



January 14, 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 December 31, 2020.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

for Eros International Media Limited




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.erosplc.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: December 31, 2020

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	Chairperson Non – Executive Independent	10-02-2010	25-09-2019	15	05-12-1944	1	1	3	1
		DIN – 02878434									
Mr.	Sunil Arjan Lulla	PAN – AAAPL4639E	Executive	19-08-1994	28-09-2020	–	29-06-1964	1	0	2	0
		DIN – 00243191									
Mr.	Rakesh Sood	PAN – AAKPS1853P	Non – Executive Independent	01-05-2015	01-05-2015	61	05-02-1953	1	1	3	0
		DIN – 07170411									
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	27	21-03-1958	5	5	3	2
		DIN – 00237561									
Ms.	Bindu Saxena	PAN – AAUPS9133Q	Non – Executive Independent	26-09-2019	26-09-2019	15	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									

Note: Mr. Rakesh Sood has resigned on completion of his first term of five years from the Board and its Committees with effect from October 6, 2020.

Whether Regular Chairperson appointed - Yes

Whether Chairperson is related to MD or CEO - No



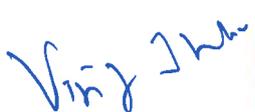
II. Composition of Committees

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. Rakesh Sood	Non - Executive Independent Director	01-05-2015	06-10-2020
		3. Mr. Sunil Srivastav	Non - Executive Independent Director	26-10-2018	-
		4. Ms. Bindu Saxena	Non - Executive Independent Director	30-07-2020	-
		5. Mr. Sunil Arjan Lulla	Executive Director	27-05-2011	-
Nomination & Remuneration Committee	Yes	1. Mr. Rakesh Sood	Chairperson – Non - Executive Independent Director	01-05-2015	06-10-2020
		2. Ms. Bindu Saxena	Non - Executive Independent Director	30-07-2020	-
		3. Mr. Dharendra Swarup	Non - Executive Independent Director	10-02-2010	-
		4. 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. Rakesh Sood	Non - Executive Independent Director	01-05-2015	06-10-2020
		4. Mr. Sunil Arjan Lulla	Executive Director	27-05-2011	-

Note: Mr. Rakesh Sood has resigned on completion of his first term of five years from the Board and its Committees with effect from October 6, 2020.

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 (in number of days)
July 30, 2020 & September 11, 2020	November 9, 2020	Yes	4	3	58 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					
November 9, 2020	Yes, Required Quorum was present	4	3	July 29, 2020 and September 11, 2020	58 days

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



Vijay Thaker
VP - Company Secretary & Compliance Officer

Date: January 14, 2021