



October 23, 2023

The Secretary
BSE Limited
Pheeroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001
Scrip Code: **533261**

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No- 'C' Block, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai-400051
Scrip Code: **EROSMEDIA**

SUB: Declaration of Postal Ballot Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (b) Proceedings of Postal Ballot pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Dear Sir/Madam,

Further to Notice of Postal Ballot dated September 15, 2023 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the following:

- a) Voting Results of Postal Ballot as per the format prescribed in Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements);
- b) Scrutinizer's Report issued by C R Bhagwat & Associates, Practicing Company Secretary; and
- c) Proceedings of Postal Ballot pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Kindly note that based on the Scrutinizer's Report, the Special Resolution set out in the Postal Ballot Notice was duly passed by the Members with requisite majority.

The aforesaid Voting Results along with Scrutinizer's Report are available on the website of the Company at www.erosmediaworld.com.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For Eros International Media Limited

Vijay Thaker
VP- Company Secretary & Compliance Officer

Encl: a/a

EROS INTERNATIONAL MEDIA LIMITED

Regd Off: 901/902, Supreme Chambers, Off Veera Desai Road, Andheri (West), Mumbai – 400053.
Tel.: +91-22-6602 1500 | Fax: +91-22-6602 1540 | E-mail: eros@erosintl.com | Website: www.erosmediaworld.com
CIN No. L99999MH1994PLC080502



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

1	Date of the Postal Ballot Notice	September 15, 2023
2	Voting Start Date	September 23, 2023
3	Voting End Date	October 22, 2023
4	Total number of shareholders on record date (i.e. September 15, 2023 – cut-off date for e-voting purpose)	62,617
5	No. of shareholders present in the meeting either in person or through proxy:	Not Applicable. The resolutions are being passed through Postal Ballot
6	No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable. The resolutions are being passed through Postal Ballot
7	Mode of voting	Remote e-voting

Vinod J. 



Item No. 1			Sale of Company's property (undertaking) situated at 9 th Floor, Supreme Chambers, Off Veera Desai Road, Andheri (West), Mumbai 400053, Maharashtra, India					
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	15589951	15582951	99.955	15582951	0	100.000	0.000
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		15582951	99.955	15582951	0	100.000	0.000
Public Institutions	E-Voting	2084067	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	78240101	379572	0.485	300707	78865	79.223	20.777
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		379572	0.485	300707	78865	79.223	20.777
Total		95914119	15962523	16.643	15883658	78865	99.506	0.494

As per the results of the remote e-voting, the above resolution is being passed with the requisite majority on October 22, 2023 (last day of the e-voting).

Vinod



Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (xi) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
Eros International Media Limited
901/902, Supreme Chamber
Off Veera Desai Road, Andheri West,
Mumbai - 400 053

[Pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules') read with General Circulars issued by the Ministry of Corporate Affairs from time to time and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')].

Dear Sir,

I, Mr. C R Bhagwat, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors of M/s. Eros International Media Limited ('the Company') in the meeting held on September 15, 2023 for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Act read with the Rules and read with General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022 & 11/2022 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 5, 2022 and December 28, 2022 respectively ('MCA Circulars') and Regulation 44 of the Listing Regulations, Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolutions as mentioned in the Notice of Postal Ballot dated September 15, 2023:

Sr No.	Type of Resolution	Particulars
1.	Special Resolution	Sale of Company's property (undertaking) situated at 9 th Floor, Supreme Chambers, Off Veera Desai Road, Andheri (West), Mumbai 400053, Maharashtra, India



I submit my report as under:

1. As informed by the Company, Postal Ballot Notice along with Explanatory Statement and Remote E-Voting instructions were sent to all those Members, whose E- Mail address were Registered with the Company or Registrar and Share Transfer Agent i.e. Link Intime India Private Limited ('RTA'), or with their respective Depository Participants ('DP') and whose names appeared in the Register of Members of the Company (List of Beneficial Owners as maintained by the Depositories) as on Thursday, September 15, 2023 ('Cut- Off date').
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Act and the Rules thereof including circulars Listing Regulations in respect of the Resolution(s) contained in the Postal Ballot Notice including the dispatch of the notice to the Shareholders. My responsibilities as Scrutinizer is restricted to make a Scrutinizer's Report of the votes cast in 'Favour' or 'Against' the resolutions contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL").
3. The Company has published an advertisement on September 22, 2023 regarding Service of Postal Ballot Notice to eligible Members in English Newspaper "The Free Press Journal" and in vernacular newspaper "Navshakti".
4. The Members of the Company holding shares as on cut-off date were entitled to vote on the resolutions as contained in the Postal Ballot Notice and could vote through remote e-voting facility only as per the MCA Circulars. Members were provided with the facility to cast their votes on the designated platform of CDSL i.e. www.evotingindia.com.
5. The remote e-Voting commenced on September 23 2023, 09:00 A.M. and ended on October 22, 2023 05:00 P.M. Further the remote e-voting process was monitored through the Scrutinizer's secured link provided by CDSL on its designated website at www.evotingindia.com.



