

Mechanalysis (India) Ltd

(Formerly IRD Mechanalysis (India) Ltd)

Brief on Mechanalysis (India) Limited 1st Jan. 2006

On 1st Sept. 2005 Mechanalysis (India) Limited (MIL) decided to end its exclusive distribution agreement with Rockwell Automation Inc. in order to pursue an independent growth path as a System Integrator. It was hoped that this separation would be amicable without affecting any Customer relationships. However, recent reports from Customers regarding support concerns, indiscriminate attempts to change MIL's vendor registration and verbal claims that Rockwell Automation owns 'IRD' has forced us to clarify the situation. **This brief states Mechanalysis (India) Ltd's legal and operational position in India.**

Following the acquisition of Entek IRD International Inc by Rockwell Automation Inc. it was decided that the joint venture with Entek IRD International (India) Ltd (formerly IRD Mechanalysis India Ltd) would end. As such the shares held by Rockwell Automation Inc. were purchased by the Indian majority shareholder on 31st May 2002. The company was then renamed **Mechanalysis (India) Ltd** but was given the rights to manufacture all the listed former IRD Mechanalysis Inc products indigenised by the IRD (India) joint venture who "may continue to use the "IRD" name and trademark in connection with its manufacture and sale of Local Products in India" "free of any condition licences or other restrictions."

Further, Section 3 of the Agreement states the following:

*In consideration of the undertaking and agreements in paragraphs 1 and 2 above, the Seller (Rockwell) **agrees not at any time to assert against the Company (Mechanalysis) or the Purchaser, or any of its or its affiliates, any ownership claim with respect to any know-how or technical information used by the Company, whether originally derived from the joint venture or subsequently developed independently by the Company, in relation to the design or manufacture of Local Products.***

We believe the above statements make it quite clear that Mechanalysis (India) Ltd has full rights to use, if desired, the IRD Brand or Logo without interference anywhere in India and at any time. Also, Rockwell Automation has no claim of ownership of the IRD heritage or customer development that Mechanalysis (India) Ltd has established over almost 30 years for vibration measuring systems in India.

About the Company:

Mechanalysis (India) Ltd is a 100% Indian owned designer, manufacturer and distributor of a range of vibration based condition management solutions. Portable instruments, data transmitters and Mechanalysis-On-Line™ machinery protection systems are locally manufactured under the MIL Brand. The Company continues to provide services to Indian industry having over 30 years expertise in training, consultancy, calibration and technical support. Its headquarters are in Mumbai with Regional offices in Delhi, Kolkata and Chennai and has a team of independent distributors. More information is available on www.mechanalysisindia.com

For further clarification please contact the officer below or any of our Regional Offices.



Peter W. Hills
Managing Director & CEO
Mechanalysis (India) Ltd

Reg. Office: 47-48 Jolly Maker Chambers II, Nariman Point, Mumbai 400 021, INDIA
Tel.: +91(0)22-2202 74306, Fax: +91(0)22-2285 0480, www.mechanalysisindia.com

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