

***INVITATION FOR EXPRESSION OF  
INTEREST FOR SUBMISSION OF  
RESOLUTION PLAN***

***FOR***

***PARABOLIC DRUGS LIMITED***

***[CIN: L24231CH1996PLCo17755]***

**Registered Office:** S.C.O. 186-187, Second Floor, Sector 8-C,  
Chandigarh - 160008, India

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(Under Corporate Insolvency Resolution Process vide  
Order of Hon'ble NCLT dated 30.08.2018)

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# 1. INTRODUCTION

Parabolic Drugs Limited (‘the **Company**’ or ‘**PDL**’ or ‘**Corporate Debtor**’), was incorporated in the year 1996. The company has its headquarters in Chandigarh and registered office at S.C.O. 186-187, Second Floor, Sector 8-C, Chandigarh – 160008. It is listed on both the National Stock Exchange of India (“NSE”) and the Bombay Stock Exchange (“BSE”).

## 1.1. Snapshot of relevant information about the company

Name	Parabolic Drugs Limited
ROC Code	Listed (BSE: 533211; NSE: PARABDRUGS)
CIN	L24231CH1996PLC017755
Date of Incorporation	February 22, 1996
Class of Company	Public Limited
Whether Listed or not	Listed
Industry	Pharmaceutical
Registered Office	S.C.O. 186-187 Second Floor, Sector 8-C Chandigarh - 160008 India
Corporate Office	S.C.O. 186-187 Second Floor, Sector 8-C Chandigarh - 160008 India
Authorized Capital	INR 72,00,00,000.00
Paid-up Capital	INR 61,89,20,140.00
Activities	PDL is a vertically integrated, research based, pharmaceutical manufacturer and exporter, specializing in development and manufacturing of Active` Pharmaceutical Ingredients (API) and API intermediates. The Company specializes in the development and manufacturing of API and API intermediates. It also carries out formulations work and offers contract research and manufacturing services. The Company has dedicated facilities for Custom Research and API manufacturing at its 3 locations, 1 in Haryana (India) and 2 in Punjab (India).

## **1.2. Corporate Insolvency Resolution Process**

Operational Creditor M/s Weather Makers Pvt. Ltd. had filed an application for initiation of corporate insolvency resolution process (“**CIRP**”) in the matter of the Company as per the provisions of the Insolvency and Bankruptcy Code, 2016 (“**IBC**”) before the Hon’ble National Company Law Tribunal, Chandigarh Bench (“**NCLT**”). The application was admitted by the NCLT *vide* its order dated August 23, 2018. Further, *vide* order dated August 30, 2018 (“**CIRP Date**”) the Hon’ble NCLT appointed Mr. Sanjay Kumar Agarwal as the Interim Resolution Professional (“**IRP**”). Pursuant to the CIRP Order, the management of the affairs of the Company has been vested with the IRP of the Company appointed by the NCLT with effect from the CIRP Date.

In the Committee of Creditors’ meeting held on September 27, 2018, a resolution was passed for replacement of IRP and to appoint, in his place, a resolution professional, Mr. Raj Kumar Ralhan, Insolvency Professional. JM Financial Asset Reconstruction Company Limited being a creditor of the Company which is under CIRP had filed an application before NCLT for replacement of IRP under section 22(3)(b) of the Insolvency and Bankruptcy Code 2016, proposing Mr. Raj Kumar Ralhan as the resolution professional. *Vide* order of the Hon’ble NCLT, Chandigarh Bench dated October 8, 2018 (the “**Order**”) Mr. Raj Kumar Ralhan was appointed as the Resolution Professional (“**RP**”) in respect of the Company.

The CIRP Order was issued on August 30, 2018 and accordingly, the IRP had made public announcements in the newspapers regarding initiation of CIRP pursuant to the CIRP Order and had called for proofs of claim from the financial and operational creditors of Parabolic Drugs Limited in the specified forms till September 13, 2018 (the “**Cut-off Date**”). A copy of public announcement dated August 31, 2018 was published on the website of the Insolvency and Bankruptcy Board of India.

Further, pursuant to the provisions of Regulations 13(2) (d) and 17(1) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 (the “**CIRP Regulations**”), the IRP had filed a report in the NCLT certifying constitution of committee of creditors of Parabolic Drugs Limited (“**CoC**”) *vide* application dated September 20, 2018.

### 1.3. Key Milestones of the Company

Year	Achievement
1996	The Company was founded
1997-98	Commenced commercial operations of Parabolic-I at Derabassi for Penicillin API and API Intermediates.
2000-02	Commenced contract manufacturing for Koninklijke DSM N.V. and Ranbaxy Laboratories Limited, two major global pharmaceutical companies.
2003-05	Commenced commercial operations of Parabolic-II at Panchkula.
2005-06	Filed Certificate of Suitability (“COS”) for two Penicillin API’s in the EU.
2007-08	<ul style="list-style-type: none"> <li>• Diversified into Cephalosporin segment.</li> <li>• Filed three Drug Master Files (“DMF”) in US.</li> <li>• Established a sterile facility, R&amp;D wing commissioned.</li> </ul>
2008-09	<ul style="list-style-type: none"> <li>• Diversified into custom synthesis for innovator companies.</li> <li>• 8 DMF’s filed.</li> <li>• Registered presence in 39 countries.</li> </ul>
2009-10	<ul style="list-style-type: none"> <li>• Certified by WHO for Derabassi Facility</li> <li>• Commenced IPO process</li> <li>• New Custom Synthesis and R&amp;D facility in Haryana Commissioned</li> </ul>
2010-11	<ul style="list-style-type: none"> <li>• Accreditation from EU GMP</li> <li>• Completed the IPO</li> <li>• 18 Regulatory Filings around the globe</li> <li>• Obtained accreditation from OHSAS standards</li> <li>• Filed 7 patent applications in the non-antibiotics space</li> </ul>
2011-12	<ul style="list-style-type: none"> <li>• Executed oncology CRAMS project for US/EU Companies</li> <li>• Stronger foothold in the business of Advance Intermediates with major multinationals</li> </ul>
2012-13	<ul style="list-style-type: none"> <li>• EU GMP accreditation of Lalru Plant</li> <li>• Company submitted a proposal for financial restructuring under the CDR scheme to its bankers</li> <li>• The proposal for financial restructuring under CDR scheme was approved on 28 March 2013.</li> </ul>
2014	<ul style="list-style-type: none"> <li>• New products registered under CRAMS segment; Praziquantel, Danofloxacin, Pentafluoro, Pentanol, Urmsastile</li> <li>• Validation and trail orders executed for number of new API’s</li> </ul>

### 1.4. Details of Manufacturing Units

The product wise classification for the 3 units of the Company is as follows:

S. No	Particulars	Products
1	Works I- Village Sundhran, P.O. Mubarakpur, Derabassi, Punjab	Dedicated for manufacturing of Cephalosporin API, (Orals & Sterile)
2	R & D Centre - 280- 281, HSIIDC, Tehsil Barwala, District Panchkula, Haryana .	Non-Beta custom synthesis including HPAI, Pilot manufacturing & research
3	Works III - Village Chachrauli, Tehsil Lalru, Derabassi, Punjab	Dedicated for manufacturing of Life Style Drugs

#### **Parabolic I – Derabassi (Punjab, India)**

- Commercial operations commenced in FY 1998.
- 17.4 acre plot with 9 modules.
- Segment: Antibiotic (Cephalosporin) - oral and sterile range of Cephalosporin API's and intermediates.
- Dedicated QC/QA unit, solvent recovery units, boilers and utilities, warehouses and an in-house healthcare center.
- Approvals/certifications (current, as well as in past): EU GMP, PMDA, KFDA, WHO GMP, OHSAS 18001:2007, and ISO 14001:2004.

#### **Parabolic II – Barwala (Haryana, India)**

- Commercial operations commenced in FY 2010
- Segment: Non-Beta custom synthesis, including HPAI, pilot manufacturing plant and R&D center
- 50,000 sq. ft. R&D center
- Approvals/certifications: GMP approved and recognized by the Department of Scientific & Industrial Research (part of the Indian Ministry of Science & Technology).
- This R&D center was developed as a CRAMS center, with objective to develop and scale-up new APIs and API intermediates in all therapeutic segments including non-antibiotic products. It also aimed to provide contract research services to innovator companies, and several projects reached advanced discussion stages

#### **Parabolic III – Lalru (Punjab, India)**

- Commercial operations commenced in FY 2013.
- Multi block built in a 27 acre site for drugs for manufacturing.
- Segment: Non-antibiotic APIs in the new therapies such as CVS, CNS, oncology, antithrombotic, anti-diabetic and pain management.
- Approvals/certifications (current, as well as in past): EU GMP, WHO GMP, and has been constructed in line with stringent US FDA requirements

## 2. The Process to be followed

### 2.1. Process Stages

The process shall be completed in **Two Stages**.

#### 2.1.1. Stage 1 – Shortlisting of Prospective Resolution Applicant(s) (“RA”)

- Submission of Expression of Interest (“EOI”) by interested parties.
- Shortlisting of eligible prospective RAs.

#### 2.1.2. Stage 2 – Invitation for Submission of Resolution Plan

- Communication of confirmation to shortlisted prospective RAs by Resolution Professional (“RP”) along with the timelines for the process.
- Signing of undertaking of confidentiality by the shortlisted prospective RAs as per the draft provided by the RP.
- Submission of refundable process participation fee of **INR 15 lakhs (Rupees Fifteen lakhs only)** in form of demand draft in favor of ‘Parabolic Drugs Limited’ or RTGS/NEFT in the following account;

*“Account Holder – Parabolic Drugs Limited*

*IFSC – INDB0000014*

*Account Number – 201000942901”*

- On payment of refundable process participation fee and signing of the undertaking of confidentiality the shortlisted prospective RAs will be provided with the following:
  - The Information Memorandum prepared as per provisions of the Insolvency Bankruptcy Code, 2016.
  - Access to the data-room for limited due diligence to shortlisted prospective RAs. *Note: This shall only be intended for the prospective RAs shortlisted by RP.*
  - Evaluation Matrix.

## 2.2. Submission of EOI

- EOI is invited in a **plain sealed envelope** superscripted as “**Expression of Interest for participating in the Corporate Insolvency Resolution Process of Parabolic Drugs Limited**”, in the format as set out in **Annexure ‘B’**.
- The prospective RAs should meet the Eligibility Criteria as set out as **Annexure ‘A’**.
- The prospective RAs should submit the EOI along with the supporting documents set out as **Annexure ‘C’**.
- The details of the prospective RA as set out as **Annexure ‘D’**.
- Undertaking as set out in **Annexure ‘E’** to be submitted in case of consortium.
- The prospective RAs shall submit the sealed envelope containing a complete set of the EOI in hard copy along with the Annexures as stated above, to the following address by post or deliver in person:
  - **Raj Kumar Ralhan**  
**Resolution Professional**  
**IN THE MATTER OF Parabolic Drugs Limited**  
**17<sup>th</sup> Floor, Building 10, Tower C,**  
**DLF Cyber City, DLF Phase-II, Gurgaon- 122002.**
- A soft copy of EOI along with annexures as stated above should also be mailed to [ip.r.pdl@in.pwc.com](mailto:ip.r.pdl@in.pwc.com) or [rajkumarralhan@gmail.com](mailto:rajkumarralhan@gmail.com).
- EOIs not fulfilling the above conditions are liable to be disqualified without any further communication.
- **Last date for submission of EOI:**
  - The last date for submission of EOI is November 28, 2018 up to 6 P.M., which may be extended at the sole discretion of RP.
  - In case EOI is not submitted by the specified time period, then the RP shall have the right to reject the EOI.

### Note:



- RP/Committee of Creditors (“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 Parabolic Drugs website at <http://www.parabolicdrugs.com> to keep themselves updated on clarifications/ amendments/ time-extensions, if any.
- RP/CoC reserve the right to withdraw the invitation for EOI and change or vary any part thereof at any stage and also reserve the right to disqualify any prospective RA, should it be so necessary at any stage.
- No oral conversations or agreements/arrangements with the RP or any official, agent or employee of the RP, the Company or any member of the CoC shall affect or modify any terms of this invitation for EOI.
- Neither the RAs nor any of representatives of the RAs shall have any claims whatsoever against the RP or any member of the CoC or any of their directors, officials, agents or employees arising out of or relating to this invitation for EOI.
- By submitting a proposal, each prospective RA shall be deemed to acknowledge that it has carefully read and understood the entire invitation for EOI and has fully informed itself as to all existing conditions and limitations and implications thereof.
- **Criteria for Eligibility-** EOIs of only those interested parties who meet the eligibility criteria specified in **Annexure ‘A’** will be considered. EOIs which do not meet the criteria shall be rejected with or without any further communication to the rejected applicants.

## **3. Annexure A – Eligibility Criteria**

- EOI would be subject to evaluation of the Financial Capacity of the RA as follows:

### **3.1. CATEGORY A**

#### **3.1.1. Private/Public Limited Company, LLP, Body Corporate ('Body Corporates'), Non-banking Financial Company ('NBFC') [whether incorporated in India or outside India]**

- Minimum Tangible Net worth ("TNW") of INR 50 crore at the end of the immediately preceding completed financial year.
- Net worth of the bidder will be considered whether he bids directly or through any Special Purpose Vehicle (SPV)

### **3.2. CATEGORY B**

#### **3.2.1. Financial Institutions (FI)/ Funds / Private Equity (PE) Investors/Any other applicant**

Higher of,

- Minimum Asset under Management (AUM) of INR 200 crores in the immediately preceding completed financial year, or
- Committed funds available for investment/deployment in Indian Companies or Indian assets of INR 200 Crores or more in the immediately preceding completed financial year.

### **3.3. CATEGORY C**

#### **3.3.1. Individual investor/ Consortium of individual Investors**

- Minimum consolidated net worth of INR 50 crores at sole or at the consortium level.
- Net worth of the bidder will be considered whether he bids directly or through any Special Purpose Vehicle (SPV)

- *Note:*

- *Individual investor may include HUFs and family trusts.*

- *Net Worth of consortium shall be calculated as weighted average of individual member's Net Worth (value of negative Net Worth members shall be considered as Nil) basis their proposed participation in the consortium.*

### **3.4. CATEGORY D**

#### **3.4.1. Consortiums**

- At least one of the member must hold at least 26% total equity participation in the consortium who shall be designated as the lead member. All other members would need to have a minimum stake of 10% each in the consortium.
- All the members of the consortium shall be jointly and severally responsible for compliance with the terms of the invitation for submission of EOI, the invitation for submission of resolution plan and the resolution plan submitted by the consortium.
- No change in lead member and no change in the members of the consortium shall be permitted after the last date for submission of EOIs.

#### **Types of Consortium and their Treatment**

##### **A. Consortium of Body Corporates/ NBFCs**

- TNW of consortium shall be calculated as weighted average of individual member's TNW (value of negative TNW members shall be considered as Nil) basis their proposed equity participation in the consortium. Net worth of the bidder will be considered whether he bids directly or through any Special Purpose Vehicle (SPV). Refer Illustration 1 below:

#### **Illustration 1**

##### **Computation of weighted average tangible net worth of consortium for determining eligibility**

Potential RA is a consortium of body corporates with tangible net worth and proposed shareholding in the consortium as follows:

<b>Potential RAs</b>	<b>Nature</b>	<b>TNW (INR in cr)</b>	<b>Proposed shareholding in consortium</b>
Investor 1	Body Corporate	250	50%
Investor 2	Body Corporate	200	30%
Investor 3	Body Corporate	-50	20%

The effective aggregate tangible net worth (TNW) of the consortium shall be computed as follows:

Potential RAs	TNW (INR in crores) (A)	Proposed shareholding in consortium (B)	Weighted Average TNW (INR in crores) (A*B)
Investor 1	250	50%	125
Investor 2	200	30%	60
Investor 3	-50	20%	Nil
<b>Total</b>	<b>400</b>	<b>100%</b>	<b>185</b>

\* value of negative TNW member(s) shall be considered as Nil.

The aggregated weighted average TNW is greater than INR 50 crores. Hence, the above consortium is eligible.

#### **B. Consortium of FIs/Funds/PE Investors/Any other applicants:**

- The minimum AUM of consortium shall be calculated as weighted average of individual member's AUM or Committed funds available for investment/deployment in Indian companies (whichever is higher) basis their proposed equity participation in the consortium. Refer Illustration 2 below.

#### **Illustration 2**

#### **Computation of weighted average AUM or Committed funds of consortium for determining eligibility**

Prospective RA is a consortium of FIs and PE Investors/Any other applicants with AUM and Committed funds available for investment/deployment in Indian companies (Committed Funds) and proposed shareholding in the consortium as follows:

Potential RAs	Nature	AUM (INR in crores)	Committed funds (INR in crores)	Proposed shareholding in consortium
Investor 1	FI	150	100	50%
Investor 2	PE Investor	150	150	30%
Investor 3	PE Investor	100	150	20%

The weighted average AUM or Committed funds of the consortium shall be computed as follows:

Potential RAs	AUM or Committed funds (whichever is higher) (INR in crores) (A)	Proposed shareholding in consortium (B)	Weighted average AUM or Committed Funds (INR in crores) (A*B)
Investor 1	150	50%	75
Investor 2	150	30%	45
Investor 3	150	20%	30
<b>Total</b>	<b>450</b>	<b>100%</b>	<b>150</b>

The aggregated weighted average AUM or committed funds is less than INR 200 crores. Hence, the above consortium is not eligible.

**C. Consortium of Body Corporates/NBFC with FIs/Funds/PE Investors/Any other applicants:**

The effective aggregated TNW of the consortium shall be calculated as weighted average of individual member's TNW/ AUM/ Committed Funds basis their proposed equity participation in the consortium. Note that while aggregating TNW of body corporates with AUM/Committed funds of FIs/Funds/PE Investors/Any other applicants, a weight of 100% shall be assigned to TNW and a weight of 50% shall be assigned to the AUM/Committed funds (whichever is higher). Refer **Illustration 3** below:

**Illustration 3**

**Computation of effective aggregate tangible net worth (TNW) of consortium for determining eligibility**

Prospective RA is a consortium of body corporates/NBFC with FIs/Funds/PE Investors/Any other applicants with TNW, AUM and Committed funds available for investment/deployment in Indian companies (Committed Funds) and proposed shareholding in the consortium as follows:

Potential RAs	Nature of investor	TNW (INR in crores)	AUM (INR in crores)	Committed funds (INR in crores)	Proposed shareholding in consortium
Investor 1	Body Corporate	200	NA	NA	50%
Investor 2	PE Investor	NA	100	150	30%
Investor 3	FIs	NA	200	100	20%

The weighted average AUM or Committed funds of the consortium shall be computed as follows:

Potential RAs	TNW/AUM or Committed funds (whichever is higher) (INR in crores) (A)	Proposed shareholding in consortium (B)	Weighted average TNW/ AUM or Committed Funds (INR in crores) (C=A*B)	Weights (D)	Effective weighted average TNW(INR in crores) (C*D)
Investor 1	200	50%	100	<b>100%</b>	100
Investor 2	150	30%	45	<b>50%</b>	22.5
Investor 3	200	20%	40	<b>50%</b>	20
<b>Total</b>			<b>185</b>		<b>142.5</b>

The effective weighted average TNW of consortium is greater than INR 50 crores. Hence, the above consortium is eligible.

**D. Consortium is of sole individual investor(s) with body Corporates/ NBFCs/ FIs/ Funds/PE Investors/any other applicants:**

The qualification criteria shall be based on effective aggregated TNW of the consortium. Effective aggregated TNW of the consortium shall be calculated basis Net worth/TNW/AUM/Committed Funds in proportion to the respective shareholding of sole individual investor(s)/body Corporates/FIs/Funds/PE Investors/any other applicants in the consortium. Note that while aggregating Net worth of sole individual, TNW of body corporates with AUM/Committed funds of FIs/Funds/PE Investors/Any other applicants, a weight of 100% shall be assigned to Net worth/ TNW and a weight of 50% shall be assigned to the AUM / Committed funds (whichever is higher). Refer **Illustration 4** below:

**Illustration 4**

**Computation of effective aggregate tangible net worth of consortium for determining eligibility**

Prospective RA is a consortium of sole individuals with body corporates/FIs/Funds/PE Investors/Any other applicants with Net worth, TNW, AUM and Committed funds available for investment/deployment in Indian companies (Committed Funds) and proposed shareholding in the consortium as follows:

Potential RAs	Nature of Investor	TNW/ Net worth (INR in crores)	AUM (INR in crores)	Committed funds (INR in crores)	Proposed share-holding in consortium
Investor 1	Body Corporate	100	NA	NA	50%
Investor 2	PE Investor	NA	100	150	40%
Investor 3	Sole individual	40	NA	NA	10%

The weighted average AUM or Committed funds of the consortium shall be computed as follows:

Potential RAs	Net worth/ TNW/ AUM or Committed funds (whichever is higher) (INR in crores) (A)	Proposed share-holding in consortium (B)	Weighted average net worth/ TNW/ AUM or Committed Funds (INR in crores) (C=A*B)	Weights (D)	Effective weighted average TNW (INR in crores) (C*D)
Investor 1	100	50%	50	100%	50
Investor 2	150	40%	60	50%	30
Investor 3	40	10%	4	100%	4

<b>Potential RAs</b>	<b>Net worth/ TNW/ AUM or Committed funds (whichever is higher) (INR in crores) (A)</b>	<b>Proposed share-holding in consortium (B)</b>	<b>Weighted average net worth/ TNW/ AUM or Committed Funds (INR in crores) (C=A*B)</b>	<b>Weights (D)</b>	<b>Effective weighted average TNW (INR in crores) (C*D)</b>
<b>Total</b>			<b>580</b>		<b>84</b>

*The effective weighted average net worth of Consortium is more than INR 50 crores. Hence, the above consortium is eligible.*

## ***4. Annexure B-Format of Expression of Interest***

**[On the letter head of the company (in case of consortium – on the letterhead of the leader submitting the EOI)]**

Date;

**To,  
RESOLUTION PROFESSIONAL (“RP”)  
IN THE MATTER OF PARABOLIC DRUGS LIMITED  
17th Floor, Building 10, Tower C, DLF Cyber City,  
DLF Phase-II,  
Gurgaon- 122002  
E-mail ID: [ip.r.pdl@in.pwc.com](mailto:ip.r.pdl@in.pwc.com)/[rajkumarralhan@gmail.com](mailto:rajkumarralhan@gmail.com)**

**Subject:** Expression of Interest (“EoI”) for submitting Resolution Plan for Parabolic Drugs Ltd. (“Corporate Debtor”) undergoing Corporate Insolvency Resolution Process (“CIRP”).

Dear Sir,

In response to the public advertisement in [Insert name of newspaper], dated [ ] and/or [Insert name of newspaper.], dated [ ] (“Advertisement”) inviting EoI for submission of resolution plans (“Resolution Plan”) for the Corporate Debtor undergoing corporate insolvency resolution process as per the provisions of the Insolvency and Bankruptcy Code, 2016 (“IBC”), we confirm that we have understood the eligibility criteria mentioned in Annexure A to the EoI and further confirm that we meet the necessary thresholds and criteria mentioned therein, and present our EoI for submission of a Resolution Plan for the Corporate Debtor.

Along with our EoI, we have also provided information as required in the prescribed format in Annexure C and Annexure D.

We further undertake that the information furnished by us in this EoI and Annexures is true, correct, complete, and accurate. Based on this information we understand you would be able to evaluate our preliminary proposal in order to qualify us for the above-mentioned proposal i.e. for submission of the Resolution Plan for the Corporate Debtor. Further, we agree and acknowledge that:

- a) the EoI will be evaluated by the RP (on behalf of the Committee of Creditors (“CoC”)) of Parabolic Drugs Ltd. based on the information provided in the Annexures and attached documents to determine whether we qualify to submit a Resolution Plan for the Corporate Debtor;
- b) the RP/ the CoC reserve the right to determine at their sole discretion, whether or not we qualify for the submission of the Resolution Plan for the Corporate Debtor and may reject the EoI submitted by us with or without assigning any reason/without any liability whatsoever;
- c) the RP/ the 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 EoI;
- d) Meeting the qualification criteria set out in EoI alone does not automatically entitle us to participate in the next stage of the process;



- e) We will continue to meet the eligibility criteria throughout the bid/resolution plan process, and any material adverse change affecting the consortium members ability to perform in consortium shall be intimated within 3 (three) business days to the CoC / RP;
- f) In case of consortium, we would comply with the eligibility criteria pertaining to equity holding i.e. the lead member must hold at least 26% total equity participation in the consortium who shall be designated as the lead member. All other members would need to have a minimum stake of 10% each in the consortium;
- g) We are not an ineligible 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] <sup>1 & 2</sup>

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/power of attorney, as applicable*

## 5. Annexure C - Supporting Documents to be submitted with EOI

S. No.	Private/Public Limited Company, LLP, Body Corporate, NBFC [whether incorporated in India or outside India]	Financial Institutions (FI*)/ Funds / Private Equity(PE) Investors/Any other applicant	Sole Individual investor
1	Profile of the RA (As per Annexure D)	Profile of the RA(As per Annexure D)	Profile of the RA (As per Annexure D)
2	Copies of Certificate of Incorporation/ Registration and Constitutional Documents (MoA, AoA)	Copies of Certificate of Incorporation/ Registration and Constitutional Documents (MoA, AoA)	Government ID proofs (AADHAAR/PAN and Voters' id/Driving Licence/Passport)
3	Audited financial statements for immediately preceding 3 (three) years	Audited financial statements for immediately preceding 3 (three) years	Income tax returns for immediately preceding 3 (three) years.
4	Certificate from Statutory Auditor or Chartered Accountant or Company Secretary or equivalent in the jurisdiction of incorporation of the Company certifying TNW as at end of last 3 financial years	Certificate from Statutory Auditor or Chartered Accountant or Company Secretary or equivalent in the jurisdiction of incorporation of the Company certifying AUM as at end of last 3 financial years and Committed funds at 31 Mar 18.	Certificate from Statutory Auditor or Chartered Accountant or Company Secretary or equivalent in the jurisdiction of incorporation of the Company certifying net worth as at end of last 3 financial years.
5	-	Relevant statement of funds availability of the prospective RA and/or promoter/promoter group or any other group company, as per the eligibility criteria.	-

**Note:**

**In case of a consortium:**

- The above documents including certificates are required for each of the Consortium members.
- The relevant documents of the consortium and the consortium agreement shall also be provided.

## 6. Annexure D - Details of Prospective Resolution Applicant

[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/ Sole Individual:
- (b) Address:
- (c) Telephone No:
- (d) Fax:
- (e) Email:

### 2. Name and Address (with proof) of the firm/company/organization/sole individual:

### 3. Date of Establishment/ Date of Birth (for individual):

### 4. Core Area of Expertise:

### 5. Contact Person:

- (a) Name:
- (b) Designation:
- (c) Telephone No:
- (d) Email:

### 6. Company/FI Profile:

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

Company profile	Private/Public Limited Company, LLP, Body Corporate, NBFC whether incorporated in India or outside India	Financial Institutions (FI*)/ Funds / Private Equity(PE) Investors /Any other applicant	Sole Individual investor
At 31 Mar 16	TNW in crores	AUM in crores	Net worth in crores
At 31 Mar 17	TNW in crores	AUM in crores	Net worth in crores
At 31 Mar 18	TNW in crores	AUM in crores and Committed funds in crores	Net worth in crores

Note: In case of consortium, the above details are to be shared for each of the consortium members. Further, the fulfilment of qualification/eligibility criteria must be clearly identified/ certified herein.

#### b. Experience of the Entity in the relevant sector:

## 7. Annexure E - ***Undertaking for Equity Participation***

**[Note: to be provided only in case of consortium]**

### UNDERTAKING

.....  
**(To be executed on stamp paper as applicable in the State in which the undertaking is executed)**

To,

[ ]

Dear Sir,

#### **SUBJECT: UNDERTAKING FOR EQUITY PARTICIPATION**

This is in relation to the corporate insolvency resolution process of Parabolic Drugs Ltd (“**Corporate Debtor**”). In response to the public advertisement in [Insert name of newspaper], dated [ ] and/or [Insert name of newspaper.], dated [ ] (“**Advertisement**”) inviting expressions of interest (“**EOI**”) for submission of resolution plans (“**Resolution Plan**”) for the Corporate Debtor undergoing corporate insolvency resolution process as per the provisions of the Insolvency and Bankruptcy Code, 2016 (“**IBC**”), we have submitted an EOI as a consortium. The members of the consortium are as follows:

[Insert names of the members of the consortium and indicate the lead member]

As required in terms of the EOI, we agree and undertake that we will hold at least [*lead member to choose 26% and other to choose 10%*] equity participation in the consortium. We further agree and undertake that all the members of the consortium shall be jointly and severally responsible for, compliance with the terms of the invitation for submission of EOI, compliance with the terms of the request for resolution plan and the resolution plan submitted by the consortium.

SIGNED AND DELIVERED by [insert]

(Authorized Signatory)

Name:

Designation: