



**INVITATION FOR PARTICIPATION IN BID PROCESS FOR UNDERTAKING OPERATIONS AT CEMENT UNITS  
OF  
JAIPRAKASH ASSOCIATES LIMITED**

## **IMPORTANT NOTICE**

This document is issued as a preliminary consideration, by the interest bidders, for the purpose of submission of proposal/bid for operating the identified cement units of Jaiprakash Associates Limited.

This Document is for general information purposes, without regard to specific objectives, suitability, financial situations and the requirements of any particular person. This document is neither an agreement nor an offer by the Company to the interested bidders or any other person. The purpose of this document is to provide the interested bidders with information that may be useful to them in submitting their bids for operating the Cement Units. This document does not constitute any recommendation of an offer of any kind.

Neither the said document nor anything contained herein shall form the basis of, or be relied upon, in connection with any contract, agreement, undertaking, understanding or any commitment whatsoever. The said document does not solicit any action based on the material contained herein.

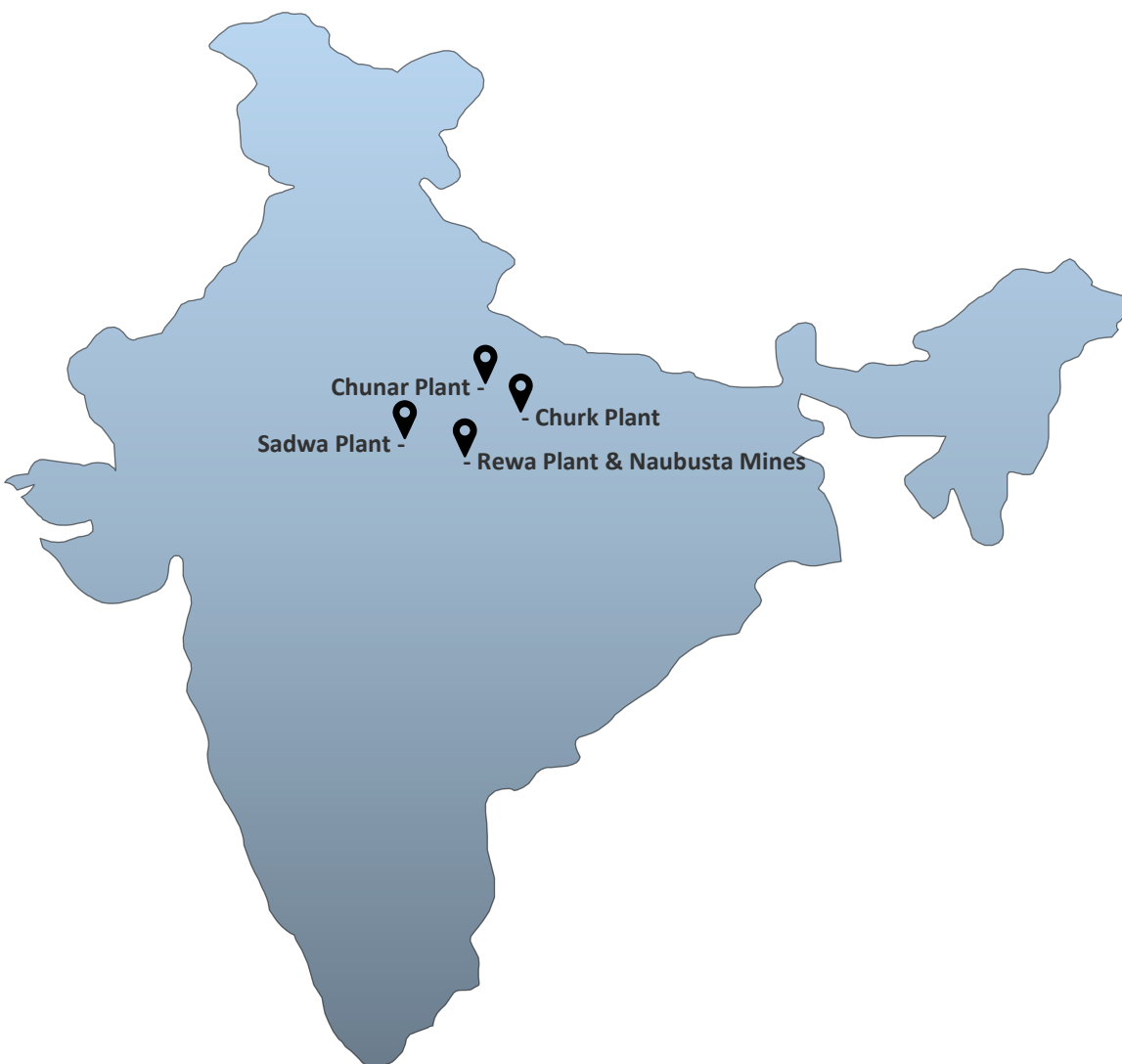
The Company may in its absolute discretion, but without being under any obligation to do so, update, amend or supplement the information, assessment or assumptions contained in this Document. Further, the interested bidders must specifically note that the Company reserves the right to change, update, amend, supplement, modify, add to, delay or otherwise annul or cease the bid process at any point in time, for any reason determined in its sole discretion. The issue of this document does not imply that the Company is bound to select any bidder as a successful bidder and the Company reserves the right to reject at any stage all or any of the bids without assigning any reason whatsoever.

