

CFL/SEC/SE/PS/2020-21/OCT/05

October 26, 2020

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: Outcome of Board Meeting-Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir,

In furtherance to our intimation dated October 19, 2020 and in terms of Regulation 30 read with Part A of Schedule III of the Listing Regulations, this is to inform that the Board of Directors of the Company, at its meeting held today i.e October 26,2020 has *inter alia*, approved the following:

- (i) Buyback of fully paid up Equity Shares of face value of Rs. 10 (Rupees Ten Only) each not exceeding 12,67,361 Equity Shares (representing 6.52% of the total paid up equity share capital of the Company as on March 31, 2020) at a price of Rs 576/- per Equity Share (the "**Buy Back Offer Price**") payable in cash for an aggregate maximum amount not exceeding Rs.73,00,00,000/- (Rupees Seventy Three Crores), excluding taxes payable under Income Tax Act, 1961 and any expenses incurred or to be incurred for the Buyback viz., brokerage, costs, fees, turnover charges, taxes such as securities transaction tax and goods and services tax (if any), stamp duty, advisors fees, printing and dispatch expenses and other incidental and related expenses and charges which represents 9.69% and 9.95% of the aggregate paid-up share capital and free reserves as per the audited standalone and consolidated financial statements of the Company respectively, for the financial year ended March 31, 2020 (the "**Buyback**"), on a proportionate basis, from all the shareholders of the Company who hold Equity Shares as of the Record Date through the "Tender Offer" route as prescribed under Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018, as amended (the "**Buyback Regulations**") and the Companies Act, 2013 and rules made thereunder (the "**Act**").
- (ii) Noted the intention of the Promoters and Promoter Group of the Company to participate in the Buyback.
- (iii) In terms of the Regulation 42 of the Listing Regulations and Regulation 9(1) of the Buyback Regulations, Company has fixed 9<sup>th</sup> November, 2020 as the Record Date for determining the entitlement and the names of the Eligible Shareholders / Beneficial Owners to whom the letter of offer will be sent and who will be eligible to participate in the Buyback.
- (iv) Delegated the necessary authority to the Buyback Committee to do all such acts, deeds, matters and things as it may at its absolute discretion, deem necessary expedient, usual or proper in connection with the Buyback.

(v) Appointed Anand Rathi Advisors Limited as the Manager to the Buyback.

The public announcement setting out the process, timelines and other requisite details will be released in due course in accordance with the Buyback Regulations.

The pre buyback shareholding pattern of the Company is annexed as **Annexure I**.

The Meeting commenced at 12:30 P.M. and concluded at **02:12 P.M.**

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: As Above

**Annexure I**
**Pre-buyback Shareholding Pattern of the Company\***

Sr. No.	Name of the shareholders	No. of Equity Shares	% of paid-up equity share capital
1	Ashok Jaipuria	3,45,161	1.78
2.	Aanchal Jaipuria Bhandari	91,720	0.47
3.	Ambrish Jaipuria	3,52,800	1.81
4.	Abha Jaipuriya	24,200	0.12
5.	Yamini Kumar	51,000	0.26
6.	Pravasi Enterprises Limited	5060	0.03
7.	Andheri Properties and Developers Private Limited (Formerly known as Andheri Properties and Finance Limited)	622	0.00
8.	Ashok Jaipuria – Registered Owner C/o Gayatri & Annapurna – Beneficial Owner	75,08,216	38.62
9.	Fawkes Management Private Limited (Regd. Owner) Ashok Jaipuria Private Trust (Beneficial Owner)	100	0.00
10.	Fawkes Management Private Limited (Regd. Owner) Ashok Jaipuria Family Trust (Beneficial Owner)	2,03,367	1.05
	<b>Total</b>	<b>85,82,246</b>	<b>44.15</b>

*\*Shareholding Pattern as on 23<sup>rd</sup> October, 2020*