



IDBI TRUSTEESHIP SERVICES LIMITED

TENDER DOCUMENT

FOR

**SALE OF MOVABLE ASSETS OF
S TEL PRIVATE LIMITED
IN THE TELECOM INFRASTRUCTURE SITES OF
BHARTI INFRATEL LIMITED & VIOM NETWORKS LIMITED**

BY

TENDER -CUM-AUCTION

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1. DOCUMENT CONTROL SHEET

| | |
|--|---|
| Date of release of advertisement | 08 th October, 2013 |
| Last date for submission of expression of interest with EMD, prior to inspection of Assets | 30 th October, 2013 |
| Inspection of Assets | 01 st November to 30 th November, 2013 |
| Last date for submission of bids | 06 th December, 2013 |
| Date and time of opening of bid | 09 th December, 2013 11.30 AM. |
| Auction to be conducted by: | IDBI Trusteeship Services Ltd.(ITSL)[Auctioneer] |
| Venue for opening of Sealed Tenders | IDBI Trusteeship Services Ltd., Asian Building, Ground Floor, 17, R. Kamani Marg, Ballard Estate, Mumbai-400 001 (Auctioneer reserves the right to change the venue by prior intimation to eligible bidders) |
| Contact details of person for any queries in respect of sale | (i) Ms. Brindha V Senior Vice President [Tel : 022 40807004] [brindha@idbitrustee.com] (ii) Mr. S. Gunware Senior Vice President (Legal) [Tel: 022-40807003] [sgunware@idbitrustee.com] |

Note: If a holiday is declared on the dates mentioned above, the expression of interest and / or bids shall be received / opened on the next working day at the same time specified above or as notified by Auctioneer at its website.

2. **DISCLAIMER**

Pursuant to the directions of the Hon'ble High Court of Delhi (OMP Nos. 173/2012 & OMP No. 206/2012-Before Delhi High Court), IDBI Trusteeship Services Limited (ITSL) has been appointed as "Auctioneer" for conducting the sale of movable assets of S Tel Private Limited ("S Tel") in the telecom infrastructure sites ('Sites') of Bharti Infratel Limited ("BIL") and VIOM Networks Limited ("VIOM") in the telecom circles of Assam, Bihar, Himachal Pradesh, Jammu & Kashmir, North East and Odisha ("Assets"). The sale shall be conducted by the Auctioneer (ITSL) with the support of an Asset Sale Committee (ASC) constituted for the said purpose. ASC consists of representatives of certain secured lenders of S Tel, namely, IDBI Bank Limited, State Bank of India, Bank of Baroda and representative of S Tel & ITSL.

The information contained in this document or information provided subsequently to bidder(s) or applicants whether verbally or in documentary form by or on behalf of Auctioneer/S Tel, is provided to the bidder(s) on the terms and conditions set out in this document and all other terms and conditions subject to which such information is provided.

This Tender Document does not claim to contain all the information, which each Bidder may require. Each bidder should conduct its own investigations and analysis, and should check the accuracy, reliability and completeness of the information in this Tender Document and wherever necessary obtain independent advice. ITSL makes no representation or warranty and shall incur no liability under any law, statute, rules or regulations as to the accuracy, reliability or completeness of the information regarding the Assets mentioned in this Tender Document.

ITSL reserves the right of discretion to change, modify, add to or alter any or all of the provisions of this Tender Document and/or the bidding process, depending upon the facts and circumstances of the case, without assigning any reasons whatsoever. Such change will be intimated to all bidders either by writing or by uploading at the website www.idbitrustee.com and or www.idbi.com or <http://stel.in/auctions.aspx>. Any information contained in this document will be superseded by any later information on the same subject made available to all recipients by ITSL.

3. PUBLIC NOTICE OF SALE

ADVERTISEMENT ISSUED ON 8th OCTOBER, 2013 IN ALL INDIA EDITIONS OF THE TIMES OF INDIA & THE ECONOMIC TIMES AND IN ALL INDIA EDITIONS OF BUSINESS STANDARD (HINDI AND ENGLISH) IN RESPECT OF DISPOSAL OF ASSETS LYING IN THE TELECOM INFRASTRUCTURE SITES OF BHARTI INFRATEL LIMITED & VIOM NETWORKS LIMITED IN THE TELECOM CIRCLE OF BIHAR, ODISHA, HP, ASSAM, JAMMU AND KASHMIR AND NORTH EAST.



IDBI TRUSTEESHIP SERVICES LIMITED

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Address: Asian Building, Ground Floor, 17, R. Kamani Marg, Ballard Estate, Mumbai – 400 001. Website: <http://www.idbitrustee.com>

PUBLIC NOTICE FOR SALE OF MOVABLE ASSETS OF S TEL PRIVATE LIMITED : AUCTION BY SEALED TENDER

Pursuant to the directions of the Hon'ble High Court of Delhi (OMP 173/2012 & 206/2012), the following assets of S Tel Private Limited ("S Tel") in the telecom infrastructure sites ('Sites') of Bharti Infratel Limited ("BIL") and VIOM Networks Limited ("VIOM") in the telecom circles of Assam, Bihar, Himachal Pradesh, Jammu & Kashmir, North East and Odisha ("Assets") are available for sale by way of auction by sealed tender **on 'AS IS WHERE IS AND WHAT IS THERE IS AND NO RECOURSE BASIS.'**

Assets in the Sites are Base Transceiver Station (BTS), Microwave Equipment, GSM and Microwave Antennas, Multiplexer (MUX), Tower Mount Amplifier (TMA) and installation materials including cables. The asset configurations may vary from site to site.

S Tel Private Limited- Sale of Movable Assets
TENDER DOCUMENT

| NUMBER OF SITES AND LOCATION OF SITES | Circle | BIL | VIOM | Total | Reserve Price (Rs. crore) | In |
|---|--------------|-------------|------------|-------------|---------------------------------|----|
| (Note: The site count information is based on the records available with S Tel. Pvt. Ltd. and neither S. Tel Pvt. Ltd. nor Auctioneer undertake any responsibility for accuracy thereof.) | Assam | 192 | 31 | 223 | 6.14 | |
| | Bihar | 493 | 487 | 980 | 27.94 | |
| | HP | 218 | 57 | 275 | 7.70 | |
| | JK | 0 | 2 | 2 | 0.06 | |
| | NESA | 23 | 15 | 38 | 0.87 | |
| | Odisha | 250 | 203 | 453 | 11.29 | |
| | Total | 1176 | 795 | 1971 | 54 | |

TERMS AND CONDITIONS:

Interested parties are requested to refer to the terms and conditions contained here under as well as the terms and conditions as in the "Tender Document", which can be availed free of cost from the Auctioneer or accessed from its website www.idbitrustee.com and/or www.idbi.com or <http://stel.in/auctions.aspx>, before making offers/bids. The Tender Document and modifications/addendum, if any, thereto are deemed to form an integral part of this advertisement.

Interested parties need to submit the Expression of Interest with EMD of INR 5,40,000/- (Rupees Five Lakhs Forty Thousand only) in the prescribed format, in the "Tender Document", **on or before October 30, 2013**. EMD shall not carry any interest.

Interested parties may take inspection of Assets **between November 1, 2013 to November 30, 2013** after due intimation and following the process stipulated in the "Tender Document" in consultation with S Tel Private Ltd., for such inspection. The inspection of assets shall be arranged by S Tel Private Ltd. The bidders shall be solely responsible, at its own costs and expenses, to undertake inspection of the Assets.

Interested parties should submit their bid /offer in sealed cover on **or before December 6, 2013 before 5:00 pm** in the prescribed format as provided in the "Tender Document" and the sale shall be subject to the terms and conditions provided in the 'Tender Document'.

Tenders will be opened **on December 9, 2013 at 11.30 AM** at the above address or such other venue as may be intimated by Auctioneer to eligible bidders in advance.

S Tel Private Limited- Sale of Movable Assets
TENDER DOCUMENT

Please refer the website: www.idbitrustee.com, <http://stel.in/auctions.aspx> and/or www.idbi.com for more particulars or Contact Brindha V [022-40807004] S. Gunware [022-40807003] or such number which is always available at the above address and/or email id: [brindha@idbitrustee.com/sgunware@idbitrustee.com]

Date & Place : 8th October, 2013, Mumbai

Brindha V.

Authorised Officer

4. PROFILE AND DESCRIPTION OF ASSETS ADVERTISED FOR SALE

(A) Description of the individual items forming part of the Assets

| Type | Equipment Description | Vendor |
|-------------------|--|----------------|
| BTS | BTS MODULE | ZTE |
| | BTS BS8800 S222 RU60 HW - Indoor | ZTE |
| | BTS BS8900 S222 RU60 HW - Outdoor | ZTE |
| | FAN FOR ID BTS 8800 | ZTE |
| | BTS Feeder Cable 7/8" | Multi Vendors |
| | RU MODULE RU 60 Cards | ZTE |
| Microwave Radio | 18GHz ODU Mounting Kit(1+1) HSB Link | Ceragon |
| | 18GHZ STM-1 SDH RADIO (1+0LINK) | Ceragon |
| | 18GHZ STM-1 SDH RADIO (1+1LINK) | Ceragon |
| | 18GHZ PDH16E1 IP-10 EQPT(1+1) LINK | Ceragon |
| | 18GHZ IP-10 R2 EQPT(1+0LINK) | Ceragon |
| | 21 GHZ PDH 16E1 IP10 R1(1+1) | Ceragon |
| | 21GHz ODU Mounting Kit(1+1) HSB Link | Ceragon |
| | 21GHZ PDH16E1 IP-10 EQPT(1+1) LINK | Ceragon |
| | 21GHZ IP-10 R2 EQPT (1+0 LINK) | Ceragon |
| | 21GHZ STM-1 SDH RADIO (1+0LINK) | Ceragon |
| | 21GHZ STM-1 SDH RADIO (1+1 LINK) | Ceragon |
| | 23 GHZ PDH16E1 RADIO EQPT (1+0) | Ceragon |
| GSM Antenna | HBX-6516DS-VTM 18DBI | Andrew/Mobi |
| | GSM ANTEENA (65" 21DBI TMA TYPE) | Andrew/Mobi |
| | GSM Antenna HBX-6517DS VTM | Andrew/Mobi |
| Microwave Antenna | 18 GHZ ULTRAHIGH PERFORMANCE ANT (0.9 | Andrew/Puthian |
| | 18 GHZ TRAHIGH PERFORMANCE ANTENNA (0.6) | Andrew/Puthian |
| | 18 GHZ ULTRA SINGLE POLE ANTEENA - | Andrew/Puthian |
| | 18 GHZ ULTRA SINGLE POLE ANTEENA - | Andrew/Puthian |
| | 21 GHz ULTRAHIGH PERFORMANCE ANT | Andrew/Puthian |
| | 21GHz ULTRAHIGH PERFORMANCE ANT | Andrew/Puthian |
| | 21 GHz ULTRA SINGLE POLE ANTEENA - | Andrew/Puthian |
| | 21 GHZ ULTRA SINGLE POLE ANTEENA - | Andrew/Puthian |
| | 21GHZ ULTRASINGLE POLE ANTEENA - (0.9 | Andrew/Puthian |

S Tel Private Limited- Sale of Movable Assets
TENDER DOCUMENT

| | | |
|-------------|---|----------------|
| TMA | 21 DBI TMA TYPE | COMBA Wireless |
| MUX | ZXMP S200 TYPE 1 MUX FOR MW-20+21E1 | ZTE |
| | ZXMP S200 TYPE 2 MUX FOR MW-30+21E1 | ZTE |
| | ZXMP S200 TYPE 2 MUX FOR MW-20+21E1 | ZTE |
| | ZXMP S200 TYPE 3 MUX FOR MW-40+21E1 | ZTE |
| | ZXMP S200 TYPE 3 MUX FOR MW-20+21E1 | ZTE |
| Accessories | Feeder cable, Connector, Patch chord, feeder Clamp, Weather proofing kit, | Multi Vendors |

(B) Description of Site and Number of Sites and Location thereof*

| | | | | | |
|--------|---------------------------------------|--|------------|-------------|--|
| B | Description of site & Number of Sites | Base Transceiver Station - ZTE - BS8800/8900 | | | |
| | | Microwave Equipment - Ceragon / NEC - 18/21 Ghz | | | |
| | | GSM Antennas - Mobi/ Andrew - 18/21 dbi 65 degrees | | | |
| | | Microwave Antennas - Putin/ Andrew - 0.3, 0.6, 0.8m | | | |
| | | Multiplexer - ZTE - ZXMP S200 | | | |
| | | Tower Mount Amplifier - COMBA - 21dBi | | | |
| | | Installation material and accessories including 7/8" cables, jumpers | | | |
| | | Circle | BIL | VIOM | |
| | | Assam | 192 | 31 | |
| | | Bihar | 493 | 487 | |
| HP | 218 | 57 | | | |
| JK | | 2 | | | |
| NESA | 23 | 15 | | | |
| Odisha | 250 | 203 | | | |
| Total | 1176 | 795 | | | |

| | | |
|---|---|--|
| C | Type of Industry and Product(s) | Telecommunications |
| D | Details of Assets | Will be shared to offerors who submit their EoI together with EMD. |
| E | Broad period during which the Assets were operational | September, 2009 to January, 2012 |
| F | Currently Operational/Non-operational | Non-operational |

**The information given represents a typical configuration and may vary from site to site. The site count information is based on the records available with the S Tel Private Limited. Neither the Auctioneer nor S Tel Private Limited undertakes any responsibility for accuracy thereof. The bidders are requested to independently verify the details on their own within the time period specified by the Auctioneer in the Tender Document for inspection.*

5. TERMS AND CONDITIONS FOR SALE

(i) The aforesaid sale is conducted by Auctioneer pursuant to the directions of the Hon'ble High Court of Delhi in OMP Nos. 173/2012 & 206/2012, pending before Delhi High Court.

(ii) The Tender Document and subsequent amendments, if any, shall be available at the website of www.idbitrustee.com and/or www.idbi.com or <http://stel.in/auctions.aspx>. The interested parties may refer the Tender Document before submitting Expression of Interest (EoI) or bid /tender. The tenderer/bidder shall be deemed to have full knowledge of the Tender Document, Assets etc, whether he/she/they inspects the document /Assets or not.

(iii) Bids are invited for the entire Assets of S Tel Private Limited (as broadly described at 4 A above) in the telecom infrastructure sites ('Sites') of Bharti Infratel Limited ("BIL") and VIOM Networks Limited ("VIOM") in the telecom circles of Assam, Bihar, Himachal Pradesh, Jammu & Kashmir, North East and Odisha, **on 'as is where is' and 'what is there is' and 'no recourse basis'**. The bids submitted for the entire Assets would be considered on first priority /preference compared to bids submitted for individual Asset, which may either be for one or more circles and/or per site basis or equipment wise lots, at the discretion of Auctioneer/ ASC, constituted for the purpose of sale. The decision of the Auctioneer/ASC shall be conclusive and binding on the bidders.

(iv) The reserve price of the Assets in various Circle are as follows:

| Circle | BIL | VIOM | Total | Reserve Price (in Crore) |
|---------------|-------------|-------------|--------------|---------------------------------|
| Assam | 192 | 31 | 223 | 6.14 |
| Bihar | 493 | 487 | 980 | 27.94 |
| HP | 218 | 57 | 275 | 7.70 |
| JK | 0 | 2 | 2 | 0.06 |
| NESA | 23 | 15 | 38 | 0.87 |
| Odisha | 250 | 203 | 453 | 11.29 |
| Total | 1176 | 795 | 1971 | 54 |

(v) Sale shall not take place below the reserve price of the Assets as indicated above. The bids below the reserve price shall be outrightly rejected.

(vi) The parties who are interested in purchase of Assets are required to submit the EoI in the format provided in Section 6 of Tender Document along with the Earnest Money Deposit (EMD) of Rs. 5,40,000/- (Rupees Five Lakh Forty Thousand only) to the Auctioneer. EoI without EMD shall be immediately rejected.

(vii) The payment of EMD shall be by way of demand draft /pay order drawn on a scheduled bank in favour of "The Registrar General of High Court of Delhi" payable at **New Delhi** only. The EMD shall be kept with the Auctioneer until opening of the bids/finalization of sale. No interest shall be payable on the EMD amount.

(viii) EMD amount shall be refunded without any interest to interested parties / offerors who are fully eligible and have adhered to all terms and conditions of the auction sale but have however not been selected as the successful bidder in the auctions, within 7 days of selection by Auctioneer. The bidders/offerors

will not be entitled to claim any interest if the refund of EMD is delayed for any reason whatsoever.

(ix) Auctioneer / S Tel will provide the detailed Site wise Assets list to interested bidders and/ or allow inspection of Assets, only post submission of the EoI & EMD.

(x) The Auctioneer shall not be responsible for any error in descriptions /shortfall of Assets etc. Interested parties may verify the descriptions /documents and inspect the Assets before submitting the bids.

(xi) **Inspection of Assets:**

(a) The inspection of Assets would be arranged by S Tel, at the request of the Auctioneer, on the following dates between 01st November, 2013 and 30th of November, 2013. The inspection timing in the appointed dates shall be between 11:00 a.m. and 4.00 p.m.

(b) The inspection of the Assets and the necessary due diligence required to be undertaken by offerers /bidder with respect to the Assets has to be completed strictly in terms of the schedule as provided by the S Tel and is subject to timely access accorded by Bharti Infratel Limited and VIOM Networks Limited in this regard. No additional time shall be granted in this respect, under any circumstances.

(c) The time period as provided by the Auctioneer/S Tel shall be deemed by offerers/ bidders to be sufficient for the purposes of ascertaining the condition, quality and all particulars of the Assets as may be required for the purposes of bidding/ participation in the auctions and for the purposes of purchase of the Assets.

- (d) The bidders need to provide at-least 10 days advance notice to Auctioneer (who shall in turn intimate S Tel), before their proposed inspection of the Assets in order to enable the S Tel to make necessary intimations to Bharti Infratel Limited and VIOM Networks Limited and such inspection should be conducted at all times within the appointed dates and timing as communicated by S Tel.
- (e) The representatives of the offerors/bidders who shall conduct such inspections are obligated to furnish proper and valid authorization (including photograph identity) to the S Tel beforehand, in order that an authorization letter is issued by the S Tel to such representatives.
- (f) The representatives of the offerors/bidders shall carry their authorization at all times during the said inspection and shall be bound to furnish copies thereof as may be required. S Tel and/or the Auctioneer shall not be responsible for any delay on account of failure/delay on the part of the tenderers/bidders in furnishing such authorization documents to the S Tel or on account of verification by the S Tel of the particulars so furnished.
- (g) The inspections shall be conducted by the offerors/bidders at all times in a manner and strictly in adherence to the conditions as may be stipulated by the S Tel / Auctioneer and the terms of access as required by Bharti Infratel Limited and/or VIOM Networks Limited.
- (h) The tenderers/ bidders conducting any such inspection shall be responsible for and shall indemnify, save and hold harmless the Auctioneer / S Tel, Bharti Infratel Limited and VIOM Networks Limited and their directors, management and officials, against any and all reasonable costs, claims, demands, expenses and damages of any nature whatsoever, arising out of any act of omission or commission of their representatives who visit/ access the Sites of Bharti Infratel Limited and/or VIOM Networks Limited.

- (i) All costs and expenses for inspection of Assets will have to be borne by the offerors/ bidders.
- (j) For the purpose of inspection of assets, the details of Contact in S Tel is as follows: auction@stel.in
- (xii) The EMD of offerors/ bidders who has not complied with the terms and conditions specified in the Tender Document shall be forfeited.
- (xiii) The interested offerors has to submit the unconditional and unqualified bids in the prescribed tender format as provided in Section 7 to the Tender Document along with Bid Advance of 5% of the total bid/offer value as made by the offeror/ bidder in a sealed covers so as to reach the Auctioneer not later than 5 PM on 06th December, 2013. The Bid Advance amount should be drawn by way of demand draft/ pay order in favour of "The Registrar General, High Court of Delhi" payable at New Delhi.
- (xiv) The terms and conditions as provided for in the EoI and Tender formats shall be read as part and parcel of the terms and conditions of auction sale of Assets as provided in this document.
- (xv) No interest shall be payable by Auctioneer on the Bid Advance amount. The conditions applicable for refund and forfeiture of EMD shall apply to Bid Advance also.
- (xvi) The bids submitted for the entire Assets would be considered on first priority /preference compared to bids submitted for individual Asset, which may either be for one or more circles and/or per site basis or equipment wise lots, at the discretion of Auctioneer/ ASC, constituted for

the purpose of sale. The decision of the Auctioneer/ASC shall be conclusive and binding on the bidders.

- (xvii) The sealed tenders/bids will be opened by the Auctioneer in the presence of interested bidders and ASC members at 11.30 AM on 09th December 2013 at the venue stated at Section 1 or such venue as may be intimated by the Auctioneer in advance to the bidders. The interested bidders should carry a valid authorization for entry to the venue at the time of opening of sealed tender/auction.
- (xviii) EoI and/or bids not received in the prescribed form or incomplete in any respect or unsigned or not accompanied by demand draft / pay order for the requisite EMD / Bid Advance amount are liable to be summarily rejected at the sole discretion of Auctioneer/ASC. EoI (s) and/or bid(s) with conditional offer will be treated as invalid.
- (xix) Correspondence about any change / modification in the offer after submission of tender will not be entertained. If any tenderer wishes to give a fresh offer for Assets or any part thereof before the last date prescribed for submission of the tender in the concerned advertisement, he/she/it may file a fresh tender with appropriate Earnest Money Deposit and Bid Advance amount.
- (xx) The bids shall be opened first and only those tenderers will be permitted to be present whose bid amount is above reserve price and the Demand Draft/Pay Order of Bid Advance are found to be in order.
- (xxi) The short listed eligible tenderers shall have an opportunity of increasing their offers/bids in an open bidding manner interse. The amount by which each bidding is to be increased shall be determined by the Auctioneer conducting the sale.

- (xxii) The highest /best offer shall be decided by the Auctioneer & ASC and accordingly communicated to the successful bidder, within 3 days from the date of opening of bids.
- (xxiii) The Auctioneer reserves the right to retain the EMD & Bid Advance of top three tenderers upto 60 days from the date of opening of the tender/bid. The EMD/Bid Advance of other tenderers shall be returned within [7] days from the date of opening of the bids, subject to other terms and conditions of the Tender Document.
- (xxiv) The successful bidder has to deposit 50% of the final bid/ offer amount as approved by Auctioneer /ASC on or before 10 days from the date of intimation of successful bidder by Auctioneer by way of pay order/demand draft favoring the “ The Registrar General, High Court of Delhi” payable at New Delhi. The remaining final bid/offer amount as approved by the Auctioneer has to be deposited with the Auctioneer by the successful bidder by way of pay order/ demand draft favoring the “The Registrar General, High Court of Delhi” payable at New Delhi on the date of commencement of taking custody/removal of the Assets from the Sites or 15 days from the date of payment of first 50% of final bid/ offer amount, whichever occurs earlier. The EMD and Bid Advance amount of the successful bidder shall be adjusted to the sale consideration. The successful bidder shall revalidate the pay order /demand draft of EMD/Bid Advance, if required, by the Auctioneer.
- (xxv) Upon receipt of the entire sale consideration, the confirmation of sale shall be undertaken by Auctioneer /S Tel on or before January 8, 2014.
- (xxvi) If the successful bidder fails to make payment of the 50 % of bid amount or remaining final bid/ offer amount within the time period as provided hereinabove, all payments made by the successful bidder till such date, which includes the EMD, Bid Advance and the 50% of the bid amount shall stand forfeited without the requirement of any further notice being

issued by the Auctioneer to such successful bidder. The defaulting purchaser (successful bidder) shall forfeit all claim to the Assets or to any part of the sum for which it may be subsequently sold. The Auctioneer shall be at liberty to negotiate with the second and third highest bidder for sale of Assets.

(xxvii) The Sale shall be subject to applicable VAT/Sales Tax and other applicable taxes. The successful bidder/ purchaser shall be responsible for and liable to, at its sole costs and expenses, to take custody and/or transfer and/or remove and/or de-install the Assets from the various Sites, upon confirmation of sale, within a reasonable time frame and in the case of removal/ de-installation of Assets, a time period not exceeding 60 days from date of confirmation of sale. The purchaser of the movable assets has to discharge the tax liabilities, if any, without seeking any reimbursement from S Tel/Auctioneer.

(xxviii) The Auctioneer /S Tel do not undertake any responsibility to procure any permissions, license, approvals, consents, orders, etc., whether governmental, statutory or otherwise, in respect of the Assets offered for sale or for settlement of any dues whatsoever in respect of the Assets, including but not limited to possessing necessary licenses, approvals, consents, orders, etc., whether governmental, statutory or otherwise for the purposes of purchase of the Assets and/or use thereof, the ownership, control and management thereof , which shall be sole responsibility of the bidder/ successful purchaser. The bidders shall undertake to save and hold harmless Auctioneer / S Tel and their directors, management and officials, against any and all costs, claims, demands, expenses and damages of any nature whatsoever, arising out of any lack of requisite license, permissions, consents, orders and authorizations, whether governmental, statutory or otherwise, on the part of the bidders/ successful purchasers for the purposes of bidding, purchase, ownership, removal, use, control, management of the Assets,

and/or for any breach/ violation of any such license, permissions, consents, orders, authorizations that it may possess.

- (xxix) The Auctioneer conducting the auction reserves the right to prevent or disqualify any bidder or any person acting on his/her/its behalf from participating in the bidding, if Auctioneer is satisfied that such bidder is involved in collusive practices or involvement of such bidder / person shall impede the process of sale.
- (xxx) The Auctioneer will be at liberty to amend / modify / delete / drop any of the above conditions as may be deemed necessary in the light of the facts and circumstances and also to withhold/defer/withdraw the auction without assigning any reason at any time during the process of the sale. The Auctioneer reserves the right to accept or reject any or all bids / tenders without assigning any reasons.

6. EXPRESSION OF INTEREST FORM

To,
IDBI Trusteeship Services Ltd.,
Asian Building, Ground Floor,
17, R. Kamani Marg,
Ballard Estate,
Mumbai-400 001

Dear Sir,

RE: ADVERTISEMENT ISSUED ON 8th OCTOBER, 2013 IN ALL INDIA EDITIONS OF THE TIMES OF INDIA & THE ECONOMIC TIMES AND IN ALL INDIA EDITIONS OF BUSINESS STANDARD (HINDI AND ENGLISH) IN RESPECT OF DISPOSAL OF ASSETS LYING IN THE TELECOM INFRASTRUCTURE SITES OF BHARTI INFRATEL LIMITED & VIOM NETWORKS LIMITED IN THE TELECOM CIRCLE OF BIHAR, ODISHA, HP, ASSAM, JAMMU AND KASHMIR AND NORTH EAST.

SUBMISSION OF EXPRESSION OF INTEREST

(Brief description of the name and profile of the interested party may be provided as an introduction)

I/We have perused the subject advertisement and have also read the "Tender Document" and the terms and conditions thereof and the above advertisement and have understood them fully.

I/We are interested in bidding for the Assets and unconditionally agree to conform with and to be bound by the attendant terms and conditions as provided by the Auctioneer in the subject advertisement and the “Tender Document”. In terms thereof, we are herewith tendering an Earnest Money Deposit of Rs. 5,40,000/- (Rupees Five Lakhs Forty Thousand only) by way of demand draft/pay order, payable at **New Delhi** in favour of “The Registrar General, High Court of Delhi”.

I/We agree that the Earnest Money Deposit does not carry any interest under any circumstances whatsoever.

