

**UPDATED DETAILED INVITATION FOR EXPRESSION OF INTEREST DATED DECEMBER 17, 2021 FOR  
LANCO KONDAPALLI POWER LIMITED (UNDERGOING LIQUIDATION PROCESS UNDER INSOLVENCY  
AND BANKRUPTCY CODE, 2016)**

## **I. INTRODUCTION**

Lanco Kondapalli Power Limited ("**Corporate Debtor**"/ "**Company**") having CIN U40101TG1995PLC021459 is an independent power project located at Kondapalli Industrial Development Area near Vijayawada in Andhra Pradesh, India. This combined cycle gas-based power project is being developed in three phases with total capacity of 1470 MW, however the plant is currently non-operational.

The Corporate Debtor was incorporated on August 21, 1995. It has its registered office at Plot #4, Software Units Layout, HITEC City, Madhapur, Hyderabad, Telangana 500081.

The Liquidation process ("**Liquidation**") in respect of the Corporate Debtor was commenced under the provisions of the Insolvency and Bankruptcy Code, 2016 ("**IBC**") by order of the Hon'ble National Company Law Tribunal, Hyderabad Bench ("**NCLT**") dated April 16, 2021 ("**Order**") and the same was uploaded on website on April 23, 2021 ("**Liquidation Commencement Date**"). Pursuant to the Order, Mr. Pankaj Dhanuka has been appointed as the Liquidator of the Corporate Debtor.

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 had issued public announcement dated September 21, 2021, as amended from time to time ("**Public Announcement**"). Now, pursuant to the Liquidation Regulations, the Liquidator has issued Corrigendum to the Public Announcement dated December 17, 2021 which has been published in Financial Express (All India Edition) and Andhra Prabha (All Andhra Pradesh and Telangana) and uploaded on the website of the Company accessible at [www.lancogroup.com](http://www.lancogroup.com) inviting expressions of interest from prospective bidders to participate in the electronic auction sale process as described herein.

The Liquidator hereby invites Expressions of Interest ("**EOI**") from prospective bidders ("**Prospective Bidders**"), who satisfy the eligibility criteria set out herein, for the purchase of the Corporate Debtor as a going concern, or Phase I as a going concern, and/or assets of Phase II in parcel, and/or assets of Phase III in parcel and/or assets of phase I in parcel or assets of Corporate Debtor collectively under the provisions of Chapter III of the Insolvency and Bankruptcy Code, 2016. For details of assets under the specified parcels and any exclusions or inclusions, refer to the Process Document.

The previous Detailed Invitation for Expression of Interest dated June 28, 2021, as amended from time to time, uploaded on the website accessible at [www.lancogroup.com](http://www.lancogroup.com), stands amended and updated by virtue of this Updated Detailed Invitation of Expression of Interest dated December 17, 2021. Prospective Bidders are required to take note of the same and the EOI is to be submitted in accordance with this Updated Detailed Invitation for Expression of Interest dated December 17, 2021, as amended from time to time.

It is clarified that any Bidder that has already submitted the EOI and other supporting documents as per the previous Detailed Invitation of Expression of Interest dated June 28, 2021, as amended from time to time and has been declared as Qualified Bidder in accordance with the Process Document are not required to re-submit its EOI and supporting documents, unless in their opinion any facts have changed which require any updation. By choosing to participate in the auction process, such Qualified Bidders would be deemed to have represented and warranted to the correctness of all disclosures, representations, warranties and undertakings in the various submissions, documents, etc. delivered by them to the Liquidator. However, each Qualified Bidder may however amend its EOI and supporting

documents for the purpose of amending the parcel(s) for which the EOI and supporting documents have been submitted in accordance with this Updated Detailed Invitation of Expression of Interest dated December 17, 2021.

**I. ELIGIBILITY CRITERIA FOR PROSPECTIVE BIDDERS:**

**A. Financial Strength**

**For Body Corporates/ Partnership/ Individuals:-**

1. Minimum Net Worth as mentioned in table below:-

Particulars	Sale Process Approach	Net worth
Category A	Parcel 1- Company as Going Concern	INR 100 crores
Category B	Parcel 2- Phase I as Going Concern	INR 25 Crores
	Parcel 3- Phase II Assets in Parcel	INR 25 Crores
	Parcel 4- Phase III Assets in Parcel	INR 50 Crores
	Parcel 5- Phase I Assets in Parcel	INR 25 crores
	Parcel 6- Assets of Corporate Debtor Collectively	INR 100 crores

For individual level in case of individuals, at the partnership’s level in case of a partnership, and at the body corporate’s level in case of body corporates, the minimum net worth shall be as per the Audited Financial Statements of immediately preceding financial year i.e., FY 2020-21 and in its absence, the audited financial statements for the financial year FY 2019-20 or the latest available audited financial statement during 12 months preceding date of submission of EOI.

