## Walker Chandiok & Co LLP

Walker Chandiok & Co LLP (Formerly Walker, Chandiok & Co) 16th Floor, Tower II Indiabulls Finance Centre S B Marg, Elphinstone (W) Mumbai 400013 India

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#### Review Report

#### To the Board of Directors of Eros International Media Limited

- 1. We have reviewed the accompanying statement of unaudited financial results ("the Statement") of Eros International Media Limited ("the Company") for the quarter ended 30 September 2015 and the year to date results for the period 01 April 2015 to 30 September 2015, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
- We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures, applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
- 3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable accounting standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014(as amended) and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Walker Charlick & Colle For Walker Chandiok & Colle (formerly Walker, Chandiok & Co)

Chartered Accountants

Firm Registration No: 001076N/N500013

per Adi P. Sethna

Partner

Membership No. 108840

Place: Mumbai

Date: 09 November 2015



### Eros International Media Limited

Regd. Office: 201 Kailash Plaza, Plot No A-12, Opp Lasmi Industrial Estate, Link Road, Andheri (W), Mumbai 400053 UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2015

(₹ in lacs, except per share data)

	T-I Particulars	Quarter ended 30 September 2015 (Unaudited)	Quarter ended 30 June 2015 (Unaudited)	Quarter ended 30 September 2014 (Unaudited)	Half Year ended 30 September 2015 (Unaudited)	Half Year ended 30 September 2014 (Unaudited)	Year ended 31 March 2015 (Audited)
1	Income from operations		00000000000000	and the second	10070000		
	Net sales / income from operations	44,147	25,525	14,590	69,672	34,663	107,170
	Total income from operations (net)	44,147	25,525	14,590	69,672	34,663	107,170
2	Expenses						
(A)	Purchases/operating expenses	31,691	21,003	9,149	52,694	23,340	74,69
b)	Changes in inventories of finished goods	31	(276)	(303)	(245)	(306)	1
c)	Employee benefits expense	1,157	1,036	652	2,193	1,377	3,44
d)	Deprectation expense	134	125	163	259	311	66
e)	Other expenses	1,094	907	983	2,001	1,329	6,62
_	Total expenses	34,107	22,795	10,644	56,902	26,051	85,44
3	Profit from operations before other income, finance costs and exceptional items (1-2)	10,040	2,730	3,946	12,770	8,612	21,73
4	Other income	483	447	309	930	495	1,90
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	10,523	3,177	4,255	13,700	9,107	23,63
6	Finance costs (net)	1,038	846	1,092	1,884	2,029	3,8
7	Profit from ordinary activities after finance cost but before exceptional items (5-6)	9,485	2,331	3,163	11,816	7,078	19,78
8	Exceptional items			· .			
9		9,485	2,331	3,163	11,816	7,078	19,78
	Tax expense	3,647	1,452	1,105	5,099	2,576	7,30
11		5,838	879	2,058	6,717	4,502	12,41
12		5,838	879	2,058	6,717	4,502	12,41
13		9,345	9,255	9,237	9,345	9,237	9,2
1.4	(Face value of Rs. 10 each)	2,01.0	.,,				
15	Reserves excluding revaluation reserve						93,6
16.	.t Earnings per share (EPS)(before extraordinary items) (of Rs 10 each) (not annualised)						
	Basic	6.27	0.95	2.23	7.23	4.89	13
16	Diluted	6.19	0.94	2.22	7.14	4.86	13.
16.	.ii Earnings per share (EPS)(after extraordinary items) (of Rs 10 each) (not annualised)						
	Basic	6.27	0.95	2.23	7.23	4.89	13.
	Diluted	6.19	0.94	2.22	7.14	4.86	13.
PA	RT-II						
17							
	Number of shares	24,617,519	23,716,549	23,537,617	24,617,519	23,537,617	23,673,9
	Percentage of shareholding	26.34%	25.63%	25.48%	26.34%	25.48%	25.5
18	8 Promoters and promoter group shareholding a) Pledged / encumbered	Ni	Nil	NI	Ni	NI	
	Number of shares     Percentage of shares (as a % of the total shareholding of promoter and						
	promoter group)	Nil	Nil	Nil	Nil	Nil	
	- Percentage of shares (as a % of the total share capital of the company)	Nil	Nii	Nil	Nil	Na	
	b) Non-encumbered						
	- Number of shares	68,833,290	68,833,290	68,833,290	68,833,290	68,833,290	68,833,
	- Percentage of shares (as a % of the total shareholding of promoter and	100.00%	100.00%	100.00%	100.00%	100.00%	100.
	promoter group)		ł				
1	- Percentage of shares (as a % of the total share capital of the company)	73.66%	74.37%	74.52%	73.00%	74.527.0	74.4





