INVITATION FOR PARTICIPATION IN E-AUCTION OF EPC CONSTRUCTIONS INDIA LIMITED (UNDERGOING LIQUIDATION PROCESS, UNDER INSOLVENCY & BANKRUPTCY CODE, 2016)

I. INTRODUCTION

Incorporated on September 01, 1989, EPC Constructions India Limited (Formerly known as Essar Projects (India) Limited) (“Company” / “Corporate Debtor” / “EPCCIL”) having CIN U99999MH1989PLC053280 is a part of the Essar Group and has more than two decades of Engineering Procurement and Constructions (EPC) experience in hydrocarbons, infrastructure, minerals & metals and power sector. Some of its major clients include - Ministry of External Affairs (GoI), IOCL, ONGC, BPCL, HPCL, HMEL, SAIL, GIGL, NLC, IFFCO, KOC, KNPC, Essar Steel Minnesota, Essar Steel India, Essar Oil (now Nayara Energy), Essar Port, ZEECO, L&T, GMB, GAIL, JSW and other large corporates of India.

The Company has acquired substantial pre-qualifications (PQ) for completing or taking part in large constructions project across sectors which include Hydrocarbons, Infrastructure Power Plants and Metals and Minerals. EPCCIL is considered as one of the most experienced EPC construction and fabrication company in India.

The Company consist of four divisions namely: i) EPC, ii) Engineering Services (ES), iii) Heavy Engineering Services (HES) and iv) Equipment Bank Division (EBD). The EPC division used to contribute ~75% of the Company’s revenue at normal scale of operations. Further, the EBD is second major contributor towards the revenue of the Company with large number of heavy equipment available for leasing, across the nation.

The Corporate Debtor was admitted into corporate insolvency resolution process (“CIRP”) vide order dated 20.04.2018 passed by Hon’ble NCLT, Mumbai Bench and Mr. Abhijit Guhathakurta was appointed as the Interim Resolution Professional for the Corporate Debtor. On 25.05.2018, Mr. Abhijit Guhathakurta was appointed as the Resolution Professional.

The Successful Resolution Applicant, failed to implement the resolution plan approved by the Committee of Creditors and the Hon’ble NCLT. Consequently, in view of the failure of the Successful Resolution Applicant to implement the approved resolution plan, the Hon’ble NCLT, Mumbai Bench commenced the liquidation proceeding against the Corporate Debtor in accordance with the Insolvency and Bankruptcy Code, 2016 (“IBC”) vide its order dated May 07, 2021, with effect from May 18, 2021 and appointed Mr. Abhijit Guhathakurta as the Liquidator of the Corporate Debtor. (Liquidation Order available on the company website https://epcc.co.in/en-us).

Pursuant to the provisions of Regulation 32 and Regulation 33 of the Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 (“Liquidation Regulations”), the Liquidator has issued public announcement dated 10-Aug-2021 published in the following newspapers - Business Standard (All India English edition), Navshakti (Maharashtra), Financial Express Gujarat (Gujarat), Aaj D1 Awaz (Punjab), Makkal Kural (Chennai), Metro Vartha (Kochi) and Samaya (Orissa), inviting prospective bidders to participate in the electronic auction sale process as described herein.
The Liquidator hereby invites prospective bidders ("Prospective Bidders"), to participate in the e-auction of the Corporate Debtor/its business/ its assets under the options mentioned hereunder, under the provisions of Chapter III of the Insolvency and Bankruptcy Code, 2016:

a) Sale of the Corporate Debtor as a Going Concern;

b) Sale of the operations of the Equipment Bank Division business of the Corporate Debtor as a Going Concern;

c) Sale of the set of fixed assets of the Equipment Bank Division of the Corporate Debtor, collectively.

It is clarified that the sale under Options a) and b) above shall be subject to approval of the Hon’ble NCLT, Mumbai bench to extend the timeline for sale of the Company/ its business as a going concern under Regulations 32 (e) and (f) of the Liquidation Regulations respectively, beyond the stipulated period of 90 days from the liquidation commencement date.

II. ELIGIBILITY CRITERIA FOR PROSPECTIVE BIDDERS:

Section 29A

The Prospective Bidder must not be ineligible under Section 29A of the IBC (as amended from time to time, including extant law/regulations prevailing at the time of evaluation of eligibility criteria or at the time of the bids being made, or amendments thereafter).

In case of a consortium, each member of the consortium should be eligible under Section 29A of IBC.

III. SUBMISSION OF REFUNDABLE DEPOSIT:

In addition to submission of documents to participate in the E-Auction process, including the affidavit under S. 29A as mentioned above ("Supporting Documents"), the Prospective Bidders shall submit a deposit of INR 5,00,000/- (INR Five Lakh) ("Refundable Deposit") to the Liquidator for gaining access to the data room where the process document and information about the Company/ its assets are hosted, and to conduct site visits. This deposit shall be refundable and shall be returned in the following circumstances:

(i) in case any bidder is considered to be ineligible by the Liquidator to participate in the e-auction process, the Refundable Deposit shall be returned prior to the Auction Date as mentioned in the Process Document;
(ii) when a bidder wishes to withdraw from the process, the Refundable Deposit shall be returned to him, provided such request is issued in writing, with at least a 7 (seven) day notice prior to the Auction Date as mentioned in the Process Document.

