

INVITATION

FOR

EXPRESSION OF INTEREST

KOHINOOR STEEL PRIVATE LIMITED

(Under Corporate Insolvency Resolution Process)

**[As per the provisions of Regulation 36A of the Insolvency & Bankruptcy Board of India
(Insolvency Resolution Process for Corporate Persons), Regulations, 2016]**

Issuedby: Ashok Kumar Sarawagi

Resolution Professional

KOHINOOR STEEL PRIVATE LIMITED

(under Corporate Insolvency Resolution Process)

Contact number: 033 400-76964/ 91 98301 54954

Address: 18 Rabindra Sarani, Kolkata – 700 001

Email: sarawagiashok@gmail.com

IBBI Registration No.: IBBI/IPA-001/IP-P00171/2017-18/10340

1 BRIEF PROFILE OF THE CORPORATE DEBTOR

Kohinoor Steel Pvt. Ltd. (KSPL) incorporated on 16.02.2005 is an ISO 9001-2008 company and the fastest implemented integrated steel plant in the state of Jharkhand. KSPL is operating an Integrated Steel Plant at Village: Kuchidih, P.S: Chowka, Dist. Saraikela, Kharsavan, Jharkhand which is 10 km from N.H 33 and is only 35 kms from Steel City Jamshedpur and 112 kms from Ranchi.

A brief overview KSPL is set out below:

Company Name	Kohinoor Steel Private Limited
Listing Status	Unlisted
Constitution	Private Limited Company
CIN	U27109WB2005PTC101723
Incorporation Date	16/02/2005
Registered Office	16A, Everest House, 46C Jawaharlal Nehru Road, Kolkata, West Bengal 700071
Location of Factory	Village: Kuchidih, P.S: Chowka, Dist. Saraikela, Kharsavan, Jharkhand
Authorised Capital	Rs 22.00 crores
Paid up Capital	Rs 20.298 crores

The company is having following manufacturing facilities at Jameshdpur, Jharkhand:-

Facility	Capacity(TPA)
Sponge Iron 4 X 100 TPD	132000
Steel billets 5 X 8 MT	132000
Rolling Mill	132000
Power Plant	17 MW
Coal Washery	1.2 MTPA

TMT rods are sold under the brand name “Shubham”.

Details of the Board of Directors (BoD) of KSPL as on November 20, 2019 (Now Suspended as per NCLT order dated 20th November, 2019:

Name of Director	Designation	DIN No.
Mr. Vijay Bothra	Director	00125053
Mr. Vivek Dugar	Director	02040962

Source: Ministry of Corporate Affair website

Operation in the factory of KSPL is running at low capacity utilization. Therefore, there is low production activity being carried on at present. Electricity connection got disconnected on 07.11.2019 on account of outstanding since then the plant is running on Captive Power Plant.

The Corporate Debtor is currently under Corporate Insolvency Resolution Process (CIRP) as per the provisions of the Insolvency and Bankruptcy Code, 2016 (IBC or Code), pursuant to an order of the Hon'ble National Company Law Tribunal (Kolkata Bench) at Kolkata (NCLT) dated 20.11.2019.

Mr. Ashok Kumar Sarawagi, acting in his capacity as the Resolution Professional (RP) for the Corporate Debtor, hereby under Section 25(2)(h) of the IBC read with Regulation 36A of the Insolvency & Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 (IBBI (CIRP) Regulations, 2016) invites Expression of Interest (EoI) from the prospective Resolution Applicant(s) for the purpose of submission of Resolution Plan(s) in respect of the Corporate Debtor within the timelines prescribed under the said Regulation 36A of the IBBI (CIRP) Regulations, 2016 and indicated in the Form G (attached herewith as Annexure 'F').

2 MANNER OF SUBMISSION OF EXPRESSION OF INTEREST

- a. The Resolution Applicant shall submit the EoI in the format as set out in Annexure‘A’
- b. The Resolution Applicant shall meet the criteria as set out in Annexure‘B’
- c. The Resolution Applicant shall provide details as set out in Annexure‘C’
- d. The Resolution Applicant shall submit the EoI along with the supporting documents as set out in Annexure‘D’
- e. The Resolution Applicant submitting the EoI must ensure that they do not suffer from any ineligibility as set out under the provisions of Section29A and/ or any other provision of IBC,2016 and CIRP Regulations published in the Gazettee of Inida Ministry of Law and Justice(Legislative Department).The Resolution Applicant shall submit the relevant information and records to enable an assessment of ineligibility as set out under the provisions of Section 29A of theIBC.
- f. The Resolution Applicant shall submit the EoI along with the undertakings as set out in the Annexure‘E’.
- g. The Resolution Applicant shall alongwith the EoI provide a refundable Process Participation Deposit of INR 5,00,000(Rupees five lacs only) by RTGS/NEFT to KSPL’s Bank A/c as per the details below:

ALLAHABAD BANK,
A/c Number:- 50483246601,
IFSC Code: ALLA0211764 , MICR Code: 713010002,
DURGAPUR CITY CENTRE (NACHAN RD)

Or

by way of a Demand Draft of INR 5,00,000(Rupees Five lacs only) in favour of ‘Kohinoor Steel Private Limited’ payable at Par. The Resolution Applicant’s name should be mentioned on the reverse of the Demand Draft.

- h. The Resolution Applicant shall submit the EoI by way of soft copy through email on or before 18.02.2020, which should be sent to ksteel.cirp@gmail.com. The EoI and all attachments/supporting documents should be in pdf format **AND** hard copy of the complete setof documents, to be delivered in person/sent by post at the address mentioned below on or before 18.02.2020.

Name: Ashok Kumar Sarawagi (Resolution Professional in the matter of Kohinoor Steel Private Limited) Address: 18, Rabindra Sarani, Poddar Court, Gate No-3, Fifth Floor, Room no.4, Kolkata 700001, West Bengal
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3 LAST DATE FOR SUBMISSION OF EXPRESSION OF INTEREST

The last date for submission of EoI is 18.02.2020 upto 06.00 pm which may be extended at sole discretion of RP. Any EoI, which may be received after that, shall be liable for rejection.

4 IMPORTANT NOTES

- a) RP/CoC reserves the right to change any part of Invitation for EoI at any stage.
- b) No oral conversations or agreements with the Resolution Professional or any official, agent or employee of the Resolution Professional, or any member of the CoC shall affect or modify any terms of this EoI.
- c) Neither the RA nor any of representative(s) of the RA shall have any claims whatsoever against the 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.
- d) By submitting an EoI, each Prospective Resolution Applicant shall be deemed to acknowledge that it has carefully read the entire EoI and all the relevant documents/information/process.
- e) All the EoI(s) received will be reviewed and eligible Resolution Applicant(s) will be accordingly communicated.
- f) In case of Consortium Resolution Applicant, the EoI shall be signed by all the consortium members and documents/information required under Annexure 'C', 'D' and 'E' shall have to be provided by each of the Consortium Member. However, in the said case also, the refundable Process Participation Deposit would be INR 5,00,000 (Rupees Five lacs only).
- g) The Resolution Applicant should regularly visit the website www.kohinoorsteel.com to keep themselves updated in this regard.

ANNEXURE A

[On the Letterhead of the Entity Submitting the EoI]

FORMAT OF EXPRESSION OF INTEREST

Date: _____

To

Ashok Kumar Sarawagi
IBBI Reg No.: IBBI/IPA-001/IP-P00171/2017-18/10340
Resolution Professional
A.K.Sarawagi & Co.
18, Rabindra Sarani, Poddar Court, Fifth Floor,
Room no.4, Gate No-3 Kolkata 700001

Subject: Expression of Interest(EOI) for submission of Resolution Plan for Kohinoor Steel Private Limited(KSPL) undergoing Corporate Insolvency ResolutionProcess(CIRP).

In response to the Invitation for Expression of Interest (Invitation) inviting Expression of Interest (EoI) for submission of resolution plan (Resolution Plan) as per the provisions of the Insolvency and Bankruptcy Code, 2016 (IBC), we confirm that we have understood the eligibility criteria mentioned in Annexure 'B' and confirm that we meet the criteria mentioned therein and hereby submit our EoI for submission of a Resolution Plan for Kohinoor Steel Private Limited(Corporate Debtor or Company).

Along with our EoI, we have also provided the following:

1. Information and documents as required vide Annexure 'C' and 'D';
2. Eligibility undertaking under section 29A of the Code.
3. Undertakings as required under Regulation 36A(7) of the IBBI(CIRP) Regulations, 2016 vide Annexure 'E';
4. Proof of payment made of the refundable Process Participation Deposit of INR 5,00,000).

We undertake that the information furnished by us in this EoI and the Annexures is true, correct, complete, and accurate in all respects. Based on this information, we understand you would be able to evaluate our preliminary proposal in order to pre-qualify for the above-mentioned proposal. Further, we agree and acknowledge that:

- (a) the EoI will be evaluated by the Resolution Professional ("RP") (on behalf of the Committee of Creditors ("CoC") of KSPL based on the information provided in the Annexure and attached documents to determine whether we qualify to submit a proposal for the proposed transaction;
- (b) the RP/ CoC reserve the right to determine at their sole discretion, whether or not we qualify for the submission of the proposal and may reject the EoI submitted by us without assigning any reason/without any liability whatsoever;

- (c) the RP/ CoC reserve the right to request for additional information or clarification(s) from us for the purposes of the EoI and we shall promptly comply with such requirements. Failure to satisfy the queries of RP/ CoC may lead to rejection of our submission pursuant to EoI;
- (d) Meeting the qualification criteria set out in EoI alone does not automatically entitle us to participate in the process;
- (e) We will continue to meet the eligibility criteria throughout the bid process, and any material adverse change affecting the consortium members ability to perform in consortium shall be intimated immediately;
- (f) We are not an ineligible person in terms of provisions of Section 29A of the IBC as amended from time to time. 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.
- (g) we have read and understood the provisions of the Code and the rules and regulations issued thereunder. We are aware that our submission of the EOI is unconditional by all means and also does not give us the right to be a part of the CoC;
- (h) the Corporate Debtor is on an 'as is, where is' basis and
- (i) 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.

On behalf of [¹*Insert the name of the entity submitting the EoI*]

Signature: _____

Name of Signatory:

Designation/ Stamp

Note:

- 1 In case of Consortium Resolution Applicant, the EOI shall be signed by the all the consortium members.
- 2 The person signing the EoI and other supporting documents should be an authorized signatory. The necessary board resolution/authorization letter/Power of Attorney should be attached in this respect.

ANNEXURE B

ELIGIBILITY CRITERIA FOR QUALIFICATION

(A) For Private/Public Limited Company/Limited Liability Partnership (LLP)/Body Corporate/any other Potential Resolution Applicant including individuals:

- i) Minimum Tangible Net Worth (TNW) of INR 15.00 crores at the Individual/Consortium Level, as on the quarter ending , as certified by a Practising Chartered Accountant.

(B) For Financial Institution/Funds/Private Equity Investors/Venture Capital/Domestic or Foreign Investment Institution/NBFC/ARC/AIF & Similar Entities:

Minimum Assets under Management (AUM) of INR 50.00 crores as on the quarter ending , as certified by a Practising Chartered Accountant; or Minimum Committed Funds (CF) available for investment/deployment in Indian Companies or Indian Assets of INR 50.00 crores as on the quarter ending , as certified by a Practising Chartered Accountant.

(C) In case the Prospective Resolution Applicant is a Special Purpose Vehicle (SPV) or a Consortium:

The eligibility criteria of the Parent Entity would be considered in proportion to the share in the SPV and necessary documents of the Parent Entity will have to be provided. In case of a Consortium, the eligibility criteria shall be required to be fulfilled in proportion to the share in the consortium and the threshold limit shall be accordingly considered and necessary documents of all the Consortium members will have to be provided along with the Consortium Agreement.

ANNEXURE C

Profile of Prospective Resolution Applicant

1. Particulars:

- a. Name of the Resolution Applicant:
- b. Registered office:
- c. Corporate office:
- d. Telephone No.:
- e. Email:

2. Date of Establishment/Incorporation:

3. Core Area of operation:

4. Contact Person:

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

5. Other Information:

- a. Financial Profile:

For Private/Public Limited Company/Limited Liability Partnership (LLP)/Body Corporate/any other Potential Resolution Applicant including individuals:

<i>INR Crores</i>	<i>31.03.2019</i>	<i>31.03.2018</i>	<i>31.03.2017</i>
<i>Revenue</i>			
<i>Networth</i>			

For Financial Institution/Funds/Private Equity Investors/Venture Capital/Domestic or Foreign Investment Institution/NBFC/ARC/AIF & Similar Entities:

<i>INR Crores</i>	<i>31.03.2019</i>	<i>31.03.2018</i>	<i>31.03.2017</i>
<i>Assets under management</i>			
<i>Committed Funds</i>			

b. Name of Promoters:

c. Name and CIN of the other Companies in the group (including holding company, subsidiary companies and associate companies):

d. Name of Directors:

e. History if any, of the Company or its holding company/subsidiary companies / associate companies being declared a 'willful defaulter', 'non-cooperative borrower', or 'non-performing asset':

f. Any other relevant information:

g. Details of *Consortium Members of the Resolution Applicant (if any):

