



21st December 2010

The DCS – CRD
Bombay Stock Exchange Limited
Pheeroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai 400 001

The DCS - CRD
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No – C Block, G Block,
Bandra Kurla Complex,
Mumbai 4000 51

Ref : BSE Script Code : 533261 & NSE Script Code: EROSMEDIA

Sub : Eros International announces Results of Postal Ballot Notice dt 10th November 2010

Dear Sir,

With reference to captioned subject enclosed please find herewith Results of Postal Ballot Notice dt 10th November 2010.

Kindly take note of the same

Thanks & Regards,

Yours faithfully,

For **Eros International Media Limited**

A handwritten signature in blue ink, appearing to read "R Bhatia", with a horizontal line underneath.

Rajesh Bhatia
Company Secretary & Compliance Officer

EROS INTERNATIONAL MEDIA LIMITED

(Formerly known as Eros International Media Private Ltd.)

Corporate Office: Second Floor, Satyadev Building, Off New Link Road, Andheri (W), Mumbai - 400 053.

Tel.: +91-22-4053 8500 Fax: +91-22-4053 8540 E-mail: eros@erosintl.com • www.erosentertainment.com

Regd. Office: 201, Kailash Plaza, Plot No. A-12, Opp. Laxmi Ind. Estate, Link Road, Andheri (W), Mumbai - 400 053.



Result of Postal Ballot

Declaration of the results of Postal Ballot of **Eros International Media Limited** conducted pursuant to section 192A of the Companies Act, 1956 on 21st December, 2010 at the Registered Office of the Company at 201, Kailash Plaza, Plot No A -12, Opp. Laxmi Industrial Estate, Link Road, Andheri (W.) Mumbai - 400 053

Pursuant to the Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules 2001, approval of the shareholders was sought by means of postal ballot notice dated 10th November, 2010 for following Special Resolutions:-

1. To revise the terms of "ESOP 2009" scheme of the Company by revising Fair Market Value from Rs. 200/- per share to Rs. 175/- per share and accordingly to re-price the option price of the unexercised Employee Stock Options (ESOPs) issued under the 'ESOP 2009' scheme
2. To extend the benefits of the "ESOP 2009" scheme of the Company to such present and future permanent employees including Directors of such subsidiary Companies of the Company, as may be decided by the Board of Directors of the Company.

Mr. Suhas S. Ganpule, a Practicing Company Secretary was appointed as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

On the basis of report submitted by the scrutinizer, following results of the postal ballot are declared:-

For Resolution 1 :-

Details of Ballots	No. of Postal Ballot Forms	Number of Shares Voted	Percentage (%) of Shareholding voted
Valid Postal Ballots in favour of the Resolution	739	7,26,89,755	96.04%
Valid Postal Ballots against the Resolution	121	29,93,808	3.96%
Postal ballots- Invalid	42	5,685	0.00%
Total	902	7,56,89,248	100%

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For Resolution 2 :-

Details of Ballots	No. of Postal Ballot Forms	Number of Shares Voted	Percentage (%) of Shareholding voted
Valid Postal Ballots in favour of the Resolution	713	7,26,88,884	96.04%
Valid Postal Ballots against the Resolution	126	29,93,670	3.96%
Postal ballot-Invalid	63	6,694	0.00%
Total	902	7,56,89,248	100%

The Resolutions have therefore been approved by the shareholders with the requisite majority.

Place: Mumbai

Date: December 21, 2010

**Sd/-
Sunil Lulla**

**Vice Chairman and Managing
Director**

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