



February 06, 2026

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

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No- 'C' Block, G Block
Bandra-Kurla Complex, Bandra East
Mumbai-400051
Scrip Code: EROSMEDIA

SUB: Postal Ballot Notice

Dear Sir/Madam

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose a copy of Postal Ballot Notice ("Notice") dated December 12, 2025 being sent to the members.

The Notice seeks approval of members of Eros International Media Limited ("Company") through Postal Ballot **only by way of remote electronic voting ("remote e-voting")** in respect of Ordinary / Special Resolution, as set out in the Notice.

In accordance with the circulars of Ministry of Corporate Affairs, the aforesaid **Notice is being sent only by email** to all the members of the Company who have registered their email addresses with the Company/ Registrar and Share Transfer Agent ("RTA") or respective depository participant and whose names are recorded in the Register of Members/ Beneficial Owners as on the Cut-off date i.e. **Friday, January 30, 2026**.

The Company has engaged the services of Central Depository Services (India) Limited ("CDSL"), for the purpose of providing remote e-voting facility to its members. The remote e-voting shall commence on **Sunday, February 08, 2026 at 9:00 a.m. (IST)** and shall end on **Monday, March 09, 2026 at 5:00 p.m. (IST)**. The remote e-voting module shall be disabled by CDSL thereafter.

The results of the Postal Ballot will be announced on or before **Wednesday, March 11, 2026**.

Notice is also available on the website of the Company i.e. www.erosmediaworld.com and on the website of CDSL i.e. www.evotingindia.com.

You are requested to kindly take the same on your records.

Yours faithfully,
for Eros International Media Limited

Akshay Atkulwar
VP- Company Secretary & Compliance Officer

Encl: a/a

EROS INTERNATIONAL MEDIA LIMITED

Regd Off: 201, Kailash Plaza, Plot No A-12, Opp. Laxmi Ind Estate, Link Road, Andheri (West), Mumbai – 400053.
Tel.: +91-22-6602 1500 | Fax: +91-22-6602 1540 | E-mail: eros@erosintl.com | Website: www.erosmediaworld.com
CIN No. L99999MH1994PLC080502



EROS INTERNATIONAL MEDIA LIMITED

CIN No. L99999MH1994PLC080502

Regd. Off: 201 Kailash Plaza Opp Laxmi Industrial Estate, Off Andheri Link Road, Andheri West,
Mumbai, Maharashtra, India, 400053, Phone: +91 22 66021500,

Email: compliance.officer@erosintl.com, Website: www.erosmediaworld.com

NOTICE OF POSTAL BALLOT

Dear Member(s),

NOTICE is hereby given pursuant to the provisions of Section 108, Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (**"the Rules"**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the **"SEBI Listing Regulations"**), General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022, 09/2024 dated 19th September, 2024 and other applicable circulars issued by the Ministry of Corporate Affairs, Government of India (**"MCA Circulars"**), Secretarial Standard on General Meetings (**"SS-2"**) issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), for seeking consent of the members, to pass the proposed resolution mentioned below as Ordinary/ Special Resolution through Postal Ballot only by voting through electronic means (**"remote e-voting"**). Communication of assent or dissent of the Members would take place only through the remote e-voting system. The proposed resolution and explanatory statement pertaining to the said resolution, pursuant to Section 102(1) and other applicable provisions, if any of the Act setting out all material facts to enable you to understand the meaning, scope and implications of the item of business and to take decision thereon, is appended to this Postal Ballot Notice.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.

SPECIAL BUSINESS:

1. Appointment of Mr. Anand Shankar Kamtam (DIN: 02942810) as a Director of the Company.

To consider, and if thought fit, to pass the following resolution as **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**) read with the Companies (Appointment and Qualification of Director) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Anand Shankar Kamtam (DIN: 02942810) who was appointed by the Board of Directors as an Additional Director of the Company with effect from December 12, 2025 based on the recommendation of Nomination and Remuneration Committee in accordance with the provisions of Section 161(1) of the Act, and Article 153 of the Articles of Association of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director in addition to the Group Finance Controller (India) of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee / Board of Director thereof be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, expedient or desirable to give effect to this Resolution."

