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Ref. OSIL/207/2018-2019

Date: September 13, 2018

To,

**The Manager-Operations & Listing
Bombay Stock Exchange Limited
Corporate Relationship Department
1st Floor, New Trading Wing,
Rotunda Building, PJ Tower
Dalal Street, Fort Mumbai- 400001**

**SECURITY CODE: 531626
ISIN NO.: INE628B01034**

Subject: Intimation of Engagement of Mr. Kamal Nain Pandya as Advisor for Promoter's Equity Stake sale of the Company Orosil Smiths India Limited

Dear Sir/ Madam

This is with reference to our letter dated August 10, 2018 having Reference No. OSIL/194/2018-19 whereby intimation was given of the intention to sell majority stake of the Promoters and Promoters group i.e. 74.98% of the total paid-up equity share capital of the Company. In this regard, we further bring to your notice that as per communication received from Mr. Bhushan Kumar Narula (one of the promoter of the Company) acting on behalf of whole of the Promoter Group of M/s Orosil Smiths India Limited ("the Company") has appointed Mr. Kamal Nain Pandya, Legal Consultant as Advisor for sale of Promoters' Equity stake in the Company vide Engagement Letter dated September 13, 2018.

The copy of letter as received from the Promoter, Mr. Bhushan Kumar Narula is enclosed.

Kindly requested to take above submission on record and oblige.

Thanking You,

Yours faithfully,

For **OROSIL SMITHS INDIA LIMITED**


Shefali Kesarwani
Company Secretary



September 13, 2018

To,
The Board of Directors,
Orosil Smiths India Ltd.,
A – 89, Sector 2,
Noida – 201301

THROUGH: THE COMPANY SECRETARY

**SUBJECT – INTIMATION OF ENGAGEMENT OF MR. KAMAL NAIN PANDYA AS ADVISOR TO
SELL MAJORITY STAKE OF PROMOTERS GROUP IN OROSIL SMITHS INDIA LIMITED**

Dear All Board Members,

I, Bhushan Kumar Narula, being one of the Promoters of Orosil Smiths India Limited (Hereinafter referred to as “the Company”) acting on behalf of whole of the Promoter Group of M/s Orosil Smiths India Limited (“the Company”) has agreed to appoint Mr. Kamal Nain Pandya, Legal Consultant as Advisor for sale of Promoters’ Equity stake in the Company vide Engagement Letter Dated September 13, 2018

The scope of services of the Advisor through the Client will be the following:

- Assist the Client in carrying preliminary due diligence upon the Company and its promoters/directors and business to understand the business and structure.
- Identifying and approaching potential investors/buyers and strategic investors including persons & companies working in the industry and or otherwise.
- Be a complete programme manager and a single point coordinator with various counterparties, under the overall advice of the promoters group - the Company’s investors and promoters, potential buyers, potential investors and all Advisors involved in the process.
- Assist the Client in identifying and evaluating priorities amongst various bids/options.
- Assist the Client in making buyer/investor pitches and discussing attractiveness of the proposal with prospective buyers and investors.
- Advising and working with the Client on the principal issues in the Share Purchase Agreement and such other legal documentations as may be needed to include the deal to the satisfaction of the Client.

Thanking you,

Yours Sincerely,

For and on behalf of the Promoter Group



Bhushan Kumar Narula

Promoter