

March 10, 2022

BSE Limited Corporate relation Department Phiroze Jeejeeboy Towers Dalal Street, Fort, Mumbai- 400 001 Tel.: 2272 8013/15/58/8307 <u>BSE Scrip Code: 539056</u>	National Stock Exchange of India Limited Listing Department Exchange Plaza, 5 th Floor, Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051 Tel.: 2659 8235/36 8458 <u>NSE Scrip Symbol: IMAGICAA</u>
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Sub : Clarification /Confirmation on news item appearing in “Media/Publication”

Ref: BSE : Verification -March 09, 2022- Imagicaaworld Entertainment Ltd (539056)/
NSE/CM/Surveillance/11669

Dear Sir / Madam,

Reference your communication on the subject and the media reports being quoted therein.

Imagicaaworld Entertainment Limited (IEL) has been in debt default position for the last few years as reported in our audited balance sheet and other disclosures. The Consortium of our lenders, led by Union Bank of India had initiated a process to sell their loans and/or find strategic buyers, as per the public newspaper advertisements enclosed – Annexures 1 & 2 issued by lenders process advisors BoB Capital Markets Ltd dated June 2021 and August 2021 respectively. We have duly co-operated for information sought by lenders or BoB Capital Markets Ltd before initiation of this process.

The said process is managed by banks directly with prospective investors or buyers for their loans. We are neither involved in the actual process, nor any communication has made to us by banks or prospects on the outcome of this process till date. Our knowledge of any directional developments is also based on various media reports that keep coming out at regular intervals. The attached media reports had been published in the past which have referred to the said auction process; kindly refer Annexures 3 & 4.

We trust the above clarifications are in order.

Thanking you,

Yours faithfully,

For Imagicaaworld Entertainment Limited

(formerly known as Adlabs Entertainment Limited)

Mayuresh Kore

CHIEF FINANCIAL OFFICER

Encl. as above

Imagicaaworld Entertainment Limited

(Formerly known as Adlabs Entertainment Limited)

Regd. Office: 30/31, Sangdewadi, Khopoli-Pali Road, Taluka Khalapur, District Raigad-410 203. T: +91-2192-279 900 F: +91-22-4068 0088
Corporate Office: 9th Floor, Lotus Business Park, New Link Road, Andheri West, Mumbai-400 053. T: +91-22-4068 0000 F: +91-22-4068 0088
Corporate Identity Number (CIN): L92490MH2010PLC199925 • Website: www.imagicaaworld.com • Email: contactus@imagicaaworld.com



theme park • water park • snow park • hotel

Annexure 1

INVITATION FOR BINDING BIDS FOR ASSIGNMENT OF DEBT OF IMAGICA WORLD ENTERTAINMENT LIMITED IN THE FORM OF TERM LOAN/WORKING CAPITAL ALONG WITH TRANSFER OF UNDERLYING SECURITY HELD BY LENDERS / THEIR TRUSTEES TO ELIGIBLE ENTITIES

ImagicaaWorld Entertainment Limited (“IEL” or “Company”) owns and operates an integrated entertainment destination, which includes a theme park and a water park (under brand name Imagica) and Hotel Novotel Imagica. The Company had availed debt facilities from a consortium of lenders led by the Union Bank of India (the “Lenders”). The company has subsequently come under stress and not been able to service its debt obligations.

The Lenders are desirous of seeking bids from eligible bidders, for acquisition of the debt facilities availed by the Company from the Lenders, together with all underlying securities, pledges, guarantees, undertakings, promises issued by the Company or any third party in relation to the debt facilities, through assignment of the debt granted by the Lenders.

The Lenders are proposing to undertake a One-Stage Open Bidding Process (the “Bid Process”) to solicit binding bids in the form of **irrevocable offers** from eligible entities/bidder(s) in accordance with the regulatory guidelines issued by Reserve Bank of India (“RBI”) and other relevant applicable laws.

BOB Capital Markets Limited (BOBCAPS) has been appointed by the Lenders as the process advisor (“**Process Advisor**”) for the Bid Process. Interested bidders would be allowed access to the data room including the Information Memorandum for commencing due diligence and making their binding irrevocable bids on execution of a Confidentiality Deed which is a part of the Bid Document uploaded on the website (<https://www.unionbankofindia.co.in/english/TenderViewAllAuction.aspx> or www.bobcaps.in/tenders.asp). Post compliances under the Bid Documents including payment of Refundable Participation Fee of Rs. 5 Lakh, interested bidders may be allowed the said access to information.

The last date for submission of the Binding Bid and necessary documents in relation thereto is **July 9, 2021 by 3:00 PM IST**. Binding Bid shall be submitted in a sealed envelope by way of physical copies addressed to Union Bank of India, Stressed Asset Management Branch, 104, Bharat House, Ground Floor, Mumbai Samachar Marg, Fort, Mumbai – 400023. The Bidder shall also submit an electronic copy of the Bid (password protected) and an email to magic@bobcaps.in, samvmumbai@unionbankofindia.com and bm3077@unionbankofindia.com

For all updates, amendments, modifications, corrigendum and information in relation to the Bid Process, please visit the website (<https://www.unionbankofindia.co.in/english/TenderViewAllAuction.aspx> or www.bobcaps.in/tenders.asp) on a regular basis.

In case of any clarifications, please contact the following:

Contact Persons	Telephone Number	E-mail ID
Mrs. Avantika Banerji	+91 9987593105	magic@bobcaps.in
Mr. T Deena Dayal	+91 9137399696	samvmumbai@unionbankofindia.com bm3077@unionbankofindia.com

Notes:

- This advertisement does not constitute and will not be deemed to constitute an offer from or on behalf of the lenders or any commitment on the part of the Process Advisor/ Lenders. The Process Advisor/ Lenders reserve the right to withdraw/suspend/ modify the Bid Process or any part thereof, to accept or reject any/all offer(s) at any stage of the process or to vary any terms without assigning any reasons and without any liability. This is not an offer document.*
- Any extension in time lines / modification in the content of this advertisement will not necessarily be carried out through another advertisement, but may be notified directly on the website as detailed above and interested participants should regularly visit the website to keep themselves updated regarding clarifications, modifications, amendments or extensions.*
- This is not an offer or an invitation to offer or undertake any sale of securities.*
- Process has launched on **June 24, 2021** with advertisement / notice being put on <https://www.unionbankofindia.co.in/english/TenderViewAllAuction.aspx> and on www.bobcaps.in/tenders.asp. However, for wider publicity, this advertisement / notice is also being published in newspapers.*



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theme park • water park • snow park • hotel

Annexure 2

INVITATION FOR BINDING BIDS FOR ASSIGNMENT OF DEBT/CHANGE IN MANAGEMENT (WITH ONE TIME SETTLEMENT) OF IMAGICAAWORLD ENTERTAINMENT LIMITED ("COMPANY")

ImagicaaWorld Entertainment Limited ("IEL" or "Company") owns and operates an integrated entertainment destination, which includes a theme park and a water park (under brand name Imagicaa) and Hotel Novotel Imagicaa. The Company had availed debt facilities from a consortium of lenders led by the Union Bank of India (the "Lenders"). The company subsequently came under stress and had not been able to service its debt obligation dues towards the Lenders.

The Lenders are desirous of seeking bids on 100% cash basis from eligible bidders, for assignment/ one time settlement of the debt facilities availed by the Company from the Lenders, together with transfer of all underlying securities, pledges, guarantees, undertakings, promises issued by the Company or any third party in relation to the debt facilities to the winning bidder.

The Lenders are proposing to undertake an Open Bidding Process (the "Bid Process") to solicit binding bids in the form of irrevocable offers from eligible entities/bidder(s) in accordance with the regulatory guidelines issued by Reserve Bank of India ("RBI") and other relevant applicable laws.

BOB Capital Markets Limited (BOBCAPS) has been appointed by the Lenders as the process advisor ("Process Advisor") for the Bid Process. Interested bidders would be allowed access to the data room including the Information Memorandum for commencing due diligence and making their binding irrevocable bids on execution of a Confidentiality Deed which is a part of the Bid Document uploaded on the website (<https://www.unionbankofindia.co.in/english/tender.aspx> or www.bobcaps.in/tenders.asp).

