0	100.0000	0.0000
	Poll	11821616						
	Postal Ballot (if applicable)							
	Total	11821616	11821616	100.0000	11821616	0	100.0000	0.0000
Public-Institutions	E-Voting		1047889	76.6219	1047889	0	100.0000	0.0000
	Poll	1367610						
	Postal Ballot (if applicable)							
	Total	1367610	1047889	76.6219	1047889	0	100.0000	0.0000
Public- Non Institutions	E-Voting		964951	7.5696	964569	382	99.9604	0.0396
	Poll	12747679						
	Postal Ballot (if applicable)							
	Total	12747679	964951	7.5696	964569	382	99.9604	0.0396
Total		25936905	13834456	53.3389	13834074	382	99.9972	0.0028
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (5)

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Ms. Alpana Parida (DIN: 06796621), as an Independent Non-Executive 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		11821616	100.0000	11821616	0	100.0000	0.0000
	Poll	11821616						
	Postal Ballot (if applicable)							
	Total	11821616	11821616	100.0000	11821616	0	100.0000	0.0000
Public- Institutions	E-Voting		1047889	76.6219	200453	847436	19.1292	80.8708
	Poll	1367610						
	Postal Ballot (if applicable)							
	Total	1367610	1047889	76.6219	200453	847436	19.1292	80.8708
Public- Non Institutions	E-Voting		964941	7.5695	964619	322	99.9666	0.0334
	Poll	12747679						
	Postal Ballot (if applicable)							
	Total	12747679	964941	7.5695	964619	322	99.9666	0.0334
Total		25936905	13834446	53.3388	12986688	847758	93.8721	6.1279
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Ashok Jaipuria (DIN: 00214707) as Managing 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		11821616	100.0000	11821616	0	100.0000	0.0000
	Poll	11821616						
	Postal Ballot (if applicable)							
	Total	11821616	11821616	100.0000	11821616	0	100.0000	0.0000
Public- Institutions	E-Voting		1047889	76.6219	413963	633926	39.5045	60.4955
	Poll	1367610						
	Postal Ballot (if applicable)							
	Total	1367610	1047889	76.6219	413963	633926	39.5045	60.4955
Public- Non Institutions	E-Voting		964951	7.5696	964630	321	99.9667	0.0333
	Poll	12747679						
	Postal Ballot (if applicable)							
	Total	12747679	964951	7.5696	964630	321	99.9667	0.0333
Total		25936905	13834456	53.3389	13200209	634247	95.4155	4.5845
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



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Resolution (7)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of minimum remuneration to managerial personnel in case of no profit or inadequate profit in any financial year				
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		11821616	100.0000	11821616	0	100.0000	0.0000
	Poll	11821616						
	Postal Ballot (if applicable)							
	Total	11821616	11821616	100.0000	11821616	0	100.0000	0.0000
Public- Institutions	E-Voting		1047889	76.6219	213909	833980	20.4133	79.5867
	Poll	1367610						
	Postal Ballot (if applicable)							
	Total	1367610	1047889	76.6219	213909	833980	20.4133	79.5867
Public- Non Institutions	E Voting		964622	7.5670	963788	834	99.9135	0.0865
	Poll	12747679						
	Postal Ballot (if applicable)							
	Total	12747679	964622	7.5670	963788	834	99.9135	0.0865
Total		25936905	13834127	53.3376	12999313	834814	93.9655	6.0345
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of minimum remuneration to Non- Executive Directors in case of no profit or inadequate profit in any financial year				
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		11821616	100.0000	11821616	0	100.0000	0.0000
	Poll	11821616						
	Postal Ballot (if applicable)							
	Total	11821616	11821616	100.0000	11821616	0	100.0000	0.0000
Public- Institutions	E-Voting		1047889	76.6219	1047889	0	100.0000	0.0000
	Poll	1367610						
	Postal Ballot (if applicable)							
	Total	1367610	1047889	76.6219	1047889	0	100.0000	0.0000
Public- Non Institutions	E-Voting		964622	7.5670	963538	1084	99.8876	0.1124
	Poll	12747679						
	Postal Ballot (if applicable)							
	Total	12747679	964622	7.5670	963538	1084	99.8876	0.1124
Total		25936905	13834127	53.3376	13833043	1084	99.9922	0.0078
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (9)								
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 2023-24				
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		11821616	100.0000	11821616	0	100.0000	0.0000
	Poll	11821616						
	Postal Ballot (if applicable)							
	Total	11821616	11821616	100.0000	11821616	0	100.0000	0.0000
Public- Institutions	E-Voting		1047889	76.6219	1047889	0	100.0000	0.0000
	Poll	1367610						
	Postal Ballot (if applicable)							
	Total	1367610	1047889	76.6219	1047889	0	100.0000	0.0000
Public- Non Institutions	E-Voting		964951	7.5696	964356	595	99.9383	0.0617
	Poll	12747679						
	Postal Ballot (if applicable)							
	Total	12747679	964951	7.5696	964356	595	99.9383	0.0617
Total		25936905	13834456	53.3389	13833861	595	99.9957	0.0043
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



CONSOLIDATED SCRUTINIZER'S REPORT

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

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

For Forty Sixth (46th) Annual General Meeting ("AGM") of the Equity Shareholders of COSMO FIRST LIMITED (Formerly Cosmo Films Limited), held on Friday 4th day of August, 2023 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 FIRST LIMITED (formerly 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 Sixth Annual General Meeting of the Equity Shareholders of COSMO FIRST LIMITED (formerly COSMO FILMS LIMITED), held on Friday 4th day of August, 2023 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, August 1, 2023 (IST 09:00 a.m.) to Thursday, August 3, 2023 (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 28, 2023 were entitled to vote on the proposed resolutions (item No.1 to 9) as set out in the Notice of the Forty Sixth AGM of the COSMO FIRST LIMITED (formerly COSMO FILMS LIMITED).
3. Total Issued Share Capital of the Company includes 312822 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.
4. Total issued share capital of the company includes 271353 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.

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 Ms. Priyanshi Jain 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: Priyanshi Jain



Name: Chanchal

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, 2023, 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	253	13818991	100.00%
E-Voting during AGM	13	1047	100.00 %
Total	266	13820038	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	7	297	0.00%
E-Voting during AGM	0	0	0.00 %
Total	7	297	0.00 %

(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 declare Dividend on 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	254	13833112	100.00 %
E-Voting during AGM	13	1047	100.00 %
Total	267	13834159	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	7	297	0.00 %
E-Voting during AGM	0	0	0.00 %
Total	7	297	0.00 %



(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 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	234	13570174	98.10 %
E-Voting during AGM	13	1047	100.00 %
Total	247	13571221	98.10 %

(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	27	263235	1.90 %
E-Voting during AGM	0	0	0.00 %
Total	27	263235	1.90 %



(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. Special Resolution - To re-appoint Mr. Anil Wadhwa (DIN: 08074310) 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	252	13833027	100.00 %
E-Voting during AGM	13	1047	100.00 %
Total	265	13834074	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	9	382	0.00 %
E-Voting during AGM	0	0	0.00 %
Total	9	382	0.00 %



(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

5. Special Resolution - To re-appoint Ms. Alpana Parida (DIN: 06796621) 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	209	12985641	93.87 %
E-Voting during AGM	13	1047	100.00 %
Total	222	12986688	93.87 %

(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	51	847758	6.13 %
E-Voting during AGM	0	0	0.00 %
Total	51	847758	6.13 %

(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



6. Special Resolution - To re-appoint Ms. Ashok Jaipuria (DIN: 00214707) as Managing 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	221	13199162	95.42 %
E-Voting during AGM	13	1047	100.00 %
Total	234	13200209	95.42 %

(ii) Voted against the resolution n:

Mode of Voting	Number of members voted	Number of votes Cast by them	% of total number of valid votes cast
Remote E-Voting	40	634247	4.58 %
E-Voting during AGM	0	0	0.00 %
Total	40	634247	4.58 %

(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

7. 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	201	12998266	93.97 %



E-Voting during AGM	13	1047	100.00 %
Total	214	12999313	93.97 %

(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	58	834814	6.03 %
E-Voting during AGM	0	0	0.00 %
Total	58	834814	6.03 %

(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

8. 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	241	13831996	99.99 %
E-Voting during AGM	13	1047	100.00 %
Total	254	13833043	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	18	1084	0.01 %
E-Voting during AGM	0	0	0.00 %
Total	18	1084	0.01%

(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

9. Ordinary Resolution - To approve remuneration payable to Cost Auditors for the FY 2023-24.

(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	251	13832814	100.00 %
E-Voting during AGM	13	1047	100.00 %
Total	264	13833861	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	10	595	0.00 %
E-Voting during AGM	0	0	0.00 %
Total	10	595	0.00 %



B. K. SHROFF & CO.

Chartered Accountants

3/7-B, Asaf Ali Road,
1st Floor, Flat No. 4,
New Delhi - 110002.

Phones : 23271407, 23284825, 23284826
23270362

E-mail : bkshroffdelhi@yahoo.com
bkshroffdelhi@rediff.com

(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

Therefore, the aforesaid resolutions 1 to 9 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: 04.08.2023

UDIN: 23085128BGTTFYF1822



sd/-

Chairman/Authorized Signatory