

EXPRESSION OF INTEREST

[On the Letter head of the Body Corporate / Individual / Other Investors Submitting the EOI]

Letter No: -----

Date: _____

To,
Mr. Devendra Prasad,
Resolution Professional (RP) for S Kumars Nationwide Limited
BDO RESTRUCTURING ADVISORY LLP
Level 9, The Ruby, North West Wing, Senapati Bapat Marg,
Dadar(W), Mumbai 400028
Mumbai, India

Subject : Expression of Interest (“EOI”) for submitting resolution plan for M/s S Kumars Nationwide Limited(“Corporate Debtor”)

Dear Sir,

1. In response to the advertisement in the newspaper Economics Times (All Editions)/ NavShakti / Free Press Journal dated 9th August, 2018 (“**Advertisement**”) inviting EOI for submission of resolution plans (“**Resolution Plan**”) and advertisement published for extension of Last date of Submission of Expression of Interest (EOI) dated September 11, 2018 in all India Edition of The Economic Times (English) and Mumbai Edition of Free Press Journal and Navshakti and Addendum published for further extension of Last date of Submission of Expression of Interest (EOI) dated October 13th, 2018 in all India Edition of The Economic Times (English) and Addendum published for further extension of Last date of Submission of Expression of Interest (EOI) dated November 14th, 2018 in all India Edition of Financial Express as per the provisions of the Insolvency and Bankruptcy Code, 2016 (“**Code**”), we confirm that we have understood the eligibility criteria mentioned in Resolution Plan Submission Process as was uploaded in website of the company ‘M/s. S Kumars Nationwide Limited’ and meet the necessary thresholds mentioned therein and submit our EOI for submission of a Resolution Plan for the Corporate Debtor.
2. I, _____ [insert name of the signatory] confirm that I am duly authorized to submit this EOI on behalf of _____ [Insert the name of the applicant/s submitting the EOI].
3. The information furnished by us in this EOI including documentary proofs, is true, correct, complete & accurate in all material respects. Further, we acknowledge or confirm (as applicable) that:
 - a) The Resolution Professional (“**RP**”) may, on the directions of the committee of creditors (constituted under the Code) (“**CoC**”), have the right to cancel the process without any prior intimation to us or modify or vary the terms without assigning any reason, whatsoever and without any liability. Any clarifications,

amendment or extensions of time etc. in relation to the process would be updated on the website of the Corporate Debtor and the RP is not required to separately intimate us in this respect. We are aware that the timelines for diligence and other processes will not be extended without prior approval may be provided by RP at its sole discretion. No financial obligation shall accrue to the RP or the Corporate Debtor in such an event;

- b) The Corporate Debtor is on an “as in, where is” basis and the RP, CoC, the current shareholders or promoters of the Corporate Debtor will not be providing any representations or warranties;
- c) We have read and understood the terms and conditions stipulated in the advertisement and acknowledge that the RP reserves the right to accept or reject any EOI without assigning any reason whatsoever and without any liability to the applicant;
- d) The RP reserves the right to request for additional information or clarification, as it deems fit, from us for the purposes of the EOI;
- e) We will continue to meet the eligibility criteria mentioned in Annexure to this EOI throughout the process, and will intimate the RP of any change in the information provided by us along with our EOI, which may impact our ability to participate in this process, within 3(three) business days of such change;
- f) We have read and understood the provisions of the Code and the rules and regulations issued there under. We are aware that our submission of the EOI does not give us the right to be a part of the CoC;
- g) The RP and the Corporate Debtor shall, in no circumstances, be responsible to bear or reimburse any expenses or costs incurred by us in respect of submission of this EOI; and
- h) Information Memorandum will be provided to the shortlisted applicants, after submission of confidentially undertaking as per the provisions of Code;
- i) If we are shortlisted, we will submit the Resolution Plan complying the provision of Insolvency & Bankruptcy Code, 2016.

4. Name and Address of the Applicant/s:

A	Name of the Person /Firm /Company /Organization:	
B	Address:	
C	Telephone No.:	
D	Fax:	
E	Email:	

F	PAN No.:	
G	GST No. or equivalent details:	
H	CIN No. (In case of Company):	

5. **Date of Establishment:**

6. **Nature of Establishment:** *[Individual OR Body Corporate OR Other Investors]*

7. **Nature of Activity :**

8. **Experience in textile sector/core sector:**

9. **Contact Person:**

A	Name:	
B	Designation:	
C	Telephone No:	
D	Email:	

10. **Group / Company Profile:** Group / Company Financial Profile (consolidated / standalone as applicable):

[Note: The any Body Corporate / Individual / Other Investors profile should necessarily include net worth numbers of the preceding three years.]

<u>For Any Body Corporate/ Individuals / Other Investors</u>	<i>FY18</i>	<i>FY17</i>	<i>FY16</i>
<i>INR Crores</i>			
<i>Net worth</i>			

11. **Please furnish details, if any on the following:**

- Declaration to the effect that applicant is not barred by the provision of section 29A of IBC,2016 (as stated in annexure)
- conviction for any offence, if any, during the preceding five years;
- criminal proceedings pending, if any;
- disqualification, if any, under Companies Act, 2013, to act as a director;
- identification as a willful defaulter, if any, by any bank or financial institution or consortium thereof in accordance with the guidelines of the Reserve Bank of India;
- debarment, if any, from accessing to, or trading in, securities markets under any order or directions of the Securities and Exchange Board of India, and
- Transactions, if any, with the corporate debtor in the preceding two years.

12. **Applicant shall submit the following documentary proofs as a part of this Annexure:**

- a) Authorization Letter / Board Resolution for signing the EOI
- b) **Applicable to any Body Corporate / Individual / Other Investors:** Audited financial statements for last 3 financial years and Provisional Financial statements for FY 2018-19 (Minimum up to June, 2018).
- c) CA Certified Net worth certificate of applicant/s for year ending 31st March, 2018.

13. Details of Consortium Members, if any (being Resolution Applicant/s):

Name of the Member	% of share in the Consortium	Nominated as Lead (Y/N)

Note: In respect of Consortium Applicants, all the conditions specified in Sr. No. 11 shall apply jointly & severally.

Sincerely yours,

On behalf of [*Insert the name of the Applicant/s submitting the EOI*]

Signature:

Name of Signatory:

Designation: Address:

Email:

Phone:

Annexure- A
Eligibility Criteria

a) Eligibility for Resolution Applicant

Minimum qualifications for applicants to approach Resolution Professional of the Corporate Debtor for the purpose of participation in the process are as follows:

For Any Body Corporate / Individual / Other Investors (including Consortium)

Applicant/s):

Consolidated net worth of Rs. 100 Crores or more at group level in the immediately preceding completed financial year.

- i) Definition of Resolution Applicant: Further, Resolution Applicant(s)** shall mean a person (body corporate / Individual / Other Investors), who individually or jointly with any other person, submits a Resolution Plan to the Interim Resolution Professional/Resolution Professional pursuant to the invitation made under Section 25 (2) (h) of the Insolvency and Bankruptcy Code 2016, As per Sec.29 A, a person shall not be eligible to submit a resolution plan, if such person, or any other person acting jointly or in concert with such person—
- a. is an undischarged insolvent;
 - b. is a willful defaulter in accordance with the guidelines of the Reserve Bank of India issued under the Banking Regulation Act, 1949;
 - c. at the time of submission of the resolution plan has an account, or an account of a corporate debtor under the management or control of such person or of whom such person is a promoter, classified as non-performing asset in accordance with the guidelines of the Reserve Bank of India issued under the Banking Regulation Act, 1949 or the guidelines of a financial sector regulator issued under any other law for time being in force and at least a period of one year has lapsed from the date of such classification till the date of commencement of the corporate insolvency resolution process of the corporate debtor:

“Provided that the person shall be eligible to submit a resolution plan if such person makes payment of all overdue amounts with interest thereon and charges relating to non-performing asset accounts before submission of resolution plan;

Provided further that nothing in this clause shall apply to a resolution applicant where such applicant is a financial entity and is not a related party to the corporate debtor.”

Explanation I – For the purpose of this proviso, the expression “related party” shall not include a financial entity, regulated by a financial sector regulator, if it is a financial creditor of the corporate debtor and is a related party of the corporate debtor solely on account of conversion or

substitution of debt into equity shares or instruments convertible into equity shares, prior to the insolvency commencement date.

Explanation II – For the purpose of this clause, where a resolution applicant has a account, or an account of a corporate debtor under the management or control of such person or of whom such person is a promoter, classified as non- performing asset and such account was acquired pursuant to a prior resolution plan approved under this Code, then, the provisions of this clause shall not apply to such resolution applicant for a period of three years from the date of approval of such resolution plan by the Adjudicating Authority under this Code.

(d) has been convicted for any offence punishable with imprisonment –

- i. for two years or more under any Act specified under the Twelfth Schedule; or
- ii. for seven years or more under any other law for time being in force.

Provided that this clause shall not apply to a person after the expiry of a period of two years from the date of his release from imprisonment.

Provided further that this clause shall not apply in relation to a connected persons referred to in clause (iii) of Explanation I.

(e) is disqualified to act as a director under the Companies Act, 2013;

Provided further that this clause shall not apply in relation to a connected persons referred to in clause (iii) of Explanation I.

(f) is prohibited by the Securities and Exchange Board of India from trading in securities or accessing the securities markets;

(g) has been a promoter or in the management or control of a corporate debtor in which a preferential transaction, undervalued transaction, extortionate credit transaction or fraudulent transaction has taken place and in respect of which an order has been made by the Adjudicating Authority under this Code;

Provided that this clause shall not apply if a preferential transaction, undervalued transaction, extortionate credit transaction or fraudulent transaction has taken place prior to the acquisition of the corporate debtor by the resolution applicant pursuant to a resolution plan approved under this Code or pursuant to a scheme or plan approved by a financial sector regulator or a court, and such resolution applicant has not otherwise contributed to the preferential transaction or fraudulent transaction.

(h) has executed a guarantee in favour of a creditor in respect of a corporate debtor against which an application for insolvency resolution made by such creditor has been admitted under this Code and such guarantee has been invoked by the creditor and remains unpaid;

- (i) is subject to any disability, corresponding to clauses (a) to (h), under any law in a jurisdiction outside India; or
- (j) has a connected person not eligible under clauses (a) to (i)

Explanation I—For the purposes of this clause, the expression “connected person” means-

- i. any person who is the promoter or in the management or control of the resolution applicant; or*
- ii. any person who shall be the promoter or in management or control of the business of the corporate debtor during the implementation of the resolution plan; or*
- iii. the holding company, subsidiary company, associate company or related party of a person referred to in clauses (i) and (ii)*

Provided that nothing in clause (iii) of this *Explanation I* shall apply to resolution applicant where such applicant is a financial entity and is not a related party of the corporate debtor.

Provided Further that the expression “related party” shall not include a financial entity, regulated by a financial sector regulator, if it is a financial creditor of the corporate debtor and is a related party of the corporate debtor solely on account of conversion or substitution of debt into equity shares or instruments convertible into equity shares, prior to the insolvency commencement date.

Explanation I—For the purposes of this section, “financial entity” shall mean the following entities which meet such criteria or conditions as the Central Government may, in consultations with the financial sector regulator, notify in this behalf, namely :

- a. a scheduled bank; or
- b. any entity regulated by a foreign central bank or a securities market regulator or other financial sector regulator of a jurisdiction outside India which jurisdiction is compliant with the Financial Action Task Force Standards and is a signatory to the International Organization of Securities Commissions Multilateral Memorandum of Understanding;
- c. any investment vehicle, registered foreign institutional investor, registered foreign portfolio investor or a foreign venture capital investor, where the terms shall have the meaning assigned to them in regulation 2 of the Foreign Exchange Management (Transfer or Issue of Security by a person Resident Outside India) Regulations, 2017 made under the Foreign Exchange Management Act, 1999;
- d. an asset reconstruction company registered with the Reserve Bank of India under section 3 of the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002; or
- e. an Alternate Investment Fund registered with the Securities and Exchange Board of India.
- f. Such categories of persons as may be notified by the Central Government

For the purpose of calculation of consolidated net worth, the consolidation of the net worth as mentioned in Net worth certificate of applicant/s. The applicants mentioned in the EOI point no. 4.