(iii) if the bid process is annulled/revoked at any time, within 30 days from such annulment/revocation.

It is mandatory for all Prospective Bidders to submit the following Supporting Documents along with the Refundable Deposit through email at infaepcliq@deloitte.com and physically by courier at Deloitte India Insolvency Professionals LLP, One International Centre, Tower 3, 32nd Floor, Senapati Bapat Marg, Elphinstone Road (West), Mumbai 400013, India in any case before 09-Sep-2021 till 06:00 PM or at such other later date that may be advertised or intimated on the website of the Corporate Debtor. Please visit the website to keep yourself updated. For any details contact at infaepcliq@deloitte.com.

The Refundable Deposit should be submitted along with the following Supporting Documents:

1. an undertaking in the format set out as Annexure I, by the Prospective Bidders undertaking the following:
   (i) it does not suffer from any ineligibility under section 29A of the IBC, to the extent applicable; and
   (ii) it shall intimate the Liquidator forthwith if it becomes ineligible at any time during the sale process.

2. an undertaking in the format set out as Annexure II by the Prospective Bidders undertaking that it shall maintain confidentiality of all information.

3. A board resolution / power of attorney by the Prospective Bidder in the format set out in Annexure III / IIIA, authorizing the Prospective Bidder/Lead Member (in case of a consortium) to participate in the sale process, submit all Supporting Documents, information, and contact person for all communications.

4. Other evidences to establish the credentials of the Prospective Bidders including but not limited to charter/incorporation documents, audited financial statements, proof of address, copy of PAN card or equivalent, company profile and details of KMP/Promoters/Board of Directors as specified in Annexure IV (Details of the Prospective Bidder);

5. Any additional document/information sought by the Liquidator on its own account or in consultation with the Stakeholder Consultation Committee must be furnished by the Prospective Bidder.

In case of a consortium, the relevant documents will need to be provided by each member of the Consortium.

Any deviations in the above referred formats or any other format or document required by the Liquidator would be permitted by the Liquidator only if the Liquidator, at its discretion, agrees and accepts the reason thereof.
The Refundable Deposit of INR 5,00,000 (INR Five Lakh), in full, should be deposited in the below mentioned Liquidator’s account:

A/c No: 1472102000009935
A/c Name: EPC CONSTRUCTIONS INDIA LIMITED IN LIQUIDATION
IFSC Code: IBKL0001472
Bank Name: IDBI Bank Limited
Branch: Vidya Vihar

Alternatively, the same can be provided in form of a demand draft issued in favour of EPC CONSTRUCTIONS INDIA LIMITED IN LIQUIDATION. A scan copy of such draft shall have to be submitted through email at infaepcliq@deloitte.com and original draft shall have to be physically by courier at Deloitte India Insolvency Professionals LLP, One International Centre, Tower 3, 32nd Floor, Senapati Bapat Marg, Elphinstone Road (West), Mumbai 400013, India, as mentioned above.

The Liquidator reserves the right to cancel or modify the process and/or reject/disqualify any interested party / bid / offer at any stage of the Liquidation Process without assigning any reason and without any liability whatsoever.

Further detailed information about the process, virtual data room & process document for sale process, site visit, will be provided to the Prospective Bidders who are determined to be eligible by the Liquidator as per the aforementioned eligibility criteria and upon the submission of the Supporting Documents, as required to be submitted along with the Refundable Deposit.

The access to data room, process document, site visit etc. would be provided to Prospective Bidders as and when the Liquidator is satisfied with their eligibility. A prospective Bidder submitting proper documents and satisfying the eligibility requirements before another bidder or even before the last date for submission of the Supporting Documents may be provided access to the data room, process document, site visit, etc. as and when the Liquidator is satisfied by such person’s eligibility and other requirements. No claim would be entertained in relation to some persons having more time than the others in relation to reviewing the assets and business of the Corporate Debtor and all persons interested to be Prospective Bidders may submit proper deposit and information/documents as soon as possible.

Please visit https://epcc.co.in/en-us for further information on the Liquidation Process and an overview of the Corporate Debtor.

Note: This is not an offer document. Prospective Bidders should regularly visit website https://epcc.co.in/en-us to keep themselves updated regarding clarifications, amendments or extensions of time, if any.

Sd/-
Abhijit Guhathakurta
Liquidator of EPC Constructions India Limited
Insolvency Professional - Regn. No.: IBBI/IPA-003/IP-N000103/2017-2018/11158
E-mail: infaepcliq@deloitte.com

Date: August 10, 2021
Place: Mumbai
ANNEXURE I: FORMAT OF AFFIDAVIT UNDER 29A OF THE IB CODE

ANNEXURE II: CONFIDENTIALITY UNDERTAKING

ANNEXURE III: BOARD RESOLUTIONS

ANNEXURE IIIA: POWER OF ATTORNEY

ANNEXURE IV: DETAILS OF THE PROSPECTIVE BIDDER

All formats uploaded on the website of the Corporate Debtor - https://epcc.co.in/en-us