भारतीय प्रतिभूति
और विनिमय बोर्ड
Securities and Exchange
Board of India

Corporation Finance Investigation Department-SEC2
Deputy General Manager
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SEBI/HO/CFID/CFID_SEC2/P/OW/2022/55216/1
October 31, 2022

Eros International Media Ltd
201, KAILASH PLAZA,
OPP LAXMI INDUSTRIAL ESTATE,
OFF ANDHERI LINK ROAD,
ANDHERI (W) MUMBAI MH 400053 IN.

Kind attention: Compliance Officer, Eros International Media Limited

Sub: Forensic Audit assignment in the matter of Eros International Media Ltd

Sir/Madam,

1. The Securities and Exchange Board of India (SEBI) has reasonable grounds to believe that the disclosure of financial information and the business transactions in the matter of Eros International Media Ltd **("EIML" or "Company"),** have been dealt with in a manner which may be detrimental to the interest of the investors or the securities markets and/or an intermediary or a person associated with the securities market may have violated the provisions of the Securities and Exchange Board of India Act, 1992 ('SEBI Act') Securities Contracts (Regulation) Act, 1956 ('SCRA Act'), SEBI (PFUTP) Regulations, 2003 and the provisions as specified in Section 24 of the Companies Act, 2013 or any other Rules or the Regulations made or directions issued by SEBI there under.
2. In this regard, it has been decided to appoint **M/s KPMG Assurance and Consulting Services LLP** as the forensic auditor w.r.t. the Consolidated Financial Statements of EIML for the financial years ending March 31, 2018, March 31, 2019 and March 31, 2020 (hereinafter referred to as "**Review Period**"), to assist the undersigned investigating authority appointed in terms of the provisions laid down under Regulation 5 of SEBI (PFUTP) Regulations, 2003 read with Section 11C of SEBI Act, 1992.
3. The forensic auditors are expected to verify, inter-alia, the following –
    a. Manipulation of Books of Accounts;
    b. Misrepresentation including of financials and/or business operations;

c. Wrongful diversion/siphoning of company funds by promoters/ directors/ key managerial persons.

d. Related Party Transactions

e. Any other matter.

4. The forensic auditors are authorized to seek information from the Company/KMPs/Promoters during the process of their assignment. The forensic auditors shall get in touch with you in this respect. You are advised to cooperate during the forensic audit process. Further, forensic auditors are also authorized to visit the premises of the Company – registered office/corporate office for data collection/gathering of information and working on accounting software of the Company.

5. You are also advised to comply the requirements of necessary provisions of SEBI(LODR) Regulations, 2015 in this regard.

Yours faithfully,

(M A SHINOD)

CC:

M/s KMPG Assurance and Consulting Services

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Apollo Mills Compound,
N M Joshi Marg, Mahalaxmi,
Mumbai 400 011