

[On the Letterhead of the Entity Submitting the Expressions of Interest EOI]

EXPRESSION OF INTEREST

Date: __-05-2021

To,
Mr. Akhil Ahuja
Interim Resolution Professional
Earth Water Limited
Immaculate Resolution Professionals Private Limited
Unit No. 112, First Floor, Tower-A, Spazedge,
Sector-47, Sohna Road, Gurgaon - 122018

Subject: Expression of Interest ('EOI') for identification as Prospective Resolution Applicant for Earth Water Limited.

Dear Sir,

In response to the invitation for EOI for identification of prospective resolution applicants, we hereby express our interest for participation in the Corporate Insolvency Resolution Process (CIRP) of Earth Water Limited as a prospective resolution applicant and herewith submit our EOI for consideration by the Resolution Professional ('RP') and Committee of Creditors ('COC') of Earth Water Limited. Along with our EOI, we have also provided information as required in the prescribed format in **Annexure-1** and enclosed documents as listed in **Annexure-2**.

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

- (a) We are not ineligible to be resolution applicant in terms of provisions of Section 29A of the Insolvency and Bankruptcy Code, 2016, and have duly enclosed our affidavit to that affect.
- (b) My/Our net worth is Rs. _____ crore as on 31-3-2021. Net worth certificate obtained from practicing CA/CS and audited financial statements for the year ended 31-3-2019/31-3-2020/31-03-2021 and provisional balance sheet as at 31.03.2021 are enclosed in support of the same.

- (c) Mr. _____ has been authorised on behalf of the applicant to submit the EOI and Board Resolution/Authority Letter/Power of Attorney authorising him is enclosed.
- (d) We acknowledge that any and all information that may be provided to us in respect of Earth Water Limited is confidential and shall be used by us solely for the purpose of participation in the CIRP and have duly enclosed our confidentiality undertaking as per Section 29(2) of the Insolvency and Bankruptcy Code, 2016.
- (e) We have enclosed our undertaking as required under Regulation 36A(7) of the IBBI (CIRP) Regulations, 2016.
- (f) We understand that in case we are shortlisted as Prospective Resolution Applicant by the COC, we shall be issued an invitation by the RP for submission of the Resolution Plan. We shall be entitled to participate in the further process only on receipt of said invitation from the RP. Invitation for Resolution Plan may contain such further conditions including but not limited to conditions with respect to Earnest Money Deposit, furnishing of Performance Guarantee etc.
- (g) 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 address the queries of RP/ COC may lead to rejection of our EOI.
- (h) The RP/ the COC reserves the right to shortlist the Prospective Resolution Applicant at their sole discretion and may reject the EOI submitted by us without assigning any reason/without any liability whatsoever;

Yours Sincerely,

On behalf of [Insert the name of the entity submitting the EOI]

Signature: _____

Name of Signatory:

Designation:

Company Seal/Stamp

ANNEXURE-1

I. Applicant Details

1. Name and Address:

- a. Name of the Firm/Company/Organisation:
- b. Address:
- c. Telephone No:
- d. Fax:
- e. Email:

2. Date of Establishment:

3. Core Area of Expertise:

4. Authorised Person (Please enclose Authority Letter/ Board Resolution / Power of Attorney in respect of authorisation)

- a. Name:
- b. Designation:
- c. Telephone No:
- d. Email:

[Note: In case of Joint Applicants, please provide aforesaid details in respect of all the applicants]

II. Applicant Profile

[Note: The applicant profile should necessarily include net worth and revenue details of the preceding three years. Where the entity submitting the EOI is a financial investor /fund, please also provide details pertaining to ‘assets under management’ for the preceding three years or the committed funds available as on March 31, 2019 / March 31, 2020 / March 31, 2021 for investment.]

III. Experience of the Applicant in the similar / allied industries (if applicable)

IV. Technical and Financial Capabilities including capacity to invest in Earth Water Limited.

ANNEXURE – 2

Documents to be enclosed

1. KYC Documents (Incorporation documents like MOA/AOA, PAN, Address Proof)
2. Certificate of Net worth by practicing CA/CS as on 31-3-2019/ 31-03-2020/31-03-2021.
3. Audited Financial Statements for last 2 years and provisional financial statements as at 31.03.2021.
4. Affidavit that the Applicant is not ineligible to be a Resolution Applicant under Section 29A of IBC, 2016, on a stamp paper of Rs. 100 (as per format A)
5. Confidentiality Undertaking (as per format B)
6. Board Resolution/Authority Letter/Power of Attorney authorising submission of Expression of Interest.
7. Undertaking under Regulation 36A (7) of IBBI (CIRP) Regulations 2016, on a stamp paper of Rs. 100. (as per format C)

Format – A

(on stamp paper of Rs. 100)

AFFIDAVIT

1. I, _____S/o _____, aged about ___ years, Managing Director / Director of M/S _____ do hereby solemnly affirm and state as under:
2. That I am the authorized signatory on behalf of the applicant, [Name of the Applicant] and as such, I am fully conversant with the facts and circumstances of the case and hence, competent to depose by way of present affidavit.
3. That I state that [Name of the Applicant], is aware that Earth Water Limited is undergoing Corporate Insolvency Resolution Process(CIRP) under chapter II of the Insolvency and Bankruptcy Code, 2016 pursuant to order of Hon'ble NCLT, Bench-III, New Delhi dated 15-02-2021, in C. P. (IB) No. 2311(ND)/2019.
4. That I state that [Name of the Applicant], is not ineligible to be Resolution Applicant in respect of Earth Water Limited. under the provision of section 29A of The Insolvency and Bankruptcy Code, 2016 as amended by The Insolvency and Bankruptcy Code(Amendment) Act , 2017.
5. That [Name of the Applicant], and/or any connected person is not an undischarged insolvent;
6. That [Name of the Applicant], and/or any connected person is not a wilful defaulter in accordance with the guidelines of the Reserve Bank of India issued under the Banking Regulation Act, 1949;
7. That at the time of submission of the resolution plan [Name of the Applicant], and/or any connected person do not have an account, or an account of a corporate debtor under the management or control of [Name of the Applicant] or of whom [Name of the Applicant] is a promoter, classified as non- performing asset in accordance with guidelines of the Reserve Bank of India issued under the Banking Regulation Act, 1949 or the guidelines of a financial sector regulator issued under any other law for the time being in force;

