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Via Email

June 10, 2016

Christina C. Carroll
Senior Manager, Accounting
Division of Enforcement and Investigations
Public Company Accounting Oversight Board
1666 K Street NW
Washington, DC 20006

Re: Grant Thornton International Ltd.'s supervision or authority over Eros International Plc's ("EROS") audit and Grant Thornton India LLP's "divided responsibility" audit disclosures.

Dear Ms. Carroll:

Grant Thornton International Ltd. ("GTIL") General Counsel, Daniel H. Lichtenstein, has confirmed to us in writing that "GTIL does not have the ability to get involved in an engagement or change" Grant Thornton India LLP's ("GTI") audit of EROS. GTIL is an "umbrella organisation" which provides GTI with their right to use the Grant Thornton brand. GTIL does not however accept responsibility for GTI's actions.

Mr. Lichtenstein's correspondence with asensio.com states:

"GTIL is the coordinating entity of a network of independently owned and managed accounting and consulting firms. GTIL does not provide any services to clients and cannot comment on individual engagements performed by its member firms. Furthermore, GTIL does not have the ability to get involved in an engagement or change it."

On June 8, 2015, EROS issued a press release in which it stated:

"[GTI] is the auditor of [EROS]. [GTI] performs the audit of [EROS's] consolidated financial statements, which includes its subsidiaries, in accordance with the standards of Public Company Accounting Oversight Board ("PCAOB")."

Furthermore, yesterday, asensio.com received a letter from Foley & Lardner LLP, Attorneys at Law, on behalf of GTI stating that:

"We can inform you that GT India audited the consolidated financial statements of Eros International PLC ("Eros" or the "Company") and subsidiaries in accordance with PCAOB standards."

These two statements appear to imply that GTI actually audits EROS's subsidiaries. This issue is the subject of an asensio.com report titled "EROS's 'Dozen Unknown' audited subsidiaries out earn 'Big Name' Grant Thornton "audited" parent"¹. This report is based on EROS's regulatory filings with the U.S. Securities & Exchange Commission ("SEC"), and Eros International Media Limited's ("EIML") filings with the National Stock Exchange ("NSE") in India. These documents seem to show that GTI relied on *at least* five other auditors². It is a fact that GTI is not listed as the auditor of EROS's publicly traded subsidiary, EIML.

Public filings at the SEC contain no mention of the fact that GTI conducts its own audits on EIML or its subsidiaries. If GTI has in fact relied on the work of other auditors (who in turn may have relied upon others) there is no disclosure of such a "divided responsibility" audit in EROS's 20-F filings with the SEC or on GTI's auditor's report on EROS's financial statements.

Yours sincerely,



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¹ The report is available at <http://www.asensio.com/?p=10034>

² EROS's subsidiaries chart and their various auditors is available here: <http://www.asensio.com/wp-content/uploads/2013/05/EX-5-Subs.pdf>