



April 10, 2018

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

Authorised Signatory



CC: Eros International Media Limited

EROS WORLDWIDE FZ - L.L.C.

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

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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	15,221,304	16.09%	16.09%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) (Carrying Voting Rights)	20,188,136	21.33%	21.33%
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 TC (specify holding in each category)	---	---	---
e) Total (a+b+c+d)	35,409,440	37.42%	37.42%



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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 / by the acquirer (carrying voting rights) (refer Note 1)	1,858,000	1.96%	1.96%
Shares released by acquirer (refer note 2)	(1,000,000)	(1.06)%	(1.06)%
e) Total (a+b+c+/-d)	858,000	0.91%	0.91%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	14,363,304	15.18%	15.18%
b) Shares encumbered with the acquirer (Carrying voting rights)	21,046,136	22.24%	22.24%
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)	35,409,440	37.42%	37.42%



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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 1,858,000 equity shares of Eros International Media Limited Release of pledge of 1,000,000 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	1) Date of Pledge of Shares: Creation: April 6, 2018 and April 9, 2018; Release: April 10, 2018 2) Date of trigger (i.e. change exceeds 2% of total shareholding of target Company): April 9, 2018
Equity share capital / total voting capital of the TC before the said acquisition / sale	95,092,166 Equity Shares of Rs. 10/- each
Equity share capital/ total voting capital of the TC after the said acquisition / sale	95,092,166 Equity Shares of Rs. 10/- each
Total diluted share/voting capital of the TC after the said acquisition	95,092,166 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 30.12.2017 (i.e. 94,628,380 equity shares), being the latest filing done under Regulation 31 of the SEBI (LODR) Regulations, 2015 with stock exchanges.

Subsequently, on February 21, 2018, March 14, 2018 and April 6, 2018, 333,475 equity shares, 10,022 and 120,289 equity shares respectively were allotted as ESOP to the employees of the Company, thereby increasing the paid-up share capital of the Company to 95,092,166 equity shares.

For **Eros Worldwide FZ LLC**

Authorized Signatory



Place: Dubai

Date: April 10, 2018

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NOTE 1: DETAILS OF PLEDGE OF SHARES*

Date of creation of pledge	Total shareholding of Eros Worldwide FZ LLC prior to pledge	No. of shares pledged	Total shareholding of Eros Worldwide FZ LLC after pledge of shares	% of Shares pledged
06-Apr-18	35,409,440	1,475,000	35,409,440	1.55%
09-Apr-18	35,409,440	383,000	35,409,440	0.40%
Total		1,858,000		1.95%

NOTE 2: DETAILS OF RELEASE OF PLEDGE OF SHARES*

Date of creation of pledge	Total shareholding of Eros Worldwide FZ LLC prior to pledge	Release of No. of shares pledged	Total shareholding of Eros Worldwide FZ LLC after pledge of shares	% of Shares pledged
10-Apr-18	35,409,440	1,000,000	35,409,440	1.05%
Total		1,000,000		1.05%

*Form C under SEBI (Prohibition of Insider Trading) Regulation, 2015 and Disclosure under Regulation 31 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, for the said pledge shall simultaneously be uploaded on the portal.




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