Details of Voting Results

Date of AGM:	06 th August, 2015
Total number of shareholders on record date or cut - off date for e-voting purpose (i.e. 31 st July, 2015)	19563
No. of Shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group:	4
Public:	118
No. of Shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group:	Not Arranged
Public:	

Agenda- wise

In case of Poll/ Postal Ballot/ E-voting:

The Mode of voting for all resolution was E-voting and Poll conducted at the Meeting.

Resolution 1: Adoption of the Audited Profit & loss Account for the year ended March 31, 2015, and the Balance Sheet as at date and the report of the Board of Directors and the Auditors of the Company thereon. (Ordinary Resolution)

	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	83,28,439	83,28,439	100.00	83,28,439	0	100.00	0
Public – Institutional holders	1,95,389	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,09,16,248	1,77,345	1.62	1,77,344	1	99.99	0.00(negligible)
Total	1,94,40,076	85,05,784	43.75	85,05,783	1	99.99	0.00(negligible)



Resolution 2: Declaration of Dividend on equity Shares (Ordinary Resolution)

Promoter/Public	No. of shares held	shares polled (6)=	% of Votes in favour on votes polled	% of Votes against on votes polled			
	(1)		(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	83,28,439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	1,95,389	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,09,16,248	1,77,345	1.47	1,77,345	NIL	100.00	NIL
Total	1,94,40,076	85,05,784	43.75	85,05,784	0	100.00	0

Resolution 3: Reappointment of Mr. Anil Kumar Jain who retires by rotation. (Ordinary Resolution)

Promoter/Public		1	% of Votes Polled on outstanding shares	No. of Votes - in favour		% 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	83,28,439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	1,95,389	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,09,16,248	1,77,345	1.47	1,76,794	551	99.69	0.031
Total	1,94,40,076	85,05,784	43.75	85,05,233	551	99.99	0.00(negligible)

Resolution 4: Appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration. (Ordinary Resolution)

Promoter/Public	i	polled	% of Votes Polled on outstanding shares		- against	favour on votes	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)		(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100



Promoter and	83,28,439	83,28,439	100.00	83,28,439	0	100.00	0
Promoter Group							
Public - Institutional	1,95,389	NIL	NIL	NIL	NIL	NIL	NIL
holders	' '						
Public-Others	1,09,16,248	1,77,345	1.62	1,77,344	1	99.99	0.00(negligible)
Total	1,94,40,076	85,05,784	43.75	85,05,783	1	99.99	0.00(negligible)

Resolution 5: Appointment of Mr. Pratip Chaudhuri as an Independent Director for a period of five years. (Ordinary Resolution)

Promoter/Public	No. of shares held polls	I .	% of Votes Polled on outstanding shares	No. of Votes - in favour	- 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	83,28,439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	1,95,389	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,09,16,248	1,77,345	1.47	1,76,794	551	99.69	0.031
Total	1,94,40,076	85,05,784	43.75	85,05,233	551	99.99	0.00(negligible)

Resolution 6: Appointment of Mr. Hoshang Noshirwan Sinor as an Independent Director for a period of five years. (Ordinary Resolution)

	held	1	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes % of Votes in favour on vote polled	favour on votes	% of Votes against on votes polled (7)= [(5)/(2)]*100
		(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	
Promoter and Promoter Group	83,28,439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	1,95,389	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,09,16,248	1,77,345	1.47	1,76,794	551	99.69	0.031
Total	1,94,40,076	85,05,784	43.75	85,05,233	551	99.99	0.00(negligible)





Resolution 7: Appointment/Confirmation of Mr. Rajeev Gupta as an Independent Director for a period of five years. (Ordinary Resolution)

Promoter/Public	No. of shares held	polled on outstanding - in favour - 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	83,28,439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	1,95,389	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,09,16,248	1,77,345	1.47	1,76,794	551	99.69	0.031
Total	1,94,40,076	85,05,784	43.75	85,05,233	551	99.99	0.00(negligible)

Resolution 8: Approval of the remuneration of Cost Auditors. (Ordinary Resolution)

Promoter/Public	No. of shares held	f shares No. of votes % of Votes Polled No. of Votes polled on outstanding - in favour - against shares			% 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	83,28,439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	1,95,389	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,09,16,248	1,77,345	1.47	1,76,794	551	99.69	0.031
Total	1,94,40,076	85,05,784	43.75	85,05,233	551	99.99	0.00(negligible)

Note: All the aforesaid resolutions were passed with requisite majority.

You are requested to take note of the same.

Yours faithfully for Cosmo Films Limited

Jyoti Dixit Company Secretary

Chartered Accountants

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

Phones: 23271407, 23284825, 23284826

Telefax: 23270362

E-mail: bkshroffdelhl@yahoo.com

bkshroffdelhi@rediff.com

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

DearSir,

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:

1	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)			votes	% of total number of valid votes cast
1	12	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

Certified True Copy COSMO FILM LIMITED

Company \$ chetary

Kolkata Address : 23-A, Netaji Subhash Road, Kolkata - 700001 Phones : 22300751, 22300752 Pax : 22300680

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

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E-mail: bkshroffdelhi@yahoo.com

bkshroffdelhi@rediff.com

2 Ordinary Resolution for Declaration of Dividend on Equity Shares

(i) Voted in favour of the resolution:

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

(ii) Voted against the resolution:

Number of members voting (in		% of total number of
person or by proxy or through	by them	valid votes cast
E-Voting)		
NIL NIL	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	Number	of	votes	cast	% of	total	number	-
1	person or by proxy or through	by them				of valid	votes	cast	
	E-Voting)		-						
L	60	8:	5052	233			43.7	4% .	

(ii) Voted against the resolution:

Number of members voting (in person or by proxy or through		of	votes		0.00	number cast	
E-Voting)	•	55	1		 0.0	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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Chartered Accountants

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bkshroffdelhi@rediff.com

- 4. Ordinary Resolution for Appointment of M/s. Walkar Chandlok & Co. LLP. Chartered Accountants, as Independent Auditors and fixing their remuneration
 - (i) Voted infavour 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
3	378

- 5. Ordinary resolution for Appointment of Mr. Pratip Chaudhuri as an Independent Director
 - (i) Voted infavour 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 by them	of	votes	cast	% of total number of valid votes cast
2		55	1		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
Conv. 3	378

Certified True Copy
COSMO FILM LIMITED

Company Sedratary

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bkshroffdelhi@rediff.com

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	Number by them	of votes	cast	% of total number of valid votes cast
E-Voting)		551		0.01%

(iii) Invalid Votes

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

7. Ordinary Resolution for Approval for Change In the 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 by them	of votes cast	% of total number of valid votes cast
2	, , , , , , , , , , , , , , , , , , ,	551	0.01%

(iii) Invalid Votes

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

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Company Settletary

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bkshroffdelhi@rediff.com

8. Ordinary Resolution for Approval of the remuneration of Cost Auditors.

(i) Voted in favour of the resolution:

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

(ii) Voted against the resolution:

4	Number of members voting (in			votes	cast	%	öf	total	number
	person or by proxy or through	by them	÷			of:	valid	d votes	cast
ı	E-Voting) /								
		1 1	55	1	السياسا			0.01	%

(iii) Invalid Votes

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

SANINEGGABIAK

Partner

Membership No: 85128

Place: New Delhi Dated: 8/8/2015 Certified True Copy COSMO FILM LIMIT

Company Secretary

SHROFA COUNTY

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