

B. K. SHROFF & CO.

Chartered Accountants

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

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Consolidated Report of Scrutinizer

[Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20(xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman Thirty Eighth Annual General Meeting of the Equity Shareholders of COSMO FILMS LTD. , held on 06th day of August, 2015 at 2.00 p.m." at Shah Auditorium, 2, Raj Niwas Marg, Civil Lines, Delhi – 110 054

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 has been appointed as Scrutinizer of COSMO FILMS LIMITED ("the Company") for the purpose of poll taken on the below mentioned resolution (s) at the Thirty Eighth Annual General Meeting of the Equity Shareholders of COSMO FILMS LIMITED, held on 06th Day of August, 2015 at 2:00 p.m. at **Shah Auditorium, 2, Raj Niwas Marg, Civil Lines, Delhi – 110 054**. I submit our consolidated report of E-Voting and voting through ballot (Physical) as under:

The Consolidated result are as under:

1. Ordinary Resolution to Consider and Adopt the audited Profit & Loss Account for the year ended March 31, 2015, and the Balance Sheet as at that date and the Report of the Board of Directors and the Auditors of the Company thereon

(i) Voted **in favour** of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
61	8505783	43.75%

(ii) Voted **against** the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
1	1	-

(iii) Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	378



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2 Ordinary Resolution for Declaration of Dividend on Equity Shares

(i) Voted in favour of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast in by them	% of total number of valid votes cast
62	8505784	43.75%

(ii) Voted against the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	378

3 Ordinary Resolution for Re- appointment of Mr. Anil Kumar Jain who retires by rotation

(i) Voted in favour of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
60	8505233	43.74%

(ii) Voted against the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
2	551	0.01%

(iii) Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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4. Ordinary Resolution for Appointment of M/s. Walkar Chandlok & Co. LLP. Chartered Accountants, as Independent Auditors and fixing their remuneration

(i) Voted in favour of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast in by them	% of total number of valid votes cast
61	8505783	43.75%

(ii) Voted against the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
1	1	-

(iii) Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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5. Ordinary resolution for Appointment of Mr. Pratip Chaudhuri as an Independent Director

(i) Voted in favour of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast in by them	% of total number of valid votes cast
60	8505233	43.74%

(ii) Voted against the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
2	551	0.01%

(iii) Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	378



6. Ordinary Resolution for Appointment of Mr. Hoshang Noshirwan Sinor as an Independent Director

(i) Voted in favour of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast in by them	% of total number of valid votes cast
60	8505233	43.74%

(ii) Voted against the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
2	551	0.01%

(iii) Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	378

7. Ordinary Resolution for Approval for Change in the status of Mr. Rajeev Gupta to Independent Director

(i) Voted in favour of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast in by them	% of total number of valid votes cast
60	8505233	43.74%

(ii) Voted against the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
2	551	0.01%

(iii) Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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8. Ordinary Resolution for Approval of the remuneration of Cost Auditors.

(i) Voted in favour of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast in by them	% of total number of valid votes cast
60	8505233	43.74%

(ii) Voted against the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
2	551	0.01%

(iii) Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	378

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 the same are 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 : 8/8/2015