#### **EROS INTERNATIONAL MEDIA LIMITED**



- i: The accompanying statement of unaudited standalone farancial results has been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 9 November 2015 and has been subjected to a limited review by the statutory auditors of the Company.
- 2 The financial results for the quarter and six months ended 30 September 2015 have been prepared on the basis of accounting policies followed in the preparation of annual financial statements for the year ended 31 March 2015 and quarter ended 30 June 2015.

3	Statement of assets and liabilities:	· ₹in l	ics

3 Statement of assets and habilities :		· ₹in lac
Particulars	30 September 2015	31 March 2015
- Allerta	(Unaudited)	(Audited)
Equity and Liabilities		
Shareholders' funds		
Share capital	9.345	9,250
Reserves and surplus	104,418	93,695
Sub-total - Shareholders' funds	113,763	102,945
Non Current liabilities		
Long-tenn borrowings	7,864	9,533
Deferred tax hability (net)	29,702	25,452
Other long-term liabilities	210	101
Long-term provisions	230	213
Sub-total - Non current liabilities	38,006	35,299
Current liabilities		
Short-term borrowings	33,248	30,993
Trade payables	12,116	4,647
Other current liabilities	35,026	36,806
Short-team provisions	4,056	1,816
Sub-total - Current liabilities	84,446	74,262
Sub-total - Current natinities	04,410	71,202
Total equity and liabilities (A)	236,215	212,500
B Assets		
Non current assets		
Fixed assets		
Tangible assets	3,973	4,082
Intangible assets	90,868	82,389
Capital work in progress	272	100
Content advance	83,857	77,80
Film under production		5
Non-current investments	5,542	2,04
Long-term loans and advances	15,542	13,616
Other non current assets	699	38
Sub-total - Non current assets	200,753	180,32
Current assets		
Inventories	348	10
Trade receivables	25,730	22,95
Cash and bank balances	3,679	3,85
Short-term loans and advances	3,506	3,67
Other current assets	2,199	1,59
Sub-total - Current assets	35,462	32,18
Total assets (B)	236,215	212,50

- 4 The Company operates on a single reportable segment, which is co-production, acquisition and distribution of Indian language films in multiple formats, being governed by similar risks and returns, forming the primary business segment-Accordingly, no segment information within the meaning of Accounting standard 17 - 'Segment reporting' has been submitted as a part of the quarterly funancial results presented.
- 5 Operating expenses include all direct costs such as film rights related cost, printing and publicity costs as well as marketing and other related costs.
- 6 Status of Investor complaints (Nos): Opening as at 1 July 2015 (Nil), received during the quarter (14), disposed during the quarter (14), remaining unresolved as at 30 September 2015 (Nil).
- The Company financial results for any period fluctuate due to film release schedules which take into account holidays and festivals in India and elsewhere, competitor film releases and sporting events.
- 8 On 25 February, 2015, the Company entered into a share purchase agreement to acquire a controlling stake in Universal Power System Private Limited, trading by the name Techzone ("UPSPL" or "Techzone"). On 20 July, 2015, the Company received approval from Foreign Investment Promotion Board (FIPB) to acquire Techzone. On 1 August 2015, the Company allotted 900,970 equity shares to the shareholders of UPSPL at a premium of \$\sim\$ \$\sim\$ \$378.47 per share (face value of ₹ 10 per share) in exchange for the entire shareholding of UPSPL. Shares so purchased have been accounted for as non-current investment.
- 9 Previous period figures have been regrouped or reclassified, wherever necessary.

Place: Mumbai Date: 9 November 2015

Executive Vice Chairman and Managing Director

# Walker Chandiok & Co LLP

Walker Chandiok & Co LLP (Formerly Walker, Chandiok & Co) 16th Floor, Tower II Indiabulls Finance Centre S B Marg, Elphinstone (W) Mumbai 400013 India

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### Review Report

#### To the Board of Directors of Eros International Media Limited

- 1. We have reviewed the accompanying statement of unaudited consolidated financial results ("the Statement") of Eros International Media Limited ("the Company") and its subsidiaries, (collectively referred to as "the Group") for the quarter ended 30 September 2015 and the year to date results for the period 1 April 2015 to 30 September 2015, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
- 2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures, applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
- 3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable accounting standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended) and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement, including the manner in which it is to be disclosed, or that it contains any material misstatement.



## Walker Chandiok & Co LLP

4. We did not review the interim financial results of twelve subsidiaries and step down subsidiaries, included in the Statement, whose interim financial results reflect total revenues (after eliminating intra-group transactions) of ₹ 5,349 lacs and ₹ 27,404 lacs for the quarter and six months ended 30 September 2015, respectively, net profit after tax and prior period items (after eliminating intra-group transactions) of ₹ 3,073 lacs and ₹ 8,510 lacs for the quarter and six months ended 30 September 2015, respectively and total assets of ₹ 109,194 lacs as at quarter ended 30 September 2015. These interim financial results have been reviewed by other auditors whose review reports have been furnished to us and our opinion in respect thereof is based solely on the review reports of such other auditors. Our review report is not qualified in respect of this matter.

For Walker Chandiok & Co LLP

(formerly Walker, Chandiok & Co)

Chartered Accountants

Firm Registration No: 001076N/N500013

Walker Charliok & GHP

per Adi P. Sethna

Partner

Membership No. 108840

Place: Mumbai

Date: 09 November 2015



### Eros International Media Limited

Regd. Office: 201 Kailash Plaza, Plot No A-12, Opp Lasmi Industrial Estate, Link Road, Andheri (W), Mumbai 400053 UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2015