I/We hereby irrevocably agree and acknowledge that the inspection of the Assets and the necessary due diligence required to be undertaken by me/us with respect to the Assets shall be completed strictly in terms of the schedule as provided by Auctioneer/ S Tel Private Limited and access accorded by Bharti Infratel Limited and VIOM Networks Limited and no further additional time shall be sought by me/we in this respect. I/We further irrevocably acknowledge and agree that the time period as may be provided by Auctioneer/S Tel Private Limited in this regard is sufficient for the purposes of ascertaining the condition, quality and all particulars of the Assets, as may be required by me/us for the purposes of bidding/ participation in the auctions and for the purposes of purchase of the Assets.

I/We hereby irrevocably agree and acknowledge that the inspections shall be conducted by me/us at all times through validly authorized representatives in a manner and strictly in adherence to the conditions as may be stipulated by the Auctioneer/ S Tel Private Limited and the terms of access as may be stipulated by Bharti Infratel Limited and/or VIOM Networks Limited. I/We further undertake and agree that I/We shall be responsible for and shall indemnify, save and hold harmless the Auctioneer/ S Tel Private Limited, Bharti Infratel Limited

and VIOM Networks Limited and their directors, management and officials, against any and all reasonable costs, claims, demands, expenses and damages of any nature whatsoever, arising out of any act of omission or commission of my/our representatives who visit/ access the sites of Bharti Infratel Limited and/or VIOM Networks Limited.

I/We agree if any of the statement / information revealed by me/us is found incorrect, my/our tender is liable to be cancelled and in such case the Earnest Money Deposit paid by me/us is liable to be forfeited by the Auctioneer/ S Tel Private Limited.

I/We further agree that the Auctioneer/ S Tel Private Limited is at liberty to annul the offer made to me/us at any point of time.

Yours faithfully,

Signature of the tenderer

Authorized Signatory

(M/s. _____)

[Rubber stamp of the company/firm]

Enclosures (i) DD/Pay Order No.

Dated

Drawn on Bank

Payable at

(ii) A copy of the "Tender Document" duly signed by the tenderer on every page

(ii) Valid authorization for the signatory to execute this EOI

- (iii) List o documents to prove
identity and address of the
tenderer.

| | |
|--|--|
| Name of the Interested Party | |
| @Address | |
| Office | |
| Residence | |
| Contact details | |
| Tel. Office | |
| Mobile No. | |
| Residence | |
| e-mail id | |
| * Any other particulars relevant for the purpose | |
| List of documents to prove valid identity & address proof. | |

7. TENDER FORM

To,
IDBI Trusteeship Services Ltd.,
Asian Building, Ground Floor,
17, R. Kamani Marg,
Ballard Estate,
Mumbai-400 001

Dear Sirs,

RE: ADVERTISEMENT ISSUED ON 8th OCTOBER, 2013 IN ALL INDIA EDITIONS OF THE TIMES OF INDIA & THE ECONOMIC TIMES AND IN ALL INDIA EDITIONS OF BUSINESS STANDARD (HINDI AND ENGLISH) IN RESPECT OF DISPOSAL OF ASSETS LYING IN THE TELECOM INFRASTRUCTURE SITES OF BHARTI INFRATEL LIMITED & VIOM NETWORKS LIMITED IN THE TELECOM CIRCLE OF BIHAR, ODISHA, HP, ASSAM, JAMMU AND KASHMIR AND NORTH EAST.

SUBMISSION OF TENDER

1. I/We, the tenderer/s, do hereby state that, I/we have read the "Tender Document" and the terms and conditions thereof and the above advertisement and have understood them fully. I/We, hereby unconditionally agree to conform with and to be bound by the said conditions and any modifications made thereto by Auctioneer from time to time and published on the website of www.idbitrustee.com and / or www.idbi.com and/or <http://stel.in/auctions.aspx>. My/Our offer for purchase of the Assets as appearing in the "Tender Document" is as under and the advance bid representing 5% of the said offer is enclosed herewith:

| | | |
|----------|---|---|
| a | Name of the Tenderer (in case of company/firm, also give names of key Directors / partners) | |
| b | Brief profile of Tenderer | |
| c | Whether tender is for entire Assets advertised | Yes/No. If yes/no, Amount quoted : ____ |
| d | If tender is only for part of the Assets advertised: | |
| | Description of assets | Serial No. as mentioned in Tender Document |
| | | Amount quoted (Rs.) |
| | | |
| e | Advance Bid Details | |
| | Total Bid Amount Quoted | Advance Bid Amount @ 5% of the Bid Amount |
| | | Payment Particulars |
| | | _____ drawn on _____ at _____ favoring "The Registrar General, High Court of Delhi" |

| | | | |
|--|---|--|-------------------------|
| | List of documents to prove valid identity & address proof | | <i>[Please mention]</i> |
|--|---|--|-------------------------|

2. I/We further declare that I/We intend to purchase the above Assets from Auctioneer/ S Tel Private Limited for our own use / business and that the information revealed by me/us in this **Tender Form** is true and correct to the best of my/our knowledge and belief.
3. I/We further agree and acknowledge that the Auctioneer shall have the absolute right and discretion at all times to decide whether or not I/We are entitled to participate in the auctions and its decision in this regard shall be final and binding upon me/us.
4. I/We further declare that I/We possess all requisite licenses, authorizations, permissions, consents, orders, whether governmental, statutory or otherwise, for the purposes of purchase removal, ownership, control, management, etc., of the Assets.
5. I/We further declare that I/ We shall be solely responsible for all matters connected with the purchase of the Assets and/or removal and/or subsequent use thereof, including but not limited to ownership, control and management of the Assets, which shall be undertaken by me/us, in compliance with the applicable law, at my sole costs and expenses, without any recourse to S Tel Private Limited and/or the Auctioneer at any stage whatsoever.
6. I/We hereby irrevocably undertake to save and hold harmless Auctioneer/ S Tel Private Limited and its directors, management and officials, against any and all costs, claims, demands, expenses and damages of any nature whatsoever, arising out of any lack of requisite license, permissions, consents, orders and authorizations, whether governmental, statutory or otherwise, on my/our part for the purposes of bidding, purchase, ownership, removal, use, control, management of the

Assets, and/or for any breach/ violation of any such license, permissions, consents, orders and/or authorizations that I/We may possess.

7. I/We hereby irrevocably agree and acknowledge that the inspection of the Assets and the necessary due diligence required to be undertaken by me/us with respect to the Assets shall be completed strictly in terms of the schedule as provided by Auctioneer/S Tel Private Limited and access accorded by Bharti Infratel Limited and VIOM Networks Limited and no further additional time shall be sought by me/we in this respect. I/We further irrevocably acknowledge and agree that the time period as may be provided by Auctioneer/S Tel Private Limited in this regard is sufficient for the purposes of ascertaining the condition, quality and all particulars of the Assets, as may be required by me/us for the purposes of bidding/ participation in the auctions and for the purposes of purchase of the Assets.
8. I/We hereby irrevocably agree and acknowledge that the inspections shall be conducted by me/us at all times through validly authorized representatives in a manner and strictly in adherence to the conditions as may be stipulated by Auctioneer/S Tel Private Limited and the terms of access as may be stipulated by Bharti Infratel Limited and/or VIOM Networks Limited. I/We further undertake and agree that I/We shall be responsible for and shall indemnify, save and hold harmless the Auctioneer/ S Tel Private Limited, Bharti Infratel Limited and VIOM Networks Limited and their directors, management and officials, against any and all reasonable costs, claims, demands, expenses and damages of any nature whatsoever, arising out of any act of omission or commission of my/our representatives who visit/ access the sites of Bharti Infratel Limited and/or VIOM Networks Limited.
9. I/We agree if any of the statement / information revealed by me/us is found incorrect, my/our tender is liable to be cancelled and in such case the Bid Advance and the Earnest Money Deposit paid by me/us is liable

to be forfeited by the Auctioneer/ S Tel Private Limited and the Auctioneer/ S Tel Private Limited is at liberty to annul the offer made to me/us at any point of time.

10. I/We agree, in the event of acquisition of the Assets, not to engage in any activity not permitted by Government of India, including the Department of Telecommunications, from time to time.
11. I/We also agree that after my/our offer given in my/our tender for purchase of Assets is accepted by the Auctioneer/ S Tel Private Limited if I/We fail to accept the terms and conditions of the offer letter or am/are not able to complete the transaction within the time limit specified in the auction sale and/or this letter for any reason whatsoever and / or fail to fulfill any/all the terms and conditions of the auction sale and/or this letter, all monies paid by me/us to the Auctioneer /S Tel Private Limited, including the Earnest Money Deposit, Bid Advance and other payments pursuant to my bid and participation in the auction is liable to be forfeited by the Auctioneer /S Tel Private Limited without prejudice to the right of the Auctioneer /S Tel Private Limited to proceed against me / us for specific performance of the contract or otherwise.

Yours faithfully,

Signature of the tenderer

Authorised Signatory

(M/s. _____)

[Rubber stamp of the company/firm]

Enclosures (i) DD/Pay Order No.

Dated

Drawn on Bank

Payable at

- (ii) A copy of the "Tender Document" duly signed by the tenderer on every page
- (iii) valid authorization for the signatory to execute this Tender
- (iv) List of documents as stated above

| | |
|--|--|
| Name of the tenderer | |
| Address | |
| Office | |
| Residence | |
| Contact details | |
| Tel. Office | |
| Mobile No. | |
| Residence | |
| e-mail id | |
| * Any other particulars relevant for the purpose | |