

## Invitation of Bid for Sale of the Financial Assets

To

ARCs/ Banks/ NBFCs/ FIs/ Permitted Transferees

Sir/ Madam,

### **Proposal for sale/ transfer of financial assets to ARCs/ Permitted Transferees**

Midland Microfin Limited (MML) intend to place the following Non-Performing Assets/ Financial Assets for sale/ transfer under Swiss Challenge Method, on Cash basis (100% cash deal) or Security Receipts Basis, to ARCs/ Permitted Transferees, on the terms and conditions stipulated in the MML's Policy, in line with the RBI guidelines. In this respect, MML invites Expression of Interest (EOI) from eligible ARCs/ Permitted Transferees. Please note that the sale will be subject to the final approval by the Competent Authority of the Bank.

#### **ASSET DETAILS:**

Name of the Account	Principal Outstanding as on cut-off date	Terms of Sale	Anchor Bid	Cut-off Date
Portfolio consists of 104,414 Stressed Loans (Unsecured MFI)	Rs. 171.49 Crores	100% cash basis or SR Basis	Rs.85.7 Crores	31 <sup>st</sup> January 2026

#### **1. Brief Details of the NPA Loans:**

Further details regarding the NPA loans are provided in Annexure-I of this notice.

#### **2. Due Diligence Process:**

Interested Asset Reconstruction Companies (ARCs), banks, Non-Banking Financial Companies (NBFCs), and Financial Institutions may conduct due diligence from 21<sup>st</sup> March 2026 to 26<sup>th</sup> March 2026 (both days inclusive), during working hours from 10:00 AM to 5:00 PM. Access to the data room will be granted only after submission of an Expression of Interest (EOI) and execution of a Non-Disclosure Agreement (NDA) with MML.

#### **3. Sale Terms:**

The sale of assets will be conducted on an 'As is where is' and 'What is where is' basis. The assets are sold without recourse to MML. Bidders may submit their offers only for individual lots.

#### **4. Submission of Bids:**

Interested bidders must submit their Expression of Interest (EOI) along with Undertaking via email at [bhimanshu.gupta@midlandmicrofin.com](mailto:bhimanshu.gupta@midlandmicrofin.com). The EOI must be submitted on or before 26<sup>th</sup> March 2026 by 5:00 PM.

### **Midland Microfin Limited**

## 5. Right to Reject or Cancel Sale:

MML reserves the absolute right to cancel or reject any bid or discontinue the sale process at any stage, without assigning any reason. The decision of MML in this regard will be final and binding.

### SCHEDULE OF SALE PROCESS

Sr. No.	Activity	Timelines*
1	Paper Publication of Sale of Assets	22 <sup>nd</sup> March, 2026
2	Last date of submission for EOI & Execution of NDA	26 <sup>th</sup> March, 2026
3	Opening of Data Room	21 <sup>th</sup> March 2026 to 26 <sup>th</sup> March 2026 (Both days inclusive)
4	Resolution of Queries	21 <sup>th</sup> March 2026 to 26 <sup>th</sup> March 2026 (Both days inclusive)
7	Submission of bids	26 <sup>th</sup> March 2026 by 5.00 PM.
8	Communication to the Successful Bidders	26 <sup>th</sup> March 2026 by 6.00 PM.
9	Date of Payment and documents formalities	26 <sup>th</sup> March 2026.

*Note: MML reserves the right to extend the above-mentioned timelines at its sole discretion.*

### BIDDING INSTRUCTIONS AND CONDITIONS:

1. **Non-Withdrawal of Bids:**

Once submitted, bids will be considered binding and irrevocable. Bidders shall not have the right to withdraw or modify their offer under any circumstances.

2. **Successful Bidder (H-1):**

Upon receipt of the binding bids, LICHFL shall conduct e-auction under Swiss Challenge Method, taking the highest bidder as Anchor Bidder, with highest bid price received as floor/base price. Details for Swiss Challenge, including terms and conditions etc., shall be published separately after the receipt of the highest bid.

3. **Negotiation with Highest Bidder:**

MML may, at its sole discretion, enter into negotiations with the highest bidder to improve the bid price. Upon successful negotiations and subject to approval from MML's Competent Authority, the highest bidder will be declared the successful participant, and an assignment agreement will be executed.

### Midland Microfin Limited

4. **Payment and Agreement Execution:**

The successful bidder, upon confirmation by MML's Competent Authority, must make the payment for the acquisition and execute the assignment agreement on the specified date(s). Should the bidder request an extension for the execution of the assignment agreement, prior approval from MML will be required.