This disclaimer applies to this Document, and any information disclosed by the Company. The laws of the Republic of India are applicable to this Document.

## **Business Overview**

# Overview

- Jaiprakash Associates Limited (“JAL” / “Company”) has been one of the leading cement manufactures in the country with plants spread across North and Central India.
- Currently, JAL has four cement plants in Uttar Pradesh and Madhya Pradesh and twelve leased limestone mines located in Madhya Pradesh region.
- Pursuant to Hon’ble NCLT order dated 3<sup>rd</sup> June 2024, Company is undergoing CIRP as defined under IBC Code. Current management of JAL is under control of RP
- The cement plants are presently non-operational; however, they can be promptly restarted with infusion of working capital. Furthermore, the company possesses ready access to essential raw materials, power, limestone reserves, and adequate workforce at the units, facilitating a swift and efficient resumption of operations.



## Cement Plants of JAL

Plant	Capacity (MTPA)	Captive Thermal Power (MW)
Rewa Cement Plant	Clinker Unit - 3.3 Grinding Unit - 1.5	62 (36 & 26 MW)
Chunar Cement Grinding Unit	2.5	37
Churk Cement Grinding Unit	1.0	180 (60 x 3 MW)
Sadwa Cement Blending Plant	0.6	-
<b>Total cement and captive thermal power capacity</b>	<b>5.6</b>	<b>279</b>
<b>Total Clinker capacity</b>	<b>3.3</b>	-

Market primarily in the radius of 500 kms covering parts of UP, MP and UK.

## **Key features of transaction and role of successful bidder**

# Key features of transaction and role of successful bidder

---

## Key features of transaction

- JAL is currently undergoing Corporate Insolvency Resolution Process (“CIRP”) under the provisions of the Insolvency and Bankruptcy Code, 2016 read with rules and regulations framed thereunder (“Code”).
- JAL to continue to retain ownership, possession and control of the plants/ assets.
- Any funds paid by the successful bidder to the Company to be considered as CIRP costs in accordance with the Code.
- **The bidders to submit its bid/commercial offer quoting a Fixed Monetary Consideration per month to be paid to JAL for operating the plant(s).**
- The tenure of the arrangement to operate the Cement Unit(s) shall be for a period of 6 months from date of execution of the contract or up to the approval of resolution plan by the CoC, whichever is earlier, subject to extension as per mutual agreement between JAL and the successful bidder.
- Detailed terms and additional documents/information to be shared in the request for proposal (“RFP”) document with those who execute an acceptable confidentiality undertaking (“CU”).

