

**INVITATION FOR EXPRESSION OF INTEREST**

**(EOI)**

**14.07.2024**

***IN THE MATTER OF JATALIA GLOBAL VENTURES LIMITED***

**Last date of submission of EOI: 29.07.2024**

Invitation for Expression of Interest to submit Resolution Plan(s) pursuant to Regulation 36A of Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Person) Regulations, 2016.

***Issued by:***

**Mohd Nazim Khan**

**Resolution Professional**

**Jatalia Global Ventures Limited (Under CIRP)**

**IBBI Reg No.: IBBI/IPA-002/IP-N00076/2017-18/10207**

**AFA Valid Upto 15.10.2024**

**Address: MNK House, 9A/9-10, Basement, East Patel Nagar,**

**New Delhi-110008**

**E-Mail ID: [nazim@mnkassociates.com](mailto:nazim@mnkassociates.com); [cirp.jataliaventures@outlook.com](mailto:cirp.jataliaventures@outlook.com)**

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## INVITATION OF EXPRESSION OF INTEREST (EOI)

FOR

**JATALIA GLOBAL VENTURES LIMITED**

**Last date of submission of EOI: 01.07.2024**

### BACKGROUND OF THE CORPORATE DEBTOR

- ❖ JATALIA GLOBAL VENTURES LIMITED i.e., Corporate Debtor is a Listed Public Company incorporated on 03<sup>rd</sup> September, 1987 in the name of **JATALIA GLOBAL VENTURES LIMITED** (hereinafter referred to as “Corporate Debtor”) in accordance the provisions of the Companies Act, 1956 and is registered at ROC - Delhi. It is classified as Non-Government Company. The Company was involved in buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading, dealing in any manner whatsoever in any commodities, substances, articles, merchandise, goods and things.
- ❖ The Corporate Debtor is listed on Bombay Stock Exchange (BSE) of India having **Scrip Code** as **519319** and **ISIN No.** on NSDL and CDSL as **INE847M01011**.
- ❖ Registrar and share transfer agent (RTA) of the Corporate debtor is RCMC Share Registry Pvt. Ltd. having registered office at B-25/1, First Floor, Okhla Industrial Area, Phase –2 New Delhi –110020.
- ❖ The Corporate Debtor is having its registered office at 500, 5<sup>th</sup> Floor, ITL Twin Tower, Netaji Subhash Place, Pitampura, North Delhi, Delhi, India, 110034
- ❖ JATALIA GLOBAL VENTURES LIMITED was placed into Insolvency Resolution Process (CIRP) by Hon’ble National Company Law Tribunal, New Delhi Bench, Vide Order dated 07.03.2024 in CP (IB) No. 263/ND/2023 under Section 7 of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as “I B Code, 2016”).
- ❖ Tanveer Ilahi having IP Registration No. IBBI/IPA-001/IP-P-02553/2021-2022/13874 was appointed as Interim Resolution Professional (IRP) by the National Company Law Tribunal, New Delhi Bench-II (Hon’ble NCLT) vide its order dated 07.03.2024 in CP (IB) No. 263/ND/2023 in Corporate Insolvency Resolution Process of Jatalia Global Ventures Limited. Then the members of Committee of Creditors, at its first meeting held on 02.05.2024 has confirmed the appointment of **Mohd Nazim Khan**, an Insolvency Professional having Registration No. **IBBI/IPA-002/IP-N00076/2017-18/10207** as Resolution Professional (RP) of the Corporate Debtor with 100% Voting Rights. Thereafter, Hon’ble NCLT has also approved

the appointment of Mohd Nazim Khan as Resolution Professional in Jatalia Global Ventures Limited (Under CIRP) on **04.06.2024**.

**FINANCIAL PARAMETERS:**

<b>LIABILITIES</b>	<b>As at 07.03.2024 Provisional</b>	<b>As at 31.03.2023 Audited</b>	<b>As at 31.03.2022 Audited</b>
<b>Shareholders' Funds:</b>			
(a) Equity Share Capital	15,12,56,530	15,12,56,530	15,12,56,530
(b) Other Equity	(17,17,26,559)	(16,97,53,155)	216,57,594
<b>Non-current Liabilities:</b>			
(a) Financial Liabilities			
i) Borrowings	-	-	-
ii) Trade Payables			-
iii) Other Financial Liabilities (Other than those specified in item (b), to be specified)	- - -	- - -	- - -
(b) Provisions	-		
(c) Deferred Tax Liabilities (Net)			
(d) Other Non-Current Liabilities			
<b>Current Liabilities:</b>			
(a) Financial Liabilities			
i) Borrowings	1,97,90,974	2,25,49,860	6,79,45,400
ii) Trade Payables	1,80,10,300	2,11,30,917	2,08,95,043
iii) Other Financial Liabilities (Other than those specified in item (c))	75,000 - -	1,05,000 - -	99,907 - -
(b) Other current Liabilities	31,100	-	24,200
(c) Provisions			
(d) Current Tax Liabilities (Net)	88,37,261	89,25,413	89,25,413
<b>TOTAL</b>	<b>2,62,74,607</b>	<b>3,42,14,566</b>	<b>27,08,04,087</b>

ASEETS	As on 07.03.2024 Provisional	As on 31.03.2023 Audited	As on 31.03.2022 Audited
<b>Non-current Assets:</b>			
(a) Property, Plant and Equipment	-	-	3,13,602
(b) Capital work in progress	-	-	-
(c) Investment property	-	-	-
(d) Goodwill	-	-	-
(e) Other Intangible Assets	-	-	-
(f) Intangible Assets under development	-	-	-
(g) Biological Assets other than bearer Plants	-	-	-
(h) Financial Assets			
i) Investments	16,37,270	16,46,941	57,18,941
ii) Trade Receivables	-	-	-
iii) Loans	-	-	-
iv) Others (to be specified)	-	1,00,000	1,00,000
(i) Deferred Tax Assets	-	-	11,06,631
(j) Other Non- current assets	-	-	-
<b>Current Assets:</b>			
(a) Inventories	-	-	4,63,180
(b) Financial Assets			
i) Investments	-	-	-
ii) Trade Receivables	1,27,83,904	1,95,94,434	4,83,73,306
iii) Cash and Bank equivalents	10,712	12,773	1,35,683
iv) Bank Balance other than (iii) above	-	-	46,00,000
v) Loans & Deposit	51,40,000	21,84,047	2,89,83,876
vi) Others (to be specified)	-	2,97,851	10,12,701
vii) Trade advances	-	36,75,860	17,32,64,257
(c) Current tax assets (Net)	67,02,721	67,02,661	67,32,008
(d) Other Current Assets	-	-	-
<b>TOTAL</b>	<b>2,62,74,607</b>	<b>3,42,14,566</b>	<b>27,08,04,085</b>

Particulars	As on 07.03.2024 Provisional	As on 31.03.2023 Audited	As on 31.03.2022 Audited
<b>Total Revenue</b>	6,28,206	21,71,445	4,38,936
<b>Total Expenses</b>	26,01,607	19,24,75,563	8,80,93,016
<b>Profit Before Tax</b>	(19,73,402)	(19,03,04,118)	(8,76,54,080)
<b>Profit After Tax</b>	(19,73,402)	(19,14,10,749)	(889,52,973)

## TRANSACTION PROCESS

The transaction process has been outlined below:

- a) Invitation for Expression of Interest (“Eoi”);
- b) Confidentiality Undertaking by the Resolution Applicants (RAs) along with the supporting documents annexed to the Eoi;
- c) On receipt of declaration of eligibility from the RA and receipt of the executed confidentiality undertaking, the RA will be provided with:
  - i) The Information Memorandum prepared as per provisions of the Insolvency and Bankruptcy Code (“IBC”), 2016.
  - ii) Access to the data-room either virtually or physically to be provided for due diligence.
  - iii) Request for Resolution Plan (‘RFRP’) outlining the next steps along with the evaluation criteria.

## ELIGIBILITY CRITERIA & EVALUATION CRITERIA

Pursuant to provisions of Section 25(2)(h), the resolution professional shall invite prospective resolution applicants, who fulfils such criteria as may be laid down by him with the approval of committee of creditors, having regard to the complexity and scale of operations of the business of the corporate debtor and such other conditions as may be approved by Committee of Creditors, to submit a resolution plan.

