



October 21, 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, 5th 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 September 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 "Pradeep Dwivedi", is written over a blue horizontal line.



Pradeep Dwivedi
Executive Director & Chief Executive Officer
DIN: 07780146

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: **September 30, 2021**

I. Composition of Board of Directors

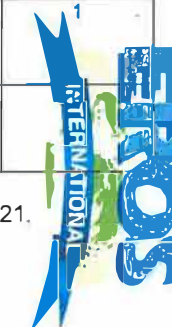
Title (Mr./ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Initial Date of Appointment in the current term/ cessation	Date of Re-appointment	Tenure (in months)	Date of Birth	No. of Directorship in Listed entities including this listed entity	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 - AAYPS1878A DIN - 02878434	Chairperson Non - Executive Independent	10-02-2010	25-09-2019	24	05-12-1944	1	1	2	1
Mr.	Sunil Arjan Lulla	PAN - AAAPL4639E DIN-00243191	Executive	19-08-1994	28-09-2020	--	29-06-1964	1	0	2	0
Mr.	Kishore Arjan Lulla	PAN - ACWPL3304Q DIN- 02303295	Executive	28-09-2009	28-09-2021	--	04-09-1961	1	0	0	0
Ms.	Bindu Saxena	PAN - AAUPS9133Q DIN - 00167802	Non - Executive Independent	26-09-2019	26-09-2019	24	20-05-1958	3	3	2	0
Mr.	Manmohan Kumar Sardana	PAN - AARPS9852P DIN - 09294639	Non - Executive Independent	31-08-2021	31-08-2021	1	15-09-1944	1	1	0	0
Mr.	Pradeep Dwivedi	PAN - AAFPD6402N DIN - 07780146	Executive	14-08-2021	14-08-2021	--	10-12-1970	1	0	0	0
Mr.	Sunil Srivastav	PAN - AMOPS9996H DIN - 00237561	Non - Executive Independent	23-05-2018	23-05-2018	38	21-03-1958	6	6	4	1
Mr.	Farokh P. Gandhi	PAN - AABPG9268P DIN - 03112612	Executive	09-11-2020	09-11-2020	-	30-06-1969	1	0	0	

Note: Mr. Sunil Srivastav has resigned as Non-Executive Independent Director of the Company w.e.f. August 14, 2021.

Mr. Farokh P. Gandhi has resigned from the position of Director & Chief Financial Officer, Key Managerial Personnel of the Company w.e.f. August 14, 2021.

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

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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. Dhirendra Swarup	Chairperson – Non – Executive Independent Director	10-02-2010	-
		2. Mr. Sunil Srivastav	Non - Executive Independent Director	26-10-2018	14-08-2021
		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. Dhirendra Swarup	Non - Executive Independent Director	10-02-2010	-
		3. Mr. Sunil Srivastav	Non - Executive Independent Director	09-11-2020	14-08-2021
		4. Mr. Manmohan Kumar Sardana	Non - Executive Independent Director	29-09-2021	--
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	14-08-2021
		2. Mr. Dhirendra Swarup	Non - Executive Independent Director	10-02-2010	-
		3. Mr. Sunil Arjan Lulla	Executive Director	27-05-2011	-
		4. Mr. Manmohan Kumar Sardana	Non - Executive Independent Director	29-09-2021	-

Note: Mr. Sunil Srivastav has resigned as Non-Executive Independent Director of the Company w.e.f. August 14, 2021.

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)
20-06-2021 28-06-2021	14-08-2021	Yes	6	3	46 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
Audit Committee					
14-08-2021	Yes, Required Quorum was present	4	3	28-06-2021	46 days

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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



Pradeep Dwivedi
Executive Director & Chief Executive Officer
DIN: 07780146

Date: October 21, 2021

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Annexure II: 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

Affirmations		
Broad Heading	Regulation Number	Compliance Status (Yes/No/NA)
Copy of the Annual Report including Balance sheet, Profit and Loss Account, Directors Report, Corporate Governance Report displayed on website	Regulation 46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	Regulation 18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	Regulation 19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	Regulation 20(3)	No
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

for **Eros International Media Limited**



Pradeep Dwivedi
Executive Director & Chief Executive Officer
DIN: 07780146

Date: October 21, 2021

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