## Role of Company

- JAL shall manage the manufacturing operations by utilizing the existing manpower and infrastructure at the respective plant(s).
- JAL to procure key raw materials such as limestone, petcoke, flyash, electricity as required for operating the units
- JAL shall be responsible for operational maintenance of the site including plant & equipment. In addition, JAL shall ensure the appropriate insurance for its existing assets.
- Security of the site shall be maintained by JAL.

## Role of successful bidder

- The successful bidder shall cooperate and coordinate with JAL for utilization of JAL’s manpower, infrastructure and resources in the operations of the plants and supervise the operations basis its production requirements. The successful bidder shall provide JAL with a clear written communication on the required clinker and cement quantity (plant wise) in advance, preferably 15 days in advance to JAL.
- The successful bidder may deploy its own manpower to oversee and supervise the production at the plant(s), however, utilization of existing manpower of JAL is mandatory.
- The successful bidder shall be entirely and solely responsible for marketing and sale of cement/ clinker. In case JAL receives any orders from any party for clinker/ cement, JAL will notify the successful bidder, who will have the discretion to decide whether to service such orders and the terms of such orders.
- The successful bidder shall bear all variable and service costs associated with the production process.
- The successful bidder shall be responsible for product mix, sales, dispatch, production and working capital management.
- The successful bidder shall cooperate with JAL in the maintenance of the cement units(s).

## Monetary Consideration and billing process

- JAL shall raise monthly invoices along with applicable taxes for the fixed monetary consideration for operating the Cement Unit(s).
- The successful bidder shall provide an advance to JAL for the variable costs to procure the raw materials. The advance will be adjusted against the actual variable costs incurred by JAL.
- JAL to maintain statement of accounts for the operations and provide the same to successful bidder upon request.

**Who can Bid? – Eligibility criteria**

# Eligibility Criteria

---

The Company is seeking proposals/bids from interested parties who are duly incorporated entities in India (Company, LLP, partnership firm). Parties can bid either as an individual, joint venture or a consortium having experience in manufacturing and sale of cement to undertake the operations at JAL's cement units. Below are the eligibility criteria for the same:

## **BIDDING STRUCTURE:**

1. The bid may be submitted by a company, LLP, partnership firm – individually or as a joint venture or a consortium.
2. In case of a consortium, the below terms should be fulfilled:
  - a. At least one of the members must hold at least 26% (twenty-six percent) equity in the consortium and such members must be designated as the “**Lead Partner**” who shall be the single point of contact on behalf of the consortium and shall be duly authorized by all the members of the consortium to represent and take decisions on behalf of the entire consortium. Further, the Lead Partner should continue to maintain the minimum stake through the tenure of the operations agreement. Any change in Lead Partner during the bid process or during the tenure of the operations requires the written approval of the RP.
  - b. The consortium shall not have more than 4 members. Copy of the consortium agreement to be submitted along with the commercial offer. In case the bidder wishes to induct more than 4 members, written approval of the RP is required.
  - c. The eligibility criteria mentioned above is to be fulfilled by the consortium and shall be calculated based on their weighted average i.e., the aggregates of such portion of their TNW/turnover/Operational experience as is proportionate to their shareholding in the consortium throughout the tenure of the operations agreement. In case the member was the Lead Partner in any consortium, the Operational Experience of such consortium shall be considered in full.
  - d. All members of the consortium shall be jointly and severally liable for the fulfillment of the bid.

## **ELIGIBILITY CRITERIA:**

### **For all the plants:**

1. The bidder should have Consolidated minimum tangible net worth (“TNW”) of INR 250,00,00,000 (Indian Rupees Two Hundred and Fifty Crores only) as per the latest available audited financial statement accounts.
2. The bidder is required to have achieved a minimum turnover of Consolidated INR 10,00,00,00,000 (Indian Rupees One Thousand Crores only) from clinker and/or cement manufacturing and sale operations in at least two of the preceding three financial years, namely FY 2023-24, FY 2022-23, and FY 2021-22.
3. The bidder, directly or through an affiliate(s)/group company(s), should be operating aggregate cement and clinker production capacity of at least 4 MTPA (“Operational Experience”) for the last 2 financial years and in the current year to date period. Such operations should be regular and not be discontinued operations for the period stated herein.

