

**CFL/SE/2025-26/AUG/01**

**August 04, 2025**

The Manager (Listing) BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 <b>Scrip Code: 508814</b>	The Manager (Listing) National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra – Kurla Complex Mumbai-400 051 <b>Security ID: “COSMOFIRST”</b>
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**Sub: Proceedings of 48<sup>th</sup> Annual General Meeting (AGM) of the Company held on Monday, 04<sup>th</sup> August, 2025 at 3:00 P.M. through Video Conferencing (VC) - Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

This is to inform the Exchange that 48<sup>th</sup> Annual General Meeting of Cosmo First Limited was held today, 04<sup>th</sup> August, 2025 at 3:00 P.M. through Video Conferencing (“VC”).

Please find enclosed the following information by way of Annexure in connection with the Proceedings and Voting Results of the AGM:

1. Proceedings of the AGM of the Company - **Annexure A**
2. Report of the Scrutinizer dated 04<sup>th</sup> August, 2025 - **Annexure B**

You are requested to take the same on your records.

Thanking You

Yours faithfully  
For **Cosmo First Limited**

**Jyoti Dixit**  
**Company Secretary & Compliance Officer**

*Encl.: as above*

**ANNEXURE- A**

**Proceedings of the 48<sup>th</sup> Annual General Meeting of the Company**

The 48<sup>th</sup> Annual General Meeting ("AGM") of the Members of Cosmo First Limited ("the Company") was held on Monday, 04<sup>th</sup> August, 2025 at 3.00 p.m. (IST) through Video Conferencing ("VC"). The meeting was held in compliance with the relevant Circulars issued by the Ministry of Corporate Affairs (MCA) and 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. 28<sup>th</sup> July, 2025. 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:

<b>Item No.</b>	<b>Particulars</b>	<b>Type of Resolution</b>
<b>Ordinary Business</b>		
1.	Adoption of the Audited Financial Statements of the Company including Balance Sheet as at March 31, 2025, 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 @ 40 % i.e., Rs. 4/- per equity share each	Ordinary Resolution
3.	Approval for Re-appointment of Mr. Anil Kumar Jain, Whole- Time Director (DIN: 00027911) who is liable to retire by rotation.	Ordinary Resolution

4.	To re-appoint the Statutory Auditors for the second term of 5 (five) consecutive years	Ordinary Resolution
<b>Special Business</b>		
5.	To re-appoint Mr. Rakesh Kumar Nangia (DIN: 00147386) as an Independent Director for the further period of 5 years	Special Resolution
6.	To appoint the Secretarial Auditors for a term of 5 (five) consecutive years	Ordinary Resolution
7.	To approve remuneration payable to Cost Auditors for the FY 2025-26	Ordinary Resolution

The Company Secretary 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. Mr. Ashok Jaipuria, Chairman of the Meeting 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.

# 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

ANNEXURE-B

## 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  
(CIN: L92114DL1976PLC008355)  
1st Floor, Uppal Plaza,  
M-6, Jasola District Centre,  
New Delhi-110025

**For Forty Eighth (48<sup>th</sup>) Annual General Meeting ("AGM") of the Equity Shareholders of COSMO FIRST LIMITED, held on Monday 4th day of August, 2025 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 ("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 Eighth Annual General Meeting of the Equity Shareholders of COSMO FIRST LIMITED, held on Monday 4th day of August, 2025 at 3.00 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

1. The remote e-voting period remained open from Friday, August 1, 2025 (IST 09:00 a.m.) to Sunday, August 3, 2025 (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. Monday, July 28, 2025 were entitled to vote on the proposed resolutions (item No.1 to 7) as set out in the Notice of the Forty Eighth AGM of the COSMO FIRST LIMITED.
3. Total Issued Share Capital of the Company includes 431113 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 281021 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.

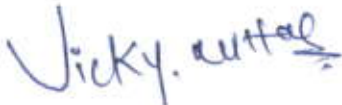


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- Total issued share capital of the Company includes 275 shares underlying in the Cosmo Films Limited Unclaimed Suspense Account. The Shareholders have lost their right to attend and vote at the annual general meeting till the voting rights are active again.
- After the conclusion of e-voting at the AGM, votes cast were unblocked in the presence of two witnesses Mr. Vicky Mittal and Ms. Ganga 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: Ganga

- I submit our consolidated report of remote e-voting and e-voting during AGM as under:

- Ordinary Resolution - To receive, consider and adopt the Audited Financial Statements of the Company including Balance Sheet as at March 31, 2025, 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	172	1,21,80,745	99.99%
E-Voting during AGM	8	4,30,073	100.00%
<b>Total</b>	<b>180</b>	<b>1,26,10,818</b>	<b>100.00%</b>

- (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	620	0.01%
E-Voting during AGM	Nil	Nil	0.00%
<b>Total</b>	<b>7</b>	<b>620</b>	<b>0.00%</b>



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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
E-Voting during AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

## 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	174	1,21,93,267	100.00%
E-Voting during AGM	8	4,30,073	100.00%
<b>Total</b>	<b>182</b>	<b>1,26,23,340</b>	<b>100.00%</b>

(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	6	581	0.00%
E-Voting during AGM	Nil	Nil	0.00%
<b>Total</b>	<b>6</b>	<b>581</b>	<b>0.00%</b>

(iii) Invalid Votes

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



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: bkshroffdelhi@rediff.com

E-Voting during AGM	Nil	Nil
Total	Nil	Nil

3. Ordinary Resolution - To appoint a Director in place of Mr. Anil Kumar Jain, (DIN: 00027911) 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	145	1,17,12,206	96.05%
E-Voting during AGM	8	4,30,073	100.00%
Total	153	1,21,42,279	96.18%

(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	34	4,81,631	3.95%
E-Voting during AGM	Nil	Nil	0.00%
Total	34	4,81,631	3.82%

(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



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4. **Ordinary Resolution - To re-appoint the Statutory Auditors for the second term of 5 (five) consecutive years and to fix their remuneration.**

(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	174	1,21,93,222	99.99%
E-Voting during AGM	8	4,30,073	100.00%
<b>Total</b>	<b>182</b>	<b>1,26,23,295</b>	<b>100.00%</b>

(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	6	626	0.01%
E-Voting during AGM	Nil	Nil	0.00%
<b>Total</b>	<b>6</b>	<b>626</b>	<b>0.00%</b>

(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
<b>Total</b>	<b>Nil</b>	<b>Nil</b>



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5. **Special Resolution - To re-appoint Mr. Rakesh Kumar Nangia (DIN: 00147386) 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	144	1,17,12,167	96.05%
E-Voting during AGM	8	4,30,073	100.00%
<b>Total</b>	<b>152</b>	<b>1,21,42,240</b>	<b>96.18%</b>

(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	36	4,81,681	3.95%
E-Voting during AGM	Nil	Nil	0.00%
<b>Total</b>	<b>36</b>	<b>4,81,681</b>	<b>3.82%</b>

(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
<b>Total</b>	<b>Nil</b>	<b>Nil</b>



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6. **Ordinary Resolution - To appoint the Secretarial Auditors for a term of 5 (five) consecutive years.**

(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	174	1,21,93,222	99.99%
E-Voting during AGM	8	4,30,073	100.00%
<b>Total</b>	<b>182</b>	<b>1,26,23,295</b>	<b>100.00%</b>

(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	6	626	0.01%
E-Voting during AGM	Nil	Nil	0.00%
<b>Total</b>	<b>6</b>	<b>626</b>	<b>0.00%</b>

(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
<b>Total</b>	<b>Nil</b>	<b>Nil</b>



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7. **Ordinary Resolution - To approve remuneration payable to Cost Auditors for the FY 2025-26.**

(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	173	1,21,93,211	99.99%
E-Voting during AGM	7	4,29,073	99.77%
<b>Total</b>	<b>180</b>	<b>1,26,22,284</b>	<b>99.99%</b>

(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	637	0.01%
E-Voting during AGM	1	1,000	0.23%
<b>Total</b>	<b>8</b>	<b>1,637</b>	<b>0.01%</b>

(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
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

Therefore, the aforesaid resolutions 1 to 7 are approved with requisite majority.



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Chartered Accountants

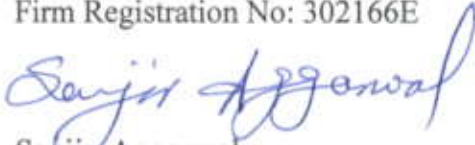
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8. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter same will be handed 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  
Partner

Membership No: 85128  
Place New Delhi

Dated: 04.08.2025

UDIN: 25085128BMOQGI7101

sd/-

Chairman/Authorized Signatory

