



July 15, 2021

The DCS – CRD  
BSE Limited  
Pheeroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400 001  
**Scrip Code: 533261**

The Listing Manager  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No – C Block, G Block, Bandra Kurla Complex  
Mumbai 400 051  
**Scrip Code: EROSMEDIA**

**Sub: Submission of Corporate Governance Report as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir(s),

In terms of Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Compliance Report on Corporate Governance for quarter ended June 30, 2021.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

for **Eros International Media Limited**

A handwritten signature in blue ink, appearing to read "Vijay Thaker", is written over the printed name and title.



**Vijay Thaker**  
**VP - Company Secretary & Compliance Officer**

***Encl: Compliance Report on Corporate Governance***

**EROS INTERNATIONAL MEDIA LIMITED**

Corporate Office: 9th Floor, Supreme Chambers, Off Veera Desai Road, Andheri (W), Mumbai - 400 053.  
Tel.: +91-22-6602 1500 Fax: +91-22-6602 1540 E-mail: eros@erosintl.com • www.erosstx.com  
Regd. Office: 201, 2nd Floor, Kailash Plaza, Plot No. A-12, Off New Link Road, Andheri (W), Mumbai - 400053.  
CIN No. L99999MH1994PLC080502

Quarterly Report on Corporate Governance as per Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Name of Listed Entity: Eros International Media Limited
2. Quarter Ending: June 30, 2021

I. Composition of Board of Directors											
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Independent/ Nominee)	Initial Date of Appointment in the current term/ cessation	Date of Re-appointment	Tenure (in months)	Date of Birth	No. of Directorship in Listed entities including this listed entity	No. of Independent Directorship in listed entities including this listed entity	Number 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
Mr.	Dhirendra Swarup	PAN - AAYP51878A	Chairperson Non - Executive Independent	10-02-2010	25-09-2019	21	05-12-1944	1	1	2	1
		DIN - 02878434									
Mr.	Sumil Arjan Lulla	PAN - AAAPL4639E	Executive	19-08-1994	28-09-2020	-	29-06-1964	1	0	2	0
		DIN-00243191									
Mr.	Kishore Arjan Lulla	PAN - ACWPL3304Q	Executive	28-09-2009	15-12-2020	-	04-09-1961	1	0	0	0
		DIN - 02303295									
Mr.	Sunil Srivastav	PAN - AMOPS9996H	Non - Executive Independent	23-05-2018	23-05-2018	33	21-03-1958	6	6	4	1
		DIN - 00237561									
Ms.	Bindu Saxena	PAN - AAUPS9133Q	Non - Executive Independent	26-09-2019	26-09-2019	21	20-05-1958	3	3	2	0
		DIN - 00167802									
Mr.	Farokh P. Gandhi	PAN - AABPG9268P	Executive	09-11-2020	09-11-2020	-	30-06-1969	1	0	0	0
		DIN - 03112612									

Whether Regular Chairperson appointed - Yes  
Whether Chairperson is related to MD or CEO - No



*Niraj*

**EROS INTERNATIONAL MEDIA LIMITED**

## II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson / Executive / Non – Executive / Independent / Nominee)	Date of Appointment	Date of Cessation
Audit Committee	Yes	1. Mr. Dharendra Swarup	Chairperson – Non – Executive Independent Director	10-02-2010	-
		2. Mr. Sunil Srivastav	Non - Executive Independent Director	26-10-2018	-
		3. Ms. Bindu Saxena	Non - Executive Independent Director	30-07-2020	-
		4. Mr. Sunil Arjan Lulla	Executive Director	27-05-2011	-
Nomination & Remuneration Committee	Yes	1. Ms. Bindu Saxena	Chairperson – Non - Executive Independent Director	30-07-2020	-
		2. Mr. Dharendra Swarup	Non - Executive Independent Director	10-02-2010	-
		3. Mr. Sunil Srivastav	Non - Executive Independent Director	09-11-2020	-
Risk Management Committee	Not Applicable	Not Applicable	Not Applicable		
Stakeholders Relationship Committee	Yes	1. Mr. Sunil Srivastav	Chairperson - Non - Executive Independent Director	26-10-2018	-
		2. Mr. Dharendra Swarup	Non - Executive Independent Director	10-02-2010	-
		3. Mr. Sunil Arjan Lulla	Executive Director	27-05-2011	-

## III. Meeting of Board of Directors

Date(s) of Meeting, if any in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive meeting (in number of days)
February 11, 2021	June 20, 2021 June 28, 2021	Yes	5 5	3 3	128 days 7 days

## IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive in number of days
<b>Audit Committee</b>					
June 28, 2021	Yes, Required Quorum was present	4	3	February 11, 2021	136 days

# Pursuant to SEBI circular dated April 29, 2021 has extended the timeline for submission of financial results under Regulation 33 of the LODR Regulations to June 30, 2021. Accordingly, the Company had scheduled the Meeting of Board of Directors and Meeting of Committee on June 28, 2021.

  


### EROS INTERNATIONAL MEDIA LIMITED



#### V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
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

#### VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk Management Committee (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.
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.
5. This Report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: None

for Eros International Media Limited



**Vijay Thaker**  
VP - Company Secretary & Compliance Officer

Date: July 15, 2021

#### EROS INTERNATIONAL MEDIA LIMITED

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