

EXPRESSION OF INTEREST
VANDANA VIDHYUT LIMITED

1. BACKGROUND

Vandana Vidhyut Limited (“VVL” or “Company” or “Corporate Debtor”), a closely held , Non-Government Public Limited Company, incorporated on November 10, 1995. Vandana Vidhyut Limited is registered with Registrar of Companies, Chhattisgarh, having CIN No. U04010CT1995PLC010142.

VVL is a power sector company engaged in renewable and thermal energy generation. It is a part of Vandana Group of Industries, which is one of the leading industrial houses of Chhattisgarh with interests in manufacturing of High Tensile Steel (HTS)/Galvanized Iron and other wires, High Density Poly Ethylene (HDPE)/Poly Propylene woven sacks, steel products, re-rolled items, steel ingots and heavy structural, elastic clips and processing of steel products.

VVL has two divisions / units, viz. Biomass Power Plant (Biomass) located at Sirgitti Industrial Area, Sirgitti, Bilaspur, Chhattisgarh wherein it operates a 8 MW Biomass Power Plant and a 2x135 MW Thermal Power Plant (Thermal or TPP) located at Village Salora, Churri, District Korba, Chhattisgarh. Brief details of both the units are specified herein below:

- 1. Biomass Power Plant (Biomass)** – It was set up in the year 2001 and has been running successfully till date. The power plant consumes approximately 1.5 tons of rice husk per MW of power generation. The entire rice husk requirement for the project is met from the rice mills located within a radius of 100 km from the project site. The location has been chosen primarily because of its proximity to rice mills to ensure continued availability of husk.

The entire fixed and current assets of the Bio Mass Division are charged in favour of Indian Overseas Bank, which is holding an exclusive charge as security against Working Capital Limit of INR 6.50 Crore being availed by the unit.

This unit has one another land located at Gram Dhamni, Bilha, Bilaspur, Chhattisgarh, which is unencumbered.

- 2. Thermal Power Division** – The Company signed a MoU with the State Government on 4th of June 2007 for setting up of the Thermal Power Plant at Village Salora, Churri District Korba. Subsequently it started the implementation of project and achieved the requisite approvals/ clearances from the State & Central Government

for the project. The Plant has installed 2x135 MW Capacity at the project site. It was set up in the year 2014, however was forced to shut down in the year 2015 on account of the cancellation of Long Term Power Purchase Agreement with State Government, Chhattisgarh.

At the time when the project was under implementation all the major requirement for the project like Coal, Corridor and PPA was available with the company. i.e. The Ministry of Coal had allotted Fatehpur East Captive Coal Block (jointly) to the company and also granted tapering coal linkage for 2x135 MW capacity. The State Government had executed long term (20 yrs.) Power Purchase Agreement for 35% of the Capacity of the project and the Bulk Power Transmission Agreement (BPTA) was signed with Power Grid Corporation of India (PGCIL) for evacuation of Power. The power transmission corridor was also available for the power evacuation, when the project was under implementation.

However, pursuant to the cancellation of the allotted captive coal block by Ministry of Coal, Government of India, cancellation of the tapering coal linkage by Coal India Limited, the Long-Term Power Purchase Agreement (PPA) with the Chattisgarh State Government, the corridor constraint for evacuation of power to the power deficit states like Andhra Pradesh, Tamil Nadu etc. the Thermal Power Plant was shut down in 2015 and since then it is not operational.

As per MCA records, company has three directors at present namely Mr. Prahlad Kumar Agrawal, Mr. Jami Koteswar Rao and Mr. Ramawtar Agarwal. Mr. Vinod Kumar Agrawal the promoter of the TPP division, resigned from Directorship w.e.f 12.01.2018.

As per the latest audited financial statements of VVL for the financial year ended on 31st March 2017, the authorized share capital of the Company is Rs.1,53,00,00,000 divided into 15,30,00,000 equity shares of Rs. 10 each and the Paid-Up capital is Rs. 1,52,96,60,020 comprising 15,29,66,002 equity shares of 10 each.

The information provided hereinabove is based on preliminary details/information available to us and may differ from the actual position, although not materially, as may be ascertained at the time of conducting detailed due diligence.

2. INVITATION FOR EXPRESSION OF INTEREST TO SUBMIT A RESOLUTION PLAN FOR VANDANA VIDHYUT LIMITED

The Corporate Debtor (VVL) is currently undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016 (IBC), pursuant to an order dated 26.04.2018 of Hon'ble NCLT, Mumbai.

