

ADMIRON LIFE SCIENCES PRIVATE LIMITED

INVITATION FOR EXPRESSIONS OF INTEREST FOR SUBMISSION OF RESOLUTION PLAN IN ADMIRON LIFE SCIENCES PRIVATE LIMITED

1. Introduction:

- I. Admiron Life Sciences Private Limited (the “ADMIRON”) is Manufacturer of bulk drugs and contract manufacturer. Admiron Life Sciences Private Limited is currently undergoing a Corporate Insolvency Resolution Process (“CIRP”) that has been initiated as per the provisions of Insolvency and Bankruptcy Code(IBC) 2016 under the order of National Company Law Tribunal (“NCLT) Hyderabad Bench in respect of Company Petition(IB)102/10/HDB /2017, and the insolvency commencement date under the IBC is July 28, 2017.
- II. Committee of Creditors (“CoC”) through Interim Resolution Professional (“IRP”) is in process of identifying resolution applicant(s) for ADMIRON. Hence, IRP Venkateswarlu Bharathula on the behalf of CoC invites Expression of Interest (“EoI”) from investors having adequate financial capability to submit resolution plan for ADMIRON under CIRP.

2. Transaction Process:

The transaction process shall be completed in two stages, brief of which is discussed hereunder

Stage I

- Submission of EoI by interested Resolution Applicants(RAs)
- Shortlisting of RAs by CoC

Stage II

- Access to data room for due diligence by RAs
- Submission of Resolution Plan(s) by RAs

3. The qualification criteria for the proposed transaction is as under:

The applicant must be ‘fit and proper’ person not under any legal disability to be promoter under the applicable laws including listing agreement, stock exchange requirements and SEBI regulations and guidelines. The applicant having adequate financial capability would submit proof of its effective net worth by means of Chartered Accountants Certificate in this regard.

4. Submission of EOI:

- a. Expression of Interest (EOI) is invited in a sealed envelope superscripted as **<Expression of Interest for Investment in Admiron Life Sciences Private Limited >**, in the format as set out in Annexure ‘A’ hereto.
- b. Applicants shall submit the EOI with details set out as **Annexure ‘B’** along with the supporting documents set out as **Annexure ‘C’**.

- c. 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 deliver in person:

Mr. Venkateswarlu Bharathula
Interim Resolution Professional
G2 GSK TOWERS, SHANTHI NAGAR,
BHAG AMEER, KUKATPALLY,
HYDERABAD-500072

A soft copy of EOI along with annexures stated above should be mailed to **bharathulavenki@gmail.com**

5. Last Date of Submission of EOI:

The last date for submission of EOI is 11-12-2017. In case the designated day happens to be a holiday; the next working day will be deemed as the last date for submission of EOI.

All the EOIs received will be reviewed by IRP/RP as well as COC and shortlisted applicants will be shared the Information Memorandum, prepared as per provisions of the Code, after signing of Non-Disclosure Agreement.

Such shortlisted Applicants will be given 10 (ten)days' timelines to carry out due-diligence and submit Resolution Plan as per provisions of the Code.

Note

- 1) 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. Applicants should regularly visit the Admiron website www.admironls.com to keep themselves updated regarding clarifications/ amendments/ time-extensions, if any.
- 2) COC/IRP/ Resolution Professional reserve the right to withdraw EOI and change or vary any part thereof at any stage and also reserve the right to disqualify any prospective applicant, should it be so necessary at any stage.
- 3) No oral conversations or agreements with the IRP/Resolution Professional or any official, agent or employee of the Resolution Professional, the Company or any member of the COC shall affect or modify any terms of this EOI.
- 4) Neither the applicant nor any of the applicant's representatives shall have any claims whatsoever against the IRP/ 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 applicant shall be deemed to acknowledge that it has carefully read the entire EOI and has fully informed itself as to all existing conditions and limitations.

“ANNEXURE – A”

FORMAT FOR EXPRESSION OF INTEREST FOR SUBMISSION OF RESOLUTION PLAN IN ADMIRON LIFE SCIENCES PRIVATE LIMITED UNDER CIRP

Date: _____

To,
Mr Venkateswarlu Bharathula, Interim Resolution Professional
(Appointed by the Committee of Creditors of Admiron Life Sciences Private Limited)

Subject: Expression of Interest (“EOI”) for submission of Resolution Plan in Admiron Life Sciences Private Limited (“ADMIRON”) under Corporate Insolvency Resolution Process (CIRP)

Dear Sir,

In response to your public advertisement in [*Insert the names of the newspaper and/or website*] on [*Insert date of the advertisement*] inviting EOIs for submission of Resolution Plan in ADMIRON, we hereby submit our EOI.

We have attached necessary information requested in the format for EOI published on the website of Admiron www.admironls.com. The information furnished by us in this EOI is true, correct and accurate to the best of our knowledge. Based on this information we understand you would be able to evaluate our preliminary proposal in order to shortlist for the above-mentioned proposal.

We however, understand that Venkateswarlu Bharathula Interim Resolution Professional and the Committee of Creditors (“COC”) reserve their right to decide whether or not to pre-qualify our proposal without disclosing the reason whatsoever and that Resolution Plan submitted in ADMIRON shall be subject to approval of the final resolution plan by the members of COC and the NCLT, in terms of the provisions of the Insolvency and Bankruptcy Code, 2016.

Sincerely yours,

On behalf of (Insert name of the entity submitting the EOL }

Signature:
Name of signatory:
Designation:
Company Seal/Stamp

“ANNEXURE – ‘B’

DETAILS OF THE PROSPECTIVE INVESTOR / APPLICANT

1.1 Name and address

Name of the
Investor/Applicant:

Address:

Telephone No:

Fax:

Email:

1.2 Date of establishment of Investor/Applicant:

1.3 Core area of expertise of the Investor/Applicant:

1.4 Contact Person:

Name:

Designation:

Telephone No:

Email:

1.5 PAN No. or equivalent details of Investor/Applicant

“ANNEXURE – C”

SUPPORTING DOCUMENTS TO BE ATTACHED WITH EOI

- (a) Profile of the Prospective Investor / Applicant
- (b) **Legal Documents:** Copies of Certificate of Registration and Constitutional Documents of the Prospective Investor/ Applicant
- (c) **For Turnover:** Immediately preceding 3 (three) years audited financial results of the Prospective Investor and/or its promoter/promoter group or any other group company.
- (d) **For Demonstration of funds availability:** Statement of funds availability of the Prospective Investor and/or promoter/promoter group or any other group company.
- (e) **For Net worth:** The applicant must submit documents indicating its effective net worth, supported by the certificate of Chartered Accountant.
- (f) A notarized declaration from the applicant in order to demonstrate that the promoter/promoter group or any other group company are part of the same group, in case the applicant is using such entities for submitting EOI. Please note that the applicant must be ‘fit and proper’ person not under any legal disability to be promoter under the applicable laws including listing agreement and SEBI regulations and guidelines and shall provide all relevant documents for its promoter/promoter group or any other group company.
- (g) Investor/RAs Profile:
 - i. Investor/RAs Financial Profile (consolidated/standalone as applicable):
 - ii. Experience of the Investor/RAs in the relevant sector.
 - iii. History if any, of the Investor/RAs or affiliates of the Investor/RAs being declared a ‘wilful defaulter’, non-cooperative borrower’, ‘non-impaired asset’ or ‘non-performing asset (Self Declaration)