Further, in case the body corporate does not meet the minimum net worth criteria as mentioned above, the body corporate, for the purposes of demonstrating the satisfaction of the Eligibility Criteria, may use financial strength of entities either controlling or controlled by or under common control with the Prospective Bidder. The term “Control” shall have the meaning as ascribed to it under the Companies Act, 2013.

Kindly note, in case the entities either controlling or controlled by or under common control with the Prospective Bidder is a financial Institution/ PE Funds/Asset Reconstruction Companies/NBFCs/Other Financial Investors/AIF, then the net worth for such entity may be taken or at the discretion of Prospective Bidder, the option of choosing eligibility as per the eligibility criteria for Financial Institutions/PE Funds/Asset Reconstruction Companies/NBFCs/Other Financial Investors/AIF may be exercised.

Net Worth shall be computed as aggregate value of paid-up share capital/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 capital reserves including reserves created out of revaluation of assets, write back of depreciation and amalgamation.

**For Financial Institutions/ PE Funds/ Asset Reconstruction Companies/ NBFCs/ Other Financial Investors/ AIF:**

1. Assets Under Management (AUM) as mentioned below and as per the Audited Financial Statements of immediately preceding completed financial year i.e., FY 2020-21 and in its absence, the audited financial statements for the financial year FY 2019-20 or the latest available audited financial statements during 12 months preceding date of the EOI; or
2. Committed funds available for investment/deployment in Indian companies or Indian assets as mentioned below as on March 31, 2021 certified by a Chartered Accountant or an equivalent.

Particulars	Sale Process Approach	AUM/Committed fund available for investment
Category A	Parcel 1- Company as Going Concern	INR 100 crores
Category B	Parcel 2- Phase I as Going Concern	INR 25 Crores
	Parcel 3- Phase II Assets in Parcel	INR 25 Crores
	Parcel 4- Phase III Assets in Parcel	INR 50 Crores
	Parcel 5- Phase I Assets in Parcel	INR 25 crores
	Parcel 6- Assets of Corporate Debtor Collectively	INR 100 crores

**For Consortium Bidders:**

1. In case the consortium is of body corporates and/or partnership and/or individuals, minimum weighted average net worth as mentioned below at consortium level:

Particulars	Sale Process Approach	Minimum Weighted Average Net worth
Category A	Parcel 1- Company as Going Concern	INR 100 crores
Category B	Parcel 2- Phase I as Going Concern	INR 25 Crores
	Parcel 3- Phase II Assets in Parcel	INR 25 Crores
	Parcel 4- Phase III Assets in Parcel	INR 50 Crores
	Parcel 5- Phase I Assets in Parcel	INR 25 crores
	Parcel 6- Assets of Corporate Debtor Collectively	INR 100 crores

The consortium's minimum weighted average net worth will be calculated for the relevant member's at individual level in case of individuals, at partnership level in case of partnerships and at the body corporate's level in case of body corporates in the immediately preceding completed financial year (as per the Audited Financial Statements of immediately preceding completed financial year i.e. FY 2020-21 and in its absence, the audited financial statements for the financial year FY 2019-20 or the latest available audited financial statement during 12 months preceding date of submission of EOI).

Further, in case the body corporate does not meet the minimum net worth criteria as mentioned above, the body corporate, for the purposes of demonstrating the satisfaction of the Eligibility Criteria, can use financial strength of entities either controlling or controlled by or under common control with the Prospective Bidder. The term "Control" shall have the meaning as ascribed to it under the Companies Act, 2013.

Kindly note, in case the entities either controlling or controlled by or under common control with the Prospective Bidder is a financial Institution/ PE Funds/Asset Reconstruction Companies/NBFCs/Other Financial Investors/AIF, then the net worth for such entity may be taken or at the discretion of Prospective Bidder, the option of choosing eligibility as per the eligibility criteria for Financial Institutions/PE Funds/Asset Reconstruction Companies/NBFCs/Other Financial Investors/AIF may be exercised.

Net Worth 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 capital reserves including reserves created out of revaluation of assets, write back of depreciation and amalgamation.

