

## E-AUCTION SALE NOTICE

### [Sale of Pratibha Industries Limited (In Liquidation) as a Going Concern under Insolvency and Bankruptcy Code, 2016]

**Sale of Pratibha Industries Limited (In Liquidation) ("Corporate Debtor")** or its business as a going concern under Regulations 32A of the Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 ("**Liquidation Regulations**") by the Liquidator appointed by the Hon'ble Adjudicating Authority, National Company Law Tribunal, Mumbai Bench-I ("NCLT") vide order dated 8<sup>th</sup> February 2021. The sale will be conducted by the Liquidator through the e-auction platform provider, the name and details and particulars of which would be intimated/uploaded on the website of the Corporate Debtor in due course. The E-auction will be live on the portal from 15<sup>th</sup> February 2022 from 11:00 am to 02:00 pm IST for qualified bidders.

Package #	Total	RESERVE PRICE	EMD AMOUNT	MINIMUM INCREMENTAL BID	Refundable Fees
A - Relinquished Assets*	Sale of the Pratibha Industries Limited and its business as a Going Concern except assets as listed below	1,50,00,00,000	11,25,00,000	10,00,000	7,50,000
B - Deemed Relinquished Assets**	i) Operation and Maintenance Contract and Proceeds thereunder awarded vide Contract No. 1050/CONT/06 dated 1st July 2011 by Delhi Jal Board (Package 2)	98,00,00,000	7,35,00,000	10,00,000	6,50,000
	ii) i) Operation and Maintenance Contract and Proceeds thereunder awarded vide Contract No. 1050/CONT/06 Dated 1st July 2011 by Delhi Jal Board (Package 3)***				
	iii) Cash Flow/Proceeds from Contract No. Ar.BHL/2013-14/1406-1414 dated 29/08/2013 as awarded by Public Health Engineering Dept. (PHED) Ajmer, Rajasthan				
	iv) TUNNEL BORING M/C - EPB CAP 6600 MM - CC23 S-937				
	v) Miscellaneous Capital Assets charged with DBS Bank under the ECB Loan (Details whereof will be provided in the Process Document)				
C - Non Relinquished Assets****	Mercedes Benz (MH 04 HD 0006)	40,00,000	2,80,000	2,00,000	1,00,000

**Eligibility criteria to participate in the E-Auction for sale of the Corporate Debtor or its' business as a going concern are as under :**

**Category 1:**

- *Individuals/Proprietorship Firm/Private Limited Company/ Public Limited Company/LLP/Body Corporate whether incorporated in India or outside India and involved in non-trading related business activities having positive Net worth of at least INR 25 crore at individual or group level in the immediately preceding financial year*

**OR**

*Average revenue/ turnover of INR 100 crore at individual or group level as per the audited financial statements for FY 2018 - 2019, FY 2019 - 2020 & FY 2020 - 2021;*

**Category 2:**

- *Individuals/Proprietorship Firm/Private Limited Company/ Public Limited Company/LLP/Body Corporate whether incorporated in India or outside India and involved in trading related business activities having positive Net worth of at least INR 25 crore at individual or group level in the immediately preceding financial year*

**AND**

*Average revenue/ turnover of INR 100 crore at individual or group level as per the audited financial statements for FY 2018 - 2019, FY 2019 - 2020 & FY 2020 - 2021;*

**Category 3:**

- *Financial Investors- Foreign Investment Institutions (FII) / Private Equity/ Venture Capital Funds, Domestic/ foreign Investment institutions, Non-Banking Finance Companies (NBFC), Banks and similar entities having Minimum Asset Under Management (AUM) / Limited Partner (LP) Commitment or funds deployed of INR 100 crore in the immediately preceding completed financial year (not prior to 31 March 2021)*

**OR**

*Having committed funds available for investment/ deployment in Indian companies or Indian assets of INR 100 crore in the immediately preceding completed financial year (not before 31 March 2021);*

**Category 4:**

Consortium: Bid may be submitted by a "Consortium". "Consortium" shall mean any person acting in concert with other person(s) or body corporate as a consortium/joint bidder or joint venture (whether incorporated or not). (Lead Member of Consortium must satisfy eligibility criteria as mentioned in Category "1" or "2" above, as applicable).