Name of the Member	% of share in the Consortium

**Consortium details will be applicable to those who are applying as a Consortium Resolution Applicant*

ANNEXURE D

SUPPORTING DOCUMENTS TO BE ATTACHED WITH EOI

- 1) Profile of ResolutionApplicant
- 2) Copy of Certificate of Incorporation / Registration and Constitutional Documents (such as Memorandum of Association and Articles of Association)
- 3) Audited financial statements for immediately preceding 3 (three) financial years of the ResolutionApplicant
- 4) Certificate from Practicing Chartered Accountant certifying net-worth (as mentioned in Annexure 'B')
- 5) Authorization such as Board Resolution/Power of Attorney etc. in favour of the person signing the EoI on behalf of the ResolutionApplicant
- 6) Undertakings pursuant to Regulation 36A(7) of Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016
- 7) Consortium Agreement (if applicable)

<On stamp paper (duly notarized)>

ANNEXURE E UNDERTAKING

This undertaking executed on _____ day of _____ 2020 signed by _____, a potential resolution applicant (as per Section 5(25) of Insolvency & Bankruptcy Code, 2016 (Code), having its office at _____ acting through Mr./Ms.

_____, the authorized signatory / authorized representative (Resolution Applicant), which expression shall, unless repugnant to the context, include its successors, legal representatives, permitted assigns and administrators in business) in favour of Mr. Ashok Kumar Sarawagi, Resolution Professional of Kohinoor Steel Private Limited, having registration no IBBI/IPA-001/IP-P00171/2017-18/10340.

WHEREAS Kohinoor Steel Private Limited, a company registered under Companies, Act, 1956 (hereinafter referred as Corporate Debtor) is under corporate insolvency resolution process *vide* Hon'ble National Company Law Tribunal, Kolkata Bench, Kolkata (NCLT) order dated _____ and Mr. Ashok Kumar Sarawagi is acting as Resolution Professional (RP).

WHEREAS the Resolution Professional, pursuant to the meeting of the committee of creditors held on _____ and in terms of Section 25(2)(h) of the Code and Regulation 36A of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 (CIRP Regulations), has issued an invitation for expression of interest (EOI) on _____ pursuant to which the Resolution Professional has invited the Resolution Applicant to submit resolution plan for the Corporate Debtor in terms of provisions of the Code.

THEREFORE, the Resolution Applicant hereby declares and undertakes as follows:

1. The Resolution Applicant declares and undertakes that it will not divulge any information including any financial information of the Corporate Debtor disclosed to it by the Resolution Professional (or any other person on behalf of the Resolution Professional) and any part of the information received through oral or written communication or through any mode to anyone and the same shall constitute "Confidential Information". Any information or documents generated or derived by the recipients of Confidential Information that contains, reflects or is derived from any Confidential Information shall also constitute Confidential Information.

2. The Resolution Applicant further unconditionally and irrevocably undertakes and declares that:

a) The Confidential Information shall be kept confidential by the Resolution Applicant and shall be used solely as allowed under the Code;

b) the Resolution Applicant shall not disclose, publish or reveal or cause it to be disclosed, published or make available to any other person, or use or allow others to disclose or use, the

Confidential Information in any manner whatsoever, other than for the sole purpose of submitting a resolution plan for the Corporate Debtor in accordance with the provisions of the Code;

c) the Resolution Applicant shall not use the Confidential Information to cause any undue gain or undue loss to itself or any other person including Corporate Debtor;

d) the Resolution Applicant shall comply with all provisions of law for the time being in force relating to confidentiality and insider trading;

e) the Resolution Applicant shall protect any intellectual property of the Corporate Debtor which it may have access to;

f) the Resolution Applicant shall not share relevant information with third parties unless point number (d) and (e) of this undertaking are complied with; For this purpose, "relevant information" means the information required by the resolution applicant to make the resolution plan for the corporate debtor, which shall include the financial position of the corporate debtor, all information related to disputes by or against the corporate debtor and any other matter pertaining to the corporate debtor as may be specified;

g) the Resolution Applicant shall ensure that it meets the criteria specified by the committee of creditors in terms of Section 25 (2) (h) of the Code and will provide relevant records evidencing the same;

h) that the Resolution Applicant is not a person ineligible to submit a resolution plan under Section 29A of the Code to the extent applicable and is providing relevant information and records to enable an assessment of the same;

i) that the Resolution Applicant shall intimate the Resolution Professional forthwith if it becomes ineligible at any time during the Corporate Insolvency Resolution Process of the Corporate Debtor;

j) that every information and records provided by the Resolution Applicant in the expression of interest is true and correct and discovery of any false information or record at any time will render the Resolution Applicant ineligible to submit resolution plan, forfeit any refundable deposit, and attract penal action under the Code.