Mr. Sandeep Kumar Gupta, acting in his capacity as the Interim Resolution Professional (IRP) for the Corporate Debtor, hereby invites Expression of Interest (EOI) from prospective Resolution Applicants, under Sections 25(2)(h) of IBC, for submission of Resolution Plans in respect of the Corporate Debtor, The EOI should reach latest by 4.30 PM on 10th September, 2018. The time line may be extended as may be decided and instructed by the CoC.

3. ELIGIBILITY CRITERIA FOR QUALIFYING AS RESOLUTION APPLICANT

In the meeting of Committee of Creditors of VVL held on 17.08.2018 the following eligibility criterion was decided by the members of CoC for the Prospective Resolution Applicant(s) to participate in the CIRP of VVL, for submission of Resolution Plan.

- **For individuals private/ public limited company, LLP, body corporate whether incorporated in India or outside India:** Minimum tangible net worth of Rs.200 crore. (minimum tangible net worth on Group Level as at the end of the immediately preceding financial year).
- **For Financial Investor (FI) / Mutual Funds / Private Equity/ Venture Capital Funds, Domestic/ foreign Investment institutions, Non-Banking Finance Companies (NBFC), Asset Reconstruction Companies, Banks and similar entities.** Total assets under Management (AUM) / Loan Portfolio / Committed funds available for investment/ deployment in Indian companies or Indian assets of minimum Rs. 400 crores at the end of the immediately preceding completed financial year.

All the Prospective Resolution Applicants, must not attract any of the in-eligibilities as per the provisions of Section 29A of IBC as applicable at the material time.

4. SUBMISSION OF EOI:

- a. Expression of Interest (EOI) is invited in sealed envelope superscripted as "Expression of Interest for participating in CIRP of Vandana Vidhyut Limited", in the format as set out in Annexure 'A'.

- b. Applicants shall submit the EOI along with the supporting documents set out in Annexure 'B'
- c. The details of the Applicant shall be as set out in Annexure 'C'.
- d. Applicant shall submit the sealed envelope containing a complete set of the EOI in hard copy along with the Annexures stated above, to the following address by post or by hand:

**SANDEEP KUMAR GUPTA
INTERIM RESOLUTION PROFESSIONAL
IN THE MATTER OF VANDANA VIDHYUT LIMITED
COMMUNICATION ADDRESS: WITWORTH INSOLVENCY PROFESSIONALS
PRIVATE LIMITED,
C- 360, BASEMENT, DEFENCE COLONY, NEW DELHI – 110024**

OR AT

**REGISTERED OFFICE ADDRESS: H.NO. 93, 2ND FLOOR DDA SITE-1, SHANKAR ROAD
NEW RAJINDER NAGAR, NEW DELHI -110060**

- e. A soft copy of EOI along with annexures stated above should be mailed to vandanavidhyut.ip@gmail.com, sandeepkumar.gupta@gmail.com.

5. LAST DATE FOR SUBMISSION OF EOI:

The last date for submission of EOI is 10th September, 2018 up to 4:30 p.m., which may be extended as may be decided by the Committee of Creditors of VVL.

The prospective Resolution Applicants submitting the EOI must ensure that they do not suffer from any ineligibility in accordance with the provisions of section 29A or any other provision of IBC, 2016. All the EOIs received shall be examined by the undersigned on the eligibility criterion specified and in accordance with the provisions of IBC 2016. The Information Memorandum and other relevant information including the details of the process and Evaluation Matrix will be shared with the eligible RAs upon their furnishing an undertaking of confidentiality in terms of the provisions of section 29(2) of the IBC, 2016 read with Regulation 36(4) of the Insolvency & Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016. The details of access to Virtual Data Room shall be provided upon signing an undertaking of confidentiality / Non- Disclosure Agreement.

NOTES

- 1) IRP/RP/COC has the right to cancel or modify the process without assigning any reason and without any liability. This is not an offer document and is issued with no commitment.
- 2) IRP/RP/COC reserve the right to withdraw EOI and change or vary any part thereof at any stage and also reserve the right to disqualify any potential bidder, should it be so necessary at any stage.
- 3) No oral conversations or agreements with the Interim Resolution Professional/Resolution Professional or any official, agent or employee of the IRP/Resolution Professional, or any member of the COC shall affect or modify any terms of this EOI.
- 4) Neither the RA nor any of representatives of the RA shall have any claims whatsoever against the Interim Resolution Professional/Resolution Professional or any member of the COC or any of their directors, officials, agents or employees arising out of or relating to this EOI.
- 5) By submitting a proposal, each prospective Resolution Applicant/bidder shall be deemed to acknowledge that it has carefully read the entire EOI and all the relevant documents/information/process has fully informed itself as to all existing conditions and limitations.

