

NOTICE

To Whomsoever It May Concern

Orchid Pharma Ltd

Under Corporate Insolvency Resolution Process

NCLT Chennai CP/540(IB)/CB/2017

EVALUATION MATRIX FOR RESOLUTION APPLICANTS

In continuation to "Form G – Invitations for Resolution Plans" uploaded on Feb 09, 2018, the Resolution Professional hereby uploads the Evaluation Matrix, as approved by Committee of Creditors, in accordance with Regulation 36A(2) of IBBI notification No. IBBI/2017-18/GN/REG024 dated Feb 06, 2018, on the Company's website for all prospective Resolution Applicants.

The prospective Resolution Applicants are requested to contact the Resolution Professional vide email - ip.orchid@in.ey.com for obtaining a copy of Non-Disclosure Agreement (NDA). A Process Memorandum, Information Memorandum and other documents shall be shared with the prospective Resolution Applicants once the signed NDA is in place.

This Evaluation Criteria is applicable for all prospective Resolution Applicants who have submitted non-binding investment offers and other prospective Resolution Applicants, who fulfil the Eligibility Criteria.

**Mr. Ramkumar Sripatham Venkatsubramanian,
Resolution Professional**

"Orchid Towers", 313, Valluvar Kottam High Road,
Nungambakkam, Chennai, TN - 600034, India
Email id: ip.orchid@in.ey.com

EVALUATION MATRIX

	Parameter	Score Matrix	Weightage	Max Score											
1	<p>Upfront cash payment as part of resolution plan Resolution Plan involving upfront cash payment shall specify the sources of funds, with evidence to the satisfaction of RP/CoC - To be paid within 30 days from NCLT approval of the resolution plan.</p> <p>Two additional bonus points (without weightage) shall be awarded for every 1% increase in Upfront Cash over and above 35% of resolution Debt.</p>	<p>>= 35% of the resolution debt amount</p> <p>>= 30% <35% of the Resolution Debt Amount</p> <p>>= 25% <30% of the Resolution Debt Amount</p> <p>>= 20% <25% of the Resolution Debt Amount</p> <p>>= 15% <20% of the Resolution Debt Amount</p> <p>>= 10% <15% of the Resolution Debt Amount</p> <p>>= 5% <10% of the Resolution Debt Amount</p> <p>> = 1% < 5% of the Resolution Debt Amount</p> <p>< 1% of Resolution debt amount</p>	<p>10</p> <p>8</p> <p>6</p> <p>5</p> <p>4</p> <p>3</p> <p>2</p> <p>1</p> <p>0</p>	400%	40										
2	<p>Cash on deferred payment basis/Assumed Term liability on Company : NPV to be arrived at tiered discount rate corresponding to the various tenors (Maximum tenor of 10 years)</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Period</th> <th style="text-align: left;">Rate of discount</th> </tr> </thead> <tbody> <tr> <td>1m- 1 year</td> <td>5%</td> </tr> <tr> <td>>1- 3 years</td> <td>8%</td> </tr> <tr> <td>>3- 5 years</td> <td>10%</td> </tr> <tr> <td>> 5 years</td> <td>15%</td> </tr> </tbody> </table> <p>One Additional bonus point(without weightage) shall be awarded for every 2% increase in NPV >25 %.</p>	Period	Rate of discount	1m- 1 year	5%	>1- 3 years	8%	>3- 5 years	10%	> 5 years	15%	<p>>= 25% of the Resolution Debt Amount</p> <p>>= 20% <25% of the Resolution Debt Amount</p> <p>>= 15% <20% of the Resolution Debt Amount</p> <p>>= 10% <15% of the Resolution Debt Amount</p> <p>>= 5 % < 10% of the Resolution Debt Amount</p> <p>>= 3 % <5% of the Resolution Debt Amount</p> <p>< 3% of Resolution debt amount</p>	<p>10</p> <p>8</p> <p>6</p> <p>4</p> <p>3</p> <p>2</p> <p>0</p>	200%	20
Period	Rate of discount														
1m- 1 year	5%														
>1- 3 years	8%														
>3- 5 years	10%														
> 5 years	15%														

	Parameter	Score Matrix	Weightage	Max Score	
3	Equity in the company, post money to financial creditors (As a percentage of the total paid up equity of the company)	Expected allotment of equity (post money) as under: >=20% <= 24% of equity stake in the company >=15% <20% of equity stake in the company >=10% <15% of equity stake in the company >= 5% <10% of equity stake in the company >= 1% < 5% of equity stake in the company <1% of equity stake in the company	10 8 6 4 2 0	50%	5
4	Fresh Equity Infusion for improving operations, only if the lenders are continuing. Period & Weightage < 6 months - 100% weightage, > = 6 < 12 months - 50% weightage > =12 months - 0% weightage	>= 15% of the Resolution Debt Amount >=10% <15% of the Resolution Debt Amount >= 5% <10% of the Resolution Debt Amount >= 1% <5% of the Resolution Debt Amount No infusion	10 8 4 2 0	100%	10
5	Reasonableness of Financial Projections i.e, Sales, EBITDA etc. for minimum three years period. Certainty/Likelihood/Feasibility/Eventuality of honouring proposed commitments etc.	Range: 0-10 (Based on the information available with RBI/CIBIL/CRILC etc.)		50%	5
6	Ability to turnaround distressed companies -Managerial competence and technical abilities, key managerial personnel, track record in implementing turnaround of stressed assets etc.	Range: 0-10		100%	10
7	Standing of Bidder/group in sector/external rating/adherence to financial discipline/Financial strength/ record of regulatory compliance/whether NPA, including group companies <12 months etc.	Range: 0-10 (Based on the track record of the Bidder) If NPA, including group companies <12 months, will fetch a score of "0"		100%	10

Note:

- Resolution Debt for the evaluation purpose shall mean the total admitted claims in the Company as on Form G upload date (i.e. 09 Feb, 2018) which is INR 3,443 Cr (may undergo change based on admission/rejection of claims)
- All period mentioned in the evaluation matrix are from the NCLT approval date for the Resolution Plan.