

Invitation to submit Expression of Interest for sale of certain assets of Reliance Communications Limited and certain assets of Reliance Realty Limited and Campion Properties Limited

1. Reliance Communications Limited ("**Corporate Debtor**") is a telecom company incorporated on July 15, 2004. It has its registered office at H Block, 1st Floor, Dhirubhai Ambani Knowledge City, Navi Mumbai, Maharashtra – 400710, India.
2. The Corporate Debtor is currently undergoing corporate insolvency resolution process ("**CIRP**") under the provisions of the Insolvency and Bankruptcy Code, 2016 ("**IBC**") and Mr. Anish Niranjan Nanavaty has been appointed as the resolution professional of the Corporate Debtor ("**RP**").
3. The RP under the instructions and authorization of the committee of creditors of the Corporate Debtor ("**CoC**"), is desirous of selling (i) certain real estate assets of Corporate Debtor, and/or (ii) shares of Campion Properties Limited ("**CPL**") and Reliance Realty Limited ("**RRL**"), wholly owned subsidiaries of the Corporate Debtor, as more particularly set out in Annexure 1 hereto, held by the Corporate Debtor (real estate assets and shareholding of CPL and RRL are hereafter collectively referred to as the "**RCom Assets**"), to potential bidders in terms of Regulation 29 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 ("**CIRP Regulations**"), for maximization of value of assets. In this regard, the RP had pursuant to the authorization of the CoC filed an application with the NCLT, Mumbai Bench seeking its approval for sale of the RCom Assets under Regulation 29 of the CIRP Regulations and in terms of the order dated December 7, 2023, the NCLT has allowed the same.
4. Further, the CoC is also desirous of potential maximization of value of the Corporate Debtor by way of sale of assets of CPL and RRL and in furtherance of the same, CPL and RRL have also agreed to undertake the sale of certain identified real estate assets held by them respectively, as more particularly set out in Annexure 1 hereto, to potential bidders.
5. Accordingly, this communication is being issued by the RP (under the instructions of the CoC) for inviting expressions of interest by interested parties for submission of bids in respect of sale of the assets of the Corporate Debtor and the shareholding of RRL and/or CPL held by the Corporate Debtor, as more particularly set out in Annexure I hereto.
6. Further, pursuant to the authorisation by RRL and CPL, this communication is also being issued by the RP, for and on behalf of RRL and CPL, for inviting expressions of interest by interested parties for submission of bids in respect of the sale of identified real estate assets held by them respectively, as more particularly set out in Annexure 1 hereto, to potential bidders.
7. With a view to value maximization, the RP under the authorization of the CoC is running a common process for seeking bids for sale of the RCOM Assets (including the shareholding in RRL and CPL) as well as for the identified assets of RRL and CPL (pursuant to the authorization by their respective boards).
8. For avoidance of doubt, it is clarified that the sale of the RCOM Assets is being conducted by the RP under the instructions of and authorisation of the CoC under Regulation 29 of the CIRP Regulations and is subject to the approval of the CoC in this regard.
9. The sale of assets of RRL and CPL is being conducted by RRL and CPL, through a common sale process, to provide flexibility to potential bidders with the overall objective of value maximization, to offer them an opportunity to bid for the identified assets of RRL and / or CPL as set out in Annexure I.
10. With respect to the assets (including shares of CPL and / or RRL) owned by the Corporate Debtor (as set out in Annexure I hereto), each potential bidder may bid for one or more of such assets and submit expression of interest for any of the assets of the Corporate Debtor (including shareholding of RRL and / or CPL) set out in Annexure I. Any potential bidder interested in the assets of RRL and / or CPL may bid for the assets of RRL and / or CPL set out in Annexure I and submit an expression of interest for the same.
11. The prospective bidders are required to submit their expression of interest latest by 1800 hours on or before March 26, 2024 ("**Due Date**") *vide* email, on the email address **inrcomip@deloitte.com**, setting out the assets / shares for which the prospective bidder is interested to submit a bid. The email should have the subject line as "Expression of Interest for submitting a Bid for assets of Reliance Communications Limited/Campion Properties Limited/Reliance Realty Limited".

12. Further, for any clarifications or queries in respect of the above sale process, you may kindly contact us at **inrcomip@deloitte.com**.
13. The potential bidders shall along with their expression of interest, also be required to submit a confidentiality undertaking, in the format made available on the website of the Corporate Debtor, i.e., <https://www.rcom.co.in/our-company/investor-relations/ibc-2019/>. Further, the potential bidders shall ensure that they are not ineligible under section 29A of the IBC.
14. A detailed request for proposal (“**RFP**”) shall be issued to the bidders who submit the expressions of interest and confidentiality undertakings in the prescribed manner on or before the Due Date. The RFP shall contain detailed information about the sale process, eligibility criteria, contents of the bids, evaluation process and access to virtual data room. The bidders shall be required to submit detailed bids/proposals upon issuance of the RFP, in the manner as set out in the RFP.

Note:

1. The RP/ CoC of the Corporate Debtor reserve the right, at their sole discretion, to consider and accept any EOIs received for any of the RCOM Assets after the Due Date. The board of directors and management of RRL / CPL, reserve the right, to consider and accept any EOIs received for assets of RRL / CPL (as the case may be), based on consultation with and concurrence of the RP and the CoC.
2. This is not an offer document and should not be construed as a binding offer on the part of the Corporate Debtor / RP / RRL / CPL. The eligibility criteria may be prescribed, amended or changed at any stage at the discretion of RP/ CoC of the Corporate Debtor (in respect of the RCOM Assets) and / or the board of directors of RRL / CPL (in respect of their respective assets).
3. The RP/ CoC of the Corporate Debtor reserve the right to cancel or modify the sale process and/or reject/disqualify any interested party / bid / offer at any stage of the sale process without assigning any reason and without any liability whatsoever. Further, sale of any of the assets set out herein and in the RFP is subject to the sole discretion and approval of the RP/ CoC of the Corporate Debtor.
4. In respect of the assets of RRL and CPL, the sale of their respective assets is subject to the approval of their respective board of directors and shareholders.

Prospective bidders should regularly visit website <https://www.rcom.co.in/our-company/investor-relations/ibc-2019/> to keep themselves updated regarding clarifications, amendments or extensions of time, if any.

Sd/-

Anish Niranjana Nanavaty

Resolution Professional for Reliance Communications Limited
(Under Corporate Insolvency Resolution Process)
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Date: February 13, 2024

Place: Mumbai

ANNEXURE I**List of Assets / Shares**

S. No.	Identified Asset	Description / Remarks
Reliance Communication Limited (Rcom Assets)		
1	Chennai Haddow Office – Land and Building	G+7 building (with 2 more floors as basement) which houses the Chennai office of RCOM; land area of ~1.3 acres. 1 st and 2 nd floors are being used by Globalcom IDC Limited as IDC, 3 rd floor is being used partly by RCOM as circle office, 5 th floor is used as canteen, ground floor, 4 th , 6 th and 7 th floors are vacant & 2 basements are for parking.
2	Land Parcel in Ambattur, Chennai	~3.44 acres vacant industrial land. Currently used as an open warehouse.
3	Land Parcel in Pune	871.1 sq. mt.; land with only RCC structure frame of G+2 construction done.
4	Bhubaneswar Office – Office Space	6 th floor is owned by Reliance Communications Limited, area of 36,948 sq. ft. Currently vacant.
5	Shareholding of Campion Properties Limited	100% equity shares (35,63,601 equity shares of face value INR 10 each fully paid-up) of Campion Properties Limited
6.	Shareholding of Reliance Realty Limited	100% equity shares (50,00,000 equity shares of face value INR 10 each fully paid-up) of Reliance Realty Limited
Campion Properties Limited		
7.	Reliance Centre	Campion Properties Limited owns Reliance Centre in Delhi (earlier Ranjit Hotel) spread over ~3.7 acres of land with built up area of c.1.62 lakhs sq. ft. located at prime location - Maharaja Ranjit Singh Marg, New Delhi; partly used as circle office.
Reliance Realty Limited		
8.	Dhirubhai Ambani Knowledge City and Millennium Business Park	Reliance Realty Limited houses Dhirubhai Ambani Knowledge City spread over ~132 acres of land in Navi Mumbai having built-up area of c.31.54 lakhs sq. ft. with development rights under Fintech policy; Also owns 7 buildings having built-up area of c.3.9 lakhs sq. ft. in Millennium Business Park, Navi Mumbai.
