OrchidPharma

(Formerly known as Orchid Chemicals & Pharmaceuticals Limited)
Corp. Off.: **Orchid Pharma Ltd.**, 'Orchid Towers' 313, Valluvarkottam High Road, Nungambakkam, Chennai - 600 034. India.
CIN: L24222TN1992PLC022994

(Under Corporate Insolvency Resolution Process)

February 14, 2018

National Stock Exchange of India Ltd
Listing Department
Exchange Plaza, 5th Floor, Plot No: C/1
G - Block, Bandra - Kurla Complex
Bandra (East), Mumbai – 400051

Sub: Evaluation Matrix for Resolution Applicants- Under Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) (Amendment) Regulations, 2018

Dear Sir/Madam

We refer to our earlier communications wherein we had informed that Orchid Pharma Limited ("the Company") is under the Corporate Insolvency Resolution Process (CIRP) vide the Order issued by Hon'ble National Company Law Tribunal, Chennai, effective from August 17, 2017.

Further, we hereby enclose a copy of the Evaluation Matrix for Resolution Applicants (as approved by the Committee of Creditors) issued in accordance with the Regulation 36 A(2) of IBBI notification No. IBBI/2017-18/GN/REG024 dated February 06, 2018 by Shri. Sripatham Venkatasubramanian Ram kumar (IP Registration no. IBBI/IPA-001/IP-P00015/2016-17/10039), the Resolution Professional (RP) of the Company.

The Evaluation Matrix for Resolution Applicants can be viewed by accessing the following link: http://www.orchidpharma.com/downloads-cirp.aspx .

Kindly take the above on your records.

Thanking you,

Yours faithfully,

L Chandrasekar
Executive V P – Finance & Secretary

CC: Mr. Sripatham Venkatasubramainan Ramkumar
(IP Registration no. IBBI/IPA-001/IP-P00015/2016-17/10039)
Resolution Professional
Orchid Pharma Limited

NOTICE

To Whomsoever It May Concern

Orchid Pharma Ltd

Under Corporate Insolvency Resolution Process

NCLT Chennai CP/540(IB)/CB/2017

EVALUATION MATRIX FOR RESOLUTION APPLICANTS

In continuation to "Form G – Invitations for Resolution Plans" uploaded on Feb 09, 2018, the Resolution Professional hereby uploads the Evaluation Matrix, as approved by Committee of Creditors, in accordance with Regulation 36A(2) of IBBI notification No. IBBI/2017-18/GN/REG024 dated Feb 06, 2018, on the Company's website for all prospective Resolution Applicants.

The prospective Resolution Applicants are requested to contact the Resolution Professional v de email - ip.orchid@in.ey.com for obtaining a copy of Non-Disclosure Agreement (NDA). A Process Memorandum, Information Memorandum and other documents shall be shared with the prospective Resolution Applicants once the signed NDA is in place.

This Evaluation Criteria is applicable for all prospective Resolution Applicants who have submitted non-binding investment offers and other prospective Resolution Applicants, who fulfil the Eligibility Criteria.

Mr. Ramkumar Sripatham Venkatsubramanian,
Resolution Professional

"Orchid Towers", 313, Valluvar Kottam High Road,
Nungambakkam, Chennai, TN - 600034, India
Email id: ip.orchid@in.ey.com

ORCHID PHARMA LTD. 'Orchid Towers' 313, Valluvar Kottam High Road Nungambakkam Chennai - 600 034 TAMIL NADU, INDIA

EVALUATION MATRIX

	Parameter	Score Matrix		Weightage	Max Score
1	**Upfront cash payment as part of resolution plan** Resolution Plan involving upfront cash payment shall specify the sources of funds, with evidence to the satisfaction of RP/CoC - To be paid within 30 days from NCLT approval of the resolution plan. **Two additional bonus points (without weightage) shall be awarded for every 1% increase in Upfront Cash over and above 35% of resolution Debt.**	>= 35% of the resolution debt amount >= 30% <35% of the Resolution Debt Amount >= 25% <30% of the Resolution Debt Amount >= 20% <25% of the Resolution Debt Amount >= 15% <20% of the Resolution Debt Amount >= 10% <15% of the Resolution Debt Amount >= 5% <10% of the Resolution Debt Amount > = 1% < 5% of the Resolution Debt Amount < 1% of Resolution debt amount	10 8 6 5 4 3 2 1 0	400%	40
2	**Cash on deferred payment basis/Assumed Term liability on Company :** **NPV to be arrived at tiered discount rate corresponding to the various tenors (Maximum tenor of 10 years)** **Period** **Rate of discount** 1m- 1 year 5% >1- 3 years 8% >3- 5 years 10% > 5 years 15% **One Additional bonus point(without weightage) shall be awarded for every 2% increase in NPV >25 %.**	>= 25% of the Resolution Debt Amount >= 20% <25% of the Resolution Debt Amount >= 15% <20% of the Resolution Debt Amount >= 10% <15% of the Resolution Debt Amount >= 5 % < 10% of the Resolution Debt Amount >= 3 % <5% of the Resolution Debt Amount < 3% of Resolution debt amount	10 8 6 4 3 2 0	200%	20

	Parameter	Score Matrix		Weightage	Max Score
3	**Equity in the company, post money to financial creditors** **(As a percentage of the total paid up equity of the company)**	Expected allotment of equity (post money) as under: >=20% <= 24% of equity stake in the company >=15% <20% of equity stake in the company >=10% <15% of equity stake in the company >= 5% <10% of equity stake in the company >= 1% < 5% of equity stake in the company <1% of equity stake in the company	 10 8 6 4 2 0	50%	5
4	**Fresh Equity Infusion for improving operations, only if the lenders are continuing.** Period & Weightage < 6 months - 100% weightage, > = 6 < 12 months - 50% weightage > =12 months - 0% weightage	>= 15% of the Resolution Debt Amount >=10% <15% of the Resolution Debt Amount >= 5% <10% of the Resolution Debt Amount >= 1% <5% of the Resolution Debt Amount No infusion	10 8 4 2 0	100%	10
5	**Reasonableness of Financial Projections i.e, Sales, EBITDA etc. for minimum three years period.** **Certainity/Likelihood/Feasibility/Eventuality of honouring proposed commitments etc.**	Range: 0-10 (Based on the information available with RBI/CIBIL/CRILC etc.)		50%	5
6	**Ability to turnaround distressed companies -Managerial competence and technical abilities, key managerial personnel, track record in implementing turnaround of stressed assets etc.**	Range: 0-10		100%	10
7	**Standing of Bidder/group in sector/external rating/adherence to financial discipline/Financial strength/ record of regulatory compliance/whether NPA, including group companies <12 months etc.**	Range: 0-10 (Based on the track record of the Bidder) If NPA, including group companies <12 months, will fetch a score of "0"		100%	10

Note:

- Resolution Debt for the evaluation purpose shall mean the total admitted claims in the Company as on Form G upload date (i.e. 09 Feb, 2018) which is INR 3,443 Cr (may undergo change based on admission/rejection of claims)
- All period mentioned in the evaluation matrix are from the NCLT approval date for the Resolution Plan.