



April 23, 2019

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

The DCS - CRD
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No – C Block, G Block
Bandra Kurla Complex
Mumbai 400 051
NSE Scrip Code: EROSMEDIA

Sub: Furnishing of Certificate under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s),

In terms of Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a Certificate dated April 23, 2019 for the half year ended on March 31, 2019 issued by M/s MNK & Associates LLP, Company Secretaries in Practice.

This is for your information and record.

Thanking you,

Yours faithfully,

for **Eros International Media Limited**

A handwritten signature in blue ink, appearing to read "Abhishekh Kanoi", is written over a blue circular stamp.



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



MNK AND ASSOCIATES LLP

Company Secretaries

G-41, Ground Floor, West Patel Nagar, New Delhi - 110008

Tel: +91-11-45095230; Mobile: +91-9818156340; Email: nazim@mnkassociates.com


The Board of Directors
Eros International Media Limited
201, Kailash Plaza, Opp Laxmi Industrial Estate
Off Andheri Link Road, Andheri West
Mumbai- 400053
Maharashtra (India)

COMPLIANCE CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED MARCH 31, 2019

We have examined the relevant Registers, papers and documents that were considered necessary of M/s. Eros International Media Limited, a company incorporated under the Companies Act, 1956 and validly subsisting under the Companies Act, 2013, having registered office at 201, Kailash Plaza, Opp. Laxmi Industrial Estate Off, Andheri Link Road, Andheri West, Mumbai 400053, Maharashtra (India) produced by their Registrar and Share Transfer Agent namely, M/s. Link Intime India Private Limited, having its registered office at C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083 (the RTA) for the purpose of issuing the certificate under Regulation 40(9) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 to be filed with the Stock Exchanges.

Based on our examination and explanations furnished to us and on the basis of the Certificate dated April 5, 2019, issued by the RTA, which to the best of our knowledge and belief were necessary for the purpose of our certification, we hereby certify that during the half year ended March 31, 2019, the Company has delivered all the certificates within the period stipulated in the Regulation 40(9) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 from the date of lodgement for transfer, transmission, consolidation, sub-division, renewal, duplicate issue of share certificate(s), exchange of certificates, etc.

for **MNK and Associates LLP**
Company Secretaries


(Mohd Nazim Khan)
Designated Partner
FCS-6529, CP-8245



Date: 23.4.2019
Place: New Delhi