**Notes:**

- o *In case of body corporate, Net Worth shall be computed as per the last available audited financials (not older than 12 months) as the 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 capital reserves including reserves created out of revaluation of assets, write back of depreciation and amalgamation.*
- o *A Group may comprise of entities either controlling or controlled by or under common control with the bidder. Control means at least 26% ownership. The entities must have been part of the Group for at least 3 years.*
- o *In the case of individuals, the condition of minimum Net Worth will also apply.*
- o *The Networth certificate should be certified by Practicing Chartered Accountant ("PCA").*

- o *The AUM certificate should be certified by a PCA.*
- o *The business activity of the bidder will be considered as a Trading activity if at least 50% of the turnover of the said bidder is from Trading activity in the previous Financial year 2020-2021 or as per the last available audited Financial statement of the bidder.*

*\*The detailed process document will be shared with the qualified bidder## which will provide the details and particulars of the assets. Assets in Category A, are the ones where all the right title and interest belongs to the Corporate Debtor and are free from any encumbrances.*

*\*\* Assets in Package B, are assets which are deemed to be relinquished in terms of Regulation 21A(3) of the Liquidation Regulations. The Liquidator has filed an application before Hon'ble NCLT for a formal declaration to the said effect in terms of Regulation 21A of the Liquidation Regulations. Therefore sale and transfer of such deemed relinquished assets though included in the proposed E-Auction shall be completed in terms of further orders as may be passed by the Hon'ble NCLT.*

*\*\*\*The Asset in Sub Clause (ii) of Package B is subject matter of IA No2015 / 2021 filed by Indian Bank before the Hon'ble NCLT which is sub-judice and vide interim order dated 10.12.2021 the Hon'ble NCLT has directed that the "status quo about the property will continue till the hearing of this Application". Therefore, confirmation of sale and transfer of said Asset shall be made subject to vacation of status quo order and/or further orders as may be passed by the Hon'ble NCLT in IA No2015 / 2021.*

*\*\*\*\*With respect to Assets In Package C, the security interest have not been relinquished by the concerned secured creditor and sale thereof shall be made subject to consent and relinquishment of security interest by the concerned secured creditor under section 52 of the IBC prior to confirmation of sale.*

*# It is further clarified that Assets pertaining to Cash Flows arising out of FEMC Pratibha Jv DMRC Project (Design and construction of tunnel between Motibagh and Lajpat nagar stations for underground works on Mukundpur - Yamuna vihar coridor of Delhi MRTS project phase III) shall not be part of E- Auction and shall be dealt separately at a later date.*

*## qualified bidder shall mean the bidder who meets the eligibility criteria*

**Other terms and conditions of the E-auction will be shared with qualified bidders:**

1. E-auction will be conducted on "AS IS WHERE IS", "AS IS WHAT IS", "WHATEVER THERE IS" and "NO RECOURSE" basis through an approved e-auction service provider. The relevant documents relating to eligibility including under Section 29A of the Insolvency and Bankruptcy Code, 2016 ("IBC"), declarations and General Terms and conditions of online auction sale and the manner for submission of relevant documents shall be intimated and uploaded on the website of the Corporate Debtor.
2. The intending bidders are required to deposit refundable Participation Fees as mentioned in the table above in the following account:
  - (a) Beneficiary Name: Pratibha Industries Limited
  - (b) Name and address of the Bank: Bank of Baroda, Branch CFS, Fort, Mumbai
  - (c) Bank Account No.: 29100 200000 343
  - (d) IFSC Code: BARB0CFSBAL

The details of the deposit of the Participation Fees amount shall be intimated by the intending bidder to the Liquidator by way of an email at [liquidator.pratibha@gmail.com](mailto:liquidator.pratibha@gmail.com). No interest shall be payable on the Participation Fees. The Participation fees of the ineligible bidders shall be refunded within 30 days from the date of declaration of qualified bidders

3. The qualified bidders will be later required to deposit refundable Earnest Money Deposit (“EMD”) as detailed in the Process Document which will be issued to the qualified bidders later.
4. The qualified bidders cannot bid for any value below the reserve price. The qualified bidders can increase their bid amount by a minimum incremental amount as specified in the specific category or in multiples of said amount.
5. The qualified bidders, before submitting their bid, should make their independent inquiries/ due diligence regarding the encumbrances, the title of a property, claims/ rights/ dues/ affecting the property, inspect the property at their expenses and satisfy themselves.
6. The qualified bidders shall be provided with the login ID and Password for the e-auction portal to enable the Bidder to bid for the asset/business, only after deposit of EMD and declaration as per the format provided in the Process Document which shall be shared with the qualified bidder.
7. Name of the qualified bidders will be notified by the Liquidator for participation in online e-auction through the e-auction platform provider which would be disclosed later. The Liquidator will provide User ID and password by email to the qualified bidders after due verification of KYC of the qualified bidders and submission of EMD by such qualified bidders.
8. In case bid is placed in the last 5 minutes of the closing time of the e-auction, the closing time will automatically get extended for 15 minutes with unlimited extension.
9. The qualified bidder who submits the highest bid amount (not below the reserve price) on the closure of the E-auction process shall be declared as Highest Bidder (H1 Bidder) and communication to that effect will be issued through electronic mode which shall be subject to approval by the Liquidator in terms of the provisions of the IBC and the Liquidation Regulations.
10. The Participation fees of the non-successful bidders (excluding H2 Bidder) shall be refunded within 30 days from the date of e-auction.

The EMD of the H1 Bidder shall be retained towards adjustment against the sale consideration and the EMD of unsuccessful bidders, (excluding H2 Bidder), shall be refunded within 30 days from the date of e-auction. The EMD shall not carry any interest. The H1 Bidder shall have to deposit the balance sale consideration within 90 days from the issuance of Letter of Intent (“LoI”) by the Liquidator in terms of the Process Document subject to H1 Bidder being found eligible under Section 29A of the IBC. Provided that payments made after 30 (thirty) days from the LoI shall attract interest at the rate of 12%:

- a. Default in the accepting and executing the LoI and/or deposit the balance consideration by the H1 Bidder in the manner as stated above shall entail forfeiture of the EMD submitted by it.
- b. In case, H1 Bidder is found ineligible under Section 29A of the IBC or in the event H1 Bidder commits default in complying with above conditions, then subject to fulfilling the eligibility under Section 29A of the IBC, H2 Bidder will be declared as Successful Bidder and who shall have to follow the same process as above.

Provided further that the sale shall be cancelled if the payment is not received within the maximum period of 90 (ninety) days.

11. The Successful bidder shall bear the applicable stamp duties/ transfer charge, fees etc. and all the statutory dues, taxes, rates, assessment charges, fees etc., in respect of the purchase of the property through auction.
12. The Liquidator has the absolute right to accept or reject any or all offer(s) or adjourn/postpone/cancel the e-auction or withdraw any property or part thereof from the auction proceeding at any stage without assigning any reason therefor.

13. The details of assets deemed to be relinquished and non-relinquished assets will be mentioned in the Process Document which will be shared with the qualified bidders. Such non-relinquished assets are assets on which the secured financial creditor have not relinquished their security interest under Section 52 of the IBC. Based on the price discovered for non-relinquished assets, the Liquidator will negotiate with the concerned secured financial creditors for the relinquishment of such assets under Section 52 of the IBC. In case the secured financial creditor does not consent to relinquish the non-relinquished assets then the same shall not be included as part of the sale. The Liquidator reserves the right to extend the timeline of the e-auction.
14. The sale certificate/agreement will be issued in the name of the Successful Bidder only and will not be issued in any other name.
15. The Successful Bidder shall run the Corporate Debtor as a going concern by taking such appropriate measures as may be necessary to meet the objectives of the IBC. The Successful Bidder will also be entitled to seek appropriate reliefs and concessions, if any which it may require for continuation of the Corporate Debtor as a going concern from the Hon'ble NCLT.
16. The sale shall be subject to provisions of the IBC and the regulations made thereunder.

a) Submission of application form along with Participation fees	: 27 January 2022
b) Declaration of eligible participant	:29 January 2022
c) the Last date for due diligence (VDR access)	:07 February 2022
d) Last Date for submission of EMD	:11 February 2022
e) Date of Auction	:15 February 2022 (11:00 am – 2:00 pm IST)

The Participants shall submit the required documents in hard copy in a sealed envelope to the following address by post or deliver in person:

Mr Anil Mehta,  
Liquidator - Pratibha Industries Limited (In Liquidation)  
Office No. 1607/1608, 16<sup>th</sup> Floor, Cyberone Building,  
Behind Odisha Bhawan, Plot Nos. 4 & 6, Sector- 30A,  
Vashi, Navi Mumbai - 400705

The Participants shall also be required to submit a soft copy of Eligibility Documents along with requisite annexures/ documents by way of an email at [liquidator.pratibha@gmail.com](mailto:liquidator.pratibha@gmail.com).

*#The timeline for payment of final sale consideration may be extended at the sole discretion of the Liquidator, to the extent permissible under the applicable laws and regulations. In case the participant is not found to be eligible, the Liquidator shall refund the Participation Fee to the said participant.*

All further updates and modifications to this would be notified on the Pratibha Industries Limited website page <https://www.pratibhagroup.com/pages/liquidation.html>

**Anil Mehta**  
**Liquidator, Pratibha Industries Limited (In Liquidation)**

Address: 1607/1608, 16<sup>th</sup> Floor, Cyber One, Behind Odisha Bhawan, Sector-30A, Vashi, Navi Mumbai-400703  
Email Id: [liquidator.pratibha@gmail.com](mailto:liquidator.pratibha@gmail.com)

Registration Number: IBBI/IPA-001/IP-P00749/2017-2018/11282

Email Id: [anilmehta.liquidator.pil@gmail.com](mailto:anilmehta.liquidator.pil@gmail.com)

Anil Mehta has been granted a certificate of registration to inter alia act as Liquidator by the Insolvency and Bankruptcy Board of India. The affairs, business and property of Pratibha Industries Limited are being managed by the Liquidator, Anil Mehta, who acts as an agent of Pratibha Industries Limited only and without personal liability.

Place: Mumbai

Date: 21<sup>st</sup> January 2022