The Minimum Eligibility Criteria for applicants to submit Resolution Plan(s) In the Corporate Insolvency Resolution Process of **Jatalia Global Ventures Limited** are mentioned below or such other criteria as approved by COC:

1. Minimum Net worth of **INR 10,00,00,000/- (Ten Crore Rupees)** as per the latest Audited Financial Statements for the FY 2022-23 or thereafter if any;
2. In case of Assets Reconstruction Company, Minimum Assets Under Management of **INR 100,00,00,000/- (One Hundred Crore Rupees)** as per the latest Audited Financial Statements for the FY 2022-23 or thereafter, if any;
3. If any company including Group Company is having their account as NPA in less than 12 months, the said company including Group Company will be ineligible to submit the Resolution Plan.
4. There is no default on the part of the Applicant in filing the latest Audited Financial statements and /or the income tax return and /or GST Returns (if applicable) for the

FY 2022-2023 or thereafter.

5. The Resolution Applicant shall submit Earnest Money through Demand Draft/ Bankers Cheque/ NEFT/ RTGS of **INR 10,00,000 (Ten Lakh Rupees)** as Interest Free Refundable Deposit along with Expression of Interest for submission of Resolution Plan of the Corporate Debtor.
6. After release of the final list of the prospective Resolution Applicant(s), the prospective Resolution Applicant shall submit the Resolution Plan along with the Bid Amount of **INR 25,00,000/- (Twenty-Five Lakh Rupees)**, which shall be interest free and refundable upon declaration of the successful Resolution Applicant. The Bid Amount shall be payable by way of Demand Draft in favour of "Jatalia Global Ventures Limited" payable at New Delhi.
7. The Successful Resolution Applicant(s) shall provide the Performance Guarantee (PG) through NEFT/RTGS/Demand Draft of **INR 30,00,000/- (Thirty Lakh Rupees) or 10% of the Resolution Plan value, whichever is higher** as Interest Free Deposit or by means of Bank Guarantee (BG) issued by any scheduled bank in favour of "Jatalia Global Ventures Limited" within 7 working days of approval of Resolution Plan by the COC. Validity of this BG shall be at least 270 days, renewable from time to time till the date of implementation of Resolution Plan.
8. The Resolution Professional will verify the net worth of the applicant and may ask for relevant documents for such verification and such documents may include audited financial statements, net worth certificate from a Chartered Accountant, copies of income tax returns, other documents relating to net worth of the applicant as he deem necessary.
9. Shortlisted applicants fulfilling the eligibility criteria shall be provided access to information Memorandum/ Relevant Information on signing an Undertaking to Maintain Confidentiality. Draft "Undertaking to Maintain Confidentiality "and is a part of the Process Memorandum/ RFRP.
10. Prospective Resolution Applicant should qualify the eligibility criteria, verifiable from the last audited financial statements.
11. Prior to access being granted to the relevant information, the shortlisted prospective RAs will also be required to submit a declaration to confirm their eligibility' to submit a resolution plan under Section 29A of the IBC.
12. All prospective RAs who are desirous of submitting a resolution plan in respect of the Corporate Debtor must read, understand and comply with all requirements under the IBC, the CIRP Regulations and any other applicable law that are in force now or which may come into force subsequently, in relation to the resolution plan and all matters incidental thereto.
13. Once the Resolution Plan is approved in favour of the successful Resolution

Applicant, the EMD and BID amount shall be refunded upon receipt of the amount of 30,00,000/- (Thirty Lakh Rupees) or 10% of the Resolution Plan value, whichever is higher or the EMD and BID amount may be adjusted from the amount INR 30,00,000/-(Thirty Lakh Rupees) or 10% of the Resolution Plan value, whichever is higher.

#### **SUBMISSION OF EXPRESSION OF INTEREST**

- a) Submission of Expression of Interest (Eol)
- b) Submission of Confidential Undertaking under Section 29 of I B Code, 2016
- c) Submission of Declaration of Eligibility under Section 29A of I B Code, 2016
- d) Submission of Audited Financial Statement & other documents
- e) Eol should be submitted by hand or post in a sealed envelope and by email at the communication address below:

**Mohd Nazim Khan**

**Resolution Professional**

**For Jatalia Global Ventures Limited (Under CIRP)**

**IBBI Reg No.: IBBI/IPA-002/IP-N00076/2017-18/10207**

**AFA Valid Upto 15.10.2024**

**Address: MNK House, 9A/9-10, Basement, East Patel Nagar,**

**New Delhi-110008**

**E-Mail ID: [nazim@mnkassociates.com](mailto:nazim@mnkassociates.com); [cirp.jataliaventures@outlook.com](mailto:cirp.jataliaventures@outlook.com)**

**M No.: +91- 9818156340**



**ANNEXURE I**

[On the Letterhead of the Entity Submitting the Expressions of Interest Eoi]

Date: \_\_\_\_\_

**FORMAT FOR EXPRESSION OF INTEREST FOR SUBMISSION OF RESOLUTION PLAN FOR JATALIA GLOBAL VENTURES LIMITED (UNDER CIRP) AND REQUEST FOR INFORMATION MEMORANDUM**

To,

**Mohd Nazim Khan**  
**Resolution Professional**  
**Jatalia Global Ventures Limited (Under CIRP)**  
**IBBI Reg No.: IBBI/IPA-002/IP-N00076/2017-18/10207**  
**AFA Valid Upto 15.10.2024**  
**Address: MNK House, 9A/9-10, Basement, East Patel Nagar,**  
**New Delhi-110008**  
**E-Mail ID: [nazim@mnkassociates.com](mailto:nazim@mnkassociates.com); [cirp.jataliaventures@outlook.com](mailto:cirp.jataliaventures@outlook.com)**  
**M No.: +91- 9818156340**

**SUBJECT: EXPRESSION OF INTEREST (“EOI”) FOR SUBMITTING RESOLUTION PLAN FOR JATALIA GLOBAL VENTURES LIMITED (“CORPORATE DEBTOR”) UNDERGOING CORPORATE INSOLVENCY RESOLUTION PROCESS (CIRP)**

Dear Sir,

In response to your public advertisement and / or posting on the website for request for Resolution Plan (RFRP) document, we are desirous of participation in the resolution process.

We declare that we are ‘fit and proper’ person not under any legal disability to be promoter under Section 29A of the Insolvency & Bankruptcy Code, 2016 and other applicable laws including Insolvency & Bankruptcy Code its Rules & Regulations, Companies Act and SEBI Act, Regulations and Guidelines, etc.

The details of resolution applicant who is submitting this EOI is enclosed in the prescribed form as Annexure A. We certify that the information furnished in this EOI is true, correct and accurate to the best of our knowledge.

A non-disclosure undertaking in the prescribed form by the EOI applicant, duly signed and stamped, is enclosed as Annexure IV.

We understand that Mohd Nazim Khan, Resolution Professional and the Committee of Creditors (“COC”) reserve their right to decide whether or not to pre-qualify our proposal without disclosing the reason whatsoever and that Resolution Plan submitted for Jatalia Global Ventures Limited shall be subject to approval by the members of COC and the NCLT, in terms of the provisions of the Insolvency and Bankruptcy Code, 2016.

Yours Sincerely,

On behalf of [Insert the name of the entity submitting the EoI]

Signature: \_\_\_\_\_

Name of Signatory:

Designation:

Company Seal/Stamp

1. In case of Consortium Applicant, the EOI shall be signed by each member.
2. The person signing the EOI and other supporting documents should be an authorized signatory supported by necessary board resolutions/authorization letter.

**ANNEXURE II**

**SUPPORTING DOCUMENTS TO BE ATTACHED WITH EOI**

- 1) For all RAs - Profile of RA;
- 2) For all RAs - Copies of Certificate of Incorporation/Registration and Constitutional Documents (Memorandum of Association, Articles of Association);
- 3) For all RAs - Audited financial statements for immediately preceding 3 (three) years of the RA and/or its promoter/promoter group or any other group company as per eligibility criteria;
- 4) For all RAs - Relevant statement of funds availability of the RA and/or promoter/promoter group or any other group company, as per the eligibility criteria;
- 5) Certificate from Statutory Auditor or Chartered Accountant or Company Secretary or equivalent in the jurisdiction of incorporation of the Company certifying as at end of last audited financial statements:

**Net worth of at least INR 10,00,00,000/- (Ten Crore Rupees)**

- 6) For all RAs – A notarized declaration from the RA 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 RA shall provide all relevant documents for its promoter/promoter group or any other group company, if require to meet the eligibility criteria.

### ANNEXURE III

[Note: In case of consortium, the details set out below are to be provided for each of the members]

1. Name and Address:
  - a. Name of the Firm/Company/Organization:
  - b. Address:
  - c. Telephone No:
  - d. Fax:
  - e. Email:
  
2. Date of Establishment:
  
3. Core Area of Expertise:
  
4. Contact Person:
  - a. Name:
  - b. Designation:
  - c. Telephone No:
  - d. Email:
  
5. Company/FI Profile:
  - a. Company Financial Profile (Consolidated/Standalone as applicable):

[Note: The Company profile should necessarily include tangible net worth and revenue numbers of the preceding three years. Where the entity submitting the EOI is a financial investor/fund entity, please provide details pertaining to “assets under management” and/or “committed funds” for the preceding three years or the committed funds available as on March 31, 2021 or thereafter for investment. Further the fulfilment of eligibility criteria must be clearly identified/certified herein.]
  - b. Experience of the Company in the relevant sector.
  - c. History if any, of the Company or affiliates of the Company being declared a ‘wilful defaulter’, ‘non-cooperative borrower’, ‘non-impaired asset’ or ‘non-performing asset’.

**ANNEXURE IV**

**UNDERTAKING TO MAINTAIN CONFIDENTIALITY**

[To be notarized on stamp paper]

To,

**Mohd Nazim Khan**

**Resolution Professional**

**Jatalia Global Ventures Limited (Under CIRP)**

**IBBI Reg No.: IBBI/IPA-002/IP-N00076/2017-18/10207**

**AFA Valid Upto 15.10.2024**

**Address: MNK House, 9A/9-10, Basement, East Patel Nagar,**

**New Delhi-110008**

**E-Mail ID: nazim@mnkassociates.com; cirp.jataliaventures@outlook.com**

**M No.: +91- 9818156340**

**SUBJECT: UNDERTAKING UNDER SECTION 29 OF THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (“IBC”) AND REGULATION 36(4) OF THE INSOLVENCY AND BANKRUPTCY BOARD OF INDIA (INSOLVENCY RESOLUTION PROCESS FOR CORPORATE PERSONS) REGULATIONS, 2016 (“CIRP REGULATIONS”) TO MAINTAIN CONFIDENTIALITY**

I/We understand that:

1. On March 07<sup>th</sup>, 2024, the New Delhi Bench of the Hon’ble National Company Law Tribunal (“Hon’ble NCLT”) has directed commencement of Corporate Insolvency Resolution Process (“CIRP”) of Jatalia Global Ventures Limited under the Insolvency and Bankruptcy Code 2016 (“IBC”). Tanveer Ilahi having IP Registration No. IBBI/IPA-001/IP-P-02553/2021-2022/13874 was appointed as Interim Resolution Professional(IRP).
2. The Committee of Creditors, at its first meeting held on **02.05.2024** has confirmed the appointment of **Mohd Nazim Khan** an Insolvency Professional having Registration No. IBBI/IPA-002/IP-N00076/2017-18/10207 as **Resolution Professional (RP)** of the Corporate Debtor with 100% Voting Rights. Further, Hon’ble NCLT has also approved the appointment of Mohd Nazim Khan as RP on 04.06.2024.
3. On passing of the order dated March 07<sup>th</sup>, 2024 by the Hon’ble NCLT, the Board of Directors of Jatalia Global Ventures Limited was suspended and the powers of its Board of Directors now rest in the hands of Resolution Professional.

4. It is the duty of the RP under the IBC to prepare an Information Memorandum (“**IM**”) of the Corporate Debtor. In this case, RP has prepared IM of Jatalia Global Ventures Limited, and invite the prospective resolution applicants to submit resolution plan(s).

I/We hereby declare and undertake as under:

1. Pursuant to the invitation by the Jatalia Global Ventures Limited to prospective resolution applicants to submit resolution plans, we are interested in submitting a resolution plan (bid/ proposal) to the Resolution Professional.
2. We require a copy of the IM of Jatalia Global Ventures Limited and other relevant information/additional information in physical and electronic form, relating to Jatalia Global Ventures Limited that may be necessary to prepare a resolution plan of Jatalia Global Ventures Limited by us, either directly or through our affiliates, for submission to the Resolution Professional/ Resolution Professional (“**Transaction**”). We note, understand and acknowledge that:
  - (i) You have prepared IM of Jatalia Global Ventures Limited in terms of Section 29 of read with the relevant regulations framed under the IBC. We further note and understand that the information contained in the IM is confidential information and can be made available to a resolution applicant only after obtaining an undertaking of confidentiality as required under Section 29 of the I B Code, 2016 and Regulation 36 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 (“**CIRP Regulations**”) only for the purpose of the Transaction;
  - (ii) IM is prepared on the basis of information provided by the management of Jatalia Global Ventures Limited and its creditors. No representation or warranty, express or implied, is given by the Resolution Professional or the advisors appointed by the Resolution Professional or any of its partners, directors, officers, affiliates, employees, advisors or agents (unless specifically mentioned under the provisions of the I B CODE, 2016) as to the accuracy or completeness of the contents of this IM or any other document or information supplied, or which may be supplied at any time or any opinions or projections expressed herein or therein;
  - (iii) The IM is a dynamic document and may be updated from time to time till such the resolution plan is approved by the committee of creditors of Jatalia Global Ventures Limited.
  - (iv) Other additional information relating to Jatalia Global Ventures Limited may be necessary for the Transaction;
  - (v) Any additional or supplementary information or clarification besides the IM, including those provided by way of emails or on telephone provided to us by the Resolution Professional or his team members, including legal advisors are also confidential in nature and shall be construed as a part of the IM.

3. The IM, together with any additional or supplementary information or clarification, including those provided by way of emails or on telephone by the Resolution Professional or his team members, including advisors is referred as “**Confidential Information**”.
4. We are executing this undertaking of confidentiality to maintain confidentiality in respect of the information contained in the IM as mandated by the IBC and CIRP Regulations.
5. In terms of Section 29 of the IBC and Regulation 36 of the CIRP Regulations we agree and undertake:
  - (a) To maintain confidentiality of the information as detailed in the IM and of any other information received by us and not to use such information to cause an undue gain or undue loss to yourself or any other person.
  - (b) To comply with the requirement under Section 29(2) of IBC
  - (c) In terms of Section 29(2) of the IBC, to
    - (i) Comply with provisions of law for time being force relating to confidentiality and insider trading;
    - (ii) To protect any intellectual property and confidential information of Jatalia Global Ventures Limited, we may have access to; and (mentioned in the Confidential Information);
    - (iii) Not to share this information/relevant information with any third party unless clauses (i) and (ii) above are complied with.
  - (d) Except as provided herein, we will not disclose the contents of Confidential Information, as updated from time to time, to any person other than to our affiliates (including, for avoidance of any doubt, and our and their directors, officers, employees, agents or advisors (including, without limitation, financial advisors, attorneys, bankers, consultants and accountants) and potential financing sources (collectively, our “Representatives”) who need to know such information for the purpose of the Transaction provided, that such Representatives have been directed to comply with the confidentiality and use obligations of this undertaking in case any confidential information is disclosed to them. We will be solely responsible for any breach of the provisions of this undertaking of confidentiality by any of our Representatives, except for those Representatives who have a separate undertaking of confidentiality with you.
6. We accept and acknowledge that the confidential information has been developed or obtained by Jatalia Global Ventures Limited through investment of significant time, effort and expense, and that the Confidential Information is valuable, special and unique asset of Corporate Debtor which provides Corporate Debtor with a significant competitive advantage, and needs to be protected from improper disclosures. We further understand and accept that the information contained in the Confidential

Information, as updated from time to time, cannot be used for any purpose other than for the Transaction. Accordingly, we agree and undertake to direct our Representatives to:

- a) Maintain confidentiality of the Confidential Information, as provided from time to time, and not to use such Confidential Information to cause an undue gain to use or undue loss to any other person including Jatalia Global Ventures Limited or any of its creditors and stakeholders;
  - b) Keep the Confidential Information safe in a secure place and protected against theft, damage, loss and unauthorized access and undertakes to keep all documents and other materials reproducing or incorporating confidential information separate from its own confidential information;
  - c) Use Confidential Information solely for the purpose of the transaction and not for any other purpose.
7. Whereby agrees to, and, directs our Representatives to not share the Confidential Information with any third party/ person or entity except where Confidential information:
- a) Is or becomes publicly available to us or our Representatives without breach of obligations as set out herein; or
  - b) Prior to its disclosure in connection with the Transaction was already in our or our Representative's possession; or
  - c) Is or has been developed independently by us or our Representatives without reference to or reliance on the Confidential Information disclosed under this undertaking of confidentiality; or
  - d) Was or becomes available on a non-confidential basis from a source that is not known by us or our Representatives to be prohibited from disclosing such information by any contractual, legal, or fiduciary obligation; or
  - e) Prior consent by the Resolution Professional is provided for disclosure in writing; or
  - f) Is required to be disclosed by any applicable law for the time being in force or by any applicable regulatory authority or regulation or professional standard or judicial process or not or whether the resolution plan submitted by us is placed before the committee (including by deposition, interrogatory, request for documents, subpoena, civil investigative demand, or similar process).
8. This Undertaking also applies to Confidential Information accessed through the electronic data room and supersedes any 'click through' acknowledge or agreement associated with any such electronic data room.
9. We agree to keep the Confidential Information safe in a secure place and protected against theft, damage, loss and unauthorized access and undertake to keep all documents and other materials reproducing or incorporating confidential information separate from its own confidential information.



10. We understand and undertake, in the event of not being shortlisted for the binding bid phase or our bid not qualifying for being placed before the Members of Committee of Creditors of Jatalia Global Ventures Limited or the Committee of Creditors rejecting our bid or the NCLT not approving our bid or in the event IRP/RP calls upon us in writing to do so, we shall immediately return or destroy the Confidential Information including the IM and other information provided by the IRP/RP or its representatives, without retaining a copy thereof, in electronic or any other form.
  
11. This undertaking of confidentiality condition, except for the provisions stated in the clause 8 above, remain valid for a period of two (2) years after it is executed, notwithstanding whether we are shortlisted for the next phase of inviting binding bids or not or whether the resolution plan submitted by us is placed before the committee of creditors or not or whether it is approved by the committee of creditors or not and even after completion of the corporate insolvency resolution process.
  
12. We understand that (if we disclose or threaten to disclose) Confidential Information in violation of this undertaking of confidentiality, the Resolution Professional of Jatalia Global Ventures Limited shall be entitled to pursue remedies including legal recourse to safeguard its interest under undertaking of confidentiality.

Please sign below as acceptance of the above terms.

Agreed by

\_\_\_\_\_

**ANNEXURE V**

**DECLARATION UNDER SECTION 29A OF I B Code, 2016**

**[To be notarized on stamp paper]**

**In the matter of Corporate Insolvency Resolution Process of Jatalia Global Ventures Limited under the provisions of the Insolvency and Bankruptcy Code, 2016**

**AFFIDAVIT**

I, [Name of Deponent], son of/daughter of (Name of Deponent's father) aged [Age of Deponent] Resident of [Address of Deponent], the Deponent, do hereby solemnly affirm, state and declare as under:

1. That I am fully conversant with the facts and circumstances of the matter and am also duly empowered and competent to swear and affirm this affidavit.
2. That I have understood the provisions of Section 29A of the Insolvency and Bankruptcy Code, 2016 ("IBC"). I confirm that neither [name of the resolution applicant] nor any person acting jointly or in concert with [name of the resolution applicant] is ineligible under Section 29A of IBC to submit resolution plan(s) in the Corporate Insolvency Resolution Process of Jatalia Global Ventures Limited under the provisions of the Insolvency and Bankruptcy Code, 2016.
3. That [name of resolution applicant] has not been rendered ineligible under the provisions of Section 29A of the Insolvency and Bankruptcy Code, 2016.
4. That I therefore, confirm that [name of the applicant] is eligible under Section 29A of the Insolvency and Bankruptcy Code, 2016 to submit a resolution plan for Jatalia Global Ventures Limited.
5. That I confirm that the said declaration and disclosure is true and correct.
6. That I am duly authorized to submit this declaration by virtue of \_\_\_\_\_ [state where the authority is drawn from]

**Deponent**

**VERIFICATION**

Verified at [Place] at this [Day] day of [Date] 2024, that the content of the above affidavit is true and correct to my personal knowledge, nothing is false in it and no Material facts have been concealed therefrom.

**Deponent**

**ANNEXURE-VI**

**UNDERTAKING UNDER REGULATION 36A (7) OF IBC**

**[On Letterhead of PRA]**

**[To be notarized on stamp paper]**

**To,**

**Mohd Nazim Khan**

**Resolution Professional**

**Jatalia Global Ventures Limited (Under CIRP)**

**IBBI Reg No.: IBBI/IPA-002/IP-N00076/2017-18/10207**

**AFA Valid Upto 15.10.2024**

**Address: MNK House, 9A/9-10, Basement, East Patel Nagar,**

**New Delhi-110008**

**E-Mail ID: [nazim@mnkassociates.com](mailto:nazim@mnkassociates.com); [cirp.jataliaventures@outlook.com](mailto:cirp.jataliaventures@outlook.com)**

**M No.: +91- 9818156340**

**SUBJECT: UNDERTAKING UNDER REGULATION 36A (7) OF THE INSOLVENCY AND BANKRUPTCY BOARD OF INDIA (INSOLVENCY RESOLUTION PROCESS FOR CORPORATE PERSONS) REGULATIONS, 2016 ("CIRP REGULATIONS") IN THE MATTER JATALIA GLOBAL VENTURES LIMITED**

Dear Sir

I/We understand that:

1. On 07.03.2024, the New Delhi Bench-II of the Hon'ble National Company Law Tribunal ("NCLT") has directed commencement of Corporate Insolvency Resolution Process ("CIRP") of Jatalia Global Ventures Limited under the provisions of Insolvency and Bankruptcy Code 2016 ("IBC") wherein Mr. Tanveer Ilahi having IP Registration No. IBBI/IPA-001/IP-P-02553/2021-2022/13874 was appointed as IRP by the Hon'ble NCLT in CP(IB) No.263/ND/2023. Thereafter, the members of Committee of Creditors at its first meeting held on 02.05.2024 has confirmed the appointment of Mohd Nazim Khan an Insolvency Professional having Registration No. IBBI/IPA-002/IP-N00076/2017-18/10207 as Resolution Professional (RP) of the Corporate Debtor with 100% Voting Rights which was also confirmed by the Hon'ble NCLT in its order dated 04.06.2024.

2. On passing of the order dated 07.03.2024 by the Hon'ble NCLT, the Board of Directors of Jatalia Global Ventures Limited was suspended and the powers of its Board of Directors now rest in the hands of Interim Resolution Professional.
3. That I/we hereby declare and undertake as under:
  - a) I/ We meet the criteria specified by the Committee of Creditors under clause (h) of sub-section (2) of Section 25 as mentioned in Form G Invitation of Expression of Interest dated 01<sup>st</sup> June, 2024;
  - b) I/ We shall intimate the Resolution Professional forthwith if it becomes ineligible at any time during the corporate insolvency resolution process;
  - c) That every information and records provided in expression of interest is true and correct and discovery of any false information or record at any time will render the applicant ineligible to submit resolution plan, forfeit any refundable deposit, and attract penal action under the Code; and
  - d) I/ We shall maintain confidentiality of the information and shall not use such information to cause an undue gain or undue loss to itself or any other person and comply with the requirements under sub-section (2) of section 29.

Yours Sincerely,

On behalf of [Insert the name of the entity submitting the EOI]

Signature: \_\_\_\_\_

Name of Signatory:

Designation:

Company Seal/Stamp