2. Appointment of Mr. Vijay Gulab Chand (DIN: 11425232) as a Director (Non-Executive Non-Independent Director) of the Company

To consider and, if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Director) Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation and approval of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Vijay Gulab Chand (DIN: 11425232) who was appointed by the Board of Directors as an Additional Director (Non-Executive and Non-Independent) of the Company with effect from 12th December 2025 in terms of Section 161(1) of the Act, and Article 153 of the Articles of Association of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director be and is hereby appointed as a Director (Non-Executive and Non-Independent) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby authorised to do all acts, deeds and things including filings with the appropriate authorities and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto."

3. Approval for the Change in name of the Company from 'Eros International media Limited to 'Eros Media Technologies Limited'

To consider, and if thought fit, to pass the following resolution as **Special Resolution**:

RESOLVED THAT pursuant to the provisions of Sections 4, 5, 13,14, 15 and other applicable provisions, if any, of the Companies Act, 2013 and the applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and other applicable law(s), rule(s), regulation(s), guideline(s), the provisions of the Memorandum and Articles of Association of the company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and subject to the approval of the Government and / or any other authority as may be necessary, consent of members be and is hereby accorded for change of name of the company from "Eros International Media Limited" to "Eros Media Technologies Limited".

RESOLVED FURTHER THAT upon issuance of the fresh certificate of incorporation by the Registrar of Companies consequent upon change of name, the old name "Eros International Media Limited" as appearing in Name Clause of the Memorandum of Association of the company and whenever appearing in the Articles of Association of the company and other documents and places be substituted with the new name "Eros Media Technologies Limited".

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby severally authorised to sign, execute and file necessary application, forms, deeds, documents and writings as may be necessary for and on behalf of the company and to settle and finalise all the issues that may arise in this regard and to do all acts, deeds, matters and things as may be deemed necessary, proper or expedient to give effect to, this Resolution and to delegate all or any of the powers conferred herein as they may deem fit."

By Order of the Board of Directors
For **Eros International Media Limited**

Akshay Atkulwar
Vice President - Company Secretary
& Compliance Officer

Date: 12th December 2025
Place: Mumbai

Notes:

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Act read with Rule 22 of the Rules stating material facts and reasons for the proposed resolution is annexed hereto.
2. In compliance with the aforesaid MCA Circulars, Postal Ballot Notice is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Postal Ballot Notice will also be available on website of the Company, i.e. www.erosmediaworld.com, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of the CDSL www.evotingindia.com.
3. Relevant documents referred to in this Postal Ballot Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode during business hours on all days except Saturdays, Sundays and public holidays until last date of remote e-voting. Members can inspect the same by sending an email to the Company at compliance.officer@erosintl.com.
4. Members are requested to intimate changes, if any, pertaining to their name, postal address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, to their Depository Participants ("DPs") in case the shares are held by them in dematerialized form and to the Registrar and Share Transfer Agents of the Company i.e. MUFG Intime India Private Limited in case the shares are held by them in physical form.
5. The Resolution, if passed by requisite majority, will be deemed to have been passed on the last date of e-voting i.e. Monday, March 09, 2026.
6. Information and other instructions relating to e-voting are as under:
 - i. Pursuant to the provisions of Section 108 and other applicable provisions of the Act and Rule 20 of the Rules, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), MCA Circulars and SEBI Circular the Company is pleased to provide its Members facility to exercise their right to vote on resolution proposed to be passed through remote e-voting.
 - ii. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide e-voting facility to the Members.
 - iii. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member/beneficial owner (in case of electronic shareholding) as on the cut-off date, i.e. January 30, 2026. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

- iv. A person, whose name is recorded in the Register of Members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e., Friday, January 30, 2026, only shall be entitled to avail the facility of e-voting.
- v. Members who are holding shares in physical form or who have not registered their email address with the Company/ Depository or any person who acquires shares of the Company and becomes a Member of the Company after the Notice has been sent electronically by the Company, and holds shares as on the cut-off date, i.e. Friday, January 30, 2026; such Member may obtain the User ID and password by sending a request at helpdesk.evoting@cdslindia.com or may temporarily get their email registered with the Company's Registrar and Share Transfer Agent ('RTA'), MUFG Intime India Private Limited. In case of any queries, members may contact Company's RTA, MUFG Intime India Private Limited, Unit - Eros International Media Limited, C-101, 247Park, L.B.S Marg, Vikhroli (West), Mumbai 400 083.

It is further clarified that for permanent registration of Email address, Members are required to register their Email address in respect of Electronic holdings with their concerned Depository Participant(s) and in respect of Physical Holdings with the Company's Registrar and Share Transfer Agent, MUFG Intime India Private Limited by sending an email at rnt.helpdesk@in.mpms.mufig.com or at Co's email Id compliance.officer@erosintl.com by following due procedure. However, if a Member is already registered with CDSL for e-voting then existing User ID and password can be used for casting vote.

- vi. Mr. C R Bhagwat, Practicing Company Secretary, (Membership No. F7075, CP No: 26844) proprietor of C R Bhagwat & Associates has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- vii. The Scrutinizer, after scrutinizing the votes, will, not later than forty eight hours from the conclusion of Postal Ballot; make a consolidated scrutinizer's report which shall be placed on the website of the Company, i.e. www.erosmediaworld.com and on the website of CDSL. The results shall simultaneously be communicated to the Stock Exchanges.

INSTRUCTIONS FOR REMOTE E-VOTING

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
 - Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on Sunday, February 08, 2026 from 9:00 a.m. (IST) and ends on Monday, March 09, 2026 at 5:00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 30th January 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

| Type of shareholders | Login Method |
|--|--|
| Individual Shareholders holding securities in Demat mode with CDSL Depository | <p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is</p> |

| | |
|--|--|
| | <p>available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p> |
| Individual Shareholders holding securities in demat mode with NSDL Depository | <p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” “Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site</p> |

| | |
|--|---|
| | wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP) | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. |

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

| Login type | Helpdesk details |
|---|--|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000 |

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) Now enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

| | For Physical shareholders and other than individual shareholders holding shares in Demat. |
|---|--|
| PAN | <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> i.e. "EROS INTERNATIONAL MEDIA LIMITED" on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option

“YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; crbhagwatcs@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

By Order of the Board of Directors
For **Eros International Media Limited**

Akshay Atkulwar
Vice President- Company Secretary &
Compliance Officer

Date: 12th December 2025
Place: Mumbai

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meetings ("SS-2") and additional information as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Annexed to the Notice dated 12th December, 2025

Item No. 1

The Board of Directors of the Company ('the Board') at the meeting held on December 12, 2025, on the recommendation of the Nomination & Compensation Committee ('the Committee'), recommended for the approval of the Members, the appointment of Mr. Anand Shankar Kamtam as Director of the Company liable to retire by rotation, as set out in the Resolution.

Mr. Anand Shankar Kamtam, pursuant to Section 152 of the Companies Act, 2013 ('the Act'), has given his consent to act as a Director of the Company and requisite Notice, pursuant to Section 160 of the Act, proposing his appointment as a Director of the Company has been received.

Mr. Anand Shankar Kamtam is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given his consent to act as Director.

Mr. Anand Shankar Kamtam shall not be entitled to receive any sitting fees for attending any Meetings of the Board or any committee constituted by the Board.

Brief resume of Mr. Anand Shankar Kamtam

Mr. Anand Shankar Kamtam, aged 57 years, a commerce graduate from Mumbai University and Inter C.A., has over 20 Years of experience in the field of Accounts & Finance, Media & Film Industry. He is associated with EROS Group since May 2002.