5. **Confidentiality Requirements:**

All bidders must execute a **Non-Disclosure Agreement (NDA)** before conducting any due diligence or receiving further information regarding the stressed assets. The bidder(s) must not contact borrowers or guarantors directly without MML's prior written consent.

6. **Independent Due Diligence:**

By submitting a bid, the bidder acknowledges that it has conducted its own independent due diligence and has fully understood the risks associated with the transfer of the loan exposures. MML makes no representation or warranty regarding the validity or adequacy of the information provided.

7. **No Liability for Liabilities:**

The bidder(s) shall assume all risks associated with the assets and loan exposures being transferred. MML will not be liable for any losses, liabilities, encumbrances, or obligations incurred by the bidder, including any claims arising from defects in the title, legal proceedings, or outstanding liabilities.

**GENERAL TERMS AND CONDITIONS:**

1. **Transfer of Loan Exposures:**

The sale will be carried out on an **'As is where is' and 'What is where is' basis**. The assets will be sold with all associated risks, including legal, operational, and credit risks, which the successful bidder assumes upon completion of the transaction.

2. **Bidders' Obligation:**

Bidders must ensure that they comply with all applicable regulations, including the Insolvency and Bankruptcy Code (IBC), 2016, RBI and SEBI guidelines, and any other laws or guidelines governing the purchase of stressed assets. Bidders must represent that they are not disqualified under Section 29-A of the IBC.

3. **Modifications to Sale Terms:**

MML reserves the right to modify, amend, or update any part of this notice, including the composition of the stressed assets, the terms of sale, or the schedule, at any time without prior notice.

4. **Tax Liabilities:**

The successful bidder will bear all taxes and duties arising out of the transaction, including but not limited to income tax, GST, stamp duty, or any other taxes that may be applicable. The bidder shall also be liable for any tax deductions at source or any withholding tax obligations arising out of the transaction.

5. **Fraud Detection and Compliance with Section 29A of IBC:**

**Midland Microfin Limited**

- In cases where fraud has been detected by MML in relation to the stressed assets, the bidder shall not be from the existing promoter group or related parties of the borrower. Any instances of fraud shall be disclosed to the bidder upon execution of the NDA.
6. **Right to Amend or Withdraw Bids:**  
MML reserves the right to amend, withdraw, or reject any or all bids at any stage of the process. The decision of MML regarding the acceptance or rejection of bids shall be final and binding.
  7. **No Liability of MML:**  
MML, its employees, or its advisors shall not be held liable for any damages, losses, or costs incurred by bidders, whether known or unknown, in connection with the submission of bids or the acquisition of the stressed assets.
  8. **Assignment Agreement:**  
The assignment agreement will be executed in the name of the successful bidder only, and MML will not entertain requests for assignment to any other party, including subsidiaries or affiliates.
  9. **Documentary Requirements for the Successful Bidder:**  
The successful bidder will be required to submit the following documents:
    - o CA certificate confirming the Net Owned Funds (NOF) of the ARC.
    - o Certification by the Company Secretary regarding compliance with governance rules as per RBI guidelines.
    - o Notarized affidavit confirming compliance with **Section 29A** of the IBC.
  10. **Monitoring and Compliance:**  
The successful bidder shall be required to maintain records and documents related to the transferred loan exposures. MML reserves the right to declare any account as “**Fraud**” or “**No Fraud**” at any future date, and the transferee will be obliged to maintain such records for monitoring.

**CONTACT FOR FURTHER DETAILS:**

**Bhimanshu Gupta**

Email: [bhimanshu.gupta@midlandmicrofin.com](mailto:bhimanshu.gupta@midlandmicrofin.com)

For Midland Microfin Limited

MIDLAND MICROFIN LTD.



AUTHORISED SIGNATORY

Authorized Signatory

**Midland Microfin Limited**

Regd. & Corporate Office: The Axis, Plot No. 1, R.B. Badri Dass Colony, BMC Chowk, G.T. Road, Jalandhar-144001 (Punjab), India  
Tel: 0181-5085555, 5086666 | Fax: 0181-5087777 | Email : [info@midlandmicrofin.com](mailto:info@midlandmicrofin.com) | Website : [www.midlandmicrofin.com](http://www.midlandmicrofin.com)

CIN : U65921PB1988PLC008430

ANNEXURE-I

SUMMARY OF THE PORTFOLIO

Product type	No of Accounts	Principal O/s (Amount in Crs.)	Total O/s (Amount in Crs.)
Micro Finance Loans	104,414	171.49	195.70
<b>Grand Total</b>	<b>104,414</b>	<b>171.49</b>	<b>195.70</b>

For Midland Microfin Limited

MIDLAND MICROFIN LTD.



**AUTHORISED SIGNATORY**

Authorized Signatory

## Expression of Interest

**Letter No.**

**Date:**

To,  
Midland Microfin Limited  
1, The Axis, BMC Chowk,  
Civil Lines, Jalandhar, Punjab-144001

**Sub:** Transfer of Stressed Loan Exposure(s)

Dear Sir/Madam,

We refer to the advertisement issued by **Midland Microfin Limited** on its website/email dated \_\_\_\_\_, regarding the transfer of the stressed loan exposure(s). We are writing to express our interest in proceeding with the due diligence process for the above-mentioned loan exposure(s).

We confirm the following:

1. We are eligible and possess the financial capacity to conclude the purchase of the loan exposure(s) showcased, in compliance with applicable laws and regulations of India.
2. In undertaking this transaction, we affirm that there is no conflict of interest with, nor any direct or indirect relation to **Midland Microfin Limited**.
3. We have previously executed a **Non-Disclosure Agreement (NDA)** in \_\_\_\_\_, which remains valid until \_\_\_\_\_. A copy of the NDA is enclosed for your reference.
4. A **Resolution from our Board of Directors or Power of Attorney (POA)**, duly supported by the Board Resolution authorizing the signatories for submission of the Expression of Interest, is enclosed.
5. Below are the contact details of the authorized person for all communication related to this Expression of Interest:

Name of the Person	Designation	Contact Details	Email ID

We kindly request that you send a copy of the necessary detailed to the email IDs provided above. We will be in touch with the concerned official mentioned in the web-notice for further due diligence.

Thank you for considering our Expression of Interest. We look forward to proceeding with the next steps.

With regards,

**For** \_\_\_\_\_

[Authorized Signatory]

[Designation]

**Midland Microfin Limited**

Regd. & Corporate Office: The Axis, Plot No. 1, R.B. Badri Dass Colony, BMC Chowk, G.T. Road, Jalandhar-144001 (Punjab), India  
Tel: 0181-5085555, 5086666 | Fax: 0181-5087777 | Email : info@midlandmicrofin.com | Website : www.midlandmicrofin.com

CIN : U65921PB1988PLC008430

## Undertaking

Letter No.

Date:

To,  
Midland Microfin Limited  
1, The Axis, BMC Chowk,  
Civil Lines, Jalandhar, Punjab-144001

### **TRANSFER OF STRESSED LOAN EXPOSURE(S):**

- i) \_\_\_\_\_ hereby confirms having submitted our Expression of Interest (EOI) for participating in the bid for the specific stressed loan exposure(s).
- ii) We also confirm that we have read and understood the terms of the web-notice related to the Bid.
- iii) We undertake and agree to abide by all the terms and conditions stipulated by Midland Microfin Limited in the web-notice for the Bid.
- iv) We confirm that we are eligible and have the financial capacity to conclude the purchase of the loan exposure(s) showcased in accordance with applicable laws and regulations of India.
- v) We hereby confirm that we will honor the bids placed by us during the Bid process.
- vi) We confirm that we do not have any direct or indirect links, connections, interests, or relationships with the promoters, company, guarantors, and/or any related parties pertaining to the stressed loan exposures for which we have submitted our Expression of Interest, as per our letter dated \_\_\_\_\_.
- vii) We confirm that we are not disqualified under Section 29A of the Insolvency and Bankruptcy Code (IBC), 2016 to submit a resolution plan for the said stressed loan exposures.  
  
We, including:
  - a. Any person (including Security Receipts holders) acting jointly or in concert with us, or
  - b. Any person who is a connected person (as defined under the provisions of the IBC) with us or any person acting jointly or in concert with us;
- viii) We confirm that we have not received any consideration, directly or indirectly, from the promoters, company, guarantors, and/or any of their related parties, concerning the stressed loan exposures for which we have submitted our Expression of Interest, as per our letter dated \_\_\_\_\_.
- ix) The proposed acquisition is not funded or backed by the promoters, company, guarantors, and/or any of their related parties.
- x) We confirm that we have nominated **Mr./Ms.** \_\_\_\_\_, designated as \_\_\_\_\_ of our company, to participate in the Bid on behalf of the company. A Board Resolution/Power of Attorney (POA), duly supported by the Board Resolution authorizing the signatories for the submission of the bid and participation in the e-bidding process, is enclosed.

### **Midland Microfin Limited**

xi) We undertake that the company shall be bound by the bids made by the nominated representative during the bidding process.

With regards,

For \_\_\_\_\_

Name:

Designation:

Address:

Date:

Name of Authorized Representative:

Signature of Authorized Representative:

Mobile No.:

Email ID: