

Ref. No.: AAL/BSE/NSE/2019

Date: 13th June, 2019

To

The Manager Listing Department The BSE Limited, Phiroze Jee Jee Bhoy Towers, Dalal Street, Mumbai – 400001 Scrip code: 520077	The Secretary, The National Stock Exchange of India Limited, “Exchange Plaza”, 5th Floor, Plot No. C/1, G-Block, Bandra – Kurla Complex, Bandra (E), Mumbai-400051 Scrip code: AMTEKAUTO
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Sub: Invitation for Submission of Binding Resolution Plan for Amtek Auto Limited

Dear Sir/Madam,

This is to inform you that Amtek Auto Limited (“AAL”) is going through the Corporate Insolvency Resolution Process under the provisions of the Insolvency and Bankruptcy Code, 2016 (“Code”), in terms of order passed by the Hon’ble National Company Law Tribunal (“NCLT”), Chandigarh Bench, with effect from 24.07.2017. Mr. Dinkar Tiruvannadapuram Venkatasubramaniam has been appointed as Resolution Professional of AAL under provisions of the Code.

In terms of the provisions, please find enclosed herewith the Invitation for Submission of Binding Resolution Plan for Amtek Auto Limited (“AAL” or “Company”), a company under the Corporate Insolvency Resolution Process pursuant to the Order dated 24.07.2017 read with Order dated 13.02.2019 passed by the Hon’ble NCLT, Chandigarh Bench, orders dated 20.05.2019 and 27.05.2019 passed by Hon’ble NCLAT, New Delhi.

You are requested to kindly take the same on record and oblige.

Thanking You,

Yours faithfully,

For Amtek Auto Limited



(Rajeev Raj Kumar)
Company Secretary & Compliance Officer

INVITATION FOR SUBMISSION OF RESOLUTION PLAN FOR AMTEK AUTO LIMITED

Corporate Office: 3 Local Shopping Centre, Pamposh Enclave, Greater Kailash – 1, New Delhi - 110048, INDIA

Registered Office: Plot No. 16, Industrial Estate, Rozka-Meo (Sohna), Distt. Mewat Haryana - 122103

1. INTRODUCTION

Amtek Auto (NSE: AMTEKAUTO, BSE: 520077) is headquartered in New Delhi and India's leading domestic integrated auto and non-auto component manufacturer with operations across Forging, Aluminum Casting, Machining & Sub-Assemblies.

SNAPSHOT OF RELEVANT INFORMATION ABOUT THE COMPANY

Name	Amtek Auto Limited
ROC Code	RoC-Delhi 030333
CIN	L27230HR1988PLC030333
Date of Incorporation	04.08.1988
Class of Company	Public
Whether Listed or not	Listed
Industry	Automobile Manufacturing
Registered Office	PLOT NO.16, INDUSTRIAL AREA, ROZKA MEO, P.O. SOHNA, GURGAON GURGAON HR 122003
Corporate Office	3 LSC, PAMPOSH ENCLAVE, GREATER KAILASH- 1, NEW DELHI- 110048
Authorized Capital	1150000000
Paid-up Capital	496511000

Corporate Insolvency Resolution Process (CIRP) was initiated with regard to Amtek Auto Limited as per the provisions of Insolvency and Bankruptcy Code (IBC) 2016, by an order of honourable National Company Law Tribunal (NCLT), Chandigarh Bench dated 24 July 2017, however pursuant to exclusion of certain time period out of original CIRP period of 270 days by the Hon'ble NCLT vide order dated 13.02.2019 which is subject to further orders of Hon'ble NCLAT.

2. Eligibility Criteria

To be eligible to submit the Resolution Plan, the Prospective Resolution Applicant (PRA) must satisfy the following Eligibility Criteria, as approved by the COC in accordance with applicable provisions of the Insolvency & Bankruptcy Code, 2016 and herein referred as "Code".

A. For Body Corporates:

- i. Minimum Net Worth (NW)* of INR 500 Cr at standalone or group Level as per immediately preceding completed accounting year; or
- ii. Minimum standalone turnover or consolidated group revenues turnover [excluding revenue from trade activities] of INR 1000 Cr for any of the preceding 3 completed accounting years.

*"Net Worth" means the aggregate value of the 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, as per the audited balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation

B. For Financial Institutions / Funds / PE investors:

- i. Minimum Asset Under Management [AUM] of INR 1500 crores as on Last Financial Reporting date or 31st March 2018 whichever is later, or funds deployed of INR 1500 Cr during last 5 years; OR
- ii. Committed funds available for investment/deployment in assets of INR 1500 Cr or more as at Last Financial Reporting date or 31st March 2018, whichever is later.

C. In case of consortium of Prospective Resolution Applicants, all the Prospective Resolution Applicants must individually qualify for the pre-determined qualification criteria.

3. Other Eligibility Criteria's.

To be eligible to submit the Resolution Plan, the PRAs must also satisfy the following eligibility criteria, as approved by the COC in accordance with applicable provisions of IBC.

- A. Prospective Resolution Applicants will not be eligible to submit the RESOLUTION PLAN if it or any person acting jointly or in concert with it is disqualified under Section 29A of the Code (as amended from time to time). In case of a Consortium, each member of the Consortium should be eligible under Section 29A of the Code.
- B. Prospective Resolution Applicants, or its connected persons as defined in Section 29A, should not have withdrawn or sought any deviation to their resolution plan in any corporate insolvency resolution process after COC approval, or avoided or delayed or defaulted in the implementation of the resolution plan approved by committee of creditors and NCLT or delayed or failed to implement any conditions as contained in the process document / note issued under any corporate insolvency resolution process (including the submission of any guarantee / security documents as envisaged under the process document / note of any corporate insolvency resolution process). Resolution plan filed by the Prospective Resolution Applicants should not have been withdrawn / rejected or applied to be withdrawn / rejected by the NCLT / COC owing to any non-compliance / default by the Prospective Resolution Applicants.
- C. Prospective Resolution Applicants or its connected persons as defined in Section 29A should not be part of, in order to avoid the obligations under its resolution plan approved by CoC and/or NCLT, any ongoing Litigations in any court of law or any past impugned Judgement / order where such Resolution Applicant has challenged the Process Document / RFRP or process thereunder issued with respect to a CIRP or sought any deviation from Resolution Plan submitted which is not acceptable to COC.

4. RESOLUTION PROCESS TIMELINE SUBJECT TO NCLAT ORDER

Particulars	Start Date	End Date	Duration
- Publish the invitation for Resolution Plan (along with the Eligibility criteria)	24-May-19	24-May-19	0
- Receiving necessary undertakings and RFRP to be shared with PRA's, subsequent to receipt of such undertakings	24-May-19	31-May-19	7
- Access to VDR subsequent to completion of the step above & Restriction of VDR access subject to due submission of required undertakings	31-May-19	28-Jun-19	28
- Site Visits	10-Jun-19	20-Jun-19	10
- Management Meetings	10-Jun-19	20-Jun-19	10
- Submission of Resolution Plan	28-Jun-19	28-Jun-19	0

5. LAST DATE OF SUBMISSION OF THE RESOLUTION PLAN

The last date for submission of Resolution Plan is 28th June 2019 up to 18:00 Hrs (“**Last Date**”).

Note: Any Resolution Plan submitted after the Last Date shall be rejected.

Provided that the Resolution Professional may extend the Last Date, with approval of the COC (at its sole discretion).

6. SUBMISSION OF NECESSARY UNDERTAKINGS AND OTHER DOCUMENTS PRIOR TO SUBMISSION OF RESOLUTION PLAN

The Resolution Plan shall submit the following documents/ information. The access to the detailed process document setting out the process for submission of resolution plans for AAL, the information memorandum and other relevant information (as defined under the IBC) pertaining to AAL shall be provided to PRA's subject to receipt and successful verification of the following documents.

- a. Profile of PRA including subsidiary (wholly-owned subsidiary and partly-owned subsidiary if any), promoter and promoter group, parent company and ultimate parent company, key managerial personnel and rationale for bidding for the Company.
- b. Copies of Certificate of Incorporation/ Registration and Constitutional Documents (MoA, AoA) or other equivalent organizational documents. Copy of PAN card, GST number or equivalent documents.
- c. Audited financial statements of the PRA for past three Financial Years.
- d. A notarized declaration from the PRA in order to demonstrate that the promoter/promoter group or any other group company are part of the same group, in case the interested party is using such entities for meeting the eligibility criteria. Please

note that the PRA shall provide all relevant documents for its promoter/promoter group or any other group company, if required to meet the eligibility criteria.