During his tenure as Group Financial Controller (India), he made significant contributions to the company's Accounts and Finance functions, played a key role in strengthening the company's Accounts and Finance operations and contributed effectively to the company's overall Accounts and Finance management. He is also Director in the other Eros' Group Companies i.e. Eros International Films Private Limited & Erosnow Private Limited.

Based on the skills, competence and experience of Mr. Anand Shankar Kamtam, the Board, on the recommendation of the Nomination and Remuneration Committee, has determined that his appointment would be beneficial to the Company.

Mr. Anand Shankar Kamtam has given his consent to act as Director of the Company. Also, as per confirmation received from him, he is not disqualified from being appointed as Director in terms of Section 164 of the Act. The Company has also received declaration from him, confirming that he is not debarred from holding the office of Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

The Company has also received notice under Section 160 of the Act from a Member proposing the candidature of Mr. Anand Shankar Kamtam for the office of Director of the Company.

The requisite details of Mr. Anand Shankar Kamtam pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"); and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to the Postal Ballot Notice.

In accordance with the provisions of Sections 152 of the Act and applicable provisions of the SEBI Listing Regulations, appointment of Director requires approval of Members of the Company by way of an Ordinary Resolution.

Accordingly, the approval of Members is sought for appointment of Mr. Anand Shankar Kamtam as an Executive Director of the Company, liable to retire by rotation.

None of the Directors and/or Key Managerial Personnel of the Company nor their relatives, except Mr. Anand Shankar Kamtam and his relatives, is concerned or interested, financially or otherwise, in the resolutions.

The terms and conditions of his appointment are available for inspection by the Members at the Registered Office of the Company during business hours on all working days, until the last date of remote e-voting.

The Board recommends the Ordinary Resolution as mentioned in this Postal Ballot Notice for approval by the Members.

Item No. 2

Pursuant to provisions of Section 152 of the Companies Act, 2013 ("the Act") read with the applicable rules made thereunder, the Board of Directors of the Company ("Board"), basis the recommendation of the Nomination and Remuneration Committee ("NRC"), had appointed Mr. Vijay Gulab Chand (DIN: 11425232) as an Additional Director (Non-Executive and Non-Independent) of the Company with effect from 12th December 2025.

In accordance with the provisions of Section 161 of the Act read with the applicable rules made thereunder and Article 153 of the Articles of Association of the Company, Mr. Vijay Gulab Chand being an Additional Director, holds office subject to approval of members of the Company. The Company has received a notice in writing from a Member of the Company under Section 160 of the Act proposing the candidature of Mr. Vijay Gulab Chand for the office of a Director of the Company.

Mr. Vijay Gulab Chand is not disqualified from being appointed as a Non-Executive Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company. He is not debarred from holding the office of a Director by virtue of any order issued by the Securities and Exchange Board of India or any other such authority. The profile and specific areas of expertise of Mr. Vijay Gulab Chand are provided as Annexure to this Notice.

Given his experience, the Board considers it desirable and in the interest of the Company to have Mr. Vijay Gulab Chand on the Board of the Company and accordingly the Board recommends the appointment of Mr. Vijay Gulab Chand as Director (Non-Executive and Non-Independent) as proposed in the resolution set out at Item No. 3 for approval by the Members. None of the Directors and / or Key Managerial Personnel of the Company and their relatives except Mr. Vijay Gulab Chand is concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the accompanying Notice.

