

CFL/SE/2023-24/DEC/06

December 29, 2023

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| The Manager (Listing) BSE 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: “COSMOFIRST” |
|--|---|

Sub: Declaration of Result of Postal Ballot along with Scrutinizer Report

Dear Sir,

This is in furtherance to our communication dated 24th November, 2023, it is hereby informed that the appointment of Mr. Yash Pal Syngal (DIN: 01486597) as a Non-Executive Independent Director of the Company have been duly approved by the shareholders of the Company with the requisite majority.

In this regard, please find enclosed herewith the Scrutinizer's Report for your kind information. The same is also available on the Company's website i.e. www.cosmofirst.com

You are requested to take the same on your records.

Thanking You

Yours faithfully
For **Cosmo First Limited**
(Formerly Cosmo Films Limited)

Jyoti Dixit
Company Secretary & Compliance Officer

Encl.: a/a

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

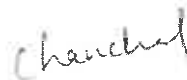
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The communication of the assent or dissent of the Members was sought through the E-voting system only.

- 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:

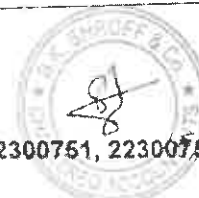
Special Resolution – Appointment of Mr. Yash Pal Syngal (DIN: 01486597) as Non-Executive Independent Director of the Company

- (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

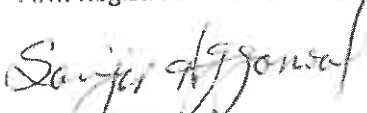
| Mode of Voting | Number of members voted | Number of votes Cast by them |
|------------------|-------------------------|---------------------------------|
| Remote E -Voting | Nil | Nil |

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

