

Via Email

June 17, 2016

Mr. Eric J. Friedman
Executive Partner
Skadden, Arps, Slate, Meagher & Flom LLP
4 Times Square
New York, NY 10036

Re: Skadden, Arps, Slate, Meagher & Flom LLP's ("Skadden") role in Eros International Plc's internal review.

Dear Mr. Friedman:

Eros International Plc's ("EROS" or the "Company") has announced that it engaged to "**conduct an independent review**" and then changed the description of the appointment to say that Skadden "assisted" the Company's Audit Committee with an internal review. To avoid any doubt or confusion, please allow us to review the facts:

- DAY 1: On November 2, 2015 EROS's Audit Committee announced that they **engaged Skadden to conduct an independent internal review** of certain allegations against the Company.
- DAY 2: On February 17, 2016 EROS's Audit Committee announced that they **appointed Skadden to assist it in undertaking an internal review** of certain allegations against the Company.
- DAY 3: On March 21, 2016 the Company announced that the "Audit Committee, **with the assistance of Skadden**, has completed a thorough internal review, and reinforced its confidence in the Company."

We understand that Skadden does not have a duty to the public. In this case, the client represented Skadden's appointment on Day 1 one way differently than on Day 2 or Day 3. We understand that Skadden can take the position that it is not responsible for EROS's representations. There must be a case where this policy is tested.

In this case, last Friday, June 10, 2016, EROS's Executive Chairman, Kishore Lulla, was on CNBC India. During the interview he said that the "audit committee appointed Skadden, one of the largest law firms in New York, to conduct a assist audit committee internal review on all the allegations...and the full internal review was completed, in fact there was not a single statement to be reinstated that means whatever we have stated before is **totally correct.**"¹

In this case, Skadden's work product appears exploited in unanticipated ways. A reasonable person could interpret the above statement to mean, "Skadden confirms no reinstatement was necessary and that EROS's investor representations are **totally correct.**"

We eagerly anticipate any clarification you can provide in connection with Skadden's role and engagement in EROS's internal review.

Kind Regards,

asensio.com

¹ asensio.com has captured the video clip here: <http://www.asensio.com/?p=10205>