"ANNEXURE A

[On the Letterhead of the Entity Submitting the Eoi]

EXPRESSION OF INTEREST

Date:

To

SANDEEP KUMAR GUPTA

INTERIM RESOLUTION PROFESSIONAL

Subject: Expression of Interest ("EOI") for submitting Resolution Plan for Vandana Vidhyut Limited (VVL) ("Corporate Debtor") undergoing Corporate Insolvency Resolution Process (CIRP)

Dear Sir,

In response to the public advertisement in _____ Dated _____ ("Advertisement") inviting EOI for submission of resolution plans ("Resolution Plan") as per the provisions of the Insolvency and Bankruptcy Code, 2016 ("IBC"), we confirm that we fulfill the eligibility criteria and qualify for submission of the Resolution Plan, and have understood the requirements and the terms and conditions for filing of this EOI and make our EOI for submission of a Resolution Plan in respect of the Corporate Debtor.

Along with our EOI, we have also provided information as required in the prescribed format/specified in 'Annexure B' and 'Annexure C'.

We further undertake that the information furnished by us in this EOI and Annexures is true, correct, complete, and accurate to the best of our knowledge. Based on this information we understand you would be able to evaluate our eligibility in order to shortlist us for the above-mentioned proposal. Further, we agree and acknowledge that:

- (a) the EOI will be evaluated by the IRP/RP on behalf of the Committee of Creditors ("CoC") of VVL based on the information provided in the Annexures and attached documents to determine that we are not ineligible to submit a proposal for the proposed transaction;

- (b) the IRP/RP the CoC reserve the right to determine at their sole discretion, whether we are eligible / not ineligible for the submission of the proposal and may reject the EOI submitted by us without assigning any reason/without any liability whatsoever;
- (c) the IRP/RP/ the CoC reserve the right to request for additional information or clarification from us for the purposes of the EOI and we shall promptly comply with such requirements. Failure to satisfy the queries of IRP/RP/ CoC may lead to rejection of our submission pursuant to EOI;
- (d) Any change in consortium other than lead / qualifying member or any material change affecting the consortium members' ability to perform in consortium shall be intimated within 3 (three) business days to the CoC / RP/IRP;
- (e) We are eligible person in terms of provisions of Section 29A of the IBC. We are a 'fit and proper' person and not under any legal disability to be a promoter entity of the Company under the applicable laws including listing agreements, stock exchange requirements and SEBI regulations and guidelines.

Yours Sincerely,

On behalf of [*Insert the name of the entity submitting the EOI*] Signature: _____

Name of Signatory:

Designation:

Company Seal/Stamp

1: In case of Consortium Applicant the Eoi shall be signed by each member.

2: The person signing the Eoi and other supporting documents should be an authorised signatory supported by necessary board resolutions/authorization letter.

“ANNEXURE – B”

SUPPORTING DOCUMENTS TO BE ATTACHED WITH EOI

- 1) For all RAs - Profile of RA
- 2) For all RAs - Copies of Certificate of Incorporation/ Registration and Constitutional Documents (MOA, AOA)
- 3) Copies of audited financial statements for the last two financial years and other relevant information and records in support of its/their meeting the eligibility criterion.
- 4) A self- attested declaration, stating that the Prospective Resolution Applicant(s) is/ are not disqualified as per section 29A or any other provision of IBC, 2016.

“ANNEXURE C”

[Note: In case of consortium, the details set out below are to be provided for each of the members]

1. Name and Address:

- a. Name of the Firm/Company/Organization:
- b. Address:
- c. Telephone No:
- d. Fax:
- e. Email:

2. Date of Establishment:

3. Core Area of Expertise:

4. Contact Person:

- a. Name:
- b. Designation:
- c. Telephone No:
- d. Email:

5. Company/FI Profile:

- a. Company Financial Profile (consolidated / standalone as applicable):

[Note: Where the entity submitting the EOI is a financial investor /fund entity, please provide details pertaining to “assets under management” and/or “committed funds” for the preceding three years or the committed funds available as on March 31, 2018, for investment].

- b. Experience of the Company in the relevant sector.
- c. History if any, of the Company or affiliates of the Company being declared a ‘willful defaulter’, ‘non-cooperative borrower’, ‘non-impaired asset’ or ‘non-performing asset’.