

إروس وورلڈو اید - م ح - ذ م م

EROS WORLDWIDE FZ - L.L.C.

529, Building No. 8, Dubai Media City, P.O. Box No.: 502121, Dubai, U.A.E.

Tel: +9714 390 2825 / 26 • Fax: +9714 390 8867

Website: www.erosentertainment.com • Email: surrender.sadhvani@erosintl.com



July 7, 2017

To,
The DCS – CRD
BSE Limited
Pheeroze Jeejeebhoy Towers,
Mumbai 400 001

Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Ref: Target Company – Eros International Media Limited
BSE Script Code: 533261; NSE Script Code: EROSMEDIA

Dear Sir,

Please find enclosed the disclosure in the prescribed format under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SAST) relating to encumbrances of shares of Eros International Media Limited held by us.

Kindly take the same on record.

Thanking you

Yours faithfully,

For Eros Worldwide FZ LLC

A handwritten signature in blue ink, appearing to be "Surrender Sadhwani", written over a horizontal line.

Authorised Signatory



CC: Eros International Media Limited

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**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers)
Regulations, 2011**

Name of the Target Company (TC)	Eros International Media Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Eros Worldwide FZ LLC		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (*)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	33,062,116	35.22%	35.22%
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others) (Carrying Voting Rights)	77,80,000	8.29%	8.29%
c) Voting rights (VR) otherwise than by shares	--	--	--
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	--	--	--
e) Total (a+b+c+d)	40,842,116	43.51%	43.51%

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Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	--	--	--
b) VRs acquired /sold otherwise than by shares	--	--	--
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	--	--	--
d) Shares encumbered / invoked /released by the acquirer (carrying voting rights)	7,425,000	7.91%	7.91%
e) Total (a+b+c+/-d)	(7,425,000)	7.91%	7.91%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	25,637,116	27.31%	27.31%
b) Shares encumbered with the acquirer (Carrying voting rights)	15,205,000	16.20%	16.20%
c) VRs otherwise than by shares	--	--	--
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	--	--	--
e) Total (a+b+c+d)	40,842,116	43.51%	43.51%

A handwritten signature in blue ink, appearing to be "A.S.", is located below the table.



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Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Pledge of equity shares of Eros International Media Limited
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	July 5, 2017
Equity share capital / total voting capital of the TC before the said acquisition / sale	94,450,278 Equity Shares of Rs. 10/- each
Equity share capital/ total voting capital of the TC after the said acquisition / sale	94,450,278 Equity Shares of Rs. 10/- each
Total diluted share/voting capital of the TC after the said acquisition	94,450,278 Equity Shares of Rs. 10/- each

* Total share capital/ voting capital has been taken as per the total share capital of the Company as on 31.03.2017, being the latest filing done under Regulation 31 of the SEBI (LODR) Regulations, 2015 with stock exchanges.

For Eros Worldwide FZ LLC

A handwritten signature in blue ink, consisting of several fluid, connected strokes.

Authorized Signatory



Place: Dubai

Date: July 7, 2017