

Status Report
Debenture issued by Bharati Defence and Infrastructure Ltd.
(Formerly Bharati Shipyard Ltd.)

Bharati Defence and Infrastructure Ltd., formerly known as Bharati Shipyard Ltd. (**Bharati / Company**) issued Secured Non-Convertible Debentures (**Debentures**) by way of private placement in two stages as follows:

Series-I : 12.45% SRNCDs of Rs.70 cr. on 24.12.2008, for term of 5 years, which is solely subscribed by LIC of India and continue to hold NCDs till date.

Series-II : 11% SRNCDs of Rs.20 cr. on 09.06.2009 for term of 5 years, which is solely subscribed by GIC of India and continue to hold NCDs till date.

Catalyst Trusteeship Ltd. (GDA Trusteeship Ltd.) (CTL) is appointed as Debenture Trustee by the Company in respect of said debentures under both series.

The Credit Rating in respect of the said issues CARE was downgraded from 'CARE-A' to 'CARE BBB+' as per its certificate dt.11.10.2011. Further, the Company also defaulted in payment of installment of quarterly interest due in Dec.2011 and March 2012 in respect of Series-I and for March, 2012 in respect of Series-II. As such, the necessary press release was uploaded on our website viz. www.catalysttrustee.com in April, 2012, for the information of the investors and public in general, in terms of SEBI Regulations.

The company has also defaulted in redemption of the said debentures on their respective dates of redemption. Since then various legal proceedings took place in respect of borrowing by the said Company, including by way of said debentures. At present the proceedings under section 7 of The Insolvency And Bankruptcy Code, 2016 are pending.

With a view to update the debentureholders and public, this report is placed on website of CTL viz. www.catalysttrustee.com under the head 'Public Notice', giving the status as on 16.10.2017. It is also proposed to update this report with further developments from time to time.

Status upto 16.10.2017:

- 24.12.2008** Debentures of Rs.70.00 cr. issued under Series-I to LIC of India
- 09.06.2009** Debentures of Rs.20.00 cr. issued under Series-II to GIC of India
- 15.12.2009** Debenture Trust Mortgage Deed executed by Bharati thereby, inter-alia, mortgaging its immovable and movable properties at Ratnagiri, Dabhol, Goa, Ghodbunder, as security for redemption of the debentures, on pari-passu basis with other term lenders
- 24.12.2011** Default in interest payment to LIC
- 09.03.2012** Default in interest payment to GIC
- February, 2013** Master Restructuring Agreement by all bankers
- March, 2013** Bankers' CDR Package with Bharati failed.
- 12.09.2013** CTL held Debentureholders meeting at Regd. office of Bharati at Mumbai
- February, 2014** Petition filed by Creditors before BIFR

- 24.05.2017** CTL held second meeting of debentureholders in LIC at its Head Office when it was decided to file OA with DRT expeditiously with intimation to lender bank.
- 06.06.2017** National Company Law Tribunal passed an order thereby ---
- i) appointed Mr. Dhinlal Shal, 9, Urmikunj Society, Nr. St. Xavier's College Corner, Navrangpura, Ahmadabad-380009 as **Interim Resolution Professional (IRP)** to carry the functions under Insolvency & Bankruptcy Code, 2016;
 - ii) prohibited inter-alia, institution of suits or continuation of pending suits or proceedings against Bharati and also
 - iii) prohibited Bharati from transferring, encumbering, alienating or disposing of any of its assets.
- 11.06.2017** IRP issued public announcement in newspaper under Regulation 6 of Insolvency & Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 for specific information of the creditors of Bharati calling upon them to submit necessary proof of their claims before 20.06.2017 to him.
- June, 2017** CTL, in the capacity as Debenture Trustee and also LIC of India and GIC of India, as debentureholders, submitted the claims with IRP for Rs.13.72 lacs along with Proof.
- July, 2017 to Sept.2017** IRP started holding meetings of Committee of Creditors (**CoC**). Such meetings have been held on 05.07.2017, 25.07.2017. As permitted by IRP, CTL started attending meetings from Aug., 2017 and accordingly, attended meeting held on 08.08.2017, 24.08.2017 and 12.09.2017.

Developments after 16.10.2017 *(To be updated from time to time)*

- Nov., 2017** On MA 565 in CP 292/2017 moved by the IRP seeking extension of Corporate Insolvency Resolution Process (CIRP) period for 90 more days in excess of 180 days already granted which was due to expire on 06.12.2017, NCLT, looking at the resolution passed by CoC with 97% voting of CoC for extension of time on the ground that the CoC was in the process of identifying potential investors to support the Company, provided extension of 90 days period giving effect from 06.12.2017 as envisaged under sub section 2 of section 12 of the Insolvency & Bankruptcy Code, 2016;
- March, 2018** As informed by the LIC, a Debenture Holder, Edelweiss ARC, Lead Lender, which is also one of the Financial Creditor, had submitted a Resolution Plan. The said Plan was approved by the CoC with majority of 94.3%, but was dissented by the LIC. The said Plan was submitted by the IRP in NCLT on 06.03.2018 for NCLT's approval.
- July, 2018** The Promoters, Employees, Trade Unions, etc. had filed an Intervention application in NCLT against the Resolution Plan submitted by the IRP. Due to the said Intervention Application, the Resolution Plan was not approved by NCLT and the applications were listed for hearing on 13.07.2018. The update on the said hearing is awaited.