ART	- 1 Particulars	Quarter ended 30 September 2015 (Unaudited)	Quarter ended 30 June 2015 (Unaudited)	Quarter ended 30 September 2014 (Unaudited)	Half Year ended 30 September 2015 (Unaudited)	Half Year ended 30 September 2014 (Unaudited)	Year ended 31 March 2015 (Audited)
1	Income from operations	essential and a second a second and a second a second and	Spirate		07.730	48,139	142 117
	Net sales/meome from operations	50,491	47,248	23,990	97,739	48,139	142,117
	Total income from operations (net)	50,491	47,248	23,990	97,739	40,139	142,117
2	Expenses						
	Purchases/operating expenses	34,072	23,019	14,602	57,091	31,648	107,28
	Changes in inventories of finished goods	44	13,194	(127)	13,238	(132)	(13,29)
c)	Employee benefits expense	1,429	1,085	672	2,514	1,457	3,59
d)	Depreciation expense	172	129	168	301	323	68
e)	Other expenses	1,380	1,005	1,504	2,385	1,991	9,6
_	Total expenses	37,097	38,432	16,819	75,529	35,287	107,94
3	Profit from operations before other income,	13,394	8,816	7,171	22,210	12,852	34,16
-	finance costs and exceptional items (1-2)	507	811	40	1,318	352	1,9
_	Other meome Profit from ordinary activities before finance	13,901	9,627	7,211	23,528	13,204	36,15
5	costs and exceptional items (3+4)	25,702	.,	1,555		100000	
6	l'inance costs (net)	1,047	846	1,092	1,893	2,029	3,8
7	Profit from ordinary activities after finance costs	12,854	8,781	6,119	21,635	11,175	32,3
1	but before exceptional items (5-6)	1					
Q	Exceptional items		2			2	
17	Profit from ordinary activities before tax (7-8)	12,854	8,781	6,119	21,635	11,175	32,3
10	Tax expense	3,747	2,447	1,106	6,194	2,577	7,
11	Profit from ordinary activities after tax (9-10)	9,107	6,334	5,013	15,441	8,598	24,
	Extraordinary items	-					
12	Net profit for the period (11-12)	9,107	6,334	5,013	15,441	8,598	24,
13	Share of profit / (loss) of associates	2					
15	Minority interest	77	999	(1)	1,076	2	
16	Net profit after taxes, minority interest and	9,030	5,335	5,014	14,365	8,598	24,
	share of profit / (loss) of associates			0.227	0.215	9,237	9.
17	Paid up equity share capital	9,345	9,255	9,237	9,345	9,237	9,
_	(Face value of Rs. 10 each)	4					138
18							130
19.	Earnings per share (EPS) (before extraordinary						
	items) (of Rs. 10 each) (not annualized)	9.69	5.77	5.44	15.47	9.34	2
	Basic	9.57	5.69	5.41	15.27	9.29	
	Diluted   Earnings per share (EPS) (after extraordinary items)	7.57	5.00				
19.	(of Rs. 10 each) (not annualised)						
	Basic	9.69	5.77	5.44	15.47	9.34	
	Diluted	9.57	5.69	5.41	15.27	9.29	
PA	RT-II						
20	Public shareholding				21447540	23 527 (17	27.675
	Number of shares	24,617,519	23,716,549		24,617,519		23,673
	Percentage of shareholding	26.34%	25.63%	6 25.48%	26.34%	23.4671	
21	Promoters and promoter group shareholding						
	a) Pledged / encumbered	Nil	N	I Ni	Ni	Nil	
	- Number of shares				1		
	<ul> <li>Percentage of shares (as a % of the total shareholding of promoter and promoter group)</li> </ul>	Nil	N	1 Ni	Ni	Nil Nil	
	- Percentage of shares (as a % of the total share capital of the company)	Ni	N	ı Ni	Ni	1 Ni	
	b) Non-encumbered		V0.022.22	40 022 200	60 022 200	68,833,290	68,83
	- Number of shares	68,833,290	68,833,29	8/2/04/19/94/30/33	natouroese	12 223	1
	- Percentage of shares (as a % of the total shareholding of promoter and	100.00%	100.00	100.005	6 100.004	100.00%	6 10
	promoter group)	73.66%	74.37	74.525	73.66	74.52%	
	- Percentage of shares (as a % of the total share capital of the company)	73.00%	14.37	74.32.	75.00	1	1





#### **EROS INTERNATIONAL MEDIA LIMITED**



- The accompanying statement of unaudited consolidated financial results has been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 9 November 2015 and has been subjected to a limited review by the statutory auditors of Eros International Media Limited (the 'Company').
- 2 The financial results for the quarter and six months ended 30 September 2015 have been prepared on the basis of accounting policies followed in the preparation of annual funancial statements for the year ended 31 March 2015 and quarter ended 30 June 2015.

The excess of the cost to the parent of its investments in a subsidiary over the parent's portion of equity at the date on which investment in the subsidiary is made, is recognised as 'Goodwill'. When the cost to the parent of its investment in a subsidiary is less than the parent's portion of equity of the subsidiary at the date on which investment in the subsidiary is made, the difference is treated as 'Capital Reserve' in the consolidated financial statements. Goodwill is tested for impairment at least annually and when events occur or changes in circumstances indicate that the recoverable amount of the cash generating unit is less than its carrying value. Goodwell impairment test is performed at the level of cashgenerating unit or groups of cash-generating units which represent the lowest level at which goodwill is monitored for internal management purposes.