- e. A signed undertaking duly notarized, along with a non - judicial stamp paper of INR 200 in the format attached as **Annexure 'A'**.
- f. A separate / Affidavit duly notarized, along with a non - judicial stamp paper of INR 200 for the eligibility under Section 29 A in the Format attached as **Annexure 'B'**.
- g. A Confidentiality Undertaking duly notarized, along with a non - judicial stamp paper of INR 200 in the format attached as **Annexure 'C'**.
- h. In case of a Consortium, the relevant documents will need to be provided for by each member of the Consortium.
- i. The concerned documents shall be signed by the Authorized signatory of Applicant supported by evidence of authority of such Person (board resolution or power of attorney) and appropriately stamped / company seal affixed by the representative of the Applicant as per the format indicated in **Annexure D**.
- j. Any additional document/information asked by Resolution Professional or CoC must be furnished by CoC

7. IMPORTANT NOTE

- 1) RP/COC has the right to cancel or modify or withdraw the process of invitation of Resolution Plan without assigning any reason and without any liability. This is not an offer document and is issued with no commitment.
- 2) RP/COC has the right to amend this Invitation for Resolution Plan or issue further supplements to the Invitation or require additional documents from the PRAs without assigning any reason and without any liability.
- 3) Neither the PRA nor any of representatives of the PRA shall have any claims whatsoever against the Resolution Professional or its advisors or any member of the COC or any of their directors, officials, agents or employees arising out of or relating to this Invitation.
- 4) By submitting its Resolution Plan, each PRA shall be deemed to acknowledge that it has carefully read the entire Invitation for Submission of Resolution Plan and has fully informed itself as to all existing conditions and limitations. Ignorance of law/s will not be treated as any excuse.

- 5) The PRA acknowledges that the investment in the Company shall be made by the PRA on an “as in, where is” basis and the RP or the COC will not be providing any representations or warranties for the Company.
- 6) For any clarifications on the process of submission of Resolution Plan, please contact on ipresolution.amtek@in.ey.com

ANNEXURE 'A'

Undertaking

To,

Subject: Undertaking in relation to submission of the RESOLUTION PLAN for Amtek Auto Limited ("AAL" or "Company"), currently undergoing Corporate Insolvency Resolution Process ("CIRP")

Dear Sir,

In respect to the submission of **RESOLUTION PLAN**, we hereby confirm, represent, warrant and undertake that:

- (a) We have understood the eligibility and other criteria mentioned in the Invitation for submission of RESOLUTION PLAN issued by the Resolution Professional of the Company on _____
- (b) We meet the necessary threshold and criteria mentioned in the invitation for resolution plan;
- (c) We are not an ineligible/disqualified person in terms of provisions of Section 29A of the Code and other eligibility criteria as mentioned in the invitation for RESOLUTION PLAN.
- (d) If, at any time after the submission of this Resolution Plan, we become ineligible to be a resolution applicant as per the provisions of the Code (and in particular Section 29A of the Code), the fact of such ineligibility shall be forthwith brought to the attention of the Resolution Professional and the COC;
- (e) All information and records provided by us to the Resolution Professional in the documents or otherwise are correct, accurate, complete and true and no such information, data or statement provided by us is inaccurate or misleading in any manner. We shall be solely responsible for any errors or omissions therein. Based on the information submitted by us, we understand you would evaluate our eligibility in order to pre-qualify for the above-mentioned process i.e. submission of Resolution Plan.
- (f) Further, we agree and acknowledge that in case any information/record provided by us is found to be false, incorrect, inaccurate or misleading, we shall become ineligible to submit the Resolution Plan and the same shall attract penal action under the Code.

Yours Sincerely,

On behalf of [*Insert the name of the entity submitting the RESOLUTION PLAN*]

Annexure 'B'

AFFIDAVIT

I, [name of the chairman/managing director/director/authorized person of resolution applicant, authorized by the Board of the resolution applicant for giving such affidavit], son of [____], aged about [____] years, currently residing at [Address to be inserted] and having Aadhaar / Passport number [____], on behalf of [name of the resolution applicant] having registered office at [____] ("**Resolution Applicant**", a term which also includes any person acting jointly with the Resolution Applicant), do solemnly affirm and state to the committee of creditors ("**CoC**") of Amtek Auto Limited ("**Company**") and the resolution professional of the Company ("**RP**") as follows:

1. That I am duly authorized and competent to make and affirm the instant affidavit for and on behalf of the Resolution Applicant in terms of the [resolution of its board of directors/ power of attorney- to provide other necessary details of such authorization]. The said document is true, valid and genuine to the best of my knowledge, information and belief.
2. That neither the Resolution Applicant, nor any other person acting jointly or in concert with the Resolution Applicant, nor any 'connected person' (as defined under Section 29A of the Insolvency and Bankruptcy Code, 2016, as amended from time to time ("**Code**")) and nor any other person covered under Section 29A of the Code:
 - (a) is an undischarged insolvent;
 - (b) is a willful defaulter in accordance with the guidelines of the Reserve Bank of India issued under the Banking Regulation Act, 1949;
 - (c) is at the time of submission of the submission of this resolution plan a person who, (i) has an account which has been classified as non-performing asset in accordance with the 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, or (ii) controls or manages or is the promoter of a corporate debtor whose account has been, classified as non-performing asset in accordance with the 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; and such classification has continued for a period of one year or more from the date of such classification till the date of commencement of the corporate insolvency resolution process of the Company and all such overdue amounts along with interest, costs and charges thereon have not been fully repaid at the time of submission of resolution plan;¹
 - (d) has been convicted for any offence punishable with imprisonment –
 - (i) for two years or more under any statute specified under the Twelfth Schedule of the Code and two years have not passed from the date of release from such imprisonment; or

¹ If the resolution applicant is a financial entity and is not a related party of the corporate debtor, taking into consideration the Explanation I to Section 29A(c) of the Code, such person may delete this provision.

- (ii) for seven years or more under any law for the time being in force and two years have not passed from the date of release from such imprisonment;
 - (e) is disqualified to act as a director under the Companies Act, 2013;
 - (f) is prohibited by the Securities and Exchange Board of India from trading in securities or accessing the securities markets;
 - (g) has been a promoter or in the management of or control of a corporate debtor in which any preferential transaction or undervalued transaction or extortionate credit transaction or fraudulent transaction has taken place and in respect of which an order has been made by the Hon'ble National Company Law Tribunal (or its appellate tribunal / court) under the Code (other than a preferential transaction, undervalued transaction, extortionate credit transaction or fraudulent transaction which has taken place without any contribution by the Resolution Applicant in an entity acquired by the Resolution Applicant, prior to such acquisition by way of a resolution plan approved under the Code or pursuant to a scheme or plan approved by a financial sector regulator or court);
 - (h) has 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 the Code and such guarantee has been invoked by the creditor and remains unpaid in full or in part; and
 - (i) is subject to any disability, corresponding to the aforesaid conditions under any law in a jurisdiction outside India.
 - (j) has a connected person not eligible under clauses (a) to (i), where 'connected person' means
 - (i) any person who is the promoter or in the management or control of the Resolution Applicant; or
 - (ii) any person who shall be the promoter or in management or control of the business of the Corporate Debtor during the implementation of the resolution plan; or
 - (iii) the holding company, subsidiary company, associate company or related party of a person referred to in clauses (i) and (ii).
3. That the Resolution Applicant unconditionally and irrevocably agrees and undertakes that it shall make full disclosure in respect of itself and all its connected persons as may be sought by the Resolution Professional and/or CoC.
4. That neither the Resolution Applicant, nor any other person acting jointly or in concert with the Resolution Applicant, nor any 'connected person' (as defined under Section 29A of the Code) has:
- (a) withdrawn or sought any deviation to its resolution plan in any corporate insolvency resolution process, or avoided or delayed or defaulted in the

implementation of the resolution plan approved by the committee of creditors / Adjudicating Authority; or delayed or failed to implement any conditions as contained in the process document / note issued under any corporate insolvency resolution process (including the submission of any guarantee / security documents as envisaged under the process document / note of any corporate insolvency resolution process);

- (b) had any resolution plan filed by it withdrawn / rejected or applied to be withdrawn / rejected from the Adjudicating Authority / committee of creditors owing to any non-compliance / default by it;
 - (c) failed to implement its resolution plan approved by committee of creditors / Adjudicating Authority in accordance with its terms; or
 - (d) in order to avoid the obligations under its resolution plan approved by committee of creditors / Adjudicating Authority, challenged the process document / note or process thereunder issued by a resolution professional / committee of creditors with respect to a corporate insolvency resolution process, in any court of law or sought any deviation from the resolution plan submitted by it which is not acceptable to the committee of creditors of the relevant matter.
5. That the Resolution Applicant unconditionally and irrevocably represents, warrants and confirms that it is eligible under the terms and provisions of the Code (read with the relevant regulations framed there under) to submit a resolution plan and it shall provide all documents, representations and information as may be required by the RP or the CoC to substantiate that the Resolution Applicant is eligible under the Code and the rules and regulations thereunder to submit a resolution plan in respect of the Company.
 6. That the Resolution Applicant unconditionally and irrevocably undertakes that it shall provide all data, documents and information as may be required to verify the statements made under this affidavit.
 7. That the Resolution Applicant understands that the RP and the CoC may evaluate the resolution plan to be submitted by the Resolution Applicant or any other person acting jointly with it and such evaluation shall be on the basis of the confirmations, representations and warranties provided by the Resolution Applicant under this affidavit.
 8. That the Resolution Applicant agrees that each member of the CoC and the RP are entitled to rely on the statements and affirmations made in this affidavit for the purposes of determining the eligibility and assessing, agreeing and approving the resolution plan submitted by the Resolution Applicant.
 9. That in the event any of the statements contained herein are found to be untrue or incorrect, then the Resolution Applicant unconditionally agrees to indemnify and hold harmless the RP and each member of the CoC against any losses, claims or damages incurred by the RP and / or the members of the CoC on account of such ineligibility of the Resolution Applicant.
 10. That the Resolution Applicant agrees and undertakes to disclose/inform forthwith, to the RP and the members of the CoC, if the Resolution Applicant becomes aware of any change

in factual information in relation to it or its connected person (as defined under the Code) which would make it ineligible under any of the provisions of Section 29A of the Code at any stage of the corporate insolvency resolution process of the Company, after the submission of this affidavit.

11. That if, at any time after the submission of this affidavit and before the approval of the Resolution Applicant's resolution plan by the Hon'ble National Company Law Tribunal under the Code, the Resolution Applicant becomes ineligible to be a resolution applicant as per the provisions of the Code (and in particular Section 29A of the Code), the fact of such ineligibility shall be forthwith brought to the attention of the RP and the CoC.
12. That this affidavit shall be governed in accordance with the laws of India and the NCLT New Delhi / Courts of New Delhi shall have the exclusive jurisdiction over any dispute arising under this affidavit.

SOLEMNLY AFFIRMED AT _____

ON THIS THE [_____] DAY OF [_____] 2018

DEPONENT

Before me,
Notary/ Oath Commissioner

VERIFICATION:

I, *[name of the chairman/managing director/director/authorized person of resolution applicant, authorised by the Board of the resolution applicant company (in case of a company) for giving such affidavit]*, the deponent above named, on behalf of *[name of the resolution applicant]*, having registered office at [_____] , do hereby verify and state that the contents of the above affidavit are true to the best of my knowledge and nothing material has been concealed therein.

Verified at [_____] , on this the [_____] day of [_____] 2018.

DEPONENT

ANNEXURE 'C'

CONFIDENTIALITY UNDERTAKING

THIS CONFIDENTIALITY UNDERTAKING ("Undertaking") is made on this ____ day of

And

_____, a company incorporated in _____ and having its registered office at _____ (the "**Recipient/Resolution Applicant**", which expression shall, unless excluded by or repugnant to the context or meaning thereof, include its successors, transferees and permitted assigns) of the **SECOND PART**.

(the Disclosing Party/RP and the Recipient/Resolution Applicant hereinafter also referred to individually as a "**Party**" and collectively as the "**Parties**")

WHEREAS:

- A. The Resolution Applicant proposes to submit a resolution plan in respect of the Company ("**Resolution Plan**") to the RP, in accordance with the Code. For the purpose of such preparation, submission and negotiation of the Resolution Plan ("**Purpose**"), the RP may provide the Resolution Applicant with access to relevant information in that respect, provided that the Resolution Applicant provides a confidentiality undertaking to the RP with respect to such information provided.
- B. In view of the above, the RP will be sharing the relevant information, comprising/ containing certain Confidential Information (*as defined in Clause 1 below*) with the Resolution Applicant and accordingly the Resolution Applicant has executed the present Undertaking to remain bound by the terms and conditions hereinafter set forth governing, *inter-alia*, the disclosure, use and protection of such Confidential Information.

NOW THEREFORE THIS UNDERTAKING WITNESSETH that for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Resolution Applicant agrees as follows:

1. "**Confidential Information**" shall mean all information, whether in written, oral, pictorial, electronic, visual or other form, including information in the virtual data room ("**VDR**"), relating, in any manner whatsoever, to the Company or to any group entity (including any holding, subsidiary, associate, joint venture or related entity) of the Company or in relation to the resolution plan process. Without prejudice to the generality of the foregoing, Confidential Information includes, without limitation:
 - (i) any information which relates to the business, sales and marketing, operations, pricing arrangements, suppliers, customers, network, finance, technology, corporate, organization, management, strategic initiatives and plans, policies and reports, financial position of the Company;
 - (ii) any drawing, calculation, specification, instruction, diagram, catalogue, manual, data, templates, models, prototypes, samples, presentations, proposals, quotations, computer