The last date for submission of the Binding Bid and necessary documents in relation thereto is **24 September, 2021 by 3:00 PM IST**. Binding Bid shall be submitted in a sealed envelope by way of physical copies addressed to Union Bank of India, Stressed Asset Management Branch, 104, Bharat House, Ground Floor, Mumbai Samachar Marg, Fort, Mumbai – 400023. The Bidder shall also submit an electronic copy of the Bid (password protected) through an email to magic@bobcaps.in, samvmumbai@unionbankofindia.com and bm3077@unionbankofindia.com

The selected bidder, pursuant to this process, shall be given an opportunity to become an anchor bidder in further Swiss challenge process contemplated by Lenders, subject to certain terms and conditions. Such anchor bidder will have the right to match or better the bids received during the proposed Swiss challenge process.

For all updates, amendments, modifications, corrigendum and information in relation to the Bid Process, please visit the website (<https://www.unionbankofindia.co.in/english/tender.aspx> or www.bobcaps.in/tenders.asp) on a regular basis.

In case of any clarifications, please contact the following:

Contact Persons	Telephone Number	E-mail ID
Ms. Avantika Banerji	+91 9987393105	magic@bobcaps.in
Mr. Mukesh Kozarekar	+91 9913337155	samvmumbai@unionbankofindia.com bm3077@unionbankofindia.com

Notes:

- This advertisement does not constitute and will not be deemed to constitute an offer from or on behalf of the lenders or any commitment on the part of the Process Advisor/ Lenders. The Process Advisor/ Lenders reserve the right to withdraw/suspend/ modify the Bid Process or any part thereof, to accept

..Cont'd

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or reject any/all offer(s) at any stage of the process or to vary any terms without assigning any reasons and without any liability. This is not an offer document.

2. Any extension in timelines / modification in the content of this advertisement will not necessarily be carried out through another advertisement, but may be notified directly on the website as detailed above and interested participants should regularly visit the website to keep themselves updated regarding clarifications, modifications, amendments or extensions.
3. This is not an offer or an invitation to offer or undertake any sale of securities.



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Annexure 3

into. This shows that some knew this was in the offing." JP Morgan, which has a neutral stance on RIL, said the stake sale is not very relevant now from a deleveraging standpoint. The brokerage said the stake sale announcement was welcomed in 2019 as it was a way to achieve a large debt reduction but since then, there have been large sta-

fundraising through rights issue. "While the news could be sentiment-negative for RIL's stock price, we see limited financial impact, given the deleveraging achieved in the past 18 months...news about O2C hive-off being withdrawn could be sentiment-negative for the stock price," said JP Morgan. The brokerage added that opera-

business-related news flow will become the key drivers for Reliance Industries' stock in the near term. On Friday, RIL and Saudi Aramco mutually decided to re-evaluate the proposed investment by Aramco in the Mukesh Ambani-controlled conglomerate's oil-to-chemicals business. The press release on Friday said the re-evaluation came about

short-term, said Aramco's CEO. In an interview, said he had been told of \$70 billion for a re-evaluation. Jefferies estimates for oil-to-chemicals a 4% cut in

REBID PLAN Bankers say involving an ARC and selling loan portfolio will be easier and quicker as it won't require regulatory, court permissions

Imagicaa Creditors may Now Take the ARC Route to Sell Co

Joel.Rebello@timesgroup.com

Mumbai: Creditors to Imagicaa-world Entertainment, promoted by noted Bollywood producer Manmohan Shetty, are rejigging the sale process of the debt-laden company to reduce regulatory clearances and possible legal hurdles.

As part of the rejig, creditors have decided to order a rebid, most likely involving an asset reconstruction company (ARC), which will purchase the debt from banks and find a buyer for the company. Bankers say involving an ARC and selling the loan portfolio will be easier and quicker as it will not require regulatory and court permissions.

"Creditors have decided that getting an ARC in the middle will be quicker as banks will not have to seek regulatory approvals or launch an open offer. It also reduces chances of any litigation by Shetty in the future," said a person aware of the discussions.

Imagicaa owes lenders a minimum of ₹1,020 crore and has so far received a single binding bid from Malpani Group, which has submitted a ₹500 crore bank guarantee in line with the requirements specified in the bidding document. The group has bid over ₹500 crore that includes equity stake for lenders in Imagicaa that can be encashed later.

"Lenders are not comfortable taking the equity stake. So the best solution is for the debt to be transferred to an ARC, which will then work out the modalities with Malpani or if another bidder comes along. This way banks will be able to recover on a cash basis in a shorter time frame," said a second person aware of the discussions.

Lenders are likely to advertise for bids for a portfolio sale next month. A couple of ARCs have already expressed interest in joining the process.

"We plan to have at least two rounds of bidding to ensure we have a strong price discovery. Malpani is very keen but who knows we may get a higher bid. We plan to close this transaction in the fourth quarter," said a third person involved in the discussions.

FOR FULL REPORT, GO TO www.economicstimes.com

DEBT

Creditors have decided to order a rebid. Imagicaa owes lenders minimum ₹1,020 cr. Co has so far received one binding bid from Malpani Group, which has bid over ₹500 cr. Banks may advertise for bids for portfolio sale next month.

Bid includes stake for lenders in Imagicaa that can be encashed later. But lenders aren't comfortable taking the stake: a source.

Star Health's ₹7,500-cr IPO Likely to Open by Nov-end

al and New India Assurance — are listed. Life Insurance Corporation of India (LIC) Health In-

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Annexure 4

2019 Impact: Pharma & Companies

THE ECONOMIC TIMES | MUMBAI | FRIDAY | 11 FEBRUARY 2022

Lenders may Auction Imagicaaworld this Month

Malpani Group's revised offer of ₹575 cr, which means 40% recovery for lenders, to be the anchor price in auction

Sangita.Mehta@timesgroup.com

Mumbai: Bollywood film producer Mammohan Shetty's entertainment theme park, Imagicaaworld Entertainment, could be auctioned by creditors later this month. Privately held Malpani Group, with interests in real estate and theme parks, has given an improved offer of ₹575 crore to acquire the debt-laden asset, three people aware of the matter told ET.

Malpani Group's sweetened offer includes ₹500 crore in upfront payments and 15% stake to the lenders upon conversion of ₹75 crore of debt into equity, sources aware of the deal terms said.

The Malpani Group did not re-

spond to ET's queries.

It had earlier offered Rs 500 crore, as reported first by ET on October 15. Bob Capital Markets, the lenders' process advisor, will invite offers from other applicants under a Swiss challenge auction with Malpani's bid as an anchor offer.

Imagicaaworld, earlier known as Adlabs Entertainment, has total debt of ₹1,417 crore as of March 31, 2021. The offer of ₹575 crore would equate to a recovery of 40% for lenders. But if the equity offer is excluded, the offer equates to a recovery of 35%. Malpani had sweetened the offer to ₹575 crore in January itself but some lenders, including Canara Bank, were seeking the entire ₹575 crore in upfront payments.

Last week, all lenders including Ca-

On the Table

MALPANI GROUP'S OFFER:
₹500 cr in upfront payments

15% stake to the lenders upon conversion of ₹75 cr of debt into equity



Bob Capital Markets will invite offers from other applicants

Malpani's bid will be an anchor offer
₹1,417 cr Imagicaaworld's total debt as of March 31, 2021

The offer of ₹575 cr would equate to a recovery of 40% for lenders



If the equity offer is excluded, offer equates to a recovery of 35%

nara Bank gave their consent for the revised structure, said one of the persons cited above. Malpani Group is in talks with a few asset reconstruction

companies to participate in the Swiss auction, this person said.

An out-of-court resolution of Imagicaaworld has been in the works for

the last three years. In 2019, Union Bank of India rejected the promoter Shetty's ₹575-crore one-time settlement offer on expectations of higher bids, said the people cited above.

In May 2021, Dream Media Works had given an unsolicited offer of ₹725 crore. That offer had prompted lenders to restart an out-of-court resolution process of the theme park-cum-entertainment company, the second and the third persons said. However, negotiations with Dream Media did not progress since it failed to make an earnest money deposit with lenders, they said.

Union Bank of India, which is the lead bank, has the highest outstanding loan of ₹126 crore followed by Bank of Baroda at ₹320 crore, the bid document issued by Bob Caps showed.

CO'S CONSOLIDATED BOTTOM LINE SURGES TO ₹2,675 CR

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