



September 27, 2023

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 29th Annual General Meeting held on September 26, 2023

Dear Sir,

This is with reference to our earlier communication regarding the Annual General Meeting of the Company. This is to inform that the 29th Annual General Meeting of the Company was held on Tuesday, September 26, 2023 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 29th Annual General Meeting. The Company had appointed Mr. C R Bhagwat, 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 29th Annual General Meeting have been duly approved by the Shareholders with requisite majority. The Scrutinizer’s Report dated September 27, 2023 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 Thaker
VP - Company Secretary & Compliance Officer

Encl: As above

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 29th AGM pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM	26 September 2023
Total number of shareholders on record date	62,617
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:	60
Promoters and Promoter Group:	2
Public:	58

Item No. 1			To receive, consider and adopt (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2023, 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 2023, 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	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	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	2379464	3.041	2323196	56268	97.635	2.365
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		2379464	3.041	2323196	56268	97.635	2.365
Total		95914119	17962415	18.728	17906147	56268	99.687	0.313



EROS INTERNATIONAL MEDIA LIMITED



Item No. 2			Re-appointment of Mr. Vijay Thaker (DIN: 01867309), 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	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	2379464	3.041	2320041	59423	97.503	2.497
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		2379464	3.041	2320041	59423	97.503	2.497
Total		95914119	17962415	18.728	17902992	59423	99.669	0.331



EROS INTERNATIONAL MEDIA LIMITED



Item No. 3			Approval for waiver of excess remuneration paid/payable for the financial year 2022-23 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?			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	2379553	3.041	1635419	744134	68.728	31.272
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		2379553	3.041	1635419	744134	68.728	31.272
Total		95914119	17962504	18.728	17218370	744134	95.857	4.143



EROS INTERNATIONAL MEDIA LIMITED



Item No. 4			Appointment of Mr. Sagar S. Sadhwani (DIN: 03559502) as a Director of the Company					
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	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	2379553	3.041	2319938	59615	97.495	2.505
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		2379553	3.041	2319938	59615	97.495	2.505
Total		95914119	17962504	18.728	17902889	59615	99.668	0.332



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



Item No. 5			Appointment of Mrs. Urvashi Saxena (DIN: 02021303) as an Independent Director of the Company.					
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	2379553	3.041	2320588	58965	97.522	2.478
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		2379553	3.041	2320588	58965	97.522	2.478
Total		95914119	17962504	18.728	17903539	58965	99.672	0.328



EROS INTERNATIONAL MEDIA LIMITED



Item No. 6			Payment of remuneration to Independent Director of the Company in accordance with the provisions of Schedule V of the Companies Act, 2013.					
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	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		0.000	0	0	0.000	0.000	
Public- Non Institutions	E-Voting	78240101	2378703	3.040	2313193	65510	97.246	2.754
	Ballot Form		0	0.000	0	0	0.000	0.000
	Total		2378703	3.040	2313193	65510	97.246	2.754
Total		95914119	17961654	18.727	17896144	65510	99.635	0.365



EROS INTERNATIONAL MEDIA LIMITED



Date: 27th September, 2023

To,
The Chairman
Eros International Media Limited
901/902, Supreme Chambers,
Off. Veera Desai Road, Andheri (West)
Mumbai - 400053

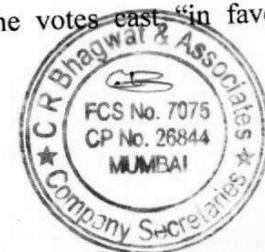
**Sub: Scrutinizer's Report on Remote E-Voting and E-Voting conducted at
29th Annual General Meeting of M/s Eros International Media Limited
held on 26th September, 2023.**

Dear Sir,

Eros International Media Limited ("the Company") at their Board Meeting held on 11th August, 2023 appointed the undersigned as the Scrutinizer to ensure that the process of remote E-Voting prior to the 29th Annual General Meeting ("AGM") and E-Voting conducted at the AGM on the Resolutions contained in the Notice dated 11th August, 2023 of the AGM of the Company held on 26th September, 2023 as prescribed under Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") without the physical presence of the Members at a common venue and in Compliance with Ministry of Corporate Affairs ("MCA") has vide its circular dated 28th December 2022 and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated 5th January, 2023 and other applicable circulars issued in this regards. The Company had provided e-voting facility at the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with Rules made there under, applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars, relating to remote e-voting prior to the AGM and e-voting conducted at the AGM on the resolutions as contained in the aforesaid Notice of the AGM of the Members of the Company. My responsibility as Scrutinizer is to scrutinize and ensure that the voting done through Remote E-Voting prior to the AGM and E-Voting conducted at the AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or



“against” the resolutions, based on the reports in relation to the remote e-voting prior to the AGM and e-voting conducted at the AGM as per the facilities provided by Central Depositories Services (India) Limited, the agency engaged by the Company for the said purposes.

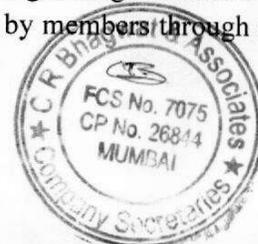
Pursuant to Section 101 of the Act, Notice of AGM was sent to the Members by permitted means as per the Circulars i.e. by E-Mail. Following resolutions were proposed for approval by the Members at the AGM:

- 1) Resolution No. 1 as an Ordinary Resolution i.e. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2023, 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 2023, together with the Report of the Auditors thereon
- 2) Resolution No. 2 as an Ordinary Resolution for Appointment of Mr. Vijay Thaker (DIN: 01867309), who retires by rotation, and being eligible, offers himself for re-appointment.
- 3) Resolution No.3 as a Special Resolution for approval for waiver of excess remuneration paid/payable for the financial year 2022-2023 to Mr. Sunil Lulla, Executive Vice Chairman & Managing Director of the Company.
- 4) Resolution No. 4 as an Ordinary Resolution for Appointment of Mr. Sagar S. Sadhwani (DIN: 03559502) as a Director of the Company.
- 5) Resolution No. 5 as a Special Resolution for Appointment of Mrs. Urvashi Saxena (DIN: 02021303) as an Independent Director of the Company.
- 6) Resolution No. 6 as an Ordinary resolution for Payment of remuneration to Independent Director of the Company in accordance with the provisions of Schedule V of the Act.

The Company provided Remote E-Voting facility to the Members to cast votes on aforesaid Resolutions prior to the AGM. The Company also provided E-Voting facility at the AGM to those members who had not cast their votes through remote e-voting, to enable them to cast their votes on the aforesaid Resolutions at the AGM.

Remote e-voting facility was made available to the Members of the Company to exercise their voting rights from 9:00 a.m. of Friday, 22nd September, 2023 upto 5:00 p.m. of Monday, 25th September, 2023. Accordingly, votes casted through remote E-voting upto 5:00 p.m. of 25th September, 2023 have been considered for my scrutiny.

After conclusion of the AGM, the voting through remote e-voting prior to the AGM and e-voting conducted at the AGM were unlocked. In case of members who cast votes through remote e-voting as well as through e-voting conducted at the AGM, the voting through remote e-voting by such members was treated as valid. A summary of the votes cast by members through remote e-

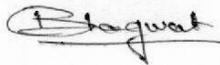


voting prior to the AGM and e-voting conducted at the AGM with their pattern of voting is as per Annexure attached to this Report.

The results of the voting by members through remote e-voting and e-voting conducted at the AGM in respect of the above-mentioned resolutions may accordingly be declared by the Chairman of the Meeting.

Thanking you.

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



**C. R. Bhagwat
Proprietor**

**FCS: F7075, CP No: 26844
UDIN: F007075E001088815**



The Summary of the votes cast through remote e-voting and e-voting conducted at the 29th AGM for each of the Resolutions is given below:

1. Resolution No. 1 as an Ordinary Resolution:

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2023, 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 2023, together with the Report of the Auditors thereon-

Sr. No	Particulars	Resolution 1.	
		No. of Members who voted	No. of votes
a	Votes cast through e-voting at AGM	02	2055
b	Votes cast through remote e-voting	170	17960360
	Total	172	17962415
c	Less: Invalid voting	--	--
	Net Valid voting	172	17962415
	(i) Voting with assent for the Resolution	164	17906147
% of Assent		99.69%	
	(II) Voting with dissent for the Resolution	8	56268
% of Dissent		0.31%	

2. Resolution No. 2 as an Ordinary Resolution:

Appointment of Director Mr. Vijay Thaker (DIN: 01867309), who retires by rotation, and being eligible, offers himself for re-appointment.

Sr. No	Particulars	Resolution 2.	
		No. of Members who voted	No. of votes
a	Votes cast through e-voting at AGM	02	2055
b	Votes cast through remote e-voting	170	17960360
	Total	172	17962415
c	Less: Invalid voting	--	--



d	Net Valid voting		172	17962415
	(i)	Voting with assent for the Resolution	156	17902992
% of Assent			99.67%	
	(II)	Voting with dissent for the Resolution	16	59423
% of Dissent			0.33%	

3. Resolution No. 3 as a Special Resolution:

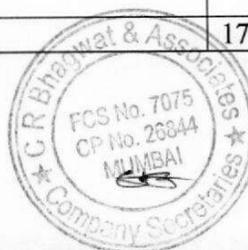
Approval for waiver of excess remuneration paid/payable for the financial year 2022-2023 to Mr. Sunil Lulla, Executive Vice Chairman & Managing Director of the Company-

Sr. No	Particulars	Resolution 3.		
		No. of Members who voted	No. of votes	
a	Votes cast through e-voting at AGM	02	2055	
b	Votes cast through remote e-voting	171	17960449	
	Total	173	17962504	
c	Less: Invalid voting	--	--	
d	Net Valid voting	173	17962504	
	(i)	Voting with assent for the Resolution	143	17218370
% of Assent			95.86%	
	(II)	Voting with dissent for the Resolution	30	744134
% of Dissent			4.14%	

4. Resolution No. 4 as an Ordinary Resolution:

Appointment of Mr. Sagar S. Sadhwani (DIN: 03559502) as a Director of the Company

Sr. No	Particulars	Resolution 4.	
		No. of Members who voted	No. of votes
a	Votes cast through e-voting at AGM	02	2055
b	Votes cast through remote e-voting	171	17960449



	Total	173	17962504
c	Less: Invalid voting		
d	Net Valid voting	173	17962504
	(i) Voting with assent for the Resolution	156	17902889
% of Assent		99.67%	
	(II) Voting with dissent for the Resolution	17	59615
% of Dissent		0.33%	

5. Resolution No. 5 as a Special Resolution:

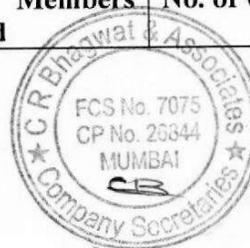
Appointment of Mrs. Urvashi Saxena (DIN: 02021303) as an Independent Director of the Company.

Sr. No	Particulars	Resolution 5.	
		No. of Members who voted	No. of votes
a	Votes cast through e-voting at AGM	02	2055
b	Votes cast through remote e-voting	171	17960449
	Total	173	17962504
c	Less: Invalid voting	--	--
d	Net Valid voting	173	17962504
	(i) Voting with assent for the Resolution	157	17903539
% of Assent		99.67%	
	(II) Voting with dissent for the Resolution	16	58965
% of Dissent		0.33%	

6. Resolution No. 6 as an Ordinary Resolution:

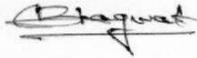
Payment of remuneration to Independent Director of the Company in accordance with the provisions of Schedule V of the Act.

Sr. No	Particulars	Resolution 6.	
		No. of Members who voted	No. of votes



a	Votes cast through e-voting at AGM	02	2055
b	Votes cast through remote e-voting	170	17959599
	Total	172	17961654
c	Less: Invalid voting	--	--
d	Net Valid voting	172	17961654
	(i) Voting with assent for the Resolution	151	17896144
% of Assent		99.64%	
	(II) Voting with dissent for the Resolution	21	65510
% of Dissent		0.36%	

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



**C. R. Bhagwat
Proprietor**

FCS: F7075, CP No: 26844

UDIN: F007075E001088815

