

Eligibility criteria for Resolution Applicant

Rathi Graphic TechnologiesLtd.

1. For Individual/Firm/Private/Public Ltd. Company/ LLP/ Body Corporate whether incorporated in India or outside/ any other applicant:

- ✓ Minimum Tangible Net Worth/ Net Owned Funds (NOF) of ₹ 1crore at the Group Level in the immediately preceding completed financial year i.e FY 2019-20
- ✓ Net Worth shall be computed as aggregate value of paid-up share capital and all reserves created out of the profits and securities premium account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, and does not include reserves created out of revaluation of assets, write back of depreciation and amalgamation. Further, TNW shall be adjusted with, Deferred Tax Liability/Asset, and Intangibles.
- ✓ Further, average of the Net Turnover of ₹ 5 crores at the Group Level in the two immediately preceding completed financial year i.e FY 2019-20 and FY 2018-19.
- ✓ Group may comprise of entities either controlling or controlled by or under common control with the applicant. Control means at least 26% ownership. The entities must be part of the Group for atleast 3 proceeding years as on 31/03/2020.

2. For Financial Institutions/ Investment Companies/ Fund Houses/ PE Investors/ NBFCs/ ARC or any other applicant:

- ✓ Minimum Asset Under Management (AUM) or funds deployed of ₹ 25Crore in the immediately preceding completed financial year i.e. FY 2019-20; or
- ✓ Committed funds available for investment/ deployment in Indian companies or Indian assets of ₹ 1 Crore in the immediately preceding completed financial year or as on date certified by statutory auditor.

3. Conditions for Consortium applicant (Body Corporate):

- ✓ In case the consortium is of body corporate, TNW/NOF of consortium shall be calculated as weighted average of individual member's TNW/NOF (value of negative TNW members shall be considered as Nil). Provided that only such portion of their TNW/NOF as is proportionate to their shareholding in the consortium will count towards the qualification criteria of TNW/ NOF under this EoI. (value for negative TNW members considered as Nil). Therefore, TNW of each member should be considered at Standalone Level in case of individual/consortium bid.

4. Conditions for Consortium applicant (Others):

- ✓ In case the consortium is of FIs/Funds/PE Investors/ NBFC/ARC or 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 shall be calculated as weighted average of individual member's committed fund to investment / deployment in Indian companies. Provided that only such portion of their AUM/Committed Funds as is proportionate to their shareholding in the consortium will count towards the qualification criteria of AUM / Committed Funds under this EoI

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- ✓ Lead Member shall hold at least 51% equity share capital of the SPV. No change of Lead Member or each member whose financials have been considered towards the Qualifying criteria may be permitted post submission of EoI.
- ✓ Each Member of the Consortium shall hold at least 20% equity share capital of the SPV.
- ✓ Incorporation of Indian SPV (in the form of a company) shall be mandatory to enter into definitive agreements post submission of binding proposal.

Further conditions/criteria including control, lock-in restrictions and other eligibility conditions at the sole discretion of RP/ CoC may be stipulated during the CIRP process.

The applicant must be a fit and proper person and not under any legal disability to be a promoter under the applicable laws. Further, persons disqualified under the provisions of Section 29A of the Insolvency and Bankruptcy code, 2016 are not eligible to submit EoI/Resolution Plan.

Interested parties shall submit the following documents alongwith the Expression of Interest:

- ✓ Background / Business profile of the Applicant,
- ✓ Audited Financial statements with auditor's report for last three financial years i.e. , FY 2017-18, FY 2018-19FY 2019-20(Certified Provisional Financial Statements, if audited not available),
- ✓ Proof of address,
- ✓ Incorporation documents,
- ✓ Copy of PAN card and GST number,
- ✓ Documents certifying the above-mentioned criteria (Auditor/ CA Certificate),
- ✓ CIBIL Report,
- ✓ Undertaking for eligibility under provisions of section 29A of the Insolvency and Bankruptcy code, 2016, and
- ✓ RP may seek additional information from the applicants, if required.