3. No representation or warranty has been provided by the Resolution Professional in relation to the authenticity or adequacy of the information provided to the Resolution Applicant, including Confidential Information, and the Resolution Applicant would not have any claim against the Resolution Professional or any person acting on its behalf or the Corporate Debtor in relation to any information provided in the Information Memorandum, the RFRP and during the due diligence process. The Resolution Applicant understands that it has to undertake its own due diligence.

4. Nothing in this undertaking shall have the effect of limiting or restricting any liability arising as a result of fraud or willful default.

5. The Resolution Applicant hereby represents and warrants that it has the requisite power and authority to execute, deliver and perform its obligations under this undertaking.

6. This undertaking and any dispute, claim or obligation arising out of or in connection with it shall be governed by and construed in accordance with Indian laws and the courts at Kolkata shall have exclusive jurisdiction over matters arising out of or relating to this undertaking.

Signed on behalf of *[Insert the name of the entity]*

by Mr./Ms. _____

(Name and Designation)

Authorised Signatory

ANNEXURE F

Form G

INVITATION FOR EXPRESSION OF INTEREST

(Under Regulation 36A(1) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016)

RELEVANT PARTICULARS		
1.	Name of the corporate debtor	KOHINOOR STEEL PRIVATE LIMITED
2.	Date of incorporation of corporate debtor	16/02/2005
3.	Authority under which corporate debtor is incorporated / registered	Registrar of Companies (Kolkata, West Bengal)
4.	Corporate identity number / limited liability identification number of corporate debtor	U27109WB2005PTC101723
5.	Address of the registered office and principal office (if any) of corporatedebtor	16A,EVEREST HOUSE 46C,JAWAHARLAL NEHRU ROAD KOLKATA WB 700071 IN
6.	Insolvency commencement date of the corporate debtor	20.11.2019
7.	Date of invitation of expression of interest	02.02.2020
8.	Eligibility for resolution applicants under section 25(2)(h) of the Code is available at:	Details are available at (Document Title: Detailed Invitation for Expression of Interest) www.kohinoorsteel.com
9.	Norms of ineligibility applicable under section 29A are available at:	These norms are available in Section 29A of the Insolvency & Bankruptcy Code or are available at (Document Title: Detailed Invitation for Expression of Interest)
10.	Last date for receipt of expression of interest	18.02.2020
11.	Date of issue of provisional list of prospective resolution applicants	28.02.2020
12.	Last date for submission of objections to provisional list	04.03.2020
13.	Date of issue of final list of prospective resolution applicants	14.03.2020
14.	Date of issue of information memorandum, evaluation matrix and request for resolution plans (RFRP) to prospective resolution Applicants	04.03.2020

15.	Manner of obtaining request for resolution plan, evaluation matrix, information memorandum and further information	As per the provisions of Regulation 36B(1) of the Insolvency & Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 and further information can be obtained by sending a request email at ksteel.cirp@gmail.com
16.	Last date for submission of resolution plans	03.04.2020
17.	Manner of submitting resolution plans to resolution professional	a) In electronic mode at the mail id mentioned in serial no.21 AND b) By Hand delivery at the address mentioned in the serialno.21
18.	Estimated date for submission of resolution plan to the Adjudicating Authority for approval	17.05.2020
19.	Name and registration number of the Resolution Professional	Name: Mr. Ashok Kumar Sarawagi Registration No.:IBBI/IPA-001/IP-P00171/2017-18/10340
20.	Name, Address and email of the Resolution Professional, as registered with the Board (IBBI)	Name: Ashok Kumar Sarawagi; 18, Rabindra Sarani, Poddar Court, 5th Floor, Room no.4, Gate No-3,Kolkata-700001, West Bengal; Email id sarawagiashok@gmail.com
21.	Address and email to be used for correspondence with the Resolution Professional	:18, Rabindra Sarani, Poddar Court, 5th Floor, Room no.4, Gate No-3,Kolkata-700001, West Bengal; Email id ksteel.cirp@gmail.com
22.	Further Details are available at or with	This can be obtained by sending a request email at ksteel.cirp@gmail.com
23.	Date of publication of Form G	01.02.2020

Ashok Kumar Sarawagi
Resolution Professional
KOHINOOR STEEL PRIVATE LIMITED
(under Corporate Insolvency Resolution Process)
Contact number: 033 400-76964/ 91 98301 54954
Address: 18 Rabindra Sarani, Kolkata – 700 001
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