### **For Rewa Plant\*:**

1. The bidder should have Consolidated minimum tangible net worth (“TNW”) of INR 150,00,00,000 (Indian Rupees One Hundred and Fifty Crores only) as per the latest available audited financial statement accounts.
2. The bidder is required to have achieved a minimum turnover of Consolidated INR 7,50,00,00,000 (Indian Rupees Seven Hundred and Fifty Crores only) from clinker and/or cement manufacturing and sale operations in at least two of the preceding three financial years, namely FY 2023-24, FY 2022-23, and FY 2021-22.
3. The bidder, directly or through an affiliate(s)/group company(s), should be operating aggregate cement and clinker production capacity of at least 2 MTPA (“Operational Experience”) for the last 2 financial years and in the current year to date period. Such operations should be regular and not be discontinued operations for the period stated herein.

(Note: \*The Rewa and Sadwa Plant shall be awarded to one bidder and the bidder is required to submit his proposal accordingly.)



# Eligibility Criteria

---

## ELIGIBILITY CRITERIA:

### **For Chunar Plant:**

1. The bidder should have Consolidated minimum tangible net worth (“TNW”) of INR 100,00,00,000 (Indian Rupees One Hundred Crores only) as per the latest available audited financial statement accounts.
2. The bidder is required to have achieved a minimum turnover of Consolidated INR 500,00,00,000 (Indian Rupees Five Hundred Crores only) from clinker and/or cement manufacturing and sale operations in at least two of the preceding three financial years, namely FY 2023-24, FY 2022-23, and FY 2021-22.
3. The bidder, directly or through an affiliate(s)/group company(s), should be operating aggregate cement and clinker production capacity of at least 1.5 MTPA (“Operational Experience”) for the last 2 financial years and in the current year to date period. Such operations should be regular and not be discontinued operations for the period stated herein.

### **For Churk Plant:**

1. The bidder should have Consolidated minimum tangible net worth (“TNW”) of INR 50,00,00,000 (Indian Rupees Fifty Crores only) as per the latest available audited financial statement accounts.
2. The bidder is required to have achieved a minimum turnover of Consolidated INR 100,00,00,000 (Indian Rupees One Hundred Crores only) from clinker and/or cement manufacturing and sale operations in at least two of the preceding three financial years, namely FY 2023-24, FY 2022-23, and FY 2021-22.
3. The bidder, directly or through an affiliate(s)/group company(s), should be operating aggregate cement and clinker production capacity of at least 1 MTPA for the last 2 financial years and in the current year to date period. Such operations should be regular and not be discontinued operations for the period stated herein.

***(Note: Any bidder interested in submitting a proposal for either of the two plants mentioned above must meet the criteria specified for all plants.)***

## CRITERIA FOR DISQUALIFICATION:

1. The bidder, or any member in case of a consortium, should not be a wilful defaulter in accordance with the guidelines of the Reserve Bank of India issued under the Banking and Regulation Act, 1949 and should not be barred to submit the bid under applicable law.
2. The bidder, or any member of a consortium, must not be undergoing the CIRP, nor should any applications be pending for the initiation of the CIR process.
3. The bidder or any member in case of a consortium is a related party to JAL as per the provisions of the Insolvency and Bankruptcy Code, 2016.

### **Note:**

- 1) **The Request for Proposal (“RFP”) document enumerating the detailed terms & conditions for submission of proposal/bid would be made available to the interested parties post execution of the Confidentiality Undertaking.**
- 2) **The terms Consolidated Tangible Net Worth and Turnover shall be considered as per Companies Act, 2013.**

**Contact Us:**

**Bhuvan Madan**

Resolution Professional for Jaiprakash Associates Limited

Insolvency Professional - Regn. No.: IBBI/IPA-001/IP-P01004/2017-2018/11655

Authorization for assignment: valid till 31 December 2025

**Email ID:** [cirpjal@gmail.com](mailto:cirpjal@gmail.com)