

**Consortium of Lenders
Led by
State Bank of India**

**Appointment of Common Process Advisor
for Corporate Insolvency Resolution Process
of the 15 Videocon Group Companies**

Advisor



SBI CAPITAL MARKETS LIMITED

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1. Proposed Transaction

State Bank of India (“**SBI**”) had initiated proceedings under Section 7 of the Insolvency and Bankruptcy Code, 2016, as amended (the “**IBC**”) by filing applications before the National Company Law Tribunal (“**NCLT**”), Mumbai Bench against the following companies belonging to the Videocon group (collectively “**Videocon Group Companies**”):

- (i) Videocon Industries Limited;
- (ii) Videocon Telecommunications Limited;
- (iii) KAIL Limited;
- (iv) Electroworld Digital Solutions Limited;
- (v) Value Industries Limited;
- (vi) Evans Fraser and Co. (India) Limited;
- (vii) Millennium Appliances India Limited;
- (viii) Sky Appliances Limited;
- (ix) PE Electronics Limited;
- (x) Techno Electronics Limited;
- (xi) Trend Electronics Limited;
- (xii) Applicomp (India) Limited;
- (xiii) Techno Kart India Limited;
- (xiv) Century Appliances Limited; and
- (xv) CE India Limited.

All the aforementioned companies are undergoing corporate insolvency resolution process (“**CIRP**”) in accordance with the provisions of IBC.

The Videocon Group Companies’ business, especially in the Consumer Electronics & Home Appliances segment is inter-dependent on each other. The consortium of lenders (“**Lenders**”) to the Videocon Group Companies, believe that a comprehensive resolution of all the Videocon Group Companies in a consolidated manner may fetch higher value for all the stakeholders as opposed to individual resolution of each Videocon Group Company. Therefore, the Lenders wish to appoint a common process advisor (“**Common Process Advisor**”) who can advise the lenders in all respects in connection with the CIRP of the Videocon Group Companies, whether jointly or separately.

SBI Capital Markets (“**SBICAP**”) has been appointed by the Lenders to assist the Lenders in appointing a firm to act as the Common Process Advisor.

2. Invitation of Expression of Interest

‘Expression of Interest’ (EOI) is being invited from parties who are capable and interested in undertaking the Proposed Transaction (“Interested Party”).

3. Scope of Work

The scope of work will, inter alia, include the following:

- i. To assist the lenders in running the CIRP of the Videocon Group Companies either separately or jointly under IBC.
- ii. To co-ordinate amongst the committee of creditors and resolution professionals of the Videocon Group Companies inter-se and be the single point contact for co-ordination with the prospective resolution applicants for the Videocon Group Companies on behalf of the lenders in order to streamline the bidding and resolution process of the Videocon Group Companies to enable maximisation of value for all stakeholders of the Videocon Group Companies from the prospective resolution plan(s).

4. Qualification Criteria

- i. Applicant Firms should have acted as a Process Advisor or as Advisor to the Resolution Professional (RP) in minimum of 3 CIRP cases with individual cases of resolution debt amount of above Rs.5000 crores.
- ii. Out of the 3 CIRP cases mentioned above at least two cases should have been either successfully resolved or the resolution plan submitted with NCLT.

5. Process

- The prescribed Format for Submission of EOI is set out in the document ‘EOI Format’ provided on the website ([-https://www.sbicans.com/index.php/tenders/](https://www.sbicans.com/index.php/tenders/)).
- An EOI is required to be submitted by way of single sealed envelope, containing the EOI in the prescribed format along with supporting documents, as required to demonstrate the Qualification Criteria.
- **Submission of EOI through Sealed Envelope** - The sealed envelope should bear the following transcript:

Appointment of Common Process Advisor



“EOI to act as the Common Process Advisor- Videocon Group Companies”

ATTN. OF:

Mr. Narayan Subramaniam
Vice President, PA&SF,
SBI Capital Markets Limited,
202, Maker Tower 'E',
Cuffe Parade,
Mumbai - 400 005

“Name of the Interested Party

All envelopes used by the Interested Party for the purpose of any submission and communication should be adequately sealed to prevent any interference/tampering while in transit. SBICAP shall assume no responsibility for the delay in submission of the EOI or misplacement or premature disclosure of the contents of the EOI and consequent losses, if any, suffered by the Interested Party.

- EOI along with supporting documents submitted by the Interested Party shall be signed by an authorized signatory of the Interested Party (having a designation not less than a director or an equivalent post in the entity), supported by evidence of such authority (board resolution, power of attorney or equivalent document of the Interested Party)

6. EOI Submission Due-date

The EOI along with the Supporting documents should be submitted before **1700 Hours IST** on **October 29, 2018** (“Due Date), in the manner and form as detailed above.

7. Right to accept or reject any or all EOI

Notwithstanding anything contained in this document, Lenders reserve the right to accept or reject the EOI and to annul the process, at any time, without any liability or any obligation for such acceptance, rejection or annulment, and without assigning any reasons for such actions.