



CFL/SEC/SE/VV/2014-15/06

September 26, 2014

The Manager (Listing)

National Stock Exchange of India Ltd.

Exchange Plaza,

Plot no/1, G Block,

Bandra –Kurla Complex,

Mumbai -400 051

Sub: Details of Voting Results pursuant to clause 35A of the Listing Agreement

Dear Sir,

Pursuant to Clause 35A of the Listing Agreement please find enclosed herewith details of voting results of the Annual General Meeting of the Company held on Thursday, 25th September, 2014 at Shah Auditorium, 2, Raj Niwas Marg, Civil Lines, Delhi- 110054.

This is for your information & records.

Thanking you

**Yours faithfully,
for Cosmo Films Limited**


**Jyoti Dixit
Company Secretary**

Encl: As Stated

Details of Voting Results

Date of AGM:	25 th September, 2014
Total number of shareholders on record date (i.e. 22nd August, 2014- cut off date for e-voting purpose):	21,897
No. of Shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group:	7
Public:	169
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, 2014, and the Balance Sheet as at date and the report of the Board of Directors and the Auditors of the Company thereon. (Ordinary Resolution)

Promoter/Public	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	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,762	NIL	100.00	NIL
Total	1,94,40,076	84,92,201	43.68	84,92,201	0	100.00	0

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

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public -- Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,762	NIL	100.00	NIL
Total	1,94,40,076	84,92,201	43.68	84,92,201	0	100.00	0

Resolution 3: Reappointment of Mr. Rajeev Gupta who retires by rotation. (Ordinary Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public -- Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,762	NIL	100.00	NIL
Total	1,94,40,076	84,92,201	43.68	84,92,201	0	100.00	0

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	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,762	NIL	100.00	NIL
Total	1,94,40,076	84,92,201	43.68	84,92,201	0	100.00	0

Resolution 5: Appointment of Mr. Har Kishanlal Agrawal as an Independent Director for a period of five years. (Ordinary Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,762	NIL	100.00	NIL
Total	1,94,40,076	84,92,201	43.68	84,92,201	0	100.00	0

Resolution 6: Appointment of Mr. Suresh Rajpal as an Independent Director for a period of five years. (Ordinary Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,761	1	99.99	0.00
Total	1,94,40,076	84,92,201	43.68	84,92,200	1	99.99	0.00

Resolution 7: Appointment of Mr. R. Vasudevan as an Independent Director for a period of five years. (Ordinary Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,761	1	99.99	0.00
Total	1,94,40,076	84,92,201	43.68	84,92,200	1	99.99	0.00

Resolution 8: Appointment of Mr. Ramakant Dwivedi as an Independent Director for a period of five years. (Ordinary Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,761	1	99.99	0.00
Total	1,94,40,076	84,92,201	43.68	84,92,200	1	99.99	0.00

Resolution 9: Appointment of Mr. Ashish Guha as an Independent Director for a period of five years. (Ordinary Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0

Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,761	1	99.99	0.00
Total	1,94,40,076	84,92,201	43.68	84,92,200	1	99.99	0.00

Resolution 10: Appointment of Ms. Alpana Parida as Director. (Ordinary Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,762	NIL	100.00	NIL
Total	1,94,40,076	84,92,201	43.68	84,92,201	0	100.00	0

Resolution 11: Re-appointment of Mr. Ashok Jaipuria as Managing Director (Ordinary Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,762	NIL	100.00	NIL
Total	1,94,40,076	84,92,201	43.68	84,92,201	0	100.00	0

Resolution 12: Re-appointment of Mr. Anil Kumar Jain as Director - Corporate Affairs (Ordinary Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,762	NIL	100.00	NIL
Total	1,94,40,076	84,92,201	43.68	84,92,201	0	100.00	0

Resolution 13: Approval of remuneration of Mr. Anil Kumar Jain for the period from April 1, 2013 to March, 31st, 2014. (Special Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,761	1	99.99	0.00
Total	1,94,40,076	84,92,201	43.68	84,92,200	1	99.99	0.00

Resolution 14: Approval of payment of Managerial Remuneration in case of no profit or inadequate profit. (Special Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,661	101	99.93	0.07
Total	1,94,40,076	84,92,201	43.68	84,92,100	101	99.99	0.001

Resolution 15: Creation of Charge, Mortgage etc. (Special Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,762	NIL	100.00	NIL
Total	1,94,40,076	84,92,201	43.68	84,92,201	0	100.00	0

Resolution 16: Approval of Borrowing Limits. (Special Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,762	NIL	100.00	NIL
Total	1,94,40,076	84,92,201	43.68	84,92,201	0	100.00	0

Resolution 17: Approval of the remuneration of Cost Auditors. (Ordinary Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,762	NIL	100.00	NIL

Total	1,94,40,076	84,92,201	43.68	84,92,201	0	100.00	0
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Resolution 18: Adoption of new Articles of Association of the Company. (Special Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,762	NIL	100.00	NIL
Total	1,94,40,076	84,92,201	43.68	84,92,201	0	100.00	0

Resolution 19: Approval of Limits of contribution by the Company to any bonafide and charitable funds etc. (Ordinary Resolution)

Promoter/Public	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	8,32,8439	83,28,439	100.00	8,32,8439	0	100.00	0
Public – Institutional holders	10,880	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	1,11,00,757	1,63,762	1.47	1,63,761	1	99.99	0.00
Total	1,94,40,076	84,92,201	43.68	84,92,200	1	99.99	0.00



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