11 1 2 2

Statement of assets and Imbilities:			₹ in lacs
D	ticulars	30 September 2015	31 March 2015
Par	uculars	(Unaudited)	(Audited)
Equity and Liabilities		1	
Shareholders' funds		9,345	9,250
Share capital		159,122	138,971
Reserves and surplus		168,467	148,221
Sub-total - Shareholders' funds		100,407	110,000
Minority interest		1,187	120
Non Current liabilities		1	
Long-term borrowings		7,918	9,533
Deferred tax hability (net)		29,774	25,698
Other long-term habilities		227	101
Long-tenn provisions		237	221
Sub-total - Non current liabilities		38,156	35,553
Current liabilities			
Short-term borrowings		33,248	32,968
Trade payables		31,604	23,785
Other current liabilities		79,660	84,325
Short-term provisions		5,369	1,891
Sub-total - Current liabilities		149,881	142,969
,			
Total equity and liabilities (A)		357,691	326,863
Assets			
Non current assets			
Fixed assets		4,399	4,130
Tangible assets			117,283
Intangible assets		123,561	117,00
Goodwill on consolidation (refer no	re 9)	1,827	
Capital work in progress		272	00.40
Content advance		120,152	99,40
. Film under production		784	2,40
Long-term loans and advances		17,796	13,80
Other non current assets		699	
Sub-total - Non current assets		269,490	237,411
Current assets			
Current investments*		9	
Inventories		452	13,69
Trade receivables		62,996	52,57
Cash and bank balances		18,005	16,96
Short-term loans and advances		3,444	4,59
Other current assets		3,304	1,63
Sub-total - Current assets		88,201	89,45
		357,691	326,86
Total assets (B)		357,691	320,80

- 4 The consolidated financial results have been prepared in accordance with the principles and procedures for the preparation and presentation of consolidated accounts as set out in the Accounting Standard 21, 'Consolidated financial statements', issued by the Institute of Chartered Accountants of India.
- 5 The Group operates on a single reportable segment, which is co-production, acquisition and distribution of Indian language films in multiple formats, being governed by similar risks and returns, forming the primary business segment. Accordingly, no segment information within the meaning of Accounting standard 17 - 'Segment reporting' has been submitted as a part of the quartedy funancial results presented.
- 6 Operating expenses include all direct costs such as film rights related cost, printing and publicity costs as well as marketing and other related costs.
- 7 Status of Investor complaints received by the Company (Nos): Opening as at 1 July 2015 (Nil), received during the quarter (14), disposed during the quarter (14), remaining unresolved as at 30 September 2015 (Nil).
- 8 The Group's financial results for any period fluctuate due to film release schedules which take into account holidays and festivals in India and elsewhere, compenior film releases and sporting events.
- 9 On 25 February, 2015, the Company entered into a share purchase agreement to acquire a controlling stake in Universal Power System Private Limited, trading by the name Techzone ("UPSPL" or "Techzone"). On 20 July, 2015, the Company received approval from Foreign Investment Promotion Board (FIPB) to acquire Techzone. On 1 August 2015, the Company allotted 900,970 equity shares to the shaceholders of UPSPL at a premium of ₹378.47 per share (face value of \$ 10 per share) in exchange for the entire shareholding of UPSPL. The accompanying Statement includes the results of operations of Techzone with effect from 1 August 2015. As per Accounting Standard 21, 'Consolidated financial statements', the excess of cost of investment over the equity of UPSPL being ₹1,827 lacs has been recognized as goodwill.

10 Previous period figures have been regrouped or reclassified, wherever necessary.

Place: Mumbai Date: 9 November 2015

Sunil Lulla

Executive Vice Chairman and Managing Director