2. In case the consortium is of FIs/PE/NBFCs/ARC/AIF any other financial investor, the minimum weighted average AUM of at least as per the table mentioned below in the immediately preceding completed financial year; or weighted average committed funds available for investment/deployment in Indian companies or Indian assets of at least as per the table mentioned below as on March 31, 2021 certified by a Chartered Accountant or an equivalent, at the consortium level (The AUM shall be as per the Audited Financial Statements of immediately preceding completed financial year i.e. FY 2020-21 and in its absence, the audited financial statements for the financial year FY 2019-20 or the latest available audited financial statements during 12 months preceding date of the EOI)

Particulars	Sale Process Approach	Minimum Weighted Average AUM/ Committed funds
Category A	Parcel 1- Company as Going Concern	INR 100 crores
Category B	Parcel 2- Phase I as Going Concern	INR 25 Crores
	Parcel 3- Phase II Assets in Parcel	INR 25 Crores
	Parcel 4- Phase III Assets in Parcel	INR 50 Crores
	Parcel 5- Phase I Assets in Parcel	INR 25 crores
	Parcel 6- Assets of Corporate Debtor Collectively	INR 100 crores

3. In case the consortium is a combination of body corporates/partnerships/individuals and FIs/PE/NBFCs, either;

- a) The lead member of the consortium satisfies the eligibility criteria as mentioned above for body corporates/partnerships/individuals or FIs/PE/NBFCs as applicable; or
- b) Each of the individual members satisfies the weighted proportion of the eligibility criteria mentioned for body corporates/partnerships/individuals and FI/PE/NBFCs as applicable.

**Weighted Average:** [(% holding of member 1 x AUM/Net worth/Committed funds of member 1) + (% holding of member 2 x AUM/Net worth/Committed funds of member 2) + ..... member n]

**Weighted Proportion:** (% holding of member x Stipulated AUM/ Stipulated Net worth/ Stipulated Committed funds of member)

## B. Section 29A

The Prospective Bidder or any person acting jointly or in concert with her/it 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 amendments thereafter).

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

## III. SUBMISSION OF EOI:

In addition to submission of documents to satisfy the eligibility criteria, including affidavit under S. 29A of the IBC as mentioned above, the EOI shall be submitted by the Prospective Bidder in the format provided in Annexure I along with each of the documents mentioned herein. It would be mandatory for Prospective Bidders to submit the following along with the expression of interest through email at [inlancokpl@deloitte.com](mailto:inlancokpl@deloitte.com) till such date that may be advertised or at such other later date that may be advertised or intimated on the website accessible at [www.lancogroup.com](http://www.lancogroup.com). Please visit the website to keep yourself updated. For any details contact at [inlancokpl@deloitte.com](mailto:inlancokpl@deloitte.com).

The EOI should be unconditional and should be submitted along with the following:

1. an undertaking in the format set out as Annexure II, 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 III 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 IV / IVA, authorizing the Prospective Bidder/Lead Member (in case of a consortium) to participate in the sale process, submission of expression of interest along with all supporting documents, information, and contact person for all communications.
4. Relevant records in evidence of meeting the eligibility criteria under Part II (Eligibility Criteria for Prospective Bidders).
5. Other evidences to establish the credentials of the Prospective Bidders including but not limited to charter/incorporation documents, 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 V (Details of the Prospective Bidder);
6. In case, a Bidder who has already submitted the EOI and other supporting documents as per the previous Detailed Invitation of Expression of Interest dated June 28, 2021, as amended from time to time, and declared as Qualified Bidder by the Liquidator in accordance with the Process Document, wish to modify the parcel(s) for which the EOI has been submitted, such Qualified Bidder is required to submit such relevant details as specified under Annexure VI along with the appropriate Earnest Money Deposit (“EMD”) basis the modification in the parcel(s), in

accordance with the timelines specified in the Corrigendum to the Public Announcement dated December 17, 2021 or such timelines as may be amended from time to time.

7. 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.

The eligibility criteria may be amended or changed at any stage at the discretion of Liquidator. 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, information on virtual data room & Process Document for sale process and site visit, will be provided to the qualified Prospective Bidders who are determined to be eligible as per the aforementioned eligibility criteria, on submission of the documents, and EMD as required to be submitted with the expression of interest.

The access to data room, if any, Process Document, site visit etc. would be provided to Prospective Bidders as and when the Liquidator is satisfied with their EOI including eligibility. A Prospective Bidder submitting a proper EOI and satisfying the eligibility requirements before another Bidder or even before the last date for submission of the EOI may be provided access to the data room, Process Document, site visit, etc. as and when the Liquidator is satisfied by such person's EOI and eligibility 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 a proper EOI as soon as possible.

In the event a Prospective Bidder wants to bid for more than one category or for more than one option within a category, then the Prospective Bidder shall be required to satisfy the eligibility criteria as per the category / option which requires a higher eligibility criteria to be satisfied.

Note: This is not an offer document. Prospective Bidders should regularly visit website <http://www.lancogroup.com> to keep themselves updated regarding clarifications, amendments or extensions of time, if any.

**Sd/-**

**Mr. Pankaj Dhanuka,**

Liquidator of Lanco Kondapalli Power Limited

Insolvency Professional – Regn. No.: IBBI/IPA-001/IP/P-01205/2018-2019/11911

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**Date: December 17, 2021**

**Please email your responses to [inlancokpl@deloitte.com](mailto:inlancokpl@deloitte.com)**