6. The remote e-voting was unblocked on October 23, 2022 in the presence of two witnesses Ms. Madhuri Bohra and Mr. Shravan Chavan who are not in the employment of the Company and who have signed below:


Ms. Madhuri Bohra


Mr. Shravan Chavan

7. The particulars of remote e-voting report generated from electronic registry of CDSL have been entered in a separate Register maintained for this purpose.

8. E-votes cast upto 05:00 P.M. on October 22, 2023 are considered for the purpose of this report.

9. The remote e-voting was reconciled with the Register of Members of the Company as on cut- off date as maintained by RTA of the Company.

10. The result of the remote e-voting in respect of the resolutions contained in the Postal Ballot Notice is as under:

Resolution No. 1- (Special resolution):

1. Sale of Company's property (undertaking) situated at 9th Floor, Supreme Chambers, Off Veera Desai Road, Andheri (West), Mumbai 400053, Maharashtra, India

Sr. No.	Number of Valid Votes			Percentage
	Particulars	E - votes	Ballot Paper	
Assent	15883658	NOT APPLICABLE	15883658	99.51
Dissent	78865		78865	0.49
Total	15962523		15962523	100%

The detail summary of the voting through e-voting is given below:



A. VOTING THROUGH REMOTE E VOTING			
PARTICULARS	NO. OF SHAREHOLDERS	NO. OF EQUITY SHARES	PAID UP VALUE OF THE EQUITY SHARES (in Rs)
a) Total votes received	224	15962523	159625230
b) Less: Invalid votes	--	--	--
c) Net Valid votes cast	224	15962523	159625230
d) Votes with assent for the resolution	186	15883658	158836580
e) Votes with dissent for the resolution	38	78865	788650

The above Resolution has been passed with requisite majority.

Thanking you,

**Yours faithfully,
For C R Bhagwat & Associates
Practicing Company Secretaries**



Bhagwat

**Mr. C R Bhagwat
Proprietor
Membership No.: F7075
C. P. No.: 26844
UDIN: F007075E001423006**

Place: Mumbai

Date: 23rd October, 2023



SUMMARY OF THE PROCEEDINGS OF ANNOUNCEMENT OF THE RESULTS OF POSTAL BALLOT OF EROS INTERNATIONAL MEDIA LIMITED ON MONDAY, OCTOBER 23, 2023 AT THE REGISTERED OFFICE OF THE COMPANY AT 901/902, SUPREME CHAMBERS, OFF. VEERA DESAI ROAD, ANDHERI (WEST), MUMBAI 400053.

- 1) Pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") read with the General Circular No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs ("MCA Circulars"), a notice of postal ballot dated September 15, 2023 along with the statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 was sent to the Shareholders of the Company, by electronic form only i.e. by email to all Shareholders / Beneficiaries whose Names appears on the Register of Members / Record of Depositories.
- 2) In compliance with the aforesaid MCA Circulars, the Postal Ballot Notice was dispatched by electronic mode to those Members whose e-mail ids were registered with the Company or depository participant as on the cut-off date i.e., Friday, September 15, 2023.
- 3) The Board of Directors on September 15, 2023 had approved the said Postal Ballot Notice and also appointed Mr. C R Bhagwat, Practicing Company Secretary, (Membership No. F7075, CP No: 26844) proprietor of C R Bhagwat & Associates, as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.
- 4) In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 and other applicable provisions of the Companies Act, 2013 read with the relevant rules, the Company had provided e-voting facility to all its Members in order to enable them to cast their votes electronically. Central Depository Services (India) Limited ("CDSL") was appointed as an agency for providing e-voting facility to all its Members to enable them to cast their votes electronically. The e-voting portal of CDSL for voting purpose remained open from Saturday, September 23, 2023, (9:00 a.m. (IST) onwards) till Sunday, October 22, 2023, (up to 5:00 p.m. (IST)), and thereafter the same was disabled.
- 5) Mr. C R Bhagwat, Practicing Company Secretary, the Scrutinizer had carried out the scrutiny of votes polled electronically up to 5:00 p.m. on October 22, 2023 and submitted report on October 23, 2023.
- 6) As per the voting results, the Special Resolution set out in the Postal Ballot Notice was duly passed by the Members with requisite majority. In accordance with the Secretarial Standard 2, the special resolution shall be deemed to be passed by the members on October 22, 2023.
- 7) Summary of the voting results is as under:

Particulars of Special Resolution	E-voting				
	No. of Votes polled	No. of Votes in favour	No. of Votes against	% of Votes favour	% of Votes against
Sale of Company's property (undertaking) situated at 9 th Floor, Supreme Chambers, Off Veera Desai Road, Andheri (West), Mumbai 400053, Maharashtra, India.	1,59,62,523	1,58,83,658	78,865	99.51%	0.49%

EROS INTERNATIONAL MEDIA LIMITED

Regd Off: 901/902, Supreme Chambers, Off Veera Desai Road, Andheri (West), Mumbai – 400053.

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CIN No. L99999MH1994PLC080502

