



September 28, 2022

To,
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: Proceedings of the 28th Annual General Meeting of Eros International Media Limited

Dear Sir/Madam,

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we enclose herewith the proceedings of the 28th Annual General Meeting of Eros International Media Limited held on Tuesday, September 27, 2022 at 3:00 P.M through Video Conferencing/ Other Audio Visual Means (“VC/OAVM”) Facility.

You are requested to kindly take above information on your records.

for Eros International Media Limited

Vijay Thaker
VP - Company Secretary & Compliance Officer

Encl: As above

EROS INTERNATIONAL MEDIA LIMITED

Corporate Office: 9th Floor, Supreme Chambers, Off Veera Desai Road, Andheri (W), Mumbai – 400053.
Tel.: +91-22-6602 1500 | Fax: +91-22-6602 1540 | E-mail: eros@erosintl.com | Website: www.erosmediaworld.com
Regd Off: 201, 2nd Floor, Kailash Plaza, Plot No. A-12, Off New Link Road, Andheri (W), Mumbai – 400053.
CIN No. L99999MH1994PLC080502



SUMMARY OF PROCEEDINGS OF 28TH ANNUAL GENERAL MEETING

1. Date, Time and Venue of the Meeting:

- The 28th Annual General Meeting of the Company was held on Tuesday, September 27, 2022 at 3:00 P.M through Video Conferencing/ Other Audio-Visual Means (“VC/OAVM”) Facility.

2. Proceedings in brief:

- Mr. Dhirendra Swarup, Chairman of the Company, chaired the proceedings of the Meeting.
- The requisite quorum being present, the Meeting was called to order. Mr. Bishwarup Chakrabarti, General Counsel introduced the Directors and the invitees present at the meeting. The Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were also present.
- As required, all the requisite Statutory Registers and other documents were kept available at the corporate office for inspection by the Members.
- Mr. Bishwarup Chakrabarti on behalf of Chairman informed that remote e-voting commenced at 9:00 A.M. (IST) on Friday, September 23, 2022 and concluded at 5:00 P.M. (IST) on Monday, September 26, 2022.
- Thereafter, the Chairman delivered his speech. Mr. Chakrabarti declared that the Notice of the 28th Annual General Meeting, Report of Board of Directors and the Financial Statements for the financial year 2021-22 were taken as read as the same had already been circulated to the Members. He further provided the summary of the Statutory Auditors’ Report and Secretarial Audit Report for the financial year 2021-22.
- The following items of business as stated in the notice were taken up for consideration.

ORDINARY BUSINESS		
1	To receive, consider and adopt (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2022, 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 2022, together with the Report of the Auditors thereon.	<i>Ordinary Resolution</i>
2	Re-appointment of Mr. Pradeep Dwivedi (DIN: 07780146), Director who retires by rotation, and being eligible, offers himself for re-appointment.	<i>Ordinary Resolution</i>

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3	Appointment of Haribhakti & Co. LLP, Chartered Accountants as Statutory Auditors of the Company and fix their remuneration.	<i>Ordinary Resolution</i>
SPECIAL BUSINESS:		
4	Approval for waiver of excess remuneration paid/payable for the financial year 2021-2022 to Mr. Sunil Lulla, Executive Vice Chairman & Managing Director of the Company.	<i>Special Resolution</i>
5	Approval of Eros International Media Limited – Employee Stock Options Scheme 2022 and grant of stock options to the Employees of the Company under the said scheme.	<i>Special Resolution</i>
6	Grant of employee stock options to the employees of Subsidiary and Associate Company(ies) of the Company under Eros International Media Limited - Employee Stock Option Scheme 2022.	<i>Special Resolution</i>
7	Approval of Material Related Party Transaction with Eros Worldwide FZ LLC.	<i>Ordinary Resolution</i>

- Mr. Suhas Ganpule, Practicing Company Secretary was appointed as the Scrutinizer for scrutinizing the process of e-voting, to ensure that it is conducted in a fair and transparent manner.
- As per the report submitted by the Scrutinizer considering the results of the remote e-voting and e-voting conducted at the Annual General Meeting, all the resolutions embodied in the Notice of Annual General Meeting were passed with requisite majority. The said Report shall be disseminated to the stock exchanges and shall also be uploaded on the website of the Company and Central Depository Services (India) Limited, the agency providing the e-voting facility.

3. Voting by Members:

- The Company had provided remote e-voting facility and e-voting at the 28th Annual General Meeting to its Members to cast votes electronically, for all the 7 items of business set out in the Notice.
- Further, the facility for e-voting conducted at the Meeting was made available to the Members who were present at the Meeting and had not cast their votes by remote e-voting.

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Mr. Bishwarup Chakrabarti then declared the Meeting closed at 3.26 pm IST with a vote of thanks to the Members and the Chairman. Post the closure of the Meeting, the e-voting portal was kept open for 15 minutes. The Meeting was thereafter concluded at 3.41 pm IST.

for **Eros International Media Limited**

Vijay Thaker
VP - Company Secretary & Compliance Officer

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