

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Eros International Media Limited**
 2. Quarter ending - **31-Mar-2023**

i. Composition of Board of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether the director is disqualified?	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to regulation 17A (1)]	No of memberships in Audit/Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company
Mr.	Dhirendra Swarup	02878434	AAAYPS1878A	ID,C & NED		10-Feb-2010	25-Sep-2019		42	05-Dec-1944	No	Active	Yes	25-Sep-2019	1	1	2	1	AC,SC NRC
Mr.	Sunil Arjan Lulla	00243191	AAAPL4639E	ED	MD	19-Aug-1994	28-Sep-2020			29-Jun-1964	No	Active	NA		1	0	2	0	AC,SC
Ms.	Bindu Saxena	00167802	AAUPS9133Q	ID		26-Sep-2019	26-Sep-2019		42	20-May-1958	No	Active	NA		4	4	3	0	AC,NRC
Mr.	Manmohan Kumar Sardana	09294639	AARPS9852P	ID		31-Aug-2021	28-Sep-2021		19	15-Sep-1944	No	Active	Yes	28-Sep-2021	1	1	2	1	AC,SC, NRC
Mr.	Pradeep Dwivedi	07780146	AAFPD6402N	ED		14-Aug-2021	27-Sep-2022			10-Dec-1970	No	Active	NA		1	0	0	0	
Mr.	Vijay Thaker	01867309	ABYPT3526B	ED		19-May-2022	19-May-2022			10-Dec-1954	No	Active	NA		1	0	1	0	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

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ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Dhirendra Swarup	ID,C & NED	Chairperson	10-Feb-2010	
2	Bindu Saxena	ID	Member	30-Jul-2020	
3	Manmohan Kumar Sardana	ID	Member	12-Nov-2021	
4	Sunil Arjan Lulla	ED	Member	27-May-2011	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Manmohan Kumar Sardana	ID	Chairperson	29-Sep-2021	
2	Dhirendra Swarup	ID,C & NED	Member	10-Feb-2010	
3	Sunil Arjan Lulla	ED	Member	27-May-2011	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee


Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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Company Remarks	
Whether Regular chairperson appointed	No

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Bindu Saxena	ID	Chairperson	30-Jul-2020	
2	Dhirendra Swarup	ID,C & NED	Member	10-Feb-2010	
3	Manmohan Kumar Sardana	ID	Member	29-Sep-2021	

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Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors


Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
14-Nov-2022	Yes	6	6	3
15-Dec-2022	Yes	6	6	3
13-Feb-2023	Yes	6	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	59

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	14-Nov-2022	Yes	4	4	3	0
Audit Committee	13-Feb-2023	Yes	4	4	3	0
Nomination & Remuneration Committee	14-Nov-2022	Yes	3	3	3	0
Nomination & Remuneration Committee	13-Feb-2023	Yes	3	3	3	0
Stakeholders Relationship Committee	14-Nov-2022	Yes	3	3	2	0
Stakeholders Relationship Committee	13-Feb-2023	Yes	3	3	2	0

Company Remarks	
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Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90
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v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions		

VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:




Name : **Vijay Thaker**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Yes/No/NA)	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://www.erosmediaworld.com/
Terms and conditions of appointment of independent directors	Yes		https://erosstx.com/wp-content/uploads/2020/09/Letter-of-Appointment-as-Independent-Director.pdf
Composition of various committees of board of directors	Yes		https://www.erosmediaworld.com/investors/investors-info/board-committees/
Code of conduct of board of directors and senior management personnel	Yes		https://www.erosmediaworld.com/wp-content/uploads/2022/08/Code-of-Business-Conduct-and-Ethics.pdf
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.erosmediaworld.com/wp-content/uploads/2022/08/Policy-on-Vigil-Mechanism-and-Whistle-
Criteria of making payments to non-executive directors	Not Applicable		
Policy on dealing with related party transactions	Yes		https://www.erosmediaworld.com/wp-content/uploads/2022/08/Policy-on-Related-Party-Transaction.pdf
Policy for determining 'material' subsidiaries	Yes		https://www.erosmediaworld.com/wp-content/uploads/2022/08/Policy-on-Material-Subsidiary.pdf
Details of familiarization programs imparted to independent directors	Yes		https://erosstx.com/wp-content/uploads/2022/05/Familiarisation-Programme-of-ID_2021-2022.pdf
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling	Yes		https://www.erosmediaworld.com/investors/investors-info/investor-contact-details/
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances other relevant details	Yes		https://www.erosmediaworld.com/investors/investors-info/investor-contact-details/
Financial results	Yes		https://www.erosmediaworld.com/investors/financial-reports/



Shareholding pattern	Yes		https://www.erosmediaworld.com/investors/investors-info/filings/
Details of agreements entered into with the media companies and/or their	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or	Not Applicable		
New name and the old name of the listed	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		https://www.erosmediaworld.com/investors/investors-info/publications/
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Yes		https://www.erosmediaworld.com/wp-content/uploads/2022/07/SE-Letter-Change-in-ratings.pdf
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.erosmediaworld.com/investors/financial-reports/
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.erosmediaworld.com/investors/investors-info/eiml-sebi-listing-46/
Materiality Policy as per Regulation 30	Yes		https://www.erosmediaworld.com/investors/investors-info/filings/
Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://erosstx.com/wp-content/uploads/2020/09/Dividend-Distribution-Policy.pdf
It is certified that these contents on the website of the listed entity are correct.	Yes		https://www.erosmediaworld.com/

II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	

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Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable	
Meeting of Risk Management Committee	21(3A)	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(Yes	
Prior or Omnibus approval of Audit Committee for all related party	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
Other Corporate Governance requirements with respect to subsidiary	24(2),(3),(4),(5) & (6)	Yes	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent	25(10)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. – **Yes**

Other Information	
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Name : **Vijay Thaker**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

Additional Half yearly Disclosure

Applicability of Disclosure	Not Applicable
Reason for Non-Applicability	Company has not advanced any loan/guarantee/conform letters/securities etc. directly or indirectly to Promoter / Promoter Group/ Directors (including relative)/KMP's or any other entity controlled by them.

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>			



<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in case of non-compliant status

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Vijay Thaker



Name: Vijay Thaker

Designation: Company Secretary & Compliance Officer

Place: Mumbai

Date: 11-04-2023