8. That directors of [Name of the Applicant], and/or any connected person have not been convicted for any offence punishable with imprisonment for two years or more under any Act specified under the Twelfth Schedule; or for seven years or more under any other law for the time being in force:
9. That directors of [Name of the Applicant], and/or any connected person is not disqualified to act as a director under the Companies Act, 2013;
10. That [Name of the Applicant], and/or any connected person are not prohibited by the Securities and Exchange Board of India from trading in securities or accessing the securities market;
11. That [Name of the Applicant], and/or any connected person has not been a promoter or in the management or control of the corporate debtor in which a preferential transaction, undervalued transaction, extortionate credit transaction or fraudulent transaction has taken place and in respect of which an order has been made by the Adjudicating Authority under this Code;
12. That [Name of the Applicant], and/or any of the Directors of [Name of the Applicant], namely [Name of all Directors/ Partners of the Applicant] have not executed a guarantee in favour of a creditor in respect of a corporate debtor against which an application for insolvency resolution made by such creditor has been admitted under this Code and such guarantee has been invoked by the creditor and remains unpaid in full or part;
13. That during the Resolution Process, no person who would be considered as Connected Person and is not eligible to submit resolution plan under section 29A of The Insolvency and Bankruptcy Code, 2016 and regulation 38 of IBBI (Insolvency Resolution Process of Corporate Person) regulations, 2016 shall be engaged in the management and control of corporate debtor.
14. That [Name of the Applicant], and/or any of connected person are not subject to any disability, corresponding to clause (1) to (13) under any law in a jurisdiction outside India.

For [Name of the Applicant]

[Name]

[Designation]

[On the Letterhead of the Entity Submitting the Expressions of Interest EOI]

Format – B
Confidentiality Undertaking

Date: _____

To,

Mr. Akhil Ahuja
Interim Resolution Professional
Earth Water Limited
Immaculate Resolution Professionals Private Limited
Unit No. 112, First Floor, Tower-A, Spazedge,
Sector-47, Sohna Road, Gurgaon - 122018

Dear Sir,

Sub: Undertaking in terms of Section 29(2) of the Insolvency and Bankruptcy Code, 2016 read with Regulation 36(4) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Person) Regulation, 2016.

We are interested in participation in Corporate Insolvency Resolution Process (CIRP) in respect of Earth Water Limited. We understand that on being shortlisted as prospective resolution applicant the Resolution Professional may share confidential information in respect of Earth Water Limited through Information Memorandum, Data Room and other modes to enable us to formulate and submit resolution plan in respect of Earth Water Limited.

2. We do hereby undertake that we shall comply with the provisions of Sec 29(2) of Insolvency and Bankruptcy Code, 2016 in letter and spirit and undertake that we, our officers, employees, consultants/ advisors etc. shall:

(a) Comply with the provisions of law for the time being in force relating to the confidentiality and insider trading;

(b) protect any intellectual property of the Corporate Debtor viz. Earth Water Limited that we may have access to; and

(c) shall not share the relevant information with the third parties unless clause (a) and (b) above are complied with.

3. We understand that as per Sec 29(2) of the Code “Relevant Information means the information required by the resolution applicant to make the resolution plan for the corporate debtor, which shall include the financial position of the corporate debtor, all information related to disputes by or against the corporate debtor and any other matter pertaining to the corporate debtor as may be specified.”

Yours Sincerely

[Name of Applicant]

Format – C
Undertaking Under Regulation 36A (7) of IBBI (CIRP) Regulations 2016

(on stamp paper of Rs. 100)

Date: _____

To,

Mr. Akhil Ahuja
Interim Resolution Professional
Earth Water Limited
Immaculate Resolution Professionals Private Limited
Unit No. 112, First Floor, Tower-A, Spazedge,
Sector-47, Sohna Road, Gurgaon - 122018

Dear Sir,

Sub: Undertaking in terms of Regulation 36A(7) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Person) Regulation, 2016.

We are interested in participation in Corporate Insolvency Resolution Process (CIRP) in respect of Earth Water Limited. We hereby give this undertaking as per Regulation 36A (7) of IBBI (CIRP) Regulations 2016:-

- (a) We undertake that we meet the criteria as specified by the committee under clause (h) of sub-section (2) of section 25 and we have provided relevant records in evidence of meeting the criteria under this clause;
- (b) We undertake that we do not suffer from any ineligibility under Section 29A of IBC, 2016 to the extent applicable and we have provided relevant information and records to enable an assessment of ineligibility under section 29A of IBC, 2016;
- (c) We undertake that we shall intimate the Resolution Professional forthwith if we become ineligible at any time during the Corporate Insolvency Resolution Process;
- (d) We undertake that every information and records provided in Expression Of Interest is true and correct and discovery of any false information or record at any time will render the applicant

ineligible to submit resolution plan, forfeit any refundable deposit, and attract penal action under the Code;

- (e) We undertake that we will maintain confidentiality of the information and shall not use such information to cause an undue gain or undue loss to ourself or any other person and comply with the requirements under sub-section (2) of section 29 of IBC, 2016.

Yours Sincerely

[Name of Applicant]