

Eligibility criteria for financial bidder for Hansraj Agrofresh Private Limited, Corporate Debtor.

A For Private/ public limited company, LLP, body corporate whether incorporated in India or outside India or a consortium thereof

- Minimum tangible net worth of **Rs.2 Crore** (as per latest available audited financial statements as at the end of the completed financial year.
- Total Net worth (TNW) 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.
- Group may comprise of entities either controlling or controlled by or under common control with the Prospective Resolution Applicant. Control means at least 26% ownership. The entities must have been part of the Group for at least 3 years.

B For Individual investor or a consortium thereof (**Individual investor to include HUFs and Family Trusts**)

- Minimum tangible net worth of **Rs. 2 Crore** as per latest audited Balance sheet / latest income tax return.

C For Financial Investor (FI) / Mutual Funds / Private Equity/ Venture Capital Funds/ Domestic/ foreign Investment institutions/ Non-Banking Finance Companies (NBFC)/Asset Reconstruction Companies/Banks and similar entities.

- Total assets under Management (AUM) / Loan Portfolio / Committed funds availability for investment/ deployment in Indian companies or Indian assets of minimum **Rs. 100Crore** at the end of the immediately preceding completed Financial Year.
- FI shall have the same definition as defined under Section 45 I (c) of RBI Act and NBFC here means the NBFC as defined under Section 45 I (f) of RBI Act.

D For Consortium for Body Corporate(s) / Individual(s) / Financial investor(s)

Consortium shall mean any person acting together with another person as a consortium/joint bidder (whether incorporated or not) for the purpose of submission of the EOI and Resolution Plan in respect of the Corporate Debtor. The Consortium should conform to the following:

- i. Lead member must hold at least 20% equity in the consortium

- ii. All members of the Consortium in categories A or B shall have positive TNW at the end of FY 2023-24. In case any member falling in Category A or B has negative net worth as at 31.03.2024, the Consortium shall not be eligible.
- iii. In case of consortium of individuals, TNW shall be calculated based on weighted average of their respective net worth i.e. the aggregates of such portions of their TNW, as is proportionate to their shareholding in the consortium, will count towards the qualification criteria of TNW under this EoI. The Consortium per-se should satisfy condition of category B;
- iv. In case the consortium is of body corporates, TNW and turnover of consortium shall be calculated based on their weighted average i.e. the aggregates of such portions of their TNW and turnover, as is proportionate to their shareholding in the consortium, will count towards the qualification criteria of TNW and turnover under this EoI. The consortium per-se should satisfy condition of Category A.
- v. In case the consortium is of FIs/ Funds/ PE Investors/ NBFCs/ Any other applicants, AUM/ Loan Portfolio of consortium shall be calculated based on their weighted average i.e. the aggregate of such portions of their AUM/Loan Portfolio as is proportionate to their shareholding in the consortium will count towards the qualification criteria of AUM/Loan Portfolio. Similarly, the committed funds available for investment/ deployment in Indian companies or Indian assets shall be based on their weighted average i.e. the aggregate of such portion of their committed funds available for investment /deployments in Indian companies or Indian assets as is proportionate to their shareholding in the consortium will count towards the qualification criteria of committed funds. The consortium per-se should satisfy condition of Category C.
- vi. In case the consortium is of FIs/ Funds/ PE Investors/ NBFCs/ Any other applicants, AUM/ Loan Portfolio of consortium shall be calculated based on their weighted average i.e. the aggregate of such portions of their AUM/Loan Portfolio as is proportionate to their shareholding in the consortium will count towards the qualification criteria of AUM/Loan Portfolio. Similarly, the committed funds available for investment/ deployment in Indian companies or Indian assets shall be based on their weighted average i.e. the aggregate of such portion of their committed funds available for investment /deployments in Indian companies or Indian assets as is proportionate to their shareholding in the consortium will count towards the qualification criteria of committed funds. The consortium per-se should satisfy condition of Category C.
- vii. If members are from Category A & B, the criterion applicable to the individual members will be the criterion as applicable to the category it belongs as recalculated based on its share in the consortium i.e. each consortium member will satisfy the criterion applicable to its category as multiplied by its share in the consortium. The consortium per-se should satisfy condition of Category A.

- viii. If members are from Category B & C, the criterion applicable to the individual members will be the criterion as applicable to the category it belongs as recalculated based on its share in the consortium i.e. each consortium member will satisfy the criterion applicable to its category as multiplied by its share in the consortium; The consortium per-se should satisfy condition of Category C.
- ix. If members are from Category A & C, the criterion applicable to the individual members will be the criterion as applicable to the category it belongs as recalculated based on its share in the consortium i.e. each consortium member will satisfy the criterion applicable to its category as multiplied by its share in the consortium. The consortium per-se should satisfy condition of Category C.
- x. If members are from Category A, B & C, the criteria for TNW / AUM would again be based on share of a particular member in the consortium i.e. it will be in proportion to their shareholding in the consortium. The consortium members belonging to Category A, Category B and Category C should independently satisfy the criteria for Category A, Category B and Category C as recalculated bases on their share in the consortium. The consortium per-se should satisfy condition of Category C.
- xi. No change in lead member or any member whose financials have been used to meet the criteria set out herein shall be permitted after the last date for submission of EOI