

**AGENDA FOR E-VOTING  
FOR  
INTERNATIONAL RECREATION AND AMUSEMENT LIMITED**

1. To ratify and approve the appointment of Legal expert pursuant to section 20 of Insolvency & Bankruptcy Code, 2016 (“IBC”)

**“RESOLVED THAT** the approval of Committee of Creditor be and is hereby granted for appointment of M/s P Agrawala and Co LLP having their office at 209-214, Kailash Building, 26, Kasturba Gandhi Marg, New Delhi- 110001, India as the legal advisor of the Corporate Debtor for the purpose of providing/rendering their legal advisory services on the terms and conditions set out in the letter of engagement dated 11.10.2018”

**RESOLVED FURTHER THAT** the fee and pocket expenses shall be paid on the basis of actual invoices.

**RESOLVED FURTHER THAT** Resolution Professional be and is hereby authorised to do all such acts, deeds and things as may required or considered necessary or incidental thereto.”

2. To ratify and approve the appointment of two Registered Valuers as per regulation 27 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 [“IBBI (CIRP) Regulations, 2016”].

**“RESOLVED THAT** pursuant to Regulation 27 of Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulation, 2016. M/s GAA Advisory LLP and M/S Adroit Technical Services Pvt Ltd having their offices at B-5, Oriental House, Commercial House, Gulmohar Enclave, New Delhi and 401/ i- Thum, fourth Floor, Tower A, sector-62, Noida, Uttar Pradesh 201309 respectively, be and are hereby appointed as Registered Valuers for the purpose of valuation of the assets of the Corporate Debtor.

**RESOLVED FURTHER THAT** Resolution Professional be and is hereby authorized to do all such acts, deeds and things as may required or considered necessary or incidental thereto.”

3. To consider and approve the Appointment of Statutory Auditors pursuant to the provisions of Section 28 of IBC, 2016.

**“RESOLVED THAT** pursuant to the provision of Section 28 of Insolvency and Bankruptcy code, 2016 consent of the Committee of Creditors be and is hereby given for appointment of Mahesh & Co, Chartered Accountants as statutory auditor of the Corporate Debtor at a remuneration of Rs. 6,00,000/- ( Six Lakh Rupees only) excluding GST and out of pocket expense to be incurred in relation to conduct the audit of the Corporate Debtor.

**RESOLVED FURTHER THAT** Resolution Professional be and is hereby authorised to do all such acts, deeds and things as may required or considered necessary or incidental thereto.”

4. To consider and vote the Evaluation Matrix for Resolution Plan

**“RESOLVED THAT** pursuant to the applicable provisions of Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulation, 2016, the draft Evaluation Matrix for Resolution Plan, as placed before the members of Committee, be and is hereby approved.

**RESOLVED FURTHER THAT** Resolution Professional be and is hereby authorised to do all such acts, deeds and things as may required or considered necessary or incidental thereto.”

5. To consider and vote the Request for Resolution Plan

**“RESOLVED THAT** pursuant to the Regulation 36A (1) of the Insolvency and Bankruptcy (Insolvency Resolution Process for Corporate Persons) Regulations, 2016, the draft Form G (Invitation of Resolution Plans) for Resolution Plan, as placed before the members of

Committee, be and is hereby approved.

**RESOLVED FURTHER THAT** Resolution Professional be and is hereby authorised to do all such acts, deeds and things as may required or considered necessary or incidental thereto.”

6. To fix a limit up to which the Interim Resolution Professional without the permission of Committee, is entitled to initiate a debit transaction with the Financial Institution/Banks maintaining accounts of the Corporate Debtor.

**“RESOLVED THAT** pursuant to applicable provisions of Insolvency and Bankruptcy Code, 2016 (“IBC”), the proposal to fix a limit upto Rs 300,000/- which the Resolution Professional without the permission of committee, is entitled to initiate a debit transaction with the financial institution/banks maintaining accounts of the corporate debtor, as placed before the members of Committee, be and is hereby approved.

7. To consider and decide eligibility criteria of prospective resolution applicants

**“RESOLVED THAT** except such conditions as specified by the Board to submit a resolution plan no other criteria is fixed.

8. To ratify and approve the expenses incurred by the IRP as per Regulation 33 of IBBI (CIRP) Regulation 2016.

**“RESOLVED THAT** pursuant to the Regulation 33 and 34 of Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulation, 2016, the details of expenses incurred by the Interim Resolution Professional and Resolution Professional, as placed before the members of Committee, be and is hereby approved.

**RESOLVED FURTHER THAT** Interim Resolution Professional/ Resolution Professional be and is hereby authorised to do all such acts, deeds and things as may required or considered necessary or incidental thereto.”

9. To ratify and approve the remuneration of IRP as per Regulation 33 of IBBI (CIRP) Regulation 2016.

**“RESOLVED THAT** pursuant to the Regulation 33 of Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulation, 2016, the remuneration of Rs 10,00,000/- (Rs. Ten Lakhs) per month for the Interim Resolution Professional and Rs. 2,00,000/- (Rs. Two Lakhs) per month towards Team costs for verification of claims, as placed before the members of Committee, be and is hereby approved.

10. To ratify and approve appointment of Webtel Electrosoft Private Limited to provide Virtual Data Room (VDR)

**“RESOLVED THAT** the appointment of Webtel Electrosoft Private Limited for providing services for VDR be and is hereby approved on such terms and conditions as may be negotiated by RP with Webtel Electrosoft Private Limited in the best interest of Corporate Debtor.

11. To discuss and approve sub- leasing of Oyster Park on highest bid Basis.

**“RESOLVED THAT** pursuant to the applicable provisions of Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulation, 2016, the approval of Committee of Creditor be and is hereby granted for the Sub- Lease of the Oyster park on the terms & Conditions most suitable to the company and Creditors of the company subject to the condition that the Sub Lessee has to give his consent that if any successful Resolution Plan Comes and if any exit option id given then he will go for the exit option.”

**RESOLVED FURTHER THAT** Resolution Professional be and is hereby authorised to do all such acts, deeds and things as may required or considered necessary or incidental thereto.”