

Important notice for distributors

DISCLAIMER: The following questions and answers are intended to be provided for general information in relation to the Corporate Insolvency Resolution Process ("CIRP") of Aircel Limited ("AL"), Aircel Cellular Limited ("ACL") and Dishnet Wireless Limited ("DWL") and may be updated from time to time. These may not be completely accurate in every circumstance, do not constitute or purport to constitute legal advice, and are not intended to be binding, in any manner, on any stakeholder, including the interim resolution professional ("IRP"). The IRP is neither making any representation through answers to these FAQs, nor takes any responsibility with respect to their accuracy, correctness or reliability. Any concern in relation to these FAQs, or otherwise relating to the provisions of Insolvency and Bankruptcy Code, 2016 along with rules & regulations framed there under ("Code") and/ or your legal rights and obligations should be addressed to a lawyer and independent decision on the course of action, as may be appropriate, should be taken in consultation with your legal advisor. The contents of this note are based on the assumption that the claims to be made by the distributors shall be in the nature of operational debts (other than for workmen / employee dues) and debts which are neither operational nor financial debts:

Corporate Debtor(s)	AL	DWL	ACL
Insolvency Commencement Date ("ICD")	12 March 2018 ¹	19 March 2018 ²	19 March 2018 ³
Public Announcement(s) dated	16 March 2018	30 March 2018	30 March 2018
IRP email address:	inaircelip@deloitte.com	indishnetip@deloitte.com	inaclip@deloitte.com
IRP name:	Vijaykumar V Iyer		
Correspondence address of IRP:	Deloitte Touche Tohmatsu India LLP, 22 nd Floor, DLF Epitome, Building No.5, Tower A, DLF Cyber City, DLF Phase III, Gurgaon 122002, India.		
Registration Number of IRP:	IBBI/IPA-001/IP-P00261 /2017-18/10490		

As you are aware, CIRP has been initiated in respect of AL, DWL and ACL (the "**Corporate Debtor(s)**") pursuant to orders dated 12th March 2018, 19th March 2018 and 19th March 2018 respectively passed by the Hon'ble National Company Law Tribunal, Mumbai ("**NCLT**") under the Insolvency and Bankruptcy Code, 2016 and the rules and regulations framed thereunder ("**Code**"), pursuant to an application filed by the directors of the companies under Section 10 of the Code. The NCLT vide the said orders has appointed Mr. Vijaykumar V. Iyer as the Interim Resolution Professional ("**IRP**") for the Corporate Debtors. A copy of the orders can be found on the website of the Corporate Debtors at:

AL	http://www.aircel.com/AircelWar/images?url=/ucmaircel/groups/public/documents/webasset/order_copy_pdf.pdf
DWL	http://www.aircel.com/AircelWar/images?url=/ucmaircel/groups/public/documents/webasset/dwl_order_pdf.pdf
ACL	http://www.aircel.com/AircelWar/images?url=/ucmaircel/groups/public/documents/webasset/acl_order_pdf.pdf

Copies of public announcements can be found on the website of the Corporate Debtors at:

AL	<ul style="list-style-type: none"> • http://www.aircel.com/AircelWar/images?url=/ucmaircel/groups/public/documents/webasset/announcement_english_pdf.pdf (English) • http://www.aircel.com/AircelWar/images?url=/ucmaircel/groups/public/documents/webasset/announcement_hindi_pdf.pdf (Hindi)
-----------	--

¹ Order issued on NCLT website on 14 March 2018

² Order issued on NCLT website on 28 March 2018

³ Order issued on NCLT website on 28 March 2018

DWL	<ul style="list-style-type: none"> • http://www.aircel.com/AircelWar/images?url=/ucmaircel/groups/public/documents/webasset/dwl_english_pdf.jpg (English) • http://www.aircel.com/AircelWar/images?url=/ucmaircel/groups/public/documents/webasset/dwl_hindi_pdf.jpg (Hindi)
ACL	<ul style="list-style-type: none"> • http://www.aircel.com/AircelWar/images?url=/ucmaircel/groups/public/documents/webasset/acl_english_pdf.jpg (English) • http://www.aircel.com/AircelWar/images?url=/ucmaircel/groups/public/documents/webasset/acl_hindi_pdf.jpg (Hindi)

As per section 17 of the Code, from the date of appointment of the IRP, the management of affairs of the Corporate Debtors shall vest in the IRP, powers of the board of directors shall stand suspended and be exercised by the IRP and all the personnel of the Corporate Debtors, its promoters or any other person associated with the management of the Corporate Debtors are required to extend all assistance and co-operation to the IRP, as may be required by him in managing the affairs of the Corporate Debtors.

The purpose of CIRP is to explore the possibility of having a resolution plan for the Corporate Debtors and facilitate potential resolution applicants to submit resolution plans for the Corporate Debtors as per the Code, in a time bound manner. It is clarified that the role of the IRP/ RP is not to prepare the resolution plan, but invite resolution plans from potential resolution applicants and present the same before the committee of creditors for their approval.

The creditors of the Corporate Debtors have been called upon *vide* the public announcement dated 16th March 2018 (for AL) and 30th March 2018 (for DWL and ACL) to submit their proof of claims along with supporting claim documents and evidences to prove the respective claims in accordance with the public announcement, the Code, to the IRP. **If a creditor fails to submit proof of claim by the last date as mentioned in the public announcements, such creditor may submit such proof of claim to IRP/ RP before a resolution plan is approved by the committee of creditors of such Corporate Debtor.**

The entire process is time bound and is required to be completed within 180 days from the date of the Order with a provision for extension with the approval of the NCLT, for a further period not exceeding 90 days.

All the stakeholders/creditors of the Corporate Debtor are hereby requested to co-operate and support IRP/RP for a smooth and effective functioning of CIRP for the benefit of all the stakeholders.

FREQUENTLY ASKED QUESTIONS (FAQs) FOR DISTRIBUTORS:

1. Which form is to be filled and what documents are to be attached?

Answer: You are requested to submit your proof of claim in the manner as set out herein and the proof of claims submitted for the period prior to the insolvency commencement date shall be dealt with in accordance with the Code

- In respect of any claim for any goods or services provided by such distributor to Corporate Debtor, **Form B** is required to be filed
- In respect of to any other claim which is not in the nature of financial debt or claim towards goods and services provided by the distributor to Corporate Debtor, **Form F** should be filed.

The forms can be downloaded from the website <http://www.ibbi.gov.in/downloadform.html> (Forms under the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016) and one can also find those claim forms at the links below:

- [Form B](#) – for claims by operational creditors (except workmen and employees)
- [Form F](#) – for claims by Creditors (Other than Financial Creditors and Operational Creditors)

Please note that the forms submitted from April 1, 2018 onwards should be in the formats prescribed under the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) (Second Amendment) Regulations, 2018.

Please find below an indicative list of supporting documentary evidence:

Form B: Operational Creditor

- Authorized contract / purchase order for the supply of goods and/or services
- Proof of delivery/ work completion certificate
- Invoices
- Ledger statement of Corporate Debtor in your books indicating outstanding receivables/financial accounts
- Order of a court or tribunal that has adjudicated upon the non-payment of a debt

Form F: Creditors other than operational and financial creditors

- documentary evidence demanding satisfaction of the claim;
- bank statements of the creditor showing non-satisfaction of claim;
- an order of court or tribunal that has adjudicated upon non-satisfaction of claim, if any.

You are requested to submit proofs of your claim to the IRP for the applicable Corporate Debtor at the communication address given below in person, by post or by electronic means.

Corporate Debtor(s)	AL	DWL	ACL
Email address:	inaircelip@deloitte.com	indishnetip@deloitte.com	inaclip@deloitte.com
Correspondence address:	Vijaykumar V Iyer, Interim Resolution Professional Deloitte Touche Tohmatsu India LLP, 22 nd Floor, DLF Epitome, Building No.5, Tower A, DLF Cyber City, DLF Phase III, Gurgaon 122002, India.		

The proof of claims is to be submitted by way of specified forms, along with affidavit/declaration (witnessed by a notary or oath commissioner) (as the case may be) and relevant documentary proof in support of the claim, as prescribed under Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016.

2. When will be the claims be settled?

Answer: The claims will be settled in accordance with the terms of the resolution plan, including any modifications thereof, as approved by the Committee of Creditors of the respective Corporate Debtor and by NCLT, and all payments shall be dealt with in accordance with the provisions of the Code. It is clarified that the role of RP is not to prepare the resolution plan, but to invite resolution plans from potential resolution applicants and present the compliant resolution plans before the committee of creditors for their approval. In the case that the corporate debtor is liquidated, then it shall be paid in accordance with the terms of Section 53 of the Code. Kindly note however that mere submission of the claims does not by itself guarantee the payment.

3. Do we need to submit claims for different entities of Aircel Group separately?

Answer: Yes, the creditors are advised to submit their proof of claims for each entity of the Aircel Group admitted into CIRP separately in line with their respective public announcements.

4. How will the recharge balances be known if the network is down?

Answer: Distributors can refer to the circle teams they deal with and may enquire about their respective balances.

5. In the event the circle team has left the organization, who can the distributor connect with for any information?

Answer: The distributors may write an email to the IRP for any information at the following email ids:

Aircel Limited	Dishnet Wireless Limited	Aircel Cellular Limited
inaircelip@deloitte.com	indishnetip@deloitte.com	inaclip@deloitte.com