Item No. 3

As the members are aware that, the board of directors of the Company ("Board"), had on November 13, 2025, proposed that the name of the Company be changed from 'Eros International media Limited' to 'Eros Media Technologies Limited' subject to approval by Ministry of Corporate Affairs, accordingly, in view of the above, the Company made an application to the Central Registration Centre, Ministry of Corporate Affairs ("CRC") for reservation of a new name. The Company has received a name reservation from the CRC, giving its no objection and confirming that the new name 'Eros Media Technologies Limited' is available for registration and consequent amendments to the Memorandum of Association and the Articles of Association of the Company. As per the provisions of Section 13 and 14 of the Companies Act, 2013, approval of the shareholders is required for changing the name of the Company and consequent alteration in the Memorandum of Association and Articles of Association of the Company by passing a special resolution. Accordingly, the approval of the members of the Company is sought for changing the name of the Company and consequent alteration in the Memorandum of Association and Articles of Association of the Company. The Board believes that a change in the corporate name to 'Eros Media Technologies Limited' is a step towards building a corporate image of the Company in a modern segment of film Industry. Accordingly, the Board recommends the Resolution set forth in Item No. 3 for the approval of the Members of the Company by way of a Special Resolution. The draft of the amended Memorandum of Association and Articles of Association reflecting the said change will be available for inspection by the members at the registered office of the company on all working days except Saturday & Sunday (from 9:00 A.M. to 05.30 P.M.) up to the date of closing of e-voting. None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution no. 3 as set out in this Notice except to the extent of their shareholding, if any.

By Order of the Board of Directors
For **Eros International Media Limited**

Akshay Atkulwar
Vice President- Company Secretary &
Compliance Officer

Date: 12th December 2025
Place: Mumbai

Annexure to the Postal Ballot Notice

Details of Directors seeking appointment/ re-appointment/ fixation of remuneration of director furnished pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard-2 is as under:

| | | |
|---|--|---|
| Particulars | Anand Shankar Kamtam | Vijay Gulab Chand |
| DIN | <u>02942810</u> | <u>11425232</u> |
| Designation | Executive Director and Group Finance Controller (India) | Non-Executive Non-Independent Director |
| Date of Birth and Age | 02 March 1968; 57 Years | 21 October 1967; 58 Years |
| Qualification | Commerce Graduate from Mumbai University and Inter Chartered Accountant | Post Graduate degree in Commerce |
| Experience | He has over 20 Years of experience in the field of Accounts & Finance, Media & Film Industry. He is associated with EROS Group since May 2002. | He has experience of more than 13 years in India working with various companies engaged in the fields like corporate financial services, import and export. |
| Terms and Conditions of Appointment | As stated in the resolution and explanatory statement at Item No. 1 of this Notice. | As stated in the resolution and explanatory statement at Item No. 2 of this Notice. |
| Remuneration last drawn (including sitting fees, if any) (FY2024-25) | Rs. 59,22,000 (as Group Finance Controller (India)) | NA |
| Remuneration proposed to be paid | He will continue to draw current salary as Group Financial Controller. | Nil |
| Date of first appointment on the Board | 12 th December, 2025 | 12 th December, 2025 |
| Shareholding in the Company including shareholding as a beneficial owner as on date of Postal Ballot Notice | Nil | Nil |
| Relationship with other Directors / Key Managerial Personnel | Not related to any Director/ Key Managerial Personnel | Not related to any Director/ Key Managerial Personnel |
| Number of meetings of the Board attended during F.Y. 2025-26 | 1 | 1 |
| Directorships of other Boards as on date of Postal Ballot Notice | 1) Erosnow Private Limited 2) Eros Television India Private Limited 3) Eros Energy Private Limited 4) Eros Animation Private Limited 5) Big Screen Entertainment | 1.Copsale Limited. (Foreign Company) 2. Eros Worldwide FZE (Foreign Company – Administrative Manager & Director) |

| | | |
|--|--|--|
| | Private Limited 6) Eros International Films Private Limited 7) Eyeqube Studios Private Limited 8) Eros Digital Private Limited 9) EM Publishing Private Limited 10) Sistan Energy Private Limited | |
| Membership / Chairmanship of Committees of other Boards as on date of Postal Ballot Notice | 1. Member of Audit Committee & Management Committee of Eros International Films Private Limited | 1. Member of Nomination and Remuneration Committee of Eros International Media Limited |
| Listed entities from which the Director has resigned in the past three years | Nil | Nil |