

EXPRESSION OF INTEREST FOR RESOLUTION APPLICANT FOR
HARI MACHINES LIMITED

[CIN L29299OR1948PLC000713]

Registered Office: P.O.-Rajgangpur-770017, Dist.-Sundargarh, Odisha, India

Corporate Office: Ecospace Business Park, Block-3B, 6th Floor, Action Area-II, Plot No.II F/11, New Town, Rajarhat, Kolkata – 700 156.

1. Introduction

Hari Machines Limited (hereinafter “**Company**”), a company incorporated under the Companies Act, 1913, having its registered office at P.O.-Rajgangpur-770017, Dist.-Sundargarh, Odisha, India and Corporate Office Ecospace Business Park, Block-3B, 6th Floor, Action Area-II, Plot No.II F/11, New Town, Rajarhat, Kolkata – 700 156 and listed on Calcutta Stock Exchange Ltd., is engaged in principal business of manufacturing and sale of Refractory Equipment, Engineering (including tailor made) Equipment, Sponge Iron Equipment, Boilers and Services, Mineral Processing Equipment, Primary Crushing Equipment, Fine Grinding Equipment..

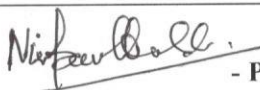
Hari Machines Ltd. was established in 1948 as a manufacturing division of Dalmia Group of Industries, was considered most innovative and trusted supplier partner serving steel, cement, industrial ceramics, sponge iron & metallurgical & allied industries for almost four decades.

Hari Machines Ltd. had started offerings to waste heat recovery and steam generation solution with latest combustion technology like Atmospheric Fluidized Bed Combustion and Circulating Fluidized bed Combustion boilers, utilizing various low calorific value fuels like washery rejects, dolochar, biomass etc. and supplied number of WHRB & AFBC boilers for the power plant in sponge iron, steel, coke-oven, cement industries and process industry. The manufacturing set up of HML is fully equipped with Membrane Panel Welding Machine (PEMAMAKE), Serpentine tube bending, CNC Cutting & boring machines for Stress relieving for Plate bending machines, radiography enclosures, shot blasting facility etc.

Hari Machines Ltd also geared up to offer CFBC Boiler technology in the range of 60 tph to 450 tph with 164 bar pressure and 560 Deg C under Design engineering and technology from RAFAKO S.A. Poland (Largest boiler manufacturing company in Europe) suitable for combustion of washery rejects, dolochar, Fgrade Coal with high ash contents and biomass.

SNAPSHOT OF RELEVANT INFORMATION ABOUT THE COMPANY

Name	Hari Machines Limited (HML)
CIN	L29299OR1948PLC000713
Date of Incorporation	13/07/1948
Class of Company	Public Limited Company
Whether Listed or not	Listed on Calcutta Stock Exchange Ltd.
Industry	Engineering
Registered Office	P.O.-Rajgangpur-770017, Dist.-Sundargarh, Odisha, India



Corporate Office	Ecospace Business Park, Block-3B, 6 th Floor, Action Area-II, Plot No.II F/11, New Town, Rajarhat, Kolkata – 700 156
Authorised Capital	INR 26,00,00,000
Paid- up Capital	INR 5,32,36,360
Activities	Hari Machines Limited is engaged in manufacturing of special purpose machineries

2. Insolvency Resolution Process

The Company 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 Hon’ble NCLT, Kolkata dated May 15, 2018. CA Nirupam Haldar, appointed as the Interim Resolution Professional (“IRP”) vide order of Hon’ble NCLT, Kolkata dated May 15, 2018 and Committee of Creditors (“COC”) was formed on June 5, 2018. CA Nirupam Haldar was appointed by the COC as Resolution Professional (“RP”) at the COC meeting held on June 15, 2018. The RP, CA Nirupam Haldar hereby invites Expression of Interest (EOI) from prospective lenders, investors and any other persons (“Prospective Resolution Applicant” or “PRA”) under Section 25(2)(h) of IBC, 2016 for the purpose of submission of Resolution Plan in respect of the Company within the timelines indicated under Regulation 39(1) of the Insolvency & Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) CIRP Regulations, 2016 read with the IBBI (CIRP) Regulation (Third Amendment) dated July 4, 2018.

3. Eligibility Criteria

Please refer to Annexure ‘A’

4. Identification of Prospective Resolution Applicant:

- Expression of Interest (“EOI”) is invited in a sealed envelope superscripted as “Expression of Interest – HML (CIRP)” for participating in CIRP of the Company, in the format as set out in Annexure ‘B’.
- Applicants should meet the Eligibility Criteria as set out in Annexure ‘A’.
- Prospective Resolution Applicant shall submit the sealed envelope containing a complete set of the EOI in hard copy along with the Annexure stated above, to the following address by post or deliver in person:

CA Nirupam Haldar
 (IP Registration No.: IBBI/IPA-001/IP-P00506/2017-2018/11651) Address for Correspondence in this regard:
 Address: Tribarna, 357-1C, Prince Anwar Shah Road, Kolkata – 700 068
 E-mail: nirupamhaldar@hotmail.com
- A soft copy of EOI along with annexure stated above should be mailed to nirupamhaldar@hotmail.com

5. Last Date of Submission of EOI:

The revised last date for submission of EOI is August 17, 2018 up to 6 P.M

All the EOIs received will be reviewed by RP and shortlisted bidders will be shared the Evaluation Matrix along with Information Memorandum of the Company, prepared as per provisions of the Code, after signing of undertaking of confidentiality. Such shortlisted Bidders will be informed about the other steps in the process to allow them to submit a Resolution Plan as per provisions of the Code.



- Prepared by CA N Haldar (RP)

NOTE

- 1) RP/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 website of Hari Machines Limited, www.harimachineslimited.com and IBBI Website www.ibbi.gov.in to keep themselves updated regarding clarifications/ amendments/ time-extensions, if any.
- 2) It may be noted that the eligibility criteria for Prospective Resolution Applicant shall be based on the provisions of Section 29A read with Amended Regulation 36A of the IBC, 2016 and CIRP Regulations published in the Gazette of India, Ministry of Law and Justice (Legislative Department) on January 18th, 2018 vide Notification No. 8 of 2018 and Insolvency and Bankruptcy Board of India (Insolvency resolution Process for Corporate Persons) (Amendment) Regulations, 2018, Regulation 8 (w.e.f. 06-02-2018). In accordance with recent amendments, the existing promoters/guarantors for the Company and any person / entity with a continuing default in payment of dues to its lenders are disqualified from participating in formulation of a resolution plan for the Company.
- 3) RP/COC reserve the right to withdraw EOI and change or vary any part thereof at any stage and also reserve the right to disqualify any potential bidder, should it be so necessary at any stage.
- 4) 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, or any official, agent or employee of the Corporate Debtors shall affect or modify any terms of this EOI.
- 5) Neither the PRA nor any of representatives of the PRA 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.
- 6) By submitting a proposal, each bidder shall be deemed to acknowledge that it has carefully read the entire EOI and has fully informed itself as to all existing conditions and limitations. Ignorance of law/s will not be treated as any excuse.
- 7) 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.

CA Nirupam Haldar

(IP Registration No.: IBBI/IPA-001/IP-P00506/2017-

2018/11651) Address for Correspondence in this regard:

Address: Tribarna, 357-1C, Prince Anwar Shah Road, Kolkata – 700 068

E-mail: nirupamhaldar@hotmail.com


NIRUPAM HALDAR
Insolvency Professional
(IP REGISTRATION NO. IBBI/IPA-001
IP-P00506/2017-2018/11651)
357-1C Prince Anwar Shah Road
Kolkata-700 068
Mob.: 98301 10453
E-mail : nirupamhaldar@hotmail.com

ANNEXURE 'A'
ELIGIBILITY CRITERIA FOR RESOLUTION
APPLICANT

A. Categories

1. **Category A:** In case of a private/ public limited company, LLP, body corporate whether incorporated in India or outside India:

- a) Minimum Tangible Net worth (TNW) of INR 30 crores and above as on 31st March 2018.

Note: In case of offer given by SPV/LLP, the Eligibility Criteria of the Promoters would be considered in proportion to their share in SPV/LLP.

[The audited Financial Statements for the year 2017-18 shall be attached and in case the Financial Statements for 2017-18 has not yet been audited, the audited Financial Statement for the year 2016-17 along with the Tangible Net Worth of the PRA as on 31.03.2018 duly certified by a Chartered Accountant may be submitted]

2. **Category B:** In case of Financial Investors (FII) / Mutual Funds / Private Equity/ Venture Capital Funds, Domestic/ foreign Investment institutions, Non-Banking Finance Companies (NBFC), Asset reconstruction Companies, Banks and similar entities:

- a) Assets Under Management (AUM) of at least INR 200 crore during any one of the three immediately preceding financial year; or
b) Committed funds available for investment / deployment of at least INR 30 crores as on March 31, 2018;

[The audited Financial Statements for financial years 2015-16, 2016-17 and 2017-18 shall be attached and in case the Financial Statements for 2017-18 has not yet been audited, the audited Financial Statements for the years 2014-15, 2015-16 and 2016-17 along with the Tangible Net Worth and Committed funds available for investment / deployment of the PRA as on 31.03.2018 duly certified by a Chartered Accountant may be submitted]

3. Shortlisted Prospective Resolution Applicants based on the eligibility criteria shall be provided with the evaluation matrix and other relevant documents on signing of Non-Disclosure Agreement, which shall be shared separately.

