



RUCHI SOYA INDUSTRIES LIMITED

CIN : L15140MH1986PLC038536

Head Office :
301, Mahakosh House,
7/5, South Tukoganj,
Nath Mandir Road,
INDORE - 1 (M.P.) India
Phone : 4065012, 2513281-82-83
Fax : 91-731-4065019
E-mail : ruchisoya@ruchigroup.com

RSIL/SE18

5th February, 2018

BSE Ltd.
Floor No.25,
Phiroze Jeejeebhoy Tower
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Ltd.,
“Exchange Plaza”,
Bandra-Kurla Complex,
Bandra (E),
Mumbai – 400 051

Dear Sirs,

Reg: Expression of Interest for Investment Opportunity in Ruchi Soya Industries Limited.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) 2015, we attach herewith a copy of Public Announcement of Expression Of Interest (EOI) for investment opportunities in Ruchi Soya Industries Limited.

It is for your kind information and records.

Thanking you,

Yours faithfully,
For **RUCHI SOYA INDUSTRIES LTD.**

COMPANY SECRETARY

Encl. : As above.

Expression of Interest for Investment Opportunity in Ruchi Soya Industries Limited

Ruchi Soya Industries Limited (RSIL / the Company) was incorporated in 1986 and is engaged in extraction and refining of various edible oils, manufacture of soya meals and nurturing palm plantations. The Company, with 19 plants pan India, is one of the largest integrated oil seed solvent extraction and edible oil refining companies in India in terms of Oil seed crushing & vegetable oil refining capacity. The Company also has wind power plants of 85.30MW across 11 locations in India.

Under the provisions of the Insolvency and Bankruptcy Code, 2016, the National Company Law Tribunal (NCLT), Mumbai bench, has initiated the Corporate Insolvency Resolution Process (CIRP) for the Company vide its order dated December 15, 2017 and I, Shailendra Ajmera, have been appointed as the Resolution Professional by the Committee of Creditors formed in this regard.

In view thereof, and pursuant to the provisions of section 25(1)(h) of the IBC, I hereby invite an Expression of Interest (Eoi) from interested parties towards submission of a Resolution Plan for RSIL. Minimum conditions for applicants to approach Resolution Professional with Eoi are mentioned below

1. For Body Corporates:

- a) Consolidated net worth of at least INR 250 crore at a group level for the immediately preceding completed financial year; and
- b) Turnover of the company should be at least INR 1,000 crore during any one of the three immediately preceding financial year.
- c) Evidence to showcase that the resolution applicant has minimum experience of 3 years (Domestic or Global) in managing a manufacturing company, preferably in Fast Moving Consumer Goods Sectors.

2. For Financial Institutions / PE Funds / Asset Reconstruction Companies / NBFCs / other Financial Investors

- a) Assets Under Management (AUM) of at least INR 1,000 crore in the immediately preceding completed financial year; or
- b) Committed funds available for investment / deployment of at least INR 500 crore as on or post March 31, 2017.
- c) Evidence to showcase that the resolution applicant has a minimum of 2 investments (Domestic or Global) on INR 100 Cr each in last 5 years in manufacturing company, preferably in Fast Moving Consumer Goods Sectors.

3. For Consortium of Investors / Bidders

- a) Lead investor should meet the following criteria
 - a) Consolidated net worth of at least INR 125 crore at a group level for the immediately preceding completed financial year; and
 - b) Turnover of the company should be at least INR 500 crore during any one of the three immediately preceding financial year.
- b) The remaining members should meet the following criteria
 - a) Consolidated net worth of at least INR 100 crore at a group level for the immediately preceding completed financial year; and
 - b) Turnover of the company should be at least INR 250 crore during any one of the three immediately preceding financial year.
- c) Evidence to showcase that any one of the consortium members should have a minimum of 3 years of experience (Domestic or Global) in managing a manufacturing company, preferably in Fast Moving Consumer Goods Sectors.

It would be mandatory for interested parties need to submit the following along with EOI

- a) A refundable Deposit of INR 25 lacs along with EOI documents.
- b) Submit financial statements of last 3 years, Proof of address, copy of PAN card. Please also include a detailed company profile including details of key managerial personnel and rationale for bidding for the Corporate Debtor.

It may be noted that eligibility criteria for inviting resolution plans is determined with the approval of committee of creditors of the company and may be amended or changed at any stage. The committee of creditors reserves the right to cancel or modify the process and / or reject / disqualify any interested party / bid / offer at any stage of the bid process without assigning any reason and without any liability.

More information about the process and the Company will be provided to the shortlisted parties upon signing of a non-disclosure agreement. Based on information provided during the EOI submission, bidders will be shortlisted.

In accordance with recent amendments under IBC (Amendment) Ordinance, 2017, resolution applicants including, inter-alia, the existing promoters of the Company / Related Parties of the Company or its promoters / guarantors for the Company and any person / entity with a continuing default in payment of dues to its lenders are disqualified from participating in formulation of a resolution plan for the Company.

Last date for submission of the above Eoi along with necessary supporting is February 22, 2018. EOI can be submitted by post in a sealed envelope or email at the communication address for Eoi mentioned below

Resolution Professional

Shailendra Ajmera (IP Registration No. is IBBI/IPA-001/IP-P00304/2017-18/10568)

Communication Address for EOI:

Ernst & Young LLP, 3rd Floor, Worldmark 1, Aerocity Hospitality, New Delhi, Delhi-110037

Email: shailendra.ajmera@in.ey.com; or pulkit.gupta@in.ey.com;

IP registration details as under:

IP Registration no. IBBI/IPA-001/IP-P00304/2017-18/10568

Ernst & Young LLP, 3rd Floor, Worldmark 1, Aerocity Hospitality, New Delhi, Delhi-110037; (shailendra.ajmera@yahoo.com)