September 28, 2022

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street,
Mumbai – 400 001
Scrip Code: 533261

National Stock Exchange of India Limited
Corporate Relationship Department/ Listing Department
Exchange Plaza, 5th Floor,
Plot No – C Block, G Block,
Bandra Kurla Complex, Mumbai 400 051
Scrip Code: EROSMEDIA

Sub: Disclosure of Voting Results of the 28th Annual General Meeting held on September 29, 2022

Dear Sir,

This is with reference to our earlier communication regarding the Annual General Meeting of the Company. This is to inform that the 28th Annual General Meeting of the Company was held on Tuesday, September 27, 2022 at 3:00 P.M through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility.

As per the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility and e-voting at the Annual General Meeting to its Shareholders for voting on the business transacted at the 28th Annual General Meeting. The Company had appointed Mr. Suhas Ganpule, Practicing Company Secretary as the Scrutinizer for remote e-voting and e-voting conducted at the Annual General Meeting. As per the Scrutinizer's Report, all the Resolutions as set out in the Notice of 28th Annual General Meeting have been duly approved by the Shareholders with requisite majority. The Scrutinizer's Report dated September 27, 2022 is enclosed herewith.

In terms of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Consolidated outcome of the voting held through remote e-voting and e-voting conducted at the Annual General Meeting.

You are requested to kindly take the above information on records.

Thanking you

Yours faithfully,
for **Eros International Media Limited**

VIJAY JAYANTILAL THAKER
Digitally signed by VIJAY JAYANTILAL THAKER
Date: 2022.09.28 18:32:47 +05'30'

Vijay Thaker
VP - Company Secretary & Compliance Officer
Encl: As above

Voting Results of the 28th AGM pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM	27 September 2022
Total number of shareholders on record date	61,737
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing:	70
Promoters and Promoter Group:	3
Public:	67

Item No. 1			To receive, consider and adopt (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2022, together with the Report of the Directors' and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2022, together with the Report of the Auditors thereon					
Resolution required: Special / Ordinary			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)= [(4)/(2)]*100**	**% of Votes against on votes polled (7)= [(5)/(2)]*100**
Promoter and Promoter Group*	E-Voting	46090541	15582951	33.809	15582951		100.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**15582951**	**33.809**	**15582951**	**0**	**100.000**	**0.000**
Public- Institutions	E-Voting	5630852	0	0.000	0	0	0.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**0**	**0.000**	**0**	**0**	**0.000**	**0.000**
Public- Non Institutions	E-Voting	44163479	349700	0.792	348251	1449	99.586	0.414
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**349700**	**0.792**	**348251**	**1449**	**99.586**	**0.414**
Total		**95884872**	**15932651**	**16.616**	**15931202**	**1449**	**99.991**	**0.009**

**Includes shares transferred by way of pledge to pool account of the Lender*

Item No. 2			Re-appointment of Mr. Pradeep Dwivedi (DIN: 07780146), Director who retires by rotation, and being eligible, offers himself for re-appointment					
Resolution required: Special / Ordinary			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	**Mode of Voting**	**No. of shares held** (1)	**No. of votes polled** (2)	**% of Votes Polled on outstanding shares** (3)= [(2)/(1)]* 100	**No. of Votes – in favour** (4)	**No. of Votes – against** (5)	**% of Votes in favour on votes polled** (6)= [(4)/(2)]*100	**% of Votes against on votes polled** (7)= [(5)/(2)]*100
Promoter and Promoter Group*	E-Voting	46090541	15582951	33.809	15582951	0	100.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**15582951**	**33.809**	**15582951**	**0**	**100.000**	**0.000**
Public- Institutions	E-Voting	5630852	0	0.000	0	0	0.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**0**	**0.000**	**0**	**0**	**0.000**	**0.000**
Public- Non Institutions	E-Voting	44163479	349500	0.791	338040	11460	96.721	3.279
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**349500**	**0.791**	**338040**	**11460**	**96.721**	**3.279**
Total		**95884872**	**15932451**	**16.616**	**15920991**	**11460**	**99.928**	**0.072**

**Includes shares transferred by way of pledge to pool account of the Lender*

Item No. 3			Appointment of Haribhakti & Co. LLP, Chartered Accountants as Statutory Auditors of the Company and fix their remuneration.					
Resolution required: Special / Ordinary			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)= [(4)/(2)]*100**	**% of Votes against on votes polled (7)= [(5)/(2)]*100**
Promoter and Promoter Group*	E-Voting	46090541	15582951	33.809	15582951	0	100.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**15582951**	**33.809**	**15582951**	**0**	**100.000**	**0.000**
Public- Institutions	E-Voting	5630852	0	0.000	0	0	0.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**0**	**0.000**	**0**	**0**	**0.000**	**0.000**
Public- Non Institutions	E-Voting	44163479	349700	0.792	345179	4521	98.707	1.293
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**349700**	**0.792**	**345179**	**4521**	**98.707**	**1.293**
Total		**95884872**	**15932651**	**16.616**	**15928130**	**4521**	**99.972**	**0.028**

**Includes shares transferred by way of pledge to pool account of the Lender*

Item No. 4			Approval for waiver of excess remuneration paid/payable for the financial year 2021-2022 to Mr. Sunil Lulla, Executive Vice Chairman & Managing Director of the Company					
Resolution required: Special / Ordinary			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	**Mode of Voting**	**No. of shares held** (1)	**No. of votes polled** (2)	**% of Votes Polled on outstanding shares** (3)= [(2)/(1)]* 100	**No. of Votes – in favour** (4)	**No. of Votes – against** (5)	**% of Votes in favour on votes polled** (6)= [(4)/(2)]*100	**% of Votes against on votes polled** (7)= [(5)/(2)]*100
Promoter and Promoter Group*	E-Voting	46090541	15582951	33.809	15582951	0	100.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**15582951**	**33.809**	**15582951**	**0**	**100.000**	**0.000**
Public- Institutions	E-Voting	5630852	0	0.000	0	0	0.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**0**	**0.000**	**0**	**0**	**0.000**	**0.000**
Public- Non Institutions	E-Voting	44163479	349700	0.792	299792	49908	85.728	14.272
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**349700**	**0.792**	**299792**	**49908**	**85.728**	**14.272**
Total		**95884872**	**15932651**	**16.616**	**15882743**	**49908**	**99.687**	**0.313**

**Includes shares transferred by way of pledge to pool account of the Lender*

Item No. 5			Approval of Eros International Media Limited – Employee Stock Options Scheme 2022 and grant of stock options to the Employees of the Company under the said scheme.					
Resolution required: Special / Ordinary			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	**Mode of Voting**	**No. of shares held** (1)	**No. of votes polled** (2)	**% of Votes Polled on outstanding shares** (3)= [(2)/(1)]* 100	**No. of Votes – in favour** (4)	**No. of Votes – against** (5)	**% of Votes in favour on votes polled** (6)= [(4)/(2)]*100	**% of Votes against on votes polled** (7)= [(5)/(2)]*100
Promoter and Promoter Group*	E-Voting	46090541	15582951	33.809	15582951	0	100.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**15582951**	**33.809**	**15582951**	**0**	**100.000**	**0.000**
Public- Institutions	E-Voting	5630852	0	0.000	0	0	0.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**0**	**0.000**	**0**	**0**	**0.000**	**0.000**
Public- Non Institutions	E-Voting	44163479	349700	0.792	311919	37781	89.196	10.804
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**349700**	**0.792**	**311919**	**37781**	**89.196**	**10.804**
Total		**95884872**	**15932651**	**16.616**	**15894870**	**37781**	**99.763**	**0.237**

**Includes shares transferred by way of pledge to pool account of the Lender*

Item No. 6			Grant of employee stock options to the employees of Subsidiary and Associate Company(ies) of the Company under Eros International Media Limited - Employee Stock Option Scheme 2022.					
Resolution required: Special / Ordinary			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)= [(4)/(2)]*100**	**% of Votes against on votes polled (7)= [(5)/(2)]*100**
Promoter and Promoter Group*	E-Voting	46090541	15582951	33.809	15582951	0	100.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**15582951**	**33.809**	**15582951**	**0**	**100.000**	**0.000**
Public- Institutions	E-Voting	5630852	0	0.000	0	0	0.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total			**0.000**	**0**	**0**	**0.000**	**0.000**
Public- Non Institutions	E-Voting	44163479	349700	0.792	308285	41415	88.157	11.843
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**349700**	**0.792**	**308285**	**41415**	**88.157**	**11.843**
Total		**95884872**	**15932651**	**16.616**	**15891236**	**41415**	**99.740**	**0.260**

**Includes shares transferred by way of pledge to pool account of the Lender*

Item No. 7			Approval of Material Related Party Transaction with Eros Worldwide FZ LLC					
Resolution required: Special / Ordinary			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)= [(4)/(2)]*100**	**% of Votes against on votes polled (7)= [(5)/(2)]*100**
Promoter and Promoter Group*	E-Voting	46090541	0	0.000	0	0	0.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**0**	**0.000**	**0**	**0**	**0.000**	**0.000**
Public- Institutions	E-Voting	5630852	0	0.000	0	0	0.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**0**	**0.000**	**0**	**0**	**0.000**	**0.000**
Public- Non Institutions	E-Voting	44163479	349700	0.792	337370	12330	96.474	3.526
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		**349700**	**0.792**	**337370**	**12330**	**96.474**	**3.526**
Total		**95884872**	**349700**	**0.365**	**337370**	**12330**	**96.474**	**3.526**

**Includes shares transferred by way of pledge to pool account of the Lender*

September 28, 2022

To,

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street,
Mumbai – 400 001
Scrip Code: 533261

National Stock Exchange of India Limited
Corporate Relationship Department/ Listing Department
Exchange Plaza, 5th Floor,
Plot No – C Block, G Block,
Bandra Kurla Complex, Mumbai 400 051
Scrip Code: EROSMEDIA

Sub: Proceedings of the 28th Annual General Meeting of Eros International Media Limited

Dear Sir/Madam,

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we enclose herewith the proceedings of the 28th Annual General Meeting of Eros International Media Limited held on Tuesday, September 27, 2022 at 3:00 P.M through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility.

You are requested to kindly take above information on your records.

for **Eros International Media Limited**

VIJAY JAYANTILAL THAKER
Digitally signed by VIJAY JAYANTILAL THAKER
Date: 2022.09.28 18:33:36 +05'30'

Vijay Thaker
VP - Company Secretary & Compliance Officer

Encl: As above

SUMMARY OF PROCEEDINGS OF 28TH ANNUAL GENERAL MEETING

1. **Date, Time and Venue of the Meeting:**

- The 28th Annual General Meeting of the Company was held on Tuesday, September 27, 2022 at 3:00 P.M through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") Facility.

2. **Proceedings in brief:**

- Mr. Dhirendra Swarup, Chairman of the Company, chaired the proceedings of the Meeting.

- The requisite quorum being present, the Meeting was called to order. Mr. Bishwarup Chakrabarti, General Counsel introduced the Directors and the invitees present at the meeting. The Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were also present.

- As required, all the requisite Statutory Registers and other documents were kept available at the corporate office for inspection by the Members.

- Mr. Bishwarup Chakrabarti on behalf of Chairman informed that remote e-voting commenced at 9:00 A.M. (IST) on Friday, September 23, 2022 and concluded at 5:00 P.M. (IST) on Monday, September 26, 2022.

- Thereafter, the Chairman delivered his speech. Mr. Chakrabarti declared that the Notice of the 28th Annual General Meeting, Report of Board of Directors and the Financial Statements for the financial year 2021-22 were taken as read as the same had already been circulated to the Members. He further provided the summary of the Statutory Auditors' Report and Secretarial Audit Report for the financial year 2021-22.

- The following items of business as stated in the notice were taken up for consideration.

ORDINARY BUSINESS		
1	To receive, consider and adopt (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2022, together with the Report of the Directors' and Auditors thereon; and. (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2022, together with the Report of the Auditors thereon.	*Ordinary Resolution*
2	Re-appointment of Mr. Pradeep Dwivedi (DIN: 07780146), Director who retires by rotation, and being eligible, offers himself for re-appointment.	*Ordinary Resolution*

3	Appointment of Haribhakti & Co. LLP, Chartered Accountants as Statutory Auditors of the Company and fix their remuneration.	*Ordinary Resolution*
SPECIAL BUSINESS:		
4	Approval for waiver of excess remuneration paid/payable for the financial year 2021-2022 to Mr. Sunil Lulla, Executive Vice Chairman & Managing Director of the Company.	*Special Resolution*
5	Approval of Eros International Media Limited – Employee Stock Options Scheme 2022 and grant of stock options to the Employees of the Company under the said scheme.	*Special Resolution*
6	Grant of employee stock options to the employees of Subsidiary and Associate Company(ies) of the Company under Eros International Media Limited - Employee Stock Option Scheme 2022.	*Special Resolution*
7	Approval of Material Related Party Transaction with Eros Worldwide FZ LLC.	*Ordinary Resolution*

- Mr. Suhas Ganpule, Practicing Company Secretary was appointed as the Scrutinizer for scrutinizing the process of e-voting, to ensure that it is conducted in a fair and transparent manner.

- As per the report submitted by the Scrutinizer considering the results of the remote e-voting and e-voting conducted at the Annual General Meeting, all the resolutions embodied in the Notice of Annual General Meeting were passed with requisite majority. The said Report shall be disseminated to the stock exchanges and shall also be uploaded on the website of the Company and Central Depository Services (India) Limited, the agency providing the e-voting facility.

3. Voting by Members:

- The Company had provided remote e-voting facility and e-voting at the 28th Annual General Meeting to its Members to cast votes electronically, for all the 7 items of business set out in the Notice.

- Further, the facility for e-voting conducted at the Meeting was made available to the Members who were present at the Meeting and had not cast their votes by remote e-voting.

Mr. Bishwarup Chakrabarti then declared the Meeting closed at 3.26 pm IST with a vote of thanks to the Members and the Chairman. Post the closure of the Meeting, the e-voting portal was kept open for 15 minutes. The Meeting was thereafter concluded at 3.41 pm IST.

for **Eros International Media Limited**

VIJAY JAYANTILAL THAKER

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Date: 2022.09.28 18:34:06 +05'30'

Vijay Thaker
VP - Company Secretary & Compliance Officer