B. Fees

PRA is required to apply with a refundable process participation deposit of INR 5,00,000 (Rupees Five Lakh only) along with the EOI application through electronic transfer only.

Bank Name	HDFC Bank
Account Name	Hari Machines Limited
Branch Address	HDFC Bank, Dwibedi Bhawan, Birsa Road, Rourkela – 769001, Odisha
Account No	02432320001768
IFSC	HDFC0000243



ANNEXURE 'B'

[On the Letterhead of the Prospective Resolution Applicant Submitting the EOI]

EXPRESSION OF INTEREST

Date: [.]

To

CA Nirupam Haldar
(IP Registration No.: IBBI/IPA-001/IP-P00506/2017-2018/11651)
Address for Correspondence in this regard:
Address: Tribarna, 357-1C, Prince Anwar Shah Road, Kolkata – 700 068
E-mail: nirupamhaldar@hotmail.com

Subject: Expression of Interest (“EOI”) for identification of Prospective Resolution Applicant for Hari Machines Limited undergoing Corporate Insolvency Resolution Process (CIRP).

Dear Sir,

This is in regard to the advertisement dated [Insert the names of the newspaper and/or website] on [Insert date of the advertisement] (“**Advertisement**”) inviting EOI for submission of resolution plans (“**Resolution Plan**”) of Hari Machines Limited undergoing corporate insolvency resolution process under the provisions of the Insolvency and Bankruptcy Code, 2016 (“**IBC**”) including rules and regulations made thereunder.

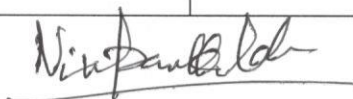
We set out the following details ascertaining our eligibility as per the eligibility criteria mentioned in ‘Annexure A’ for submission of resolution plan:

1. _____
2. _____
3. _____
4. _____

(Provide affirmation to the eligibility conditions as mentioned in ‘Annexure A’)

We also provide the following additional information that may be necessary to evaluate our credibility for the purpose of short listing.

Particulars	Details
Name	
Address	
CIN / LLPIN	
PAN	
Date of Incorporation / Establishment (Copies of Certificate of Incorporation/ Registration and Constitutional Documents (MoA, AoA). Copy of PAN card or equivalent documents to be attached)	



Contact Person	
Background of the Company	
For all PRAs - Profile of PRA including subsidiary (Wholly-Owned Subsidiary and Partly-Owned subsidiary if any), promoter and promoters group, Key Managerial Personnel and Rationale for bidding for the Corporate Debtor	
Details of activities undertaken along with its core competence	
Details of Key Suppliers and Lenders	
Brief details of Financial Results for last 5 years: Revenue EBIDTA Net-worth Working Capital Ratio Liquidity Ratio (Audited financial statements for immediately preceding 5 (five) years of the PRA and/or its promoter/promoter group or any other group company as per eligibility criteria to be attached)	

Along with our EOI, we have also provided documents as required above.

We further undertake that the information furnished by us in this EOI and Annexure is true, correct, complete, and accurate to the best of our knowledge. 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:

We understand that:

- (a) the EOI will be evaluated by the RP of Hari Machines Limited 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/ the 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/ the COC reserve the right to request for additional information or clarification 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 / Annexure – A alone does not automatically entitle us to participate in the next stage of the bid process;

Niraj Haldar

- (e) We are not an ineligible person in terms of provisions of Section 29A of the IBC, 2016 read with its amendment as on the date of signing of this EOI. 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

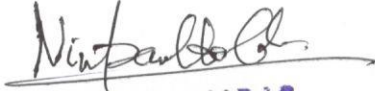
EOI] Signature: _____ Name

of Signatory:

Designation:

Company Seal/Stamp

Notes: The person signing the EOI and other supporting documents should be an authorized signatory supported by necessary board resolutions/authorization letter.


NIRUPAM HALDAR
Insolvency Professional
(IP REGISTRATION NO. IBBI/IPA-001
IP-P00506/2017-2018/11651)
357-1C Prince Anwar Shah Road
Kolkata-700 068
Mob.: 98301 10453
E-